

## Facsimile Transmission



**Wilson HTM**  
INVESTMENT GROUP

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**Date:** 23 January 2013  
**Subject:** Notice of change of interests of substantial holder  
**Pages (Incl. Cover):** 6

**Michelle Brady**  
Direct 02 8247 3156

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Attached is a Form 604 Notice of change of interests of substantial holder, for holdings in Mastermyne Group Limited by Wilson HTM Investment Group Ltd.

**Michelle Brady**  
Company Secretary

**Form 604**Corporations Act 2001  
Section 671B**Notice of change of interests of substantial holder**To Company Name/Scheme **MASTERMYNE GROUP LIMITED**ACN/ARSN **142 490 579****1. Details of substantial holder (1)**Name **Wilson HTM Investment Group Ltd and their associates listed in Annexure "C" to this notice**ACN/ARSN (if applicable) **100 325 184**There was a change in the interests of the substantial holder on **21/01/2013**The previous notice was given to the company on **20/09/2012**The previous notice was dated **22/09/2012****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)
<b>Ordinary Shares</b>	<b>6698294</b>	<b>8.89%</b>	<b>5944406</b>	<b>7.89%</b>

**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
<b>Refer Annexure A</b>					

**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 (5)	Class and number of securities	Person's votes
<b>Refer Annexure B</b>					

**6. 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
Refer Annexure C	

**6. Addresses**

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

Name	Address
ALL persons named	Level 38, 71 Eagle Street, Brisbane, QLD 4000

**Signature**

print name      Michelle Brady      capacity      Company Secretary

sign here      *M. Brady*      date      23/01/2013

**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.

**Mastermyne Group Limited**

**Annexure A**

<b>Date of Change</b>	<b>Person whose relevant interest changed</b>	<b>Nature of change</b>	<b>Consideration</b>	<b>Number of Securities</b>
24/10/2012	ATKINSON PRODUCE SUPER	Sell	8890	5000
21/09/2012 to 18/01/2013	Individually Managed Accounts	Sell	360692.6	215573
02/10/2012 to 15/01/2013	Individually Managed Accounts	Buy	163650.53	102528
15/10/2012	Individually Managed Accounts	Ceasing Relevant Interest	0	35000
26/09/2012 to 03/12/2012	Wilson HTM Priority Core Fund	Buy	54768.8	35168
21/09/2012 to 18/01/2013	Wilson HTM Priority Growth Fund	Sell	396628.55	227936
29/11/2012	Wilson HTM Priority Growth Fund	Buy	280463.4	200331

This is Annexure "A" of 1 page as mentioned in form 604 Notice of change substantial holder

*M. Brady*


Michelle Brady

Company Secretary

Date: 23-01-2013

<b>Masterwayne Group Limited</b>			
<b>Annexure B</b>	<b>Registered Holder of Securities</b>	<b>Person entitled to be Registered as Holder</b>	<b>Nature of Relevant Interest</b>
<b>Holder of Relevant Interest</b>	<b>Various Private Clients</b>	<b>Individually Managed Accounts</b>	<b>Wilson HTM Limited, in its capacity as Investment Manager for the persons or trusts listed beside its name or in its own holdings, has the power to control voting and/or the disposal of securities. Wilson HTM limited is a controlled body corporate of Wilson HTM Investment Group Ltd within the meaning of section 608(3) of the Corporations Act.</b>
<b>WilsonHTM</b>	<b>BMP Paribas &lt;Wilson HTM Priority Growth Funds&gt;</b>	<b>Wilson HTM Priority Growth Fund</b>	<b>Wilson HTM Capital Management Limited, in its capacity as Manager or Responsible Entity for the persons or trusts listed beside its name or in its own holdings, has the power to control voting and/or the disposal of securities. WHTM Capital Management Limited is a controlled body corporate of Wilson HTM Investment Group Ltd within the meaning of Section 608(3) of the Corporations Act. Wilson HTM Investment Management Pty Ltd, in its capacity as Investment Manager for the persons or trusts listed beside its name or in its own holdings, has the power to control voting and/or the disposal of securities. Wilson HTM Investment Management Pty Ltd is a controlled body corporate of Wilson HTM Investment Group Ltd within the meaning of Section 608(3) of the Corporations Act.</b>
<b>WilsonHTM</b>	<b>BMP Paribas &lt;Wilson HTM Priority Core Fund&gt;</b>	<b>Wilson HTM Priority Core Fund</b>	<b>Wilson HTM Capital Management Limited, in its capacity as Manager or Responsible Entity for the persons or trusts listed beside its name or in its own holdings, has the power to control voting and/or the disposal of securities. WHTM Capital Management Limited is a controlled body corporate of Wilson HTM Investment Group Ltd within the meaning of Section 608(3) of the Corporations Act. Wilson HTM Investment Management Pty Ltd, in its capacity as Investment Manager for the persons or trusts listed beside its name or in its own holdings, has the power to control voting and/or the disposal of securities. Wilson HTM Investment Management Pty Ltd is a controlled body corporate of Wilson HTM Investment Group Ltd within the meaning of Section 608(3) of the Corporations Act.</b>
			<p>Class and Number</p> <p>Persons Votes</p> <p>1786406 Ordinary Fully Paid 1786406</p> <p>3900000 Ordinary Fully Paid 3900000</p> <p>2580000 Ordinary Fully Paid 2580000</p>

This is Annexure "B" of 1 page as mentioned in form 604 Notice of change of interests of substantial holder

  
 Michelle Brady  
 Company Secretary

Date: 23-01-2013

**Mastermyne Group Limited  
Annexure C**

<b>Name</b>	<b>ACN</b>	<b>Nature of Association</b>
Wilson HTM Corporate Finance Ltd	ACN 057 547 323	Wilson HTM Corporate Finance Ltd ACN 057 547 323 is a controlled body of Wilson HTM Investment Group Limited within the meaning of Section 608(3) of the Corporations Act.
WHTM Capital Management Limited	ACN 082 494 362	WHTM Capital Management Limited ACN 082 494 362 is a controlled body of Wilson HTM Investment Group Limited within the meaning of Section 608(3) of the Corporations Act.
Wilson HTM Funds Management Pty Ltd	ACN 120 826 575	Wilson HTM Funds Management Pty Ltd ACN 120 826 575 is a controlled body of Wilson HTM Investment Group Limited within the meaning of Section 608(3) of the Corporations Act.
Wilson HTM Investment Management Pty Ltd	ACN 116 943 456	Wilson HTM Investment Management Pty Ltd ACN 116 943 456 is a controlled body of Wilson HTM Investment Group Limited within the meaning of Section 608(3) of the Corporations Act.
Wilson HTM Ltd	ACN 010 529 665	Wilson HTM Ltd ACN 010 529 665 is a controlled body of Wilson HTM Investment Group Limited within the meaning of Section 608(3) of the Corporations Act.
Next Financial Limited	ACN 081 722 894	Next Financial Limited ACN 081 722 894 is a controlled body of Wilson HTM Investment Group Limited within the meaning of Section 608(3) of the Corporations Act.

This is Annexure "C" of 1 page as mentioned in form 604 Notice of change substantial holder

*M. Brady*

Michelle Brady  
Company Secretary

Date: 23-01-2013