

19 February 2018

Manager, Company Announcements
ASX Limited
Level 4
20 Bridge Street
SYDNEY NSW 2000

Via E-Lodgement

Dear Sir/Madam

**Mayne Pharma Group Limited
Share Buy Back Employee Loan Shares**

We wish to advise that 16,893,279 employee loan shares have been cancelled as previously foreshadowed at the 2017 Annual General Meeting.

As the purchase of these Shares was originally funded by a loan by the Company pursuant to the terms of the Employee Share Plan, these Shares being bought back and cancelled extinguish the loan. Accordingly, there is no cash outlay by the Company to buy back these Shares.

The total number of issued shares in the capital of the Company has been reduced to 1,524,812,822.

Yours faithfully,
Mayne Pharma Group Limited



Nick Freeman
Group CFO and Company Secretary



Mayne Pharma Group Limited
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maynepharma.com

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Appendix 3F

Final share buy-back notice (*except* minimum holding buy-back)

Introduced 1/9/99. Origin: Appendices 7D and 7E. Amended 30/9/2001, 11/01/10

Information and documents given to ASX become ASX's property and may be made public.

Name of entity	ABN/ARSN
Mayne Pharma Group Limited	76 115 832 963

We (the entity) give ASX the following information.

Description of buy-back

1	Type of buy-back	Employee Share Plan Buy Back
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Details of all shares/units bought back

2	Number of shares/units bought back	16,893,279
3	Total consideration paid or payable for the shares/units	\$33,742,554 (no cash outlay in accordance with share loan plan rules)
4	If buy-back is an on-market buy-back - highest and lowest price paid	highest price: not applicable date: lowest price: not applicable date:

+ See chapter 19 for defined terms.

Compliance statement

1. The company is in compliance with all Corporations Act requirements relevant to this buy-back.

or, for trusts only:

1. The trust is in compliance with all requirements of the Corporations Act as modified by Class Order 07/422, and of the trust's constitution, relevant to this buy-back.
2. There is no information that the listing rules require to be disclosed that has not already been disclosed, or is not contained in, or attached to, this form.



Sign here:
(Director/Company secretary)

Date: 19 Feb 2018

Print name: Nick Freeman

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Change to company details

Company details

Company name

MAYNE PHARMA GROUP LIMITED

Australian Company Number (ACN)

115 832 963

Lodgement details

Who should ASIC contact if there is a query about this form?

Name

Nicholas John Michael FREEMAN

Signature

This form must be signed by a current officeholder of the company.

I certify that the information in this form is true and complete

Name

Nicholas John Michael FREEMAN

Capacity

Secretary

Signature

Date signed

19-02-2018

C1 Cancellation of shares

Reason for cancellation

Shares cancellation details

Reason for cancellation

ss.257H(3) Share buyback - Other buy-back type. A form 280 or 281 must be lodged at least 14 days, and no more than 1 year before the share buy-back can take place

The cancelled shares are listed below:

Share class code	Number of shares cancelled	Amount paid (cash or otherwise)	
ORD	16893279	2.00	

Earliest Date of cancellation **19-02-2018**

C3 Change to share structure

The updated details for this changed share class are shown in the table below.

Share class code	Full title if not standard	Total number of shares	Total amount paid on these shares	Total amount unpaid on these shares
ORD	ORDINARY SHARES	1524812822	1131907169.80	0.00

Earliest date of change **19-02-2018**
