

Form 604Corporations Act 2001
Section 671B**Notice of change of interests of substantial holder**To Company Name/Scheme **RYDER CAPITAL LTD**ACN/ARSN **606 695 854****1. Details of substantial holder (1)**Name **David Harold Bottomley**

ACN/ARSN (if applicable)

There was a change in the interests of the substantial holder on **17/12/2018**The previous notice was given to the company on **04/05/2018**The previous notice was dated **09/05/2018****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 Shares	2,145,001	5.78%	3,023,001	5.01% ¹

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
07/06/2018	JS George	On market sale	\$30,160	(23,000) ordinary	23,000
25/09/2018	Daho Pty Limited <The DHB S/F A/C>	Exercise of options	\$125,000	100,000 ordinary	100,000
25/09/2018	Leyrth Pty Limited <The BF A/C>	Exercise of options	\$93,750	75,000 ordinary	75,000
25/09/2018	JS George	On market sale	\$63,749	(52,000) ordinary	52,000
25/09/2018	JS George	Exercise of options	\$156,250	125,000 ordinary	125,000
16/11/2018	Daho Pty Limited <The DHB S/F A/C>	Exercise of options	\$125,000	100,000 ordinary	100,000
11/12/2018	Ellie 12 Pty Limited <The SJB Super Fund A/C>	Exercise of options	\$81,250	65,000 ordinary	65,000
11/12/2018	Daho Pty Limited <The DHB S/F A/C>	Exercise of options	\$437,500	350,000 ordinary	350,000

¹ Voting power has decreased due to increase of issued capital following exercise of RYDO options.

11/12/2018	JS George	Exercise of options	\$31,250	25,000	25,000
13/12/2018	Daho Pty Limited <The DHB S/F A/C>	On market purchase	\$60,722	50,000	50,000
13/12/2018	K & K Elsworth	On market purchase	\$28,839	23,000	23,000
13/12/2018	Satya 8 Pty Ltd <The KJB Super Fund A/C>	On market purchase	\$49,959	40,000	40,000

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
Leyrth Pty Limited <The BF A/C>	Leyrth Pty Limited <The BF A/C>	Leyrth Pty Limited <The BF A/C>	Director and shareholder (>20%) of trustee	1,200,000 ordinary	1,200,000
Daho Pty Limited <The DHB S/F A/C>	Daho Pty Limited <The DHB S/F A/C>	Daho Pty Limited <The DHB S/F A/C>	As above	1,150,000 ordinary	1,150,000
JS George	JS George	JS George	Power to exercise voting rights and/or power to dispose of securities under a relevant agreement	400,000 ordinary	400,000
K & K Elsworth	K & K Elsworth	K & K Elsworth	As above	78,000 ordinary	78,000
Ellie 12 Pty Limited <The SJB Super Fund A/C>	Ellie 12 Pty Limited <The SJB Super Fund A/C>	Ellie 12 Pty Limited <The SJB Super Fund A/C>	Director of trustee with power to exercise voting rights and/or power to dispose of securities	155,000 ordinary	155,000
Satya 8 Pty Ltd <The KJB Super Fund A/C>	Satya 8 Pty Ltd <The KJB Super Fund A/C>	Satya 8 Pty Ltd <The KJB Super Fund A/C>	As above	40,000 ordinary	40,000
Ryder Investment Management Pty Limited	Ryder Investment Management Pty Limited	Ryder Investment Management Pty Limited	Director and shareholder (>20%) of entity which has power to control the voting rights as a discretionary investment manager	1 ordinary	1

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

6. Addresses

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

Name	Address
All parties	Level 25, 88 Phillip Street, SYDNEY NSW 2000

Signature

Print name David Bottomley Capacity Director

Sign here



Date 17/12/2018

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.
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