

Appendix 3D

Changes relating to buy-back *(except minimum holding buy-back)*

Information and documents given to ASX become ASX's property and may be made public.

Introduced 1/9/99. Origin: Appendix 7B. Amended 13/3/2000, 30/9/2001, 11/01/10

Name of entity	ABN/ARSN
CSL Limited	99 051 588 348

We (the entity) give ASX the following information.

¹ Date that an Appendix 3C or the last Appendix 3D was given to ASX	1 November 2012
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Information about the change

Complete each item for which there has been a change and items 9 and 10.

Column 1 (Details announced to market in Appendix 3C or last Appendix 3D)	Column 2 (Details of change to buy-back proposals)
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On-market buy-back

² Name of broker who will act on the company's behalf	Merrill Lynch Equities (Australia) Limited, for purchases with a total consideration up to the initial A\$400 million.	Citigroup Global Markets Australia Pty Limited, for purchases with a total consideration of up to approximately A\$400 million.
³ Deleted 30/9/2001.		

⁺ See chapter 19 for defined terms.

Appendix 3D
Changes relating to buy-back

	Column 1 (Details announced to market in Appendix 3C or last Appendix 3D)	Column 2 (Details of change to buy-back proposals)
<p>4 If the company/trust intends to buy back a maximum number of shares/units – that number</p> <p>Note: This requires a figure to be included, not a percentage. The reference to a maximum number is to the total number including shares/units already bought back and shares/units remaining to be bought back. If the total has not changed, the item does not need to be completed.</p>	<p>Up to that number of shares for which the total buy-back consideration paid or payable is A\$900 million. The Company reserves the right to suspend or terminate the buy-back at any time.</p>	<p>No change.</p>
<p>5 If the company/trust intends to buy back a maximum number of shares/units – the number remaining to be bought back</p>	<p>No shares have been bought back since the date of the Appendix 3C. Therefore, the maximum number of shares remaining to be bought back is as per Item 4 above.</p>	<p>Up to the number of shares with an aggregate buy-back consideration of \$499,412,648.</p>
<p>6 If the company/trust intends to buy-back shares/units within a period of time – that period of time; if the company/trust intends that the buy-back be of unlimited duration - that intention</p>	<p>The Company intends to buy back shares in the period 1 November 2012 to 31 October 2013 (inclusive) or earlier if the maximum number of shares in Item 4 above is bought back prior to that date. This buy-back is in addition to the existing on-market buy-back announced on 19 October 2011 (the Existing Program) which will conclude no later than 1 November 2012. This intended new buy-back program will not commence until after the conclusion of the Existing Program. The Company reserves the right to suspend or terminate the buy-back at any time.</p>	<p>No change.</p>

+ See chapter 19 for defined terms.

	Column 1 (Details announced to market in Appendix 3C or last Appendix 3D)	Column 2 (Details of change to buy-back proposals)
7 If the company/trust intends to buy back shares/units if conditions are met – those conditions	N/A	N/A

All buy-backs

8 Any other change	N/A	N/A
9 Reason for change	Appointment of new broker.	
10 Any other information material to a shareholder's/unitholder's decision whether to accept the offer (<i>eg, details of any proposed takeover bid</i>)	None.	

⁺ See chapter 19 for defined terms.

Compliance statement

1. The company is in compliance with all Corporations Act requirements relevant to this buy-back.

or, for trusts only:

1. The trust is in compliance with all requirements of the Corporations Act as modified by Class Order 07/422, and of the trust's constitution, relevant to this buy-back.
2. There is no information that the listing rules require to be disclosed that has not already been disclosed, or is not contained in, or attached to, this form.

Sign here: Date: 2 April 2013
(Company secretary)

Print name: Edward Bailey

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⁺ See chapter 19 for defined terms.