



27 June 2016

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The Manager
Company Announcements Office
ASX Limited
20 Bridge Street
SYDNEY NSW 2000

By electronic lodgement

Dear Sir/Madam

Re: Notice of change of interests of substantial holder ~ Cover-More Group Limited (CVO)

We enclose notice of change of interests of substantial holder in Cover-More Group Limited. This notice is given by Greencape Capital Pty Ltd.

Yours faithfully

Andrew Brown
Company Secretary

attach

Form 604Corporations Act 2001
Section 671B**Notice of change of interests of substantial holder**To Company Name/Scheme **Cover-More Group Limited**ACN/ARSN **166 776 334****1. Details of substantial holder(1)**Name **Greencape Capital Pty Ltd**ACN/ARSN (if applicable) **120 328 529**There was a change in the interests of the substantial holder on **23/06/2016**The previous notice was given to the company on **07/04/2016**The previous notice was dated **07/04/2016****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:

Classof securities (4)	Previous notice		Present notice	
	Person's votes	Voting power (5)	Person's votes	Voting power (5)
Ordinary Fully Paid	22,931,061	7.22%	26,196,141	8.24%

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
Refer Annexure 1	Greencape Capital Pty Ltd	Refer Annexure 1	Refer Annexure 1	Refer Annexure 1	Refer 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
Greencape Capital Pty Ltd	Citicorp Nominees Pty Limited	Citicorp Nominees Pty Limited	Ordinary Fully Paid securities by Greencape Capital Pty Ltd	2,614,212 (Ordinary Fully Paid)	2,614,212
Greencape Capital Pty Ltd	J P Morgan Nominees Australia Limited	J P Morgan Nominees Australia Limited	As above	8,074,959 (Ordinary Fully Paid)	8,074,959
Greencape Capital Pty Ltd	National Nominees Limited	National Nominees Limited	As above	3,656,370 (Ordinary Fully Paid)	3,656,370
Greencape Capital Pty Ltd	HSBC Custody Nominees (Australia) Limited	HSBC Custody Nominees (Australia) Limited	As above	11,850,600 (Ordinary Fully Paid)	11,850,600

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
N/A	N/A

6. Addresses

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

Name	Address
Greencape Capital Pty Ltd	Level 2, 5 Martin Place, Sydney NSW 2000

Signature

print name **Andrew Brown** Capacity **Company Secretary**

sign here



Date **27/06/2016**

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.



Andrew Brown
Company Secretary of Greencape Capital Pty Ltd

Transactions:

Company

Name/Scheme: Cover-More Group Limited (CVO)

As at: 23/06/2016

Class of security: Ordinary Fully Paid

Date of Change	Holder of relevant interest	Nature of Change	Consideration	Number of Securities	Person's Votes Affected
08/04/2016	Greencape Capital Pty Ltd	Buy	3,007.59	2,175	2,175
08/04/2016	as above	Buy	7,008.03	5,068	5,068
08/04/2016	as above	Buy	33,644.91	24,331	24,331
08/04/2016	as above	Buy	96,252.56	69,607	69,607
08/04/2016	as above	Buy	1,395.25	1,009	1,009
08/04/2016	as above	Buy	1,395.25	1,009	1,009
08/04/2016	as above	Buy	24,093.91	17,424	17,424
08/04/2016	as above	Buy	54,886.10	39,692	39,692
08/04/2016	as above	Buy	12,962.37	9,374	9,374
03/05/2016	as above	Buy	64,128.09	47,327	47,327
03/05/2016	as above	Buy	252,317.26	186,212	186,212
03/05/2016	as above	Buy	6,360.37	4,694	4,694
03/05/2016	as above	Buy	111,405.39	82,218	82,218
03/05/2016	as above	Buy	6,425.41	4,742	4,742
03/05/2016	as above	Buy	442,079.59	326,258	326,258
03/05/2016	as above	Buy	14,163.82	10,453	10,453
03/05/2016	as above	Buy	59,538.70	43,940	43,940
03/05/2016	as above	Buy	154,681.38	114,156	114,156
04/05/2016	as above	Buy	52,219.35	42,300	42,300
04/05/2016	as above	Buy	5,555.25	4,500	4,500
04/05/2016	as above	Buy	12,345.00	10,000	10,000
04/05/2016	as above	Buy	5,678.70	4,600	4,600
04/05/2016	as above	Buy	388,744.05	314,900	314,900
04/05/2016	as above	Buy	31,109.40	25,200	25,200
04/05/2016	as above	Buy	135,918.45	110,100	110,100
04/05/2016	as above	Buy	97,772.40	79,200	79,200
04/05/2016	as above	Buy	221,839.65	179,700	179,700
05/05/2016	as above	Buy	457,983.28	318,442	318,442
05/05/2016	as above	Buy	6,614.28	4,599	4,599
05/05/2016	as above	Buy	66,200.35	46,030	46,030
05/05/2016	as above	Buy	160,109.05	111,326	111,326
05/05/2016	as above	Buy	14,599.17	10,151	10,151
05/05/2016	as above	Buy	6,673.25	4,640	4,640
05/05/2016	as above	Buy	261,407.23	181,760	181,760
05/05/2016	as above	Buy	115,300.49	80,170	80,170
05/05/2016	as above	Buy	61,672.89	42,882	42,882
06/05/2016	as above	Buy	343,611.59	248,364	248,364
06/05/2016	as above	Buy	4,929.41	3,563	3,563
06/05/2016	as above	Buy	24,963.87	18,044	18,044
06/05/2016	as above	Buy	11,012.66	7,960	7,960
06/05/2016	as above	Buy	4,929.41	3,563	3,563
06/05/2016	as above	Buy	86,742.68	62,698	62,698
06/05/2016	as above	Buy	46,359.70	33,509	33,509
06/05/2016	as above	Buy	196,245.32	141,847	141,847
06/05/2016	as above	Buy	120,306.39	86,958	86,958
23/06/2016	as above	Buy	717.24	588	588
23/06/2016	as above	Buy	27,993.19	22,949	22,949
23/06/2016	as above	Buy	717.24	588	588
23/06/2016	as above	Buy	17,190.64	14,093	14,093
23/06/2016	as above	Buy	12,459.04	10,214	10,214
23/06/2016	as above	Buy	6,607.66	5,417	5,417

Date of Change	Holder of relevant interest	Nature of Change	Consideration	Number of Securities	Person's Votes Affected
23/06/2016	as above	Buy	49,016.44	40,184	40,184
23/06/2016	as above	Buy	1,568.66	1,286	1,286
23/06/2016	as above	Buy	3,739.91	3,066	3,066
Total Number of Securities				<u>3,265,080</u>	