

# MAWER

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## FAX TRANSMISSION

Manager, Listing Department  
Attention: Australian Stock Exchange Ltd

From: Compliance

Fax: 011 61 2 9347 0005

Pages: 5 (Including Cover)

Phone: (403) 775-5740

Date: 3/18/2019

Re:

<input type="checkbox"/> URGENT	<input type="checkbox"/> FOR REVIEW	<input type="checkbox"/> PLEASE COMMENT	<input type="checkbox"/> PLEASE REPLY	<input type="checkbox"/> PLEASE RECYCLE
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Dear Sir/Madam;

Pursuant to Section 671 of the Corporations Law, Mawer Investment Management Ltd. discloses a change of interests for its substantial holding in MYOB Group Ltd. As such, we enclose a completed ASIC Form 604.

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**Form 604**

Corporations Act 2001

Section 671B

**Notice of change of interests of substantial holder**To Company Name/Scheme MYOB Group Ltd.ACN/ARSN 153 094 958**1. Details of substantial holder (1)**Name Mawer Investment Management Ltd.

ACN/ARSN (if applicable) \_\_\_\_\_

There was a change in the interests of the substantial holder on

March 18, 2019The previous notice was given to the company on July 19, 2018The previous notice was dated July 19, 2018**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 Common Shares	51,215,631	9.55%	57,777,162	9.87%

**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:

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
July 20, 2018 - March 18, 2019	Mawer Investment Management Ltd.	See Annexure 1	See Annexure 1	See Annexure 1	See Annexure 1

**4. Present relevant interests**

Particulars of each relevant interest of the substantial holder in voting securities after the change are as follows:

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
Mawer Investment Management Ltd.	RBC Investor Services (Custodian)	RBC	Portfolio Manager (Discretionary Management)	15,399,786 Ordinary Shares	Mawer Investment Management Ltd.
Mawer Investment Management Ltd.	State Street Canada (Custodian)	State Street Canada	Portfolio Manager (Discretionary Management)	41,233,783 Ordinary Shares	Mawer Investment Management Ltd.

Mawer Investment Management Ltd.	Bank of New York Mellon (Custodian)	Bank of New York Mellon	Portfolio Manager (Discretionary Management)	960,000 Ordinary Shares	Mawer Investment Management Ltd.
Mawer Investment Management Ltd.	Northern Trust (Custodian)	Northern Trust	Portfolio Manager (Discretionary Management)	183,593 Ordinary Shares	Mawer Investment Management Ltd.

### 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

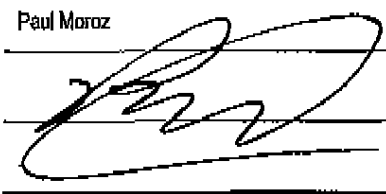
### 6. Addresses

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

Name	Address
Mawer Investment Management Ltd.	600, 517 - 10 <sup>th</sup> Avenue S.W., Calgary, Alberta, Canada, T2R 0A8

### Signature

print name Paul Moroz capacity Chief Investment Officer

sign here  date March 18, 2019

### 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.

Annexure 1 of 1 page referred to in Form 604, section 3.

MYQB Group Ltd.

Holder of Relevant Interest	Date of Trade	Nature of change	Consideration given in relation to change	Number of Securities	Class of Securities
Mawer Investment Management Ltd.	23-Jul-18	Buy	170,972.88	58,486	Ordinary
Mawer Investment Management Ltd.	24-Jul-18	Buy	436,186.24	142,527	Ordinary
Mawer Investment Management Ltd.	25-Jul-18	Buy	1,084,326.77	350,000	Ordinary
Mawer Investment Management Ltd.	1-Aug-18	Buy	411,685.58	130,816	Ordinary
Mawer Investment Management Ltd.	2-Aug-18	Buy	148,459.58	46,884	Ordinary
Mawer Investment Management Ltd.	6-Aug-18	Buy	1,915,947.17	612,613	Ordinary
Mawer Investment Management Ltd.	3-Sep-18	Buy	210,880.55	71,000	Ordinary
Mawer Investment Management Ltd.	6-Sep-18	Buy	795,716.27	270,000	Ordinary
Mawer Investment Management Ltd.	13-Sep-18	Buy	572,555.22	194,596	Ordinary
Mawer Investment Management Ltd.	14-Sep-18	Buy	1,598,453.54	542,260	Ordinary
Mawer Investment Management Ltd.	17-Sep-18	Buy	598,359.25	200,000	Ordinary
Mawer Investment Management Ltd.	25-Sep-18	Buy	522,652.28	176,150	Ordinary
Mawer Investment Management Ltd.	26-Sep-18	Buy	276,865.65	91,744	Ordinary
Mawer Investment Management Ltd.	27-Sep-18	Buy	372,752.14	123,448	Ordinary
Mawer Investment Management Ltd.	28-Sep-18	Buy	302,000.75	100,000	Ordinary
Mawer Investment Management Ltd.	1-Oct-18	Buy	410,198.47	135,773	Ordinary
Mawer Investment Management Ltd.	2-Oct-18	Buy	713,087.01	237,775	Ordinary
Mawer Investment Management Ltd.	3-Oct-18	Buy	582,200.63	187,369	Ordinary
Mawer Investment Management Ltd.	4-Oct-18	Buy	65,549.20	21,841	Ordinary
Mawer Investment Management Ltd.	23-Oct-18	Sell	157,210.95	44,300	Ordinary
Mawer Investment Management Ltd.	13-Nov-18	Sell	301,488.09	90,000	Ordinary
Mawer Investment Management Ltd.	25-Feb-19	Sell	49,879.63	14,807	Ordinary
Mawer Investment Management Ltd.	27-Feb-19	Sell	730,848.82	216,800	Ordinary
Mawer Investment Management Ltd.	18-Mar-19	Buy	10,858,431.09	3,236,356	Ordinary