# Form 604

Corporations Act 2001 Section 671B

# Notice of change of interests of substantial holder

To Company Name/Scheme	ISENTIA GROUP LIMITED
ACN/ARSN	167 541 568

### 1. Details of substantial holder (1)

Name SPHERIA ASSET MANAGEMENT PTY LIMITED

ACN/ARSN (if applicable) 611 081 326

There was a change in the interests of the

substantial holder on  $\frac{13}{04}/\frac{2018}{2018}$ 

The previous notice was given to the company on  $\frac{02}{03}$ 

The previous notice was dated  $\frac{06}{2018}$ 

## 2. Previous and present 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 when last required, and when now required, to give a substantial holding notice to the company or scheme, are as follows:

Class of securities (4)	Previous notice		Present notice		
	Person's votes	Voting power (5)	Person's votes	Voting power (5)	
ORDINARY FULLY PAID	11,515,381	5.76%	15,019,323	7.51%	

### 3. Changes in relevant interests

Particulars of each change in, or change in the nature of, a relevant interest of the substantial holder or an associate in voting securities of the company or scheme, since the substantial holder was last required to give a substantial holding notice to the company or scheme are as follows:

Date of change	Person whose relevant interest changed	Nature of change (6)	Consideration given in relation to change (7)	Class and number of securities affected	Person's votes affected
Refer to Annexure A					

### 4. Present relevant interests

Particulars of each relevant interest of the substantial holder in voting securities after the change are as follows:

Holder of relevant interest	Registered holder of securities	Person entitled to be registered as holder (8)	Nature of relevant interest (6)	Class and number of securities	Person's votes
Refer to Annexure B					

### 5. Changes in association

The persons who have become associates (2) of, ceased to be associates of, or have changed the nature of their association (9) with, the substantial holder in relation to voting interests in the company or scheme are as follows:

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

### 6. Addresses

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

Name	Address
SPHERIA ASSET MANAGEMENT PTY LIMITED	LEVEL 35, 60 MARGARET STREET, SYDNEY NSW 2000

# **Signature**

print name

MARCUS BURNS

capacity

DIRECTOR

sign here

MS Ban

date 16/04/2018

### **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 6 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 person's votes divided by the total votes in the body corporate or scheme multiplied by 100.
- (6) Include details of:
  - (a) any relevant agreement or other circumstances because of which the change in relevant interest occurred. 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.

- (7) 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.
- (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) Give details, if appropriate, of the present association and any change in that association since the last substantial holding notice.

# ISENTIA GROUP LIMITED

### Annexure A

1	Person whose relevant interest changed	Nature of change	Consider	ation	Class of Securities	Number of securities	Person's votes
							affected
			Cash	Non-cash			
	Spheria Asset Management	Purchase	\$ 121,830.89		ORDINARY FULLY PAID	132,066	132,066
9/03/2018							
9/03/2018		Purchase	\$ 3,258.48		ORDINARY FULLY PAID	3,485	3,485
9/03/2018		Purchase	\$ 653.89		ORDINARY FULLY PAID	705	705
9/03/2018		Purchase	\$ 3,604.68		ORDINARY FULLY PAID	3,876	3,876
9/03/2018	As above	Purchase	\$ 1,538.22		ORDINARY FULLY PAID	1,654	1,654
9/03/2018		Purchase	\$ 657.41		ORDINARY FULLY PAID	705	705
9/03/2018		Purchase	\$ 19,092.59		ORDINARY FULLY PAID	20,585	20,58
9/03/2018	······	Purchase	\$ 36,019.46		ORDINARY FULLY PAID	38,835	38,835
9/03/2018		Purchase	\$ 786.34		ORDINARY FULLY PAID	841	84:
9/03/2018		Purchase	\$ 655.65		ORDINARY FULLY PAID	705	70
9/03/2018		Purchase	\$ 2,293.56		ORDINARY FULLY PAID	2,453	2,45
9/03/2018		Purchase	\$ 172.98		ORDINARY FULLY PAID	185	185
9/03/2018		Purchase	\$ 1,963.50		ORDINARY FULLY PAID	2,100	2,100
9/03/2018		Purchase	\$ 402.99		ORDINARY FULLY PAID	431	43:
9/03/2018		Purchase	\$ 1,293.63		ORDINARY FULLY PAID	1,391	1,39
9/03/2018		Purchase	\$ 3,337.02	<u> </u>	ORDINARY FULLY PAID	3,569	3,56
9/03/2018		Purchase	\$ 475.92		ORDINARY FULLY PAID	509	509
9/03/2018		Purchase	\$ 517.06		ORDINARY FULLY PAID	553	55
9/03/2018		Purchase	\$ 4,794.68		ORDINARY FULLY PAID	5,128	5,12
9/03/2018		Purchase	\$ 1,308.07		ORDINARY FULLY PAID	1,399	1,39
9/03/2018		Purchase	\$ 0.94		ORDINARY FULLY PAID	1 222	22
9/03/2018		Purchase	\$ 309.69	<u> </u>	ORDINARY FULLY PAID	333	33
9/03/2018		Purchase	\$ 248.31		ORDINARY FULLY PAID	267	26
9/03/2018		Purchase	\$ 1,564.26 \$ 471.24		ORDINARY FULLY PAID	1,673	1,67
9/03/2018		Purchase	<u> </u>		ORDINARY FULLY PAID	504	50
9/03/2018		Purchase	\$ 1,578.28 \$ 2.79		ORDINARY FULLY PAID	1,688	1,68
9/03/2018		Purchase	<del> </del>		ORDINARY FULLY PAID	3 42	4
9/03/2018		Purchase	\$ 39.06 \$ 210.18		ORDINARY FULLY PAID	226	22
9/03/2018 9/03/2018		Purchase Purchase	\$ 4,027.98		ORDINARY FULLY PAID ORDINARY FULLY PAID	4,308	4,30
9/03/2018		Purchase	\$ 4,027.98		ORDINARY FULLY PAID	4,308	<del> </del>
9/03/2018		Purchase	\$ 2.79		ORDINARY FULLY PAID	46	4
9/03/2018		Purchase	\$ 42.78		ORDINARY FULLY PAID	1	+ +
9/03/2018	***************************************	Purchase	\$ 115.32		ORDINARY FULLY PAID	124	12
9/03/2018		† <u> </u>	\$ 2,218.76		ORDINARY FULLY PAID	2,373	2,37
9/03/2018		Purchase Purchase	\$ 2,218.70		ORDINARY FULLY PAID	1	2,37
9/03/2018		Purchase	\$ 23.25		ORDINARY FULLY PAID	25	2
9/03/2018	**************************************	Purchase	\$ 1,972.24		ORDINARY FULLY PAID	2,115	2,11
9/03/2018		Purchase	\$ 38.13		ORDINARY FULLY PAID	41	4
9/03/2018		Purchase	\$ 5.58		ORDINARY FULLY PAID	6	1
9/03/2018		Purchase	\$ 234.69		ORDINARY FULLY PAID	251	25
9/03/2018	· · · · · · · · · · · · · · · · · · ·	Purchase	\$ 2,075.70	<b></b>	ORDINARY FULLY PAID	2,220	2,22
9/03/2018		Purchase	\$ 1,972.24		ORDINARY FULLY PAID	2,220	2,11
9/03/2018	······································	Purchase	\$ 868.62	<b></b>	ORDINARY FULLY PAID	929	92
9/03/2018		Purchase	\$ 265.54		ORDINARY FULLY PAID	284	28
9/03/2018	<del></del>	Purchase	\$ 1,972.24		ORDINARY FULLY PAID	2,115	2,11
9/03/2018		Purchase	\$ 547.91		ORDINARY FULLY PAID	586	58
9/03/2018		Purchase	\$ 665.72		ORDINARY FULLY PAID	712	71
9/03/2018		Sale	\$ 353.43		ORDINARY FULLY PAID	378	37
9/03/2018		Purchase	\$ 1,302.46		ORDINARY FULLY PAID	1,393	1,39
9/03/2018		Purchase	\$ 6,256.64		ORDINARY FULLY PAID	6,656	6,65
9/03/2018		Purchase	\$ 3,726.16	<b> </b>	ORDINARY FULLY PAID	3,964	3,96
9/03/2018		Purchase	\$ 515.12		ORDINARY FULLY PAID	548	5/
9/03/2018		Purchase	\$ 2,867.94		ORDINARY FULLY PAID	3,051	3,05
9/03/2018		Purchase	\$ 2,110.30		ORDINARY FULLY PAID	2,245	2,24
9/03/2018		Purchase	\$ 702.18	<del> </del>	ORDINARY FULLY PAID	747	1
9/03/2018		Purchase	\$ 22.56	<del> </del>	ORDINARY FULLY PAID	24	<del>                                     </del>
	As above	Purchase	\$ 9.40	+	ORDINARY FULLY PAID	10	·

	·	1.	<del></del>		
9/03/2018 As above	Purchase	\$ 433.34	ORDINARY FULLY PAID	461	461
9/03/2018 As above	Purchase	\$ 0.94	ORDINARY FULLY PAID	1	1
9/03/2018 As above	Purchase	\$ 0.94	ORDINARY FULLY PAID	1	1
9/03/2018 As above	Purchase	\$ 61.10	ORDINARY FULLY PAID	65	65
9/03/2018 As above	Purchase	\$ 2.82	ORDINARY FULLY PAID	3	3
9/03/2018 As above	Purchase	\$ 465,900.90	ORDINARY FULLY PAID	490,422	490,422
9/03/2018 As above	Purchase	\$ 26,408.10	ORDINARY FULLY PAID	27,798	27,798
9/03/2018 As above	Purchase	\$ 125,191.00	ORDINARY FULLY PAID	131,780	131,780
27/03/2018 As above	Purchase	\$ 468.98	ORDINARY FULLY PAID	524	524
27/03/2018 As above	Purchase	\$ 398.28	ORDINARY FULLY PAID	445	445
27/03/2018 As above	Purchase	\$ 214.80	ORDINARY FULLY PAID	240	240
27/03/2018 As above	Purchase	\$ 185.27	ORDINARY FULLY PAID	207	207
27/03/2018 As above	Purchase	\$ 1,762.69	ORDINARY FULLY PAID	1,964	1,964
27/03/2018 As above	Purchase	\$ 4,095.00	ORDINARY FULLY PAID	4,550	4,550
27/03/2018 As above	Purchase	\$ 3,331.80	ORDINARY FULLY PAID	3,702	3,702
27/03/2018 As above	Purchase	\$ 119.70	ORDINARY FULLY PAID	133	133
27/03/2018 As above	Purchase	\$ 1,453.50	ORDINARY FULLY PAID	1,615	1,615
27/03/2018 As above	Purchase	\$ 0.90	ORDINARY FULLY PAID	1	1
27/03/2018 As above	Purchase	\$ 376.20	ORDINARY FULLY PAID	418	418
27/03/2018 As above	Purchase	\$ 5.40	ORDINARY FULLY PAID	6	6
27/03/2018 As above	Purchase	\$ 0.90	ORDINARY FULLY PAID	1	1
27/03/2018 As above	Purchase	\$ 58.50	ORDINARY FULLY PAID	65	65
27/03/2018 As above	Purchase	\$ 79.20	ORDINARY FULLY PAID	88	88
27/03/2018 As above	Purchase	\$ 97.20	ORDINARY FULLY PAID	108	108
27/03/2018 As above	Purchase	\$ 98.10	ORDINARY FULLY PAID	109	109
27/03/2018 As above	Purchase	\$ 117.00	ORDINARY FULLY PAID	130	130
27/03/2018 As above	Purchase	\$ 1,093.50	ORDINARY FULLY PAID	1,215	1,215
27/03/2018 As above	Purchase	\$ 230.40	ORDINARY FULLY PAID	256	256
27/03/2018 As above	Purchase	\$ 92.70	ORDINARY FULLY PAID	103	103
27/03/2018 As above	Purchase	\$ 60.30	ORDINARY FULLY PAID	67	67
27/03/2018 As above	Purchase	\$ 1,172.70	ORDINARY FULLY PAID	1,303	1,303
27/03/2018 As above	Purchase	\$ 0.90	ORDINARY FULLY PAID	1	1
27/03/2018 As above	Purchase	\$ 243.90	ORDINARY FULLY PAID	271	271
27/03/2018 As above	Purchase	\$ 100.80	ORDINARY FULLY PAID	112	112
27/03/2018 As above	Purchase	\$ 1,190.70	ORDINARY FULLY PAID	1,323	1,323
27/03/2018 As above	Purchase	\$ 228.60	ORDINARY FULLY PAID	254	254
27/03/2018 As above	Purchase	\$ 93.60	ORDINARY FULLY PAID	104	104
27/03/2018 As above	Purchase	\$ 768.60	ORDINARY FULLY PAID	854	854
27/03/2018 As above	Purchase	\$ 1,801.80	ORDINARY FULLY PAID	2,002	2,002
27/03/2018 As above	Purchase	\$ 0.90		1	1
27/03/2018 As above	Purchase	\$ 15.30	ORDINARY FULLY PAID	17	17
27/03/2018 As above	Purchase	\$ 0.90	ORDINARY FULLY PAID	1	1
27/03/2018 As above	Purchase	\$ 297.90	ORDINARY FULLY PAID	331	331
27/03/2018 As above 27/03/2018 As above	Purchase	\$ 257.30	ORDINARY FULLY PAID	113	113
27/03/2018 As above 27/03/2018 As above	Purchase	\$ 0.90	ORDINARY FULLY PAID	1 1	113
27/03/2018 As above 27/03/2018 As above	Purchase	\$ 87.30	ORDINARY FULLY PAID	97	97
27/03/2018 As above 27/03/2018 As above	Purchase	\$ 87.30	ORDINARY FULLY PAID	2	2
	Purchase	\$ 1.80	ORDINARY FULLY PAID	5	5
27/03/2018 As above 27/03/2018 As above		\$ 4.50	ORDINARY FULLY PAID		1,845
	Purchase	·		1,845	
27/03/2018 As above	Purchase	<u> </u>	ORDINARY FULLY PAID	180	180
27/03/2018 As above	Purchase	\$ 0.90	ORDINARY FULLY PAID	1 2	1
27/03/2018 As above	Purchase	\$ 1.80	ORDINARY FULLY PAID	2	2
27/03/2018 As above	Purchase	\$ 800.10	ORDINARY FULLY PAID	889	889
27/03/2018 As above	Purchase	\$ 355.50	ORDINARY FULLY PAID	395	395
27/03/2018 As above	Purchase	\$ 950.40	ORDINARY FULLY PAID	1,056	1,056
27/03/2018 As above	Purchase	\$ 0.90	ORDINARY FULLY PAID	1	1
27/03/2018 As above	Purchase	\$ 9.00	ORDINARY FULLY PAID	10	10
27/03/2018 As above	Purchase	\$ 166.50	ORDINARY FULLY PAID	185	185
27/03/2018 As above	Purchase	\$ 121.50	ORDINARY FULLY PAID	135	135
27/03/2018 As above	Purchase	\$ 0.90	ORDINARY FULLY PAID	1	1
27/03/2018 As above	Purchase	\$ 215.70	ORDINARY FULLY PAID	241	241
27/03/2018 As above	Purchase	\$ 558.00	ORDINARY FULLY PAID	620	620
27/03/2018 As above	Purchase	\$ 0.90	ORDINARY FULLY PAID	1	1
27/03/2018 As above	Purchase	\$ 409.50	ORDINARY FULLY PAID	455	455
27/03/2018 As above	Purchase	\$ 95.77	ORDINARY FULLY PAID	107	107

27/03/2018 As above	Purchase	\$ 115.46	ORDINARY FULLY PAID	129	129
27/03/2018 As above	Purchase	\$ 947.76	ORDINARY FULLY PAID	1,056	1,056
27/03/2018 As above	Purchase	\$ 960.33	ORDINARY FULLY PAID	1,070	1,070
27/03/2018 As above	Purchase	\$ 985.40	ORDINARY FULLY PAID	1,101	1,101
27/03/2018 As above	Purchase	\$ 139.62	ORDINARY FULLY PAID	156	156
27/03/2018 As above	Purchase	\$ 98.45	ORDINARY FULLY PAID	110	110
27/03/2018 As above	Purchase	\$ 1,026.74	ORDINARY FULLY PAID	1,144	1,144
27/03/2018 As above	Purchase	\$ 1,015.97	ORDINARY FULLY PAID	1,132	1,132
27/03/2018 As above	Purchase	\$ 1,028.54	ORDINARY FULLY PAID	1,146	1,146
27/03/2018 As above	Purchase	\$ 2,911.44	ORDINARY FULLY PAID	3,253	3,253
27/03/2018 As above	Purchase	\$ 1,128.60	ORDINARY FULLY PAID	1,261	1,261
27/03/2018 As above	Purchase	\$ 1,138.03	ORDINARY FULLY PAID	1,268	1,268
27/03/2018 As above	Purchase	\$ 1,129.95	ORDINARY FULLY PAID	1,259	1,259
27/03/2018 As above	Purchase	\$ 507.99	ORDINARY FULLY PAID	566	566
27/03/2018 As above	Purchase	\$ 0.89	ORDINARY FULLY PAID	1	1
27/03/2018 As above	Purchase	\$ 2.67	ORDINARY FULLY PAID	3	3
27/03/2018 As above	Purchase	\$ 11.57	ORDINARY FULLY PAID	13	13
27/03/2018 As above	Purchase	\$ 43.61	ORDINARY FULLY PAID	49	49
27/03/2018 As above	Purchase	\$ 273.23	ORDINARY FULLY PAID	307	307
27/03/2018 As above	Purchase	\$ 0.89	ORDINARY FULLY PAID	1	1
27/03/2018 As above	Purchase	\$ 9.79	ORDINARY FULLY PAID	11	11
27/03/2018 As above	Purchase	\$ 206.48	ORDINARY FULLY PAID	232	232
27/03/2018 As above	Purchase	\$ 60.52	ORDINARY FULLY PAID	68	68
27/03/2018 As above	Purchase	\$ 1,153.44	ORDINARY FULLY PAID	1,296	1,296
27/03/2018 As above	Purchase	\$ 0.89	ORDINARY FULLY PAID	1	1
27/03/2018 As above	Purchase	\$ 10.68	ORDINARY FULLY PAID	12	12
27/03/2018 As above	Purchase	\$ 217.16	ORDINARY FULLY PAID	244	244
27/03/2018 As above	Purchase	\$ 1,210.40	ORDINARY FULLY PAID	1,360	1,360
27/03/2018 As above	Purchase	\$ 1,438.24	ORDINARY FULLY PAID	1,616	1,616
27/03/2018 As above	Purchase	\$ 8.85	ORDINARY FULLY PAID	10	10
27/03/2018 As above	Purchase	\$ 2.66	ORDINARY FULLY PAID	3	3
27/03/2018 As above	Purchase	\$ 184.08	ORDINARY FULLY PAID	208	208
27/03/2018 As above	Purchase	\$ 0.89	ORDINARY FULLY PAID	1	1
27/03/2018 As above	Purchase	\$ 99.12	ORDINARY FULLY PAID	112	112
27/03/2018 As above	Purchase	\$ 5.31	ORDINARY FULLY PAID	6	6
27/03/2018 As above	Purchase	\$ 606.23	ORDINARY FULLY PAID	685	685
27/03/2018 As above	Purchase	\$ 1,270.86	ORDINARY FULLY PAID	1,436	1,436
27/03/2018 As above	Purchase	\$ 19.47	ORDINARY FULLY PAID	22	22
27/03/2018 As above	Purchase	\$ 373.47	ORDINARY FULLY PAID	422	422
27/03/2018 As above	Purchase	\$ 0.89	ORDINARY FULLY PAID	1	1
27/03/2018 As above	Purchase	\$ 0.89	ORDINARY FULLY PAID	1	1
27/03/2018 As above	Purchase	\$ 64.61	ORDINARY FULLY PAID	73	73
27/03/2018 As above	Purchase	\$ 1,246.08	ORDINARY FULLY PAID	1,408	1,408
27/03/2018 As above	Purchase	\$ 0.89	ORDINARY FULLY PAID	1	1
27/03/2018 As above	Purchase	\$ 11.51	ORDINARY FULLY PAID	13	13
27/03/2018 As above	Purchase	\$ 234.53	ORDINARY FULLY PAID	265	265
27/03/2018 As above	Purchase	\$ 105.32	ORDINARY FULLY PAID	119	119
27/03/2018 As above	Purchase	\$ 551.76	ORDINARY FULLY PAID	627	627
27/03/2018 As above	Purchase	\$ 14.96	ORDINARY FULLY PAID	17	17
27/03/2018 As above	Purchase	\$ 0.88	ORDINARY FULLY PAID	1	1
27/03/2018 As above	Purchase	\$ 85,672.40	ORDINARY FULLY PAID	97,355	97,355
12/04/2018 As above	Purchase	\$ 1,999,745.48	ORDINARY FULLY PAID	2,438,714	2,438,714

This is Annexure "A" as mentioned in form 604 Notice of change of interests of substantial holder

Marcus Burns Director

Date: 16/04/2018

# **ISENTIA GROUP LIMITED**

Annexure B

Holder of relevant interest	Registered holder of securities   Person entitled to be	Person entitled to be	Number of	Class of	Person's
		registered as holder	securities	securities	votes
Spheria Asset Management Pty	NAB Custodial Services	NAB Custodial Services	1,736,439	Ordinary fully paid 1,736,439	1,736,439
Limited					
Spheria Asset Management Pty	JP Morgan Chase Bank	JP Morgan Chase Bank	4,199,586	Ordinary fully paid 4,199,586	4,199,586
Limited					
Spheria Asset Management Pty	Citibank	Citibank	1,452,156	Ordinary fully paid 1,452,156	1,452,156
Limited					v.
Spheria Asset Management Pty	RBC Investor Services Trust	RBC Investor Services Trust 7,631,142	7,631,142	Ordinary fully paid 7,631,142	7,631,142
Limited					

This is Annexure "B" of 1 page as mentioned in form 604 Notice of change of interests of substantial holder

Marcus Burns

Director

Date: 16/04/2018