

Form 605
Corporations Act 2001
Section 671B

Notice of ceasing to be a substantial holder

To Company Name/Scheme MAYNE PHARMA GROUP LIMITED

ACN/ARSN 115 832 963

1. Details of substantial holder (1)

Name YARRA FUNDS MANAGEMENT LIMITED ACN 005 885 567 (YFM); YARRA CAPITAL MANAGEMENT HOLDINGS PTY LTD ACN 614 782 795 (YCMH); YARRA MANAGEMENT NOMINEES PTY LTD ACN 616 681 068 (YMN); AA AUSTRALIA FINCO PTY LTD ACN 614 781 172 (FINCO); TA SP AUSTRALIA TOPCO PTY LTD ACN 612 486 452 (TOPCO); TA UNIVERSAL INVESTMENT HOLDINGS LTD (UNIVERSAL)

ACN/ARSN (if applicable) 005 885 567

The holder ceased to be a substantial holder on 22/08/2017
The previous notice was given to the company on 11/04/2017
The previous notice was dated 11/04/2017

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
REFER TO ANNEXURE A					

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
N/A	N/A

4. Addresses


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

Name	Address
YFM	LEVEL 19, 101 COLLINS STREET, MELBOURNE VICTORIA 3000
YCMH	LEVEL 19, 101 COLLINS STREET, MELBOURNE VICTORIA 3000
YMN	LEVEL 19, 101 COLLINS STREET, MELBOURNE VICTORIA 3000
FINCO	58 GIPPS STREET, COLLINGWOOD VICTORIA 3066
TOPCO	58 GIPPS STREET, COLLINGWOOD VICTORIA 3066
UNIVERSAL	3RD FLOOR, DEVONSHIRE HOUSE 1 MAYFAIR PLACE, LONDON W1J 8AJ, UNITED KINGDOM

Signature

print name GARVIN LOUIE

capacity COMPANY SECRETARY

sign here 

date 28 AUGUST 2017

ATTACHMENT A

Form 605 – Notice of ceasing to be a substantial holder

Consideration

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	Consideration			Class and number of Securities	
	Transaction Type	Cash (per share)	Non-cash (per share)	Class	Number
13/04/2017	Sold on Market	1.3350	Nil	Ordinary Fully Paid Shares	798
19/04/2017	Sold on Market	1.2743	Nil	Ordinary Fully Paid Shares	41,109
20/04/2017	Sold on Market	1.3038	Nil	Ordinary Fully Paid Shares	25,463
21/04/2017	Sold on Market	1.2975	Nil	Ordinary Fully Paid Shares	1,188
26/04/2017	Purchased on Market	1.3450	Nil	Ordinary Fully Paid Shares	15,521
27/04/2017	Sold on Market	1.3437	Nil	Ordinary Fully Paid Shares	873,429
28/04/2017	Purchased on Market	1.3450	Nil	Ordinary Fully Paid Shares	14,903
1/05/2017	Purchased on Market	1.2250	Nil	Ordinary Fully Paid Shares	16,718
4/05/2017	Sold on Market	1.1747	Nil	Ordinary Fully Paid Shares	943
8/05/2017	Sold on Market	1.1773	Nil	Ordinary Fully Paid Shares	570
15/05/2017	Sold on Market	1.1194	Nil	Ordinary Fully Paid Shares	34,642
30/05/2017	Sold on Market	1.0901	Nil	Ordinary Fully Paid Shares	239,282
2/06/2017	Sold on Market	1.0848	Nil	Ordinary Fully Paid Shares	5,868
5/06/2017	Sold on Market	1.0800	Nil	Ordinary Fully Paid Shares	2,090
16/06/2017	Sold on Market	1.0700	Nil	Ordinary Fully Paid Shares	483
21/06/2017	Sold on Market	1.0350	Nil	Ordinary Fully Paid Shares	458
22/06/2017	Sold on Market	1.0550	Nil	Ordinary Fully Paid Shares	3,995
22/06/2017	Purchased on Market	1.0624	Nil	Ordinary Fully Paid Shares	48,912
23/06/2017	Sold on Market	1.0749	Nil	Ordinary Fully Paid Shares	3,403
27/06/2017	Sold on Market	1.1550	Nil	Ordinary Fully Paid Shares	5,595
3/07/2017	Sold on Market	1.0570	Nil	Ordinary Fully Paid Shares	7,272
3/07/2017	Sold on Market	1.0570	Nil	Ordinary Fully Paid Shares	47,531
4/07/2017	Sold on Market	1.0364	Nil	Ordinary Fully Paid Shares	111,952
4/07/2017	Sold on Market	1.0450	Nil	Ordinary Fully Paid Shares	1,424
7/07/2017	Sold on Market	1.0050	Nil	Ordinary Fully Paid Shares	2,084
13/07/2017	Sold on Market	0.9688	Nil	Ordinary Fully Paid Shares	32,732
17/07/2017	Sold on Market	0.9801	Nil	Ordinary Fully Paid Shares	10,043
17/07/2017	Sold on Market	0.9801	Nil	Ordinary Fully Paid Shares	3,952
18/07/2017	Sold on Market	0.9450	Nil	Ordinary Fully Paid Shares	112,669
19/07/2017	Sold on Market	0.9200	Nil	Ordinary Fully Paid Shares	41,949
19/07/2017	Purchased on Market	0.9262	Nil	Ordinary Fully Paid Shares	200,399
20/07/2017	Sold on Market	0.9373	Nil	Ordinary Fully Paid Shares	23,593
26/07/2017	Transfer Out	-	Nil	Ordinary Fully Paid Shares	9,670
26/07/2017	Sold on Market	1.0013	Nil	Ordinary Fully Paid Shares	46,133
28/07/2017	Sold on Market	0.9524	Nil	Ordinary Fully Paid Shares	15,477
31/07/2017	Purchased on Market	0.9624	Nil	Ordinary Fully Paid Shares	625,370
1/08/2017	Sold on Market	0.9513	Nil	Ordinary Fully Paid Shares	23,105
10/08/2017	Sold on Market	0.7675	Nil	Ordinary Fully Paid Shares	1,652
14/08/2017	Purchased on Market	0.7850	Nil	Ordinary Fully Paid Shares	1,170
22/08/2017	Sold on Market	0.7100	Nil	Ordinary Fully Paid Shares	18,455
24/08/2017	Sold on Market	0.7200	Nil	Ordinary Fully Paid Shares	922
25/08/2017	Sold on Market	0.6750	Nil	Ordinary Fully Paid Shares	831
25/08/2017	Sold on Market	0.6820	Nil	Ordinary Fully Paid Shares	2,701,984

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, moneys 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.