Fax: 18335685524

To: 01161293470005@rcfax.conFax: +61 (2) 93470005

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444 Madison Avenue, 21<sup>st</sup> Floor, New York, NY 10022 Main: 212-705-8888 • Fax: 212-705-8801

# Fax

To: The Manager		From: Meg Eisner
Company Announcement		
Firm: Australian Securities Exchange	Limited	Phone: (212) 705-8888
Fax:+61 29347 0005	7	Pages: 4 (including cover page)
Phone:		Date: 8-16-2018
Re: Notice of Ceasing to be a Substar Shareholder	ntial	CC:
□ Urgent	☐ For Revie	w 🗆 Please Reply
Comments:		

PLEASE NOTE: The information contained in this facsimile message and any attachments thereto, is legally privileged and confidential information. This information is intended only for the use of the individuals named above and others who have been specifically authorized to receive it. If you are not the intended recipient, you are hereby notified that any dissemination, distribution or copying of this communication or attachments is prohibited. If you have received this facsimile in error please notify this office at 212-705-8888.

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16 August 2018

The Manager Company Announcements Australian Securities Exchange Limited By fax +61 29347 0005

# Notice of Ceasing to be a Substantial Holder

Enclosed on behalf of QVT Fund LP and Quintessence Fund L.P. is a notice of ceasing to be a substantial holder (Form 605) in respect of TZ Limited (TZL).

Please feel free to contact me directly with any questions.

Yours Sincerely, Meg Eisner regulatoryfilings@qvt.com +1 212 705 6229

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To: 01161293470005@rcfax.conFax: +61 (2) 93470005

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Form 605

#### Corporations Act 2001 Section 671B

### Notice of ceasing to be a substantial holder

To Company Name/Scheme TZ Limited ("TZ") ACN/ARSN 073 979 272

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

Name QVT Fund LP and Quintessence Fund L.P. (together, the "QVT Funds") ACN/ARSN (if applicable) N/A

The holder ceased to be a substantial holder on 15/08/2018 The previous notice was given to the company on 22/11/2017 The previous notice was dated 22/11/2017

#### 2. Changes in relevant interests

Particulars of each change in, or change in the nature of, a relevant interest (2) of the substantial holder or an associate (3) 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 (4)	Consideration given in relation to change (5)	Class (6) and number of securities affected	Person's votes affected
15/08/2018	QVT Fund LP	Sale by QVT Fund LP	AUD 2,422,093.75	13,848,845 ordinary shares	13,848,845
15/08/2018	Quintessence Fund L.P.	Sale by Quintessence Fund L.P.	AUD 265,507.40	1,518,096 ordinary shares	1,518,096
15/08/2018	QVT Financial LP	Sales by QVT Fund LP and Quintessence	AUD	15,366,941	15,366,941
15/08/2018	<del>-</del>	Fund LP and	AUD 2,687,601.15	15,366,941 ordinary shares	15,366,94

#### 3. Changes in association

The persons who have become associates (3) of, ceased to be associates of, or have changed the nature of their association (7) 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	

#### 4. Addresses

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

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Name	Address
QVT Fund LP Quintessence Fund L.P. QVT Financial LP	c/o QVT Financial LP 444 Madison Avenue, 21st Floor New York, NY 10022

## Signature

print name

Tracy Fu

capacity

Capacity

GP LLC, as general partner to the QVT Funds

date

16/08/2018

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 4 of the form.
- (2) See the definition of "relevant interest" in sections 608 and 671B(7) of the Corporations Act 2001.
- (3) See the definition of "associate" in section 9 of the Corporations Act 2001.
- (4) 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.

- (5) 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.
- (6) The voting shares of a company constitute one class unless divided into separate classes.
- (7) Give details, if appropriate, of the present association and any change in that association since the last substantial holding notice.