

Pendal Group Limited

Level 14, The Chifley Tower
2 Chifley Square
Sydney NSW 2000
Australia

ABN 28 126 385 822

PENDAL

Company Announcements Platform
Australian Securities Exchange Limited
20 Bridge Street
SYDNEY NSW 2000

17 January 2019

Dear Sir/Madam,

Re: Notice of Ceasing to be a Substantial Holder

In accordance with section 671B of the Corporations Act 2001 (Cth), we attach a Notice of Ceasing to be a Substantial Holder (Form 605) in respect of Costa Group Holdings Limited (CGC).

Yours faithfully,



Joanne Hawkins
Company Secretary

Form 605

Corporations Act 2001
Section 671B

Notice of ceasing to be a substantial holder

To Company Name/Scheme COSTA GROUP HOLDINGS LIMITED (CGC)

ACN/ARSN ACN 151 363 129

1. Details of substantial holder(1)

Name PENDAL GROUP LIMITED (PDL)

ACN/ARSN (if applicable) ACN 126 385 822

The holder ceased to be a substantial holder on 15/01/2019

The previous notice was given to the company on 30/10/2018

The previous notice was dated 26/10/2018

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
15/01/2019	Pendal Group Limited & its Associates, Pendal Fund Services Limited and Pendal Institutional Limited	See Annexure 'A'	See Annexure 'A'	See Annexure 'A'	See 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 the voting interests of 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
Pendal Group Limited	Level 14, Chifley Tower, 2 Chifley Square, Sydney NSW 2000
Pendal Fund Services Limited	Level 14, Chifley Tower, 2 Chifley Square, Sydney NSW 2000
Pendal Institutional Limited	Level 14, Chifley Tower, 2 Chifley Square, Sydney NSW 2000
COSTA GROUP HOLDINGS LIMITED (CGC)	The Company Secretary, COSTA GROUP HOLDINGS LIMITED (CGC) Unit 1, 275 Robinsons Road RAVENHALL VIC 3023 Tel: +61 3 8363 900

Signature

Print name Joanne Hawkins Capacity Company Secretary

Sign here _____ Date 17/01/2019

DIRECTIONS

- (1) If there are a number of substantial holders with similar or related relevant interests (e.g. 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 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.

ANNEXURE A

This is annexure 'A' referred to in Form 605, Notice of ceasing to be a substantial holder, lodged for Pental Group Limited ACN 126 385 822 and its associated entities

Joanne Hawkins- Company Secretary, Pental Group Limited 17/01/2019

Sales & Purchases for the period : 27/10/2018 to 15/01/2019

SECURITY: CGC

Pental Fund Services Limited

Date	Registered Company	Nature of Change	Quantity	Consideration	Class of Securities	Person's votes affected
30/10/2018	HSBC Custody Nominees (Australia) Limited.	Buy	46,142	273,160.64	Ordinary	46,142
3/12/2018	HSBC Custody Nominees (Australia) Limited.	Sell	-22,269	-169,912.47	Ordinary	22,269
3/12/2018	HSBC Custody Nominees (Australia) Limited.	Sell	-159,097	-1,205,955.26	Ordinary	159,097
3/12/2018	HSBC Custody Nominees (Australia) Limited.	Sell	-5,976	-45,298.08	Ordinary	5,976
3/12/2018	HSBC Custody Nominees (Australia) Limited.	Sell	-37,163	-283,553.69	Ordinary	37,163
3/12/2018	HSBC Custody Nominees (Australia) Limited.	Sell	-2,066	-15,763.58	Ordinary	2,066
3/12/2018	HSBC Custody Nominees (Australia) Limited.	Sell	-60,590	-459,272.20	Ordinary	60,590
3/12/2018	HSBC Custody Nominees (Australia) Limited.	Sell	-675	-5,150.25	Ordinary	675
10/01/2019	HSBC Custody Nominees (Australia) Limited.	Sell	-51,195	-255,463.05	Ordinary	51,195
10/01/2019	HSBC Custody Nominees (Australia) Limited.	Sell	-40,041	-199,804.59	Ordinary	40,041
15/01/2019	HSBC Custody Nominees (Australia) Limited.	Sell	-11,441	-57,548.23	Ordinary	11,441
15/01/2019	HSBC Custody Nominees (Australia) Limited.	Sell	-2,089	-10,507.67	Ordinary	2,089
15/01/2019	HSBC Custody Nominees (Australia) Limited.	Sell	-606,762	-3,052,012.86	Ordinary	606,762
	Total		-953,222	-5,487,081.29		
Pental Fund Services Limited Total			-953,222	-5,487,081.29		

Pental Institutional Services Limited

Date	Registered Company	Nature of Change	Quantity	Consideration	Class of Securities	Person's votes affected
3/12/2018	Australia and New Zealand Banking Group Limited	Sell	-7,138	-54,106.04	Ordinary	7,138
3/12/2018	Australia and New Zealand Banking Group Limited	Sell	-1,966	-15,000.58	Ordinary	1,966
10/01/2019	Australia and New Zealand Banking Group Limited	Sell	-2,323	-11,591.77	Ordinary	2,323
15/01/2019	Australia and New Zealand Banking Group Limited	Sell	-7,867	-39,571.01	Ordinary	7,867
15/01/2019	Australia and New Zealand Banking Group Limited	Sell	-7,927	-39,872.81	Ordinary	7,927
	Total		-27,221	-160,142.21		

Date	Registered Company	Nature of Change	Quantity	Consideration	Class of Securities	Person's votes affected
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30/10/2018	BNP Fund Services Australasia Pty Limited	Buy	23,443	138,782.56	Ordinary	23,443
9/01/2019	BNP Fund Services Australasia Pty Limited	Buy	645	4,740.75	Ordinary	645
Total			24,088	143,523.31		

Date	Registered Company	Nature of Change	Quantity	Consideration	Class of Securities	Person's votes affected
30/10/2018	Citicorp Nominees Pty Limited	Buy	60,498	358,148.16	Ordinary	60,498
9/01/2019	Citicorp Nominees Pty Limited	Sell	-13,881	-102,025.35	Ordinary	13,881
Total			46,617	256,122.81		

Date	Registered Company	Nature of Change	Quantity	Consideration	Class of Securities	Person's votes affected
30/10/2018	HSBC Custody Nominees (Australia) Limited.	Buy	87,976	520,817.92	Ordinary	87,976
30/10/2018	HSBC Custody Nominees (Australia) Limited.	Buy	25,931	153,511.52	Ordinary	25,931
3/12/2018	HSBC Custody Nominees (Australia) Limited.	Sell	-351	-2,660.58	Ordinary	351
3/12/2018	HSBC Custody Nominees (Australia) Limited.	Sell	-1,571	-11,908.18	Ordinary	1,571
3/12/2018	HSBC Custody Nominees (Australia) Limited.	Sell	-9,480	-72,332.40	Ordinary	9,480
3/12/2018	HSBC Custody Nominees (Australia) Limited.	Sell	-30,844	-233,797.52	Ordinary	30,844
3/12/2018	HSBC Custody Nominees (Australia) Limited.	Sell	-1,526	-11,567.08	Ordinary	1,526
3/12/2018	HSBC Custody Nominees (Australia) Limited.	Sell	-115	-871.70	Ordinary	115
9/01/2019	HSBC Custody Nominees (Australia) Limited.	Sell	-2,538	-18,654.30	Ordinary	2,538
9/01/2019	HSBC Custody Nominees (Australia) Limited.	Sell	-1,735	-12,752.25	Ordinary	1,735
10/01/2019	HSBC Custody Nominees (Australia) Limited.	Sell	-1,975	-9,855.25	Ordinary	1,975
10/01/2019	HSBC Custody Nominees (Australia) Limited.	Sell	-1,367	-6,821.33	Ordinary	1,367
10/01/2019	HSBC Custody Nominees (Australia) Limited.	Sell	-3,286	-16,397.14	Ordinary	3,286
10/01/2019	HSBC Custody Nominees (Australia) Limited.	Sell	-7,271	-36,282.29	Ordinary	7,271
15/01/2019	HSBC Custody Nominees (Australia) Limited.	Sell	-94,499	-475,329.97	Ordinary	94,499
Total			-42,651	-234,900.55		

Date	Registered Company	Nature of Change	Quantity	Consideration	Class of Securities	Person's votes affected
30/10/2018	JP Morgan Chase Bank	Buy	125,107	740,633.44	Ordinary	125,107
30/10/2018	JP Morgan Chase Bank	Buy	58,305	345,165.60	Ordinary	58,305
9/01/2019	JP Morgan Chase Bank	Sell	-3,556	-26,136.60	Ordinary	3,556
9/01/2019	JP Morgan Chase Bank	Sell	-5,406	-39,734.10	Ordinary	5,406
Total			174,450	1,019,928.34		

Date	Registered Company	Nature of Change	Quantity	Consideration	Class of Securities	Person's votes affected
30/10/2018	National Australia Bank Limited	Buy	18,924	112,030.08	Ordinary	18,924
30/10/2018	National Australia Bank Limited	Buy	21,084	124,817.28	Ordinary	21,084
27/12/2018	National Australia Bank Limited	Buy	8,516	61,996.48	Ordinary	8,516
9/01/2019	National Australia Bank Limited	Buy	437	3,211.95	Ordinary	437
9/01/2019	National Australia Bank Limited	Buy	6,150	45,202.50	Ordinary	6,150

Total	55,111	347,258.29
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Date	Registered Company	Nature of Change	Quantity	Consideration	Class of Securities	Person's votes affected
30/10/2018	State Street Australia Limited	Buy	55,345	327,642.40	Ordinary	55,345
30/10/2018	State Street Australia Limited	Buy	27,245	161,290.40	Ordinary	27,245
3/12/2018	State Street Australia Limited	Sell	-18,510	-141,231.30	Ordinary	18,510
3/12/2018	State Street Australia Limited	Sell	-35,079	-265,898.82	Ordinary	35,079
3/12/2018	State Street Australia Limited	Sell	-151	-1,152.13	Ordinary	151
3/12/2018	State Street Australia Limited	Sell	-12,778	-96,857.24	Ordinary	12,778
3/12/2018	State Street Australia Limited	Sell	-21,958	-166,441.64	Ordinary	21,958
3/12/2018	State Street Australia Limited	Sell	-13,520	-102,481.60	Ordinary	13,520
3/12/2018	State Street Australia Limited	Sell	-461	-3,517.43	Ordinary	461
3/12/2018	State Street Australia Limited	Sell	-3,837	-29,276.31	Ordinary	3,837
3/12/2018	State Street Australia Limited	Sell	-10,170	-77,088.60	Ordinary	10,170
3/12/2018	State Street Australia Limited	Sell	-23,406	-177,417.48	Ordinary	23,406
3/12/2018	State Street Australia Limited	Sell	-3,928	-29,970.64	Ordinary	3,928
3/12/2018	State Street Australia Limited	Sell	-7,881	-59,737.98	Ordinary	7,881
3/12/2018	State Street Australia Limited	Sell	-113	-862.19	Ordinary	113
3/12/2018	State Street Australia Limited	Sell	-347	-2,647.61	Ordinary	347
3/12/2018	State Street Australia Limited	Sell	-7,034	-53,669.42	Ordinary	7,034
9/01/2019	State Street Australia Limited	Buy	12,936	95,079.60	Ordinary	12,936
9/01/2019	State Street Australia Limited	Buy	6,948	51,067.80	Ordinary	6,948
10/01/2019	State Street Australia Limited	Sell	-8,077	-40,304.23	Ordinary	8,077
10/01/2019	State Street Australia Limited	Sell	-22,918	-114,360.82	Ordinary	22,918
10/01/2019	State Street Australia Limited	Sell	-4,053	-20,224.47	Ordinary	4,053
10/01/2019	State Street Australia Limited	Sell	-11,364	-56,706.36	Ordinary	11,364
15/01/2019	State Street Australia Limited	Sell	-6,307	-31,724.21	Ordinary	6,307
15/01/2019	State Street Australia Limited	Sell	-4,135	-20,799.05	Ordinary	4,135
15/01/2019	State Street Australia Limited	Sell	-200,286	-1,007,438.58	Ordinary	200,286
15/01/2019	State Street Australia Limited	Sell	-2,057	-10,346.71	Ordinary	2,057
15/01/2019	State Street Australia Limited	Sell	-99,658	-501,279.74	Ordinary	99,658
15/01/2019	State Street Australia Limited	Sell	-3,102	-15,603.06	Ordinary	3,102
Total			-418,656	-2,391,957.42		

Pendal Institutional Services Limited Total	-188,262	-1,020,167.43
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