

**Form 603**  
Corporations Act 2001  
Section 671B

**Notice of initial substantial holder**

To Company Name/Scheme Mastermyne Group Limited (MYE)

ACN/ARSN ACN 142 490 579

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

Name Each of the entities listed in column 1 of Annexure A (the **Maui Group**)

ACN/ARSN (if applicable) Not applicable.

The holder became a substantial holder on 23/12/2014

**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)
Fully paid ordinary shares	6,288,279	6,288,279	6.9%

**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
Maui Group	Relevant interest under section 608(1) and section 608(3) of the <i>Corporations Act 2001</i> (Cth), being a relevant interest in shares held by MCIF DMS Nominees Limited (MCIF) as bare trustee, which were acquired pursuant to a scheme of arrangement between Diversified Mining Services Limited (ACN 126 482 282) (DMS) and its shareholders in relation to the acquisition of all the shares in DMS by MYE.	4,729,201 fully paid ordinary shares
Maui Group	Relevant interest under section 608(1) and section 608(3) of the <i>Corporations Act 2001</i> (Cth), being a relevant interest in shares held by MCAF DMS Nominees Limited (MCAF) as bare trustee, which were acquired pursuant to a scheme of arrangement between DMS and its shareholders in relation to the acquisition of the shares in DMS by MYE.	1,559,078 fully paid ordinary shares

**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
Maui Group	MCIF	MCIF	2,810,258 fully paid ordinary shares
Maui Group	MCIF	MCIF	1,918,943 fully paid ordinary shares
Maui Group	MCAF	MCAF	993,050 fully paid ordinary shares
Maui Group	MCAF	MCAF	566,028 fully paid ordinary shares

**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	
Maui Group	23/12/2014	N/A	24,957,885 fully paid ordinary shares in DMS	2,810,258 fully paid ordinary shares
Maui Group	23/12/2014	N/A	17,042,116 fully paid ordinary shares in DMS	1,918,943 fully paid ordinary shares
Maui Group	23/12/2014	N/A	8,819,269 fully paid ordinary shares in DMS	993,050 fully paid ordinary shares
Maui Group	23/12/2014	N/A	5,026,885 fully paid ordinary shares in DMS	566,028 fully paid ordinary shares

## 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
Maui Group	Members of the Maui Group are associates of each other by virtue of section 12(2) of the <i>Corporations Act 2001</i> (Cth).

## 7. Addresses

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

Name	Address
Maui Group	c/o Maui Capital Limited, Level 25, 151 Queen Street, Auckland, 1010, New Zealand

## Signature

print name John Sandford

capacity

Director of MCIF DMS  
Nominees Limited and  
MCAF DMS Nominees  
Limited

sign here

date

23/12/2014

#### 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, moneys 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 A to Form 603

This is Annexure A of 2 pages referred to in Form 603 signed by me and dated 23 December 2014.

Signature: 

Print name: John Sandford

Capacity: Director of MCIF DMS Nominees Limited and MCAF DMS Nominees Limited

Entity	Nature of interest
MCIF DMS Nominees Limited ( <b>MCIF</b> ), a company incorporated in New Zealand	Holder of 4,729,201 fully paid ordinary shares in Mastermyne Group Limited ( <b>MYE</b> )
MCIF No. 5 Limited, a company incorporated in New Zealand	Beneficial holder of 59.42% of the fully paid ordinary shares in MYE held by MCIF
Maui Capital Indigo Fund Limited	Holds all the voting shares of MCIF No. 5 Limited
Maui Capital Indigo Limited Partnership, a limited partnership registered in New Zealand under the Limited Partnership Act 2008 (NZ)	Beneficial holder of 40.58% of the fully paid ordinary shares in MYE held by MCIF
Maui Capital Indigo General Partner Limited, a company incorporated in New Zealand	General partner of Maui Capital Indigo Limited Partnership, having a relevant interest in the shares by virtue of its control over voting and disposal of those shares
MCAF DMS Nominees Limited ( <b>MCAF</b> ), a company incorporated in New Zealand	Holder of 1,559,078 fully paid ordinary shares in MYE
MCAF No. 1 Limited, a company incorporated in New Zealand	Beneficial holder of 63.69% of the fully paid ordinary shares in MYE held by MCAF
Maui Capital Aqua Fund Limited	Holds all the voting shares of MCAF No. 1 Limited
Maui Capital Aqua Limited Partnership, a limited partnership registered in New Zealand under the Limited Partnership Act 2008 (NZ)	Beneficial holder of 36.31% of the fully paid ordinary shares in MYE held by MCAF
Maui Capital Aqua General Partner Limited, a company incorporated in New Zealand	General partner of Maui Capital Aqua Limited Partnership, having a relevant interest in the shares by virtue of its control over voting and disposal of those shares

Maui Capital Limited, a company incorporated in New Zealand	Parent entity of Maui Capital Indigo General Partner Limited & Maui Capital Aqua General Partner Limited
PCKC Limited, a company incorporated in New Zealand	Shareholder of Maui Capital Limited, owned by the PCKC Trust, a trust associated with P Chrystall (and of which P Chrystall, C Chrystall and C Rolfe are joint trustees)
BOKK Holdings Limited, a company incorporated in New Zealand	Shareholder of Maui Capital Limited, owned by the BOKK Trust, a trust associated with B Lawgun (and of which B Lawgun, K Lawgun and N Wells are joint trustees)

