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Message:

The Environmental Group Limited
ACN 000 013 427

Form 603 – Notice of initial substantial holder

Transmission: Please advise if this copy is incomplete or illegible by ringing (03) 9614 5866 and asking for Carmen.

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Form 603

Corporations Act 2001

Section 671B

Notice of initial substantial holder

To Company Name/Scheme THE ENVIRONMENTAL GROUP LIMITED
 ACN/ARSN 000 013 427

1. Details of substantial holder (1)

Name SINAN BORATAN ["SB"]
 ACN/ARSN (if applicable)

The holder became a substantial holder on 30/5/14

2. Details of 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 on the date the substantial holder became a substantial holder are as follows:

| Class of securities (4) | Number of securities | Person's votes (5) | Voting power (6) |
|-------------------------|----------------------|--------------------|------------------|
| <u>ORD</u> | <u>79,000,000</u> | <u>79,000,000</u> | <u>44%</u> |
| | | | |

3. Details of relevant interests

The nature of the relevant interest the substantial holder or an associate had in the following voting securities on the date the substantial holder became a substantial holder are as follows:

| Holder of relevant interest | Nature of relevant interest (7) | Class and number of securities |
|-----------------------------|---------------------------------|--------------------------------|
| <u>SB</u> | <u>SEE ATTACHMENT</u> | <u>79,000,000 ORD</u> |
| | | |

4. Details of present registered holders

The persons registered as holders of the securities referred to in paragraph 3 above are as follows:

| Holder of relevant interest | Registered holder of securities | Person entitled to be registered as holder (8) | Class and number of securities |
|-----------------------------|---------------------------------|--|--------------------------------|
| <u>SEE ATTACHMENT</u> | | | |
| | | | |

5. Consideration

The consideration paid for each relevant interest referred to in paragraph 3 above, and acquired in the four months prior to the day that the substantial holder became a substantial holder is as follows:

| Holder of relevant interest | Date of acquisition | Consideration (9) | | Class and number of securities |
|-----------------------------|---------------------|-------------------|----------|--------------------------------|
| | | Cash | Non-cash | |
| <u>SB</u> | <u>30/5/14</u> | <u>—</u> | <u>—</u> | <u>79,000,000 ORD</u> |
| | | | | |

6. Associates

The reasons the persons named in paragraph 3 above are associates of the substantial holder are as follows:


| Name and ACN/ARSN (if applicable) | Nature of association |
|-----------------------------------|-----------------------|
| SEE ATTACHMENT | |
| | |

7. Addresses

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

| Name | Address |
|----------------|---------|
| SEE ATTACHMENT | |
| | |

Signature

print name DAVID BAKER capacity SOLICITOR + AGENT
 sign here  date 16 / 6 / 2014

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 7 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 total number of votes attached to all the voting shares in the company or voting interests in the scheme (if any) that the person or an associate has a relevant interest in.
- (6) The person's votes divided by the total votes in the body corporate or scheme multiplied by 100.
- (7) Include details of:
 - (a) any relevant agreement or other circumstances by which the relevant interest was acquired. 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.
- (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) 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.

Annexure to Form 603 lodged by Sinan Boratav

The Environmental Group Limited ACN 000 013 427 ["the Company"]

Paragraph 3 – nature of relevant interest

A relevant agreement between Ellis Richardson, Denise Richardson, Sinan Boratav and Phil Dart was reached on 30 May 2014, wherein each shareholder agreed to act in concert with each other in order to:

- (a) issue a general meeting requisition notice to the Company (copy attached); and
- (b) seek to change the composition of the Board of the Company.

Paragraph 4 – details of present registered holders

| <i>Holder of relevant interest</i> | <i>Registered holder of interest</i> | <i>Person entitled to be registered as holder</i> | <i>Class and number of securities</i> |
|------------------------------------|--------------------------------------|---|---------------------------------------|
| Sinan Boratav | Ellis Richardson | Ellis Richardson | 33,970,000 ORD |
| Sinan Boratav | Denise Richardson | Denise Richardson | 33,970,000 ORD |
| Sinan Boratav | Sinan Boratav | Sinan Boratav | 7,110,000 ORD |
| Sinan Boratav | Phil Dart | Phil Dart | 3,950,000 ORD |

Paragraph 6 – Associates

| <i>Name</i> | <i>Nature of association</i> |
|-------------------|--|
| Ellis Richardson | A relevant agreement between Ellis Richardson, Denise Richardson, Sinan Boratav and Phil Dart was reached on 30 May 2014, wherein each shareholder agreed to act in concert with each other in order to: |
| Denise Richardson | |
| Sinan Boratav | |
| Phil Dart | |
| | (a) issue a general meeting requisition notice to the Company (copy attached); and |
| | (b) seek to change the composition of the Board of the Company. |

Paragraph 7 – Addresses

| <i>Name</i> | <i>Address</i> |
|-------------------|---|
| Ellis Richardson | 28 Hunter Street, Monbulk, Victoria 3793 |
| Denise Richardson | 28 Hunter Street, Monbulk, Victoria 3793 |
| Sinan Boratav | Unit 1, 19 Sunray Avenue, Cheltenham, Victoria 3192 |
| Phil Dart | 22 Hazel Grove, Tecoma, Victoria 3160 |

The Secretary
The Environmental Group Limited
ACN 000 013 427
Unit 1A
9 Packard Avenue
Castle Hill
NEW SOUTH WALES 2154
AUSTRALIA

COPY

Dear Secretary,

THE ENVIRONMENTAL GROUP LIMITED ACN 000 013 427

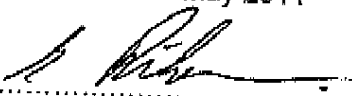
We, the undersigned members of the company, collectively holding approximately 48% of the votes that may be cast at a general meeting of the company, formally request the directors of the company to call and arrange a general meeting for the purpose of considering the following resolutions to be proposed at the meeting:

1. That Giles Geoffrey Woodgate be removed as a director with immediate effect;
2. That Timothy Hargeaves be removed as a director with immediate effect;
3. That Graham Giannini be appointed as a director with immediate effect.

Having regard to the requirements of the Corporations Act the directors must call a meeting within 21 days of this request. The meeting must be held not later than two months after the request is given to the company.

Please acknowledge receipt by sending confirmation of receipt to Ellis Richardson who is our authorised representative for communication with the Company in relation to the call for the general meeting.

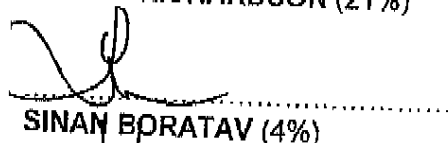
Dated: 30TH May 2014



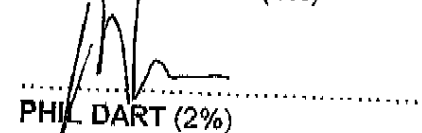
ELLIS RICHARDSON (21%)



DENISE RICHARDSON (21%)



SINAN BORATAV (4%)



PHIL DART (2%)