

Form 603Corporations Act 2001
Section 671B**Notice of initial substantial holder**To Company Name/Scheme SITE GROUP INTERNATIONAL LIMITEDACN/ARSN 003 201 910**1. Details of substantial holder (1)**Name SITE GROUP INTERNATIONAL LIMITEDACN/ARSN (if applicable) 003 201 910The holder became a substantial holder on 30/06/2014**2. Details of voting power**

The total number of votes attached to all the voting shares in the company or voting interests in the scheme that the substantial holder or an associate (2) had a relevant interest (3) in on the date the substantial holder became a substantial holder are as follows:

Class of securities (4)	Number of securities	Person's votes (5)	Voting power (6)
Fully paid ordinary shares	98,357,526	98,357,526	20.55%

3. Details of relevant interests

The nature of the relevant interest the substantial holder or an associate had in the following voting securities on the date the substantial holder became a substantial holder are as follows:

Holder of relevant interest	Nature of relevant interest (7)	Class and number of securities
SITE GROUP INTERNATIONAL LIMITED	Voluntary escrowed issue of shares to business vendors by the Company as set out in Appendix 3B lodged on 30/6/2014	46,428,572 ordinary shares
SITE GROUP INTERNATIONAL LIMITED	Voluntary escrowed issue of shares to business vendors by the Company as set out in Appendix 3B lodged on 19/6/2014	19,863,340 ordinary shares
SITE GROUP INTERNATIONAL LIMITED	Voluntary escrowed issue of shares to business vendor by the Company as set out in Appendix 3B lodged on 10/4/2014	9,999,999 ordinary shares
SITE GROUP INTERNATIONAL LIMITED	Voluntary escrowed issue of shares to business vendors by the Company as set out in Appendix 3B lodged on 10/12/2013	5,000,000 ordinary shares
SITE GROUP INTERNATIONAL LIMITED	Voluntary escrowed issue of shares by the Company pursuant to the Employee Share Loan Plan as set out in Appendix 3B lodged on 13/11/2013	300,000 ordinary shares
SITE GROUP INTERNATIONAL LIMITED	Voluntary escrowed issue of shares by the Company pursuant to the Employee Share loan Plan as set out in Appendix 3B lodged on 6/9/2013	4,650,000 ordinary shares
SITE GROUP INTERNATIONAL LIMITED	Voluntary escrowed issue of shares by the Company to senior executives as set out in Appendix 3B lodged on 2/8/2013	2,475,000 ordinary shares

SITE GROUP INTERNATIONAL LIMITED	Voluntary escrowed issue of shares to business vendors by the Company as set out in Appendix 3B lodged on 27/9/2012 and also Appendix 3B lodged on 6/11/2012	740,615 ordinary shares
SITE GROUP INTERNATIONAL LIMITED	Voluntary escrowed issue of shares by the Company pursuant to the Cyba Incentive Deed as set out in Appendix 3B lodged on 31/7/2012	750,000 ordinary shares
SITE GROUP INTERNATIONAL LIMITED	Voluntary escrowed issue of shares by the Company to the Directors pursuant to the Employee Share loan Plan as set out in Appendix 3B lodged on 4/7/2012	5,000,000 ordinary shares
SITE GROUP INTERNATIONAL LIMITED	Voluntary escrowed issue of shares by the Company pursuant to the Employee Share loan Plan and Cyba Incentive Deed as set out in Appendix 3B lodged on 20/6/2012	1,250,000 ordinary shares
SITE GROUP INTERNATIONAL LIMITED	Voluntary escrowed issue of shares by the Company pursuant to the Employee Share loan Plan as set out in Appendix 3B lodged on 25/5/2012	1,900,000 ordinary shares

4. Details of present registered holders

The persons registered as holders of the securities referred to in paragraph 3 above are as follows:

Holder of relevant interest	Registered holder of securities	Person entitled to be registered as holder (8)	Class and number of securities
SITE GROUP INTERNATIONAL LIMITED	Captain Cook Vendors	Captain Cook Vendors	46,428,572 ordinary shares
SITE GROUP INTERNATIONAL LIMITED	CPM Vendors	CPM Vendors	19,863,340 ordinary shares
SITE GROUP INTERNATIONAL LIMITED	Tesol Asia Group Vendor	Tesol Asia Group Vendor	9,999,999 ordinary shares
SITE GROUP INTERNATIONAL LIMITED	Romea Consulting Vendors	Romea Consulting Vendors	5,000,000 ordinary shares
SITE GROUP INTERNATIONAL LIMITED	Company Employees pursuant to the Employee Share Loan Plan	Company Employees	300,000 ordinary shares
SITE GROUP INTERNATIONAL LIMITED	Company Employees pursuant to the Employee Share Loan Plan	Company Employees	4,650,000 ordinary shares
SITE GROUP INTERNATIONAL LIMITED	Company Employees pursuant to the Employee Share Loan Plan	Company Employees	2,475,000 ordinary shares
SITE GROUP INTERNATIONAL LIMITED	Axis Training Group vendors	Axis Training Group vendors	740,615 ordinary shares
SITE GROUP INTERNATIONAL LIMITED	Company Employees pursuant to the Employee Share Loan Plan	Company Employees	750,000 ordinary shares
SITE GROUP INTERNATIONAL LIMITED	Company Directors pursuant to the Employee Share Loan Plan	Company Directors	5,000,000 ordinary shares
SITE GROUP INTERNATIONAL LIMITED	Company Employees pursuant to the Employee Share Loan Plan	Company Employees	1,250,000 ordinary shares
SITE GROUP INTERNATIONAL LIMITED	Company Employees pursuant to the Employee Share Loan Plan	Company Employees	1,900,000 ordinary shares

5. Consideration

The consideration paid for each relevant interest referred to in paragraph 3 above, and acquired in the four months prior to the day that the substantial holder became a substantial holder is as follows:

Holder of relevant interest	Date of acquisition	Consideration (9)		Class and number of securities
		Cash	Non-cash	
SITE GROUP INTERNATIONAL LIMITED	30/06/2014		Partial consideration for the acquisition of Captain Cook College	46,428,572 ordinary shares
SITE GROUP INTERNATIONAL LIMITED	19/06/2014		Partial consideration for the acquisition of Competent Project Management	19,863,340 ordinary shares
SITE GROUP INTERNATIONAL LIMITED	10/04/2014		Partial consideration for the acquisition of TESOL Asia Group	9,999,999 ordinary shares

6. Associates

The reasons the persons named in paragraph 3 above are associates of the substantial holder are as follows:

Name and ACN/ARSN (if applicable)	Nature of association

7. Addresses

The addresses of persons named in this form are as follows:

Name	Address
SITE GROUP INTERNATIONAL LIMITED	Level 4, 96 Albert Street, Brisbane QLD 4000

Signature

print name **Duncan Cornish** capacity **Company Secretary**

sign here  date **8-Jul-14**

DIRECTIONS

- (1) If there are a number of substantial holders with similar or related relevant interests (eg. a corporation and its related corporations, or the manager and trustee of an equity trust), the names could be included in an annexure to the form. If the relevant interests of a group of persons are essentially similar, they may be referred to throughout the form as a specifically named group if the membership of each group, with the names and addresses of members is clearly set out in paragraph 7 of the form.

- (2) See the definition of "associate" in section 9 of the Corporations Act 2001.
 - (3) See the definition of "relevant interest" in sections 608 and 671B(7) of the Corporations Act 2001.
 - (4) The voting shares of a company constitute one class unless divided into separate classes.
 - (5) The total number of votes attached to all the voting shares in the company or voting interests in the scheme (if any) that the person or an associate has a relevant interest in.
 - (6) The person's votes divided by the total votes in the body corporate or scheme multiplied by 100.
 - (7) Include details of:
 - (a) any relevant agreement or other circumstances by which the relevant interest was acquired. If subsection 671B(4) applies, a copy of any document setting out the terms of any relevant agreement, and a statement by the person giving full and accurate details of any contract, scheme or arrangement, must accompany this form, together with a written statement certifying this contract, scheme or arrangement; and
 - (b) any qualification of the power of a person to exercise, control the exercise of, or influence the exercise of, the voting powers or disposal of the securities to which the relevant interest relates (indicating clearly the particular securities to which the qualification applies).See the definition of "relevant agreement" in section 9 of the Corporations Act 2001.
 - (8) If the substantial holder is unable to determine the identity of the person (eg. if the relevant interest arises because of an option) write "unknown".
 - (9) Details of the consideration must include any and all benefits, money and other, that any person from whom a relevant interest was acquired has, or may, become entitled to receive in relation to that acquisition. Details must be included even if the benefit is conditional on the happening or not of a contingency. Details must be included of any benefit paid on behalf of the substantial holder or its associate in relation to the acquisitions, even if they are not paid directly to the person from whom the relevant interest was acquired.
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