

**Form 604**Corporations Act 2001  
Section 671B**Notice of change of interests of substantial holder**To Company Name/Scheme **Sunland Group Limited**ACN/ARSN **063 429 532****1. Details of substantial holder (1)**Name **Abedian Corporation Pty Ltd (Abedian Corporation) and each of the entities and persons listed in Table 1 of Annexure A to this form**ACN/ARSN (if applicable) **053 977 012**

There was a change in the interests of the substantial holder on

09/09/2019The previous notice was given to the company on 12/09/2019The previous notice was dated 12/09/2019**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)
<b>Ordinary</b>	<b>8,320,000</b>	<b>5.078%</b>	<b>9,115,000</b>	<b>6.6577%</b>

**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
<b>See Annexure A, Table 2</b>					

**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
<b>See Annexure A, Tables 2 and 3</b>					

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### 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	N/A

### 6. Addresses

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

Name	Address
See Annexure A, Table 1	

### Signature

print name **Sahba Abedian** capacity **Authorised signatory**

sign here

date **12 /09/2019**

### 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.

**SUNLAND GROUP LIMITED ACN 063 429 532****THIS IS ANNEXURE A OF 4 PAGES REFERRED TO IN THE ABOVE FORM 604****Table 1 – Persons and bodies**

The following are details of Abedian Corporation Pty Ltd and the bodies and persons which have a relationship as associates in the manner specified below:

<b>Name</b>	<b>Relationship</b>	<b>Address</b>
Abedian Corporation Pty Ltd (ACN 053 977 012) ( <b>Abedian Corporation</b> ), including as trustee for the Sahba Abedian Superannuation Fund	Sahba Abedian is an associate of Abedian Corporation pursuant to section 12(2)(a)(i) of the <i>Corporations Act 2001</i> (Cth) because he is a director and sole holder of all of the ordinary shares in Abedian Corporation.	'Abian Residences' Unit 4101, 140 Alice Street Brisbane QLD 4000
Sahba Abedian	Sahba Abedian is an associate of Abedian Corporation pursuant to section 12(2)(a)(i) of the <i>Corporations Act 2001</i> (Cth) because he is a director and sole holder of all of the ordinary shares in Abedian Corporation.	'Abian Residences' Unit 4101, 140 Alice Street Brisbane QLD 4000
Nava Abedian	Nava Abedian is an associate of Sahba Abedian under section 12(2)(c) of the Act because she is the spouse of Sahba Abedian.	'Abian Residences' Unit 4101, 140 Alice Street Brisbane QLD 4000
Zayn Abedian	Zayn Abedian (minor) is an associate of Sahba and Nava Abedian under section 12(2)(c) of the Act because they are his parents and legal guardians.	'Abian Residences' Unit 4101, 140 Alice Street Brisbane QLD 4000

**Table 2 – Changes in relevant interests**

<b>Date of change (incl. trade date)</b>	<b>Person whose relevant interest changed</b>	<b>Nature of change</b>	<b>Consideration given in relation to change</b>	<b>Class of securities affected</b>	<b>No. of securities affected (A)</b>	<b>No. of votes affected</b>
09/09/19	Abedian Corporation ATF Sahba Abedian Superannuation Fund	Buy	\$688,202.50	ORD	425,000	425,000

09/09/19	Sahba Abedian	Buy	\$194,316.00	ORD	120,000	120,000
25/10/16	Sahba Abedian	Buy	\$376,250.00	ORD	250,000	See previous column

**Note:** Other than as specified above the shares held by Abedian Corporation and each of the entities and persons listed in Table 1 of Annexure A has not changed, but the percentage voting power of each of them has increased due to the Company buying back and cancelling 26,920,283 ordinary shares in total since the date of becoming a substantial holder (as per the previous Form 603 "Notice of Initial Substantial Holder") lodged by Abedian Corporation, pursuant to three on-market buy backs comprising of: (a) 9,991,339 shares bought back under an on-market buy-back under the "10/12" limit which commenced on 13 December 2016 and was completed on 13 December 2017 ("**First Buy-Back**"); and (b) 1,717,759 shares bought back under an on-market buy-back under the "10/12" limit which commenced on 13 December 2017 and was completed on 12 December 2018 ("**Second Buy-Back**"); and (c) 15,211,185 shares bought back under an on-market buy-back within the "10/12" limit, which commenced on 17 December 2018 and is ongoing ("**Current Buy-Back**").

**Table 3 – Present relevant interests**

Holder of relevant interest	Registered holder of securities / Person entitled to be registered as holder	Nature of relevant interest	Class and no. of securities / person's votes
Abedian Corporation	Abedian Corporation	Relevant interest under section 608(1) of the Act as the registered and beneficial holder of the Securities	ORD - 508,458
Sahba Abedian	Abedian Corporation	Relevant interest under section 608(3) of the Act as director and sole holder of all ordinary shares of Abedian Corporation	ORD - 508,458
Abedian Corporation	Abedian Corporation ATF Sahba Abedian Superannuation Fund	Relevant interest under section 608(1) of the Act as the registered holder of the Securities	ORD - 914,000
Sahba Abedian	Abedian Corporation	Relevant interest under section 608(3) of the Act as director and sole holder of all ordinary shares of Abedian Corporation	ORD - 914,000

Holder of relevant interest	Registered holder of securities / Person entitled to be registered as holder	Nature of relevant interest	Class and no. of securities / person's votes
Sahba Abedian	Sahba Abedian	Relevant interest under section 608(1) of the Act as the registered and beneficial holder of the Securities	ORD - 7,622,542
Nava Abedian	Nava Abedian	Relevant interest under section 608(1) of the Act as the registered and beneficial holder of the Securities	ORD - 20,000
Sahba Abedian	Nava Abedian	Relevant interest under section 608(2) of the Act because Nava Abedian is the spouse of Sahba Abedian.	ORD - 20,000
Zayn Abedian	Zayn Abedian	Relevant interest under section 608(1) of the Act as the registered and beneficial holder of the Securities	ORD - 50,000
Sahba Abedian, Nava Abedian	Zayn Abedian	Relevant interest under section 608(2) of the Act because Sahba and Nava Abedian are the parents and legal guardians of Zayn Abedian (minor).	ORD - 50,000
	<b>Total</b>		<b><u>ORD - 9,115,000</u></b>

This is the annexure of 4 pages marked "A" referred to in the Form 604, Notice of change of substantial holding signed by me and dated \_\_ September 2019.

A handwritten signature in black ink, consisting of a large, stylized loop followed by a horizontal stroke and a small upward tick at the end.

Sahba Abedian

Authorised Signatory

For and on behalf of Abedian Corporation Pty Ltd