

## Form 604

Corporations Act 2001  
Section 671B

### Notice of change of interests of substantial holder

To Company Name/Scheme Yowie Group Ltd

ACN/ARSN 084 370 669

#### 1. Details of substantial holder (1)

Name Aurora Funds Management Limited (ACN 092 626 885) ("**Aurora**") in its capacity as responsible entity of HHY Fund (ARSN 112 579 129) ("**HHY**").

ACN/ARSN (if applicable) N/A

Name Seventh Orion Pty Ltd as trustee of the Aurora Investments Unit Trust ("**Seventh Orion**").

ACN/ARSN (if applicable) ACN 613 173 238

There was a change in the interests of the substantial holder on 16 February 2018

The previous notice was given to the company on 30 January 2018  
The previous notice was dated 30 January 2018

The changes disclosed in this notice were the subject of disclosure in notices under section 671B given by Keybridge Capital Limited ("**KBC**") and Bentley Capital Limited ("**BEL**") on 14, 15 and 19 February 2018. For the reasons set out in those notices, each of KBC and BEL consider that they have a relevant interest in shares in the Company in which HHY has a relevant interest. Aurora, Seventh Orion and HHY consider that none of them has a relevant interest in any of the shares in the Company in which KBC and BEL have disclosed that they have a relevant interest except for those that Aurora has acquired as responsible entity of HHY itself. Aurora, Seventh Orion and HHY also consider that neither KBC nor BEL is an associate of Seventh Orion, Aurora or HHY. The position which Aurora and Seventh Orion considers correctly discloses their voting power is set out in ordinary font in this notice. However, for completeness of information, but without admission, the notice also sets out in *italic font* the information that would be disclosed if KBC and BEL were associates of Seventh Orion, Aurora and HHY.

#### 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 units ( <i>with additional voluntary disclosure concerning KBC and BEL in italics</i> )	23,042,107	10.70%	26,526,643 <i>43,054,104</i>	12.24% <i>19.86%</i>

#### 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 (*with additional voluntary disclosure concerning KBC and BEL in italics*):

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
29/01/2018	Aurora as responsible entity of HHY	On-market purchase	\$0.16/share	37,041	37,041
31/01/2018	Aurora as responsible entity of HHY	On-market purchase	\$0.16/share	42,618	42,618
01/02/2018	Aurora as responsible entity of HHY	On-market purchase	\$0.16/share	420,341	420,341

09/02/2018	Aurora as responsible entity of HHY	On-market purchase	\$0.137/share	532,000	532,000
12/02/2018	Aurora as responsible entity of HHY	On-market purchase	\$0.135/share	252,536	252,536
14/02/2018	Keybridge Capital	On-market purchase	\$0.1183/share	2,686,471	2,686,471
15/02/2018	Keybridge Capital	On-market purchase	\$0.1064/share	5,201,000	5,201,000
16/02/2018	Aurora as responsible entity of HHY	On-market purchase	\$0.105/share	2,200,000	2,200,000
16/02/2018	Bentley	On-market purchase	\$0.105/share	8,640,000	8,640,000

#### 4. Present relevant interests

Particulars of each relevant interest of the substantial holder in voting securities after the change are as follows *(with additional voluntary disclosure concerning KBC and BEL in italics)*:

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
Aurora as responsible entity of HHY	Aurora as responsible entity of HHY	Aurora as responsible entity of HHY	Relevant interest under section 608(1)(b) and/or 608(1)(c) of the Act, being a relevant interest arising from having the power to control the exercise of the right to vote attached to securities and/or to control the exercise of the power to dispose of the securities (in its capacity as responsible entity of a managed investment scheme)	15,551,796	15,551,796
Aurora as responsible entity of HHY	BNP Paribas Nominees Pty Ltd <IB AU NOMS RETAILCLIENT DRP>	BNP Paribas Nominees Pty Ltd <IB AU NOMS RETAILCLIENT DRP>	Relevant interest under section 608(1)(b) and/or 608(1)(c) of the Act, being a relevant interest arising from having the power to control the exercise of the right to vote attached to securities and/or to control the exercise of the power to dispose of the securities (in its capacity as responsible entity of a managed investment scheme)	10,974,847	10,974,847
Seventh Orion.	All of the above	All of the above	Relevant interest under section 608(3)(a) and/or 608(3)(b) of the Act, being a relevant interest arising as a result of Seventh Orion having a voting power of above 20% in a body corporate (Aurora) and/or held through a body corporate (Aurora) that Seventh Orion controls.	All of the above	All of the above
<i>Keybridge Capital</i>	<i>KBC</i>	<i>KBC</i>	<i>Relevant interest under section 608(1)(b) and/or 608(1)(c) of the Act, being a relevant interest arising from having the power to control the exercise of the right to vote attached to securities and/or to control the exercise of the power to dispose of the securities</i>	<i>7,887,471</i>	<i>7,887,471</i>
<i>Bentley</i>	<i>BEL</i>	<i>BEL</i>	<i>Relevant interest under section 608(1)(b) and/or 608(1)(c) of the Act, being a relevant interest arising from having the power to control the exercise of the right to vote attached to securities and/or to control the exercise of the power to dispose of the securities (</i>	<i>8,640,000</i>	<i>8,640,000</i>

## 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
Aurora in its personal capacity and as responsible entity of HHY.	Suite 613, Level 6, 370 St Kilda Road, Melbourne VIC 3004.
Seventh Orion	Suite 613, Level 6, 370 St Kilda Road, Melbourne VIC 3004.

## Signature

print name	Adrian Martin	capacity	Company Secretary
sign here		date	08 August 2018

## 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.