

Securities Act 1997.

Section 115(2)(a).

Form 3.

NOTICE OF SUBSTANTIAL SHAREHOLDING.

Note: To be given to the company, the stock exchange on which it is listed and the Securities Commission by a person who acquires a relevant interest in 5% or more of the voting shares of a listed company, within two days after the person becomes aware that they are a substantial shareholder. Use a separate form for each person that is a substantial shareholder.

1.	Name of listed	Highlands Pacific Limited
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Note: Insert the name of the listed company in which the substantial shareholding is held.

2.	Name of stock exchange	Port Moresby Stock Exchange, Australian Securities Exchange
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Note: Insert the name of the stock exchange on which the company is listed.

3. Details of person that is a substantial shareholder.

Given names (natural persons only)	Surname or Corporate name and registration number, if applicable	Residential address or address of registered office	Postal address
N/A	UBS Group AG	Bahnhofstrasse 45, 8001 Zurich, Switzerland	Singapore Branch, One Raffles Quay, #50-01 North Tower, Singapore 04858

4. Date substantial shareholding arose.

25 May 2018

Note: Insert the date on which the person named in Item 3 became a substantial shareholder in the listed company in Item 1, not the date on which the person became aware of the substantial shareholding.

**5. Voting shares in which
a relevant interest is
held.**

Number of shares.	% of shares in company.
99,765,908	10.50%

Note: Insert the number and percentage of voting shares in which the person has a relevant interest as at the date in Item 4. The terms "voting shares" and "relevant interest" are defined in Sections 112 - 114 of the Act.

6. Total number of voting shares issued by the listed company.

950,203,336

Note: Insert the total number of voting shares issued by the listed company used for the purpose of calculating the % at Item 5.

7. Particulars of relevant interests.

	Details for class of shares.	Details for class of shares.
Class of voting shares in which relevant interests held.	Ordinary	Ordinary
Name(s) of registered holder(s).	UBS AG, Australia Branch	UBS AG, London Branch
Brief description of the nature of the relevant interests in the voting shares.	Prime Broker with power to control the exercise of the power to dispose of shares	Prime Broker with power to control the exercise of the power to dispose of shares
Brief description of the transaction under which the relevant interests arose e.g. purchase on stock exchange.	These holdings are held by UBS AG, Australia Branch on behalf of Prime Brokerage business.	These holdings are held by UBS AG, London Branch on behalf of Prime Brokerage business
Number of voting shares affected by the transaction.	56,756,115	43,009,793
The consideration for the transaction (value in Kina).	Refer to Appendix A (Australian Dollars Only)	Refer to Appendix A (Australian Dollars Only)
Name of the other party to the transaction (if known). *	N/A	N/A
The consideration, if any, paid for each relevant interest acquired in the previous 4 months.	Refer to Appendix A (Australian Dollars Only)	Refer to Appendix A (Australian Dollars Only)

* *This information is not required where the transaction took place on a stock exchange.*

Note: Where there is insufficient space on the form to supply the information required, use additional forms or annexe a separate sheet in the same format containing the information.

8. Details of other person(s) giving a notice for the same transaction.

Given names (<i>natural persons only</i>)	Surname or corporate name and registration number, if applicable	Residential address or address of registered office	Postal address
N/A			

Note: If known, insert the name and address of any other person(s) believed to have given, or to be intending to give, notice, whether a Form 3, 4 or 5, in relation to the transaction to which this notice relates. If not known, insert, "unknown".

9. Details of any associate who also has a relevant interest in the voting Shares.

Given names (<i>natural persons only</i>)	Surname or corporate name and registration number, if applicable	Residential address or address of registered office	Postal address
N/A	See item 7	Details of all UBS offices can be found through the following link: http://apps2.ubs.com/locationfinder/	

Nature of Association: Related bodies corporate

Details of Relevant Interest of Associate:

Note: Provide the name and address of each associate of the person submitting this notice who has a relevant interest in voting shares in the company, and the nature of the association with the associate and the details of the relevant interest of the associate.

10. Prescribed particulars of any agreement under which substantial shareholding acquired.

Date of any agreement	Material terms of any agreement (whether written or oral)
N/A	

Note: Provide the details of the material terms of any agreement, whether written or oral, and the details of the material terms of any relevant agreement through which a relevant interest, the subject of the notice, was acquired or otherwise arose. True copies of the documents must be submitted with this form.


11. The following documents must be submitted with this form -

- A. a true copy of any document setting out the material terms of any agreement that –
 - (a) contributed to the person having to submit this form;
 - (b) is in writing or in a document in which the material terms of an oral agreement have been reduced to writing in accordance with Section 40 (5) (c) of the Regulation; and
 - (c) is readily available to the person submitting the notice; or
- B. where a document in Paragraph A is not readily available to the person submitting this form, a memorandum in writing detailing the material terms of the document.

The number of pages that accompany, or are annexed to, this notice is N/A.

12. Declaration.

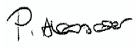
I declare that to the best of my knowledge and belief the information in this form is true and correct.

Signature: 

Full Name of Person Signing: **Serene Peh**

Role: **Authorized Signatory**

Date: **29 May 2018**

Signature: 

Full Name of Person Signing: **Philip Alexander**

Role: **Authorized Signatory**

Date: **29 May 2018**

Note: Where this notice is given by a body corporate it must be signed by a director or secretary who is authorized by the board of the body corporate to give the notice. Initials are not sufficient for the full name of the person signing this form.

HIG - Appendix A

Date of change	Person whose relevant interest changed	Nature of Change	Consideration given in relation to change	Number of securities	Class
23-May-18	UBS AG Australia Branch	Sell	129,562	(1,150,000)	Ordinary
23-May-18	UBS AG Australia Branch	Buy	99,553	800,000	Ordinary
23-May-18	UBS AG Australia Branch	Sell	13,998	(100,000)	Ordinary
23-May-18	UBS AG Australia Branch	Buy	55,989	450,000	Ordinary
25-May-18	UBS AG Australia Branch	Buy	131,075	1,065,908	Ordinary
25-May-18	UBS AG London Branch	Buy	1,338,119	13,347,825	Ordinary
25-May-18	UBS AG London Branch	Buy	2,973,612	29,661,968	Ordinary
25-May-18	UBS AG Australia Branch	Buy	1,368,972	13,652,175	Ordinary
25-May-18	UBS AG Australia Branch	Buy	3,042,146	30,338,032	Ordinary