



**WASHINGTON H SOUL PATTINSON
AND COMPANY LIMITED**

ABN: 49 000 002 728

Level 1, 160 Pitt Street Mall Sydney NSW 2000 Australia

GPO Box 479, Sydney NSW 2001 T: (02) 9232 7166 F: (02) 9235 1747

By Facsimile

28 March 2017

The Company Secretary
Bell Financial Group Limited
Level 29, 101 Collins Street
MELBOURNE VIC 3000

Fax: (03) 9235 1850

Dear Ms Lee

Notice of Ceasing to be a Substantial Holder

We enclose Corporations Act 2001 Form 605, Notice of Ceasing to be a Substantial Holder, lodged today with the Australian Securities Exchange.

Yours faithfully

I.D. Bloodworth
Company Secretary

Form 605

Corporations Act 2001
Section 671B

Notice of ceasing to be a substantial holder

To Company Name/Scheme Bell Financial Group Limited

ACN/ARSN ACN 083 194 763

1. Details of substantial holder (1)

Name Washington H. Soul Pattinson and Company Limited (WHSP) and WHSP Hunter Hall Pty Ltd (WHSPHH)

ACN/ARSN (if applicable) _____

The holder ceased to be a substantial holder on 27/02/2017

The previous notice was given to the company on 06/03/2017

The previous notice was dated 06/03/2017

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 voted affected
24/02/17	WHSP & WHSPHH due to holding voting power of more than 20% in Hunter Hall International Limited (HHL)	Sale by JP Morgan Chase Bank, N.A. as Custodian	\$14,919	20,830 ordinary shares	20,830
24/02/17	as above	as above	\$26,120	36,469 ordinary shares	36,469
24/02/17	as above	as above	\$4,276	5,970 ordinary shares	5,970
27/02/17	as above	as above	\$2,126,974	2,969,721 ordinary shares	2,969,721
27/02/17	as above	as above	\$348,226	486,200 ordinary shares	486,200
27/02/17	as above	as above	\$1,214,573	1,695,810 ordinary shares	1,695,810

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:

Name	Address
WHSP	Level 1, 160 Pitt Street Mall, Sydney NSW 2000
WHSPHH	Level 1, 160 Pitt Street Mall, Sydney NSW 2000
HHL	Level 2, 56 Pitt St, Sydney NSW 2000

Signature

print name Ian David Bloodworth capacity Company Secretary of WHSP

sign here



date 28/03/2017

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.