

# Form 604

Corporations Act 2001  
Section 671B

## Notice of change of interests of substantial holder

Company Name/Scheme      Prospa Group Limited (PGL)

ACN/ARSN      625 648 722

### 1. Details of Substantial Holder (1)

Name      AustralianSuper Pty Ltd in its capacity as trustee of AustralianSuper (AustralianSuper)

ACN/ARSN (if applicable)      006 457 987

There was a change in the interests of the substantial holder on 09 / 09 / 2019 (this is the date on which AustralianSuper became aware of a deemed relevant interest in the shares in PGL through the AirTree Opportunity Fund (as defined in item 4 below), as explained in items 3 and 4 below).

The previous notice was given to the company on 17 / 06 / 2019

The previous notice was dated 17 / 06 / 2019

### 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	8,712,959	5.40%	18,455,402	11.44%

### 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	Nature of change (6)	Consideration given in relation to change (7)	Class and number of securities affected	Person's votes affected
REFER ATTACHED					

#### 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
AustralianSuper	JPMorgan Nominees Australia Ltd	JPMorgan Nominees Australia Ltd	Shareholder	Ord 8,968,166	8,968,166
AustralianSuper	AirTree Ventures Opportunity Fund Trusco Pty Ltd (AirTree Opportunity Fund Trustee) as trustee of the AirTree Ventures Opportunity Fund Trust (AirTree Opportunity Fund)	AirTree Opportunity Fund Trustee as trustee of the AirTree Opportunity Fund	AustralianSuper has a relevant interest in 9,487,236 ordinary shares in PGL under section 608(3)(a) of the Corporations Act 2001 (Cth), as a result of its voting power of 75.31% in the AirTree Opportunity Fund, where the AirTree Opportunity Fund Trustee controls the voting and/or disposal of 9,487,236 ordinary shares in PGL.	Ord 9,487,236	9,487,236

#### 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
AustralianSuper Pty Ltd	Level 33, 50 Lonsdale Street Melbourne VIC 3000

#### Signature

print name Janine Cooper

capacity Compliance Manager

sign here

date 11/09/2019

## **ATTACHMENT**

This Form 604 includes the relevant interest in 9,487,236 ordinary shares in PGL which AustralianSuper has under section 608(3)(a) of the Corporations Act 2001 (Cth), as a result of its voting power of 75.31% in the AirTree Opportunity Fund Trust, the trustee of which (being the AirTree Opportunity Fund Trustee) controls the voting and/or disposal of 9,487,236 ordinary shares in PGL. AustralianSuper became aware of this deemed relevant interest on 9 September 2019.