

Form 604

Corporations Act 2001

Section 671B

Notice of change of interest of substantial holder

To Company Name/Scheme	FE Investments Group Limited
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Applicable

ACN/ARSN	107 745 095
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1. Details of substantial holder (1)

To Company Name/Scheme	Thatt Kiong Shim and Associates
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ACN/ARSN	Not Applicable
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There was a change in the interests of the Substantial holder on	09/01/2019
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The previous notice was given to the company on	24/08/2018
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The previous notice was dated	24/08/2018
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2. Changes in relevant interests

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 Shares	36,953,446	24.68%	41,608,930	24.09%%

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	Persons whose relevant interest changed	Nature of change	Consideration given in relation to the change	Class and number of securities affected	Person's votes affected
	See Annexure A.				

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	Persons entitled to be registered as holder	Nature of relevant interest	Class and number of securities	Person's votes
See Annexure B.					

5. Changes in association

The persons who have become associates (2) of, ceased to be associates of, or have changed the nature of their associations (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
See Annexure C.	

Signature:

Print name Thatt Kiong Shim capacity: Director

Sign here

date: 09 January 2019

DIRECTIONS

1. If there are a number of substantial holders with similar or related interests (eg. A corporation and is related corporations, or the manager and trustee of an equity trust), the names could be include in an annexure to the form. If the relevant interests of a group of persons are essentially similar, they may be referred ti 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 671(B) 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 he 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 his associates 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 person's association and any change in that association since the last substantial holding notice.

THIS IS ANNEXURE "A" OF 1 PAGES REFERRED TO IN THE FORM 604 "NOTICE OF CHANGE OF INTEREST OF SUBSTANTIAL HOLDER" TO WHICH THIS ANNEXURE IS ATTACHED

Date of Change	Persons whose relevant interest changed	Nature of change	Consideration given in relation to the change	Class and number of securities affected	Person's votes affected
09/01/2019	Thatt Kiong Shim	Issue of Shares following reinvestment of the proceeds of the redemption of Redeemable Preference Shares in a Subsidiary of the Company by entities associated with the Executive Directors following approval by Shareholders in General Meeting.	Nil.	4,655,484	4,655,484
09/01/2019	Pigeon Capital Limited	Issue of Shares following reinvestment of the proceeds of the redemption of Redeemable Preference Shares in a Subsidiary of the Company by entities associated with the Executive Directors following approval by Shareholders in General Meeting.	Nil	4,655,484	4,655,484
09/01/2019	Gekko Trustees No 2 Limited	No change	Nil	1,536,684	1,536,684
09/01/2019	First Eastern Holdings Limited	No change	Nil.	4,259,012	4,259,012
09/01/2019	FE Convertible Bond No. 81 Limited	No change	Nil	355,399	355,399
09/01/2019	FE Bond No. 1 Limited	No change	Nil.	239,894	239,894
09/01/2019	Equity No. 8 Limited	Issue of Shares following reinvestment of the proceeds of the redemption of Redeemable Preference Shares in a Subsidiary of the Company by entities associated with the Executive Directors following approval by Shareholders in General Meeting.	\$0.10	4,127,632	4,127,632
09/01/2019	FE Equity Limited	No change	Nil.	210,574	210,574
09/01/2019	FE Convertible Bond No. 82 Limited	No change	Nil	118,170	118,170
09/01/2019	First Eastern Capital Limited	Issue of Shares following reinvestment of the proceeds of the redemption of Redeemable Preference Shares in a Subsidiary of the Company by entities associated with the Executive Directors following approval by Shareholders in General Meeting.	\$0.10	527,851	527,851

THIS IS ANNEXURE "B" OF 2 PAGES REFERRED TO IN THE FORM 604 "NOTICE OF CHANGE OF INTEREST OF SUBSTANTIAL HOLDER" TO WHICH THIS ANNEXURE IS ATTACHED

Holder of relevant interest	Registered holder of securities	Persons entitled to be registered as holder	Nature of relevant interest	Class and number of securities	Person's votes
Thatt Kiong Shim	<ul style="list-style-type: none"> - First Eastern Holdings Limited; - FE Convertible Bond No. 81 Limited; - FE Bond No. 1 Limited; - Equity No. 8 Limited; - FE Equity Limited; - FE Convertible Bond No. 82 Limited; - First Eastern Capital Limited 	<ul style="list-style-type: none"> - First Eastern Holdings Limited; - FE Convertible Bond No. 81 Limited; - FE Bond No. 1 Limited; - Equity No. 8 Limited; - FE Equity Limited; - FE Convertible Bond No. 82 Limited; - First Eastern Capital Limited 	Indirect beneficial holder of shares in: <ul style="list-style-type: none"> - First Eastern Holdings Limited; - FE Convertible Bond No. 81 Limited; - FE Bond No. 1 Limited; - Equity No. 8 Limited; - FE Equity Limited; - FE Convertible Bond No. 82 Limited; - First Eastern Capital Limited 	40,072,245 Ordinary Shares (indirect interest)	40,072,245
Pigeon Capital Limited	<ul style="list-style-type: none"> - First Eastern Holdings Limited - FE Convertible Bond No. 81 Limited; - FE Bond No. 1 Limited; - Equity No. 8 Limited; - FE Equity Limited; - FE Convertible Bond No. 82 Limited; - First Eastern Capital Limited 	<ul style="list-style-type: none"> - First Eastern Holdings Limited - FE Convertible Bond No. 81 Limited; - FE Bond No. 1 Limited; - Equity No. 8 Limited; - FE Equity Limited; - FE Convertible Bond No. 82 Limited; - First Eastern Capital Limited 	Indirect interest (as trustee for Thatt Kiong Shim) as shareholder of: <ul style="list-style-type: none"> - First Eastern Holdings Limited; - FE Convertible Bond No. 81 Limited; - FE Bond No. 1 Limited; - Equity No. 8 Limited; - FE Equity Limited; - FE Convertible Bond No. 82 Limited; - First Eastern Capital Limited 	40,072,245 Ordinary Shares (indirect interest)	
Gekko Trustees No 2 Limited	Gekko Trustees No 2 Limited	Gekko Trustees No 2 Limited	Indirect interest as registered holder of shares	1,536,684 Ordinary Shares	1,536,684
First Eastern Holdings Limited	<ul style="list-style-type: none"> - FE Convertible Bond No. 81 Limited; - FE Bond No. 1 Limited; - Equity No. 8 Limited; - FE Equity Limited; - FE Convertible 	<ul style="list-style-type: none"> - FE Convertible Bond No. 81 Limited; - FE Bond No. 1 Limited; - Equity No. 8 Limited; - FE Equity Limited; - FE Convertible 	Direct interest as registered holder of shares in FE Investments Group Limited. Also, Indirect interest in FE Investments Group Limited shares, as sole shareholder of: <ul style="list-style-type: none"> - FE Convertible 	30,499,717 Ordinary Shares (direct interest) 9,572,528 Ordinary Shares (indirect)	40,072,245

	Bond No. 82 Limited; - First Eastern Capital Limited	Bond No. 82 Limited; - First Eastern Capital Limited	Bond No. 81 Limited; - FE Bond No. 1 Limited; - Equity No. 8 Limited; - FE Equity Limited; - FE Convertible Bond No. 82 Limited; - First Eastern Capital Limited Note: First Eastern Holdings Limited holds 50% of all shares in the above companies on trust for Romulus Group Limited, a company controlled by Melvin Stewart. Therefore, First Eastern Holdings Limited only has an effective relevant interest in 50% of the total number of FEI shares actually held by the subsidiaries.	interest)	
FE Convertible Bond No. 81 Limited	FE Convertible Bond No. 81 Limited	FE Convertible Bond No. 81 Limited	Registered holder of shares in FE Investments Group Limited.	2,955,399 Ordinary Shares	2,955,399
FE Bond No. 1 Limited	FE Bond No. 1 Limited	FE Bond No. 1 Limited	Registered holder of shares in FE Investments Group Limited.	1,994,894 Ordinary Shares	1,994,894
Equity No. 8 Limited	Equity No. 8 Limited	Equity No. 8 Limited	Registered holder of shares in FE Investments Group Limited.	10,058,058 Ordinary Shares	10,058,058
FE Equity Limited	FE Equity Limited	FE Equity Limited	Registered holder of shares in FE Investments Group Limited.	1,751,074 Ordinary Shares	1,751,054
FE Convertible Bond No. 82 Limited	FE Convertible Bond No. 82 Limited	FE Convertible Bond No. 82 Limited	Registered holder of shares in FE Investments Group Limited.	982,670 Ordinary Shares	982,670
First Eastern Capital Limited	First Eastern Capital Limited	First Eastern Capital Limited	Registered holder of shares in FE Investments Group Limited.	1,402,961 Ordinary Shares	1,402,961

THIS IS ANNEXURE "C" OF 1 PAGE REFERRED TO IN THE FORM 603 "NOTICE OF INITIAL SUBSTANTIAL HOLDER" TO WHICH THIS ANNEXURE IS ATTACHED

Name	Address
Thatt Kiong Shim	Level 8 92 Albert Street Auckland Central AUCKLAND NZ 1010
Pigeon Capital Limited	Level 8 92 Albert Street Auckland Central AUCKLAND NZ 1010
First Eastern Holdings Limited	Level 8 92 Albert Street Auckland Central AUCKLAND NZ 1010
FE Convertible Bond No. 81 Limited	Level 8 92 Albert Street Auckland Central AUCKLAND NZ 1010
FE Bond No. 1 Limited	Level 8 92 Albert Street Auckland Central AUCKLAND NZ 1010
Equity No. 8 Limited	Level 8 92 Albert Street Auckland Central AUCKLAND NZ 1010
FE Equity Limited	Level 8 92 Albert Street Auckland Central AUCKLAND NZ 1010
FE Convertible Bond No. 82 Limited	Level 8 92 Albert Street Auckland Central AUCKLAND NZ 1010
First Eastern Capital Limited	Level 8 92 Albert Street Auckland Central AUCKLAND NZ 1010
Gekko Trustees No 2 Limited	Level 8 92 Albert Street Auckland Central AUCKLAND NZ 1010