



14 December 2016

Level 19, 31 Queen Street  
Melbourne VIC 3000 Australia  
telephone 03 8616 1957  
facsimile 03 8616 1111  
[www.greencapital.com](http://www.greencapital.com)  
ABN 98 120 328 529  
AFSL 303903

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 604

Corporations 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 **12/12/2016**

The previous notice was given to the company on **27/06/2016**

The previous notice was dated **27/06/2016**

### 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)
<b>Ordinary Fully Paid</b>	<b>26,196,141</b>	<b>8.24%</b>	<b>24,918,802</b>	<b>6.58%</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 1</b>	<b>Greencape Capital Pty Ltd</b>	<b>Refer Annexure 1</b>	<b>Refer Annexure 1</b>	<b>Refer Annexure 1</b>	<b>Refer Annexure 1</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 (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 purchased and sold on market by Greencape Capital Pty Ltd	2,555,793 (Ordinary Fully Paid)	2,555,793
Greencape Capital Pty Ltd	J P Morgan Nominees Australia Limited	J P Morgan Nominees Australia Limited	As above	7,500,080 (Ordinary Fully Paid)	7,500,080
Greencape Capital Pty Ltd	National Nominees Limited	National Nominees Limited	As above	3,285,961 (Ordinary Fully Paid)	3,285,961
Greencape Capital Pty Ltd	HSBC Custody Nominees (Australia) Limited	HSBC Custody Nominees (Australia) Limited	As above	11,576,968 (Ordinary Fully Paid)	11,576,968

**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
Greencap Capital Pty Ltd	Level 2, 5 Martin Place, Sydney NSW 2000

**Signature**

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



sign here date **14/12/2016**

**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:** 12/12/2016

**Class of security:** Ordinary Fully Paid

Date of Change	Holder of relevant interest	Nature of Change	Consideration	Number of Securities	Person's Votes Affected
24/06/2016	Greencape Capital Pty Ltd	Buy	2,514.42	2,061	2,061
24/06/2016	as above	Buy	27,584.20	22,610	22,610
24/06/2016	as above	Buy	5,681.54	4,657	4,657
24/06/2016	as above	Buy	19,982.38	16,379	16,379
24/06/2016	as above	Buy	44,869.16	36,778	36,778
24/06/2016	as above	Buy	1,154.12	946	946
24/06/2016	as above	Buy	10,620.10	8,705	8,705
24/06/2016	as above	Buy	78,559.46	64,393	64,393
24/06/2016	as above	Buy	1,166.32	956	956
27/06/2016	as above	Buy	33,650.04	27,582	27,582
27/06/2016	as above	Buy	7,415.16	6,078	6,078
27/06/2016	as above	Buy	285,384.84	233,922	233,922
27/06/2016	as above	Buy	16,027.14	13,137	13,137
27/06/2016	as above	Buy	7,335.86	6,013	6,013
27/06/2016	as above	Buy	67,618.50	55,425	55,425
27/06/2016	as above	Buy	127,581.50	104,575	104,575
27/06/2016	as above	Buy	499,482.64	409,412	409,412
27/06/2016	as above	Buy	175,504.32	143,856	143,856
20/07/2016	as above	Buy	49,907.24	39,100	39,100
01/08/2016	as above	Buy	33,484.12	24,400	24,400
01/08/2016	as above	Buy	133,799.25	97,500	97,500
08/08/2016	as above	Buy	14,640.00	9,600	9,600
26/08/2016	as above	Buy	14,696.55	9,900	9,900
26/08/2016	as above	Buy	134,495.70	90,600	90,600
26/08/2016	as above	Buy	33,698.15	22,700	22,700
30/08/2016	as above	Buy	66,103.85	46,700	46,700
02/09/2016	as above	Buy	989.20	709	709
02/09/2016	as above	Buy	67,583.49	48,440	48,440
02/09/2016	as above	Buy	16,976.79	12,168	12,168
02/09/2016	as above	Buy	4,803.67	3,443	3,443
02/09/2016	as above	Buy	2,300.68	1,649	1,649
02/09/2016	as above	Buy	23,940.24	17,159	17,159
02/09/2016	as above	Buy	1,008.73	723	723
02/09/2016	as above	Buy	9,163.67	6,568	6,568
02/09/2016	as above	Buy	38,655.41	27,706	27,706
05/09/2016	as above	Buy	4,287.13	3,153	3,153
05/09/2016	as above	Buy	39,446.26	29,011	29,011
05/09/2016	as above	Buy	166,444.96	122,413	122,413
05/09/2016	as above	Buy	4,201.47	3,090	3,090
05/09/2016	as above	Buy	291,045.14	214,051	214,051
05/09/2016	as above	Buy	73,146.42	53,796	53,796
05/09/2016	as above	Buy	20,751.74	15,262	15,262
05/09/2016	as above	Buy	9,861.90	7,253	7,253
05/09/2016	as above	Buy	103,074.78	75,807	75,807
06/09/2016	as above	Buy	203,655.79	154,836	154,836
06/09/2016	as above	Buy	126,116.23	95,884	95,884
06/09/2016	as above	Buy	89,507.48	68,051	68,051
06/09/2016	as above	Buy	5,129.67	3,900	3,900
06/09/2016	as above	Buy	356,020.14	270,676	270,676
06/09/2016	as above	Buy	5,229.63	3,976	3,976
29/09/2016	as above	Sell	196.53	131	131
29/09/2016	as above	Sell	13,507.80	9,004	9,004
29/09/2016	as above	Sell	3,463.96	2,309	2,309
29/09/2016	as above	Sell	999.13	666	666
29/09/2016	as above	Sell	475.56	317	317
29/09/2016	as above	Sell	4,791.64	3,194	3,194
29/09/2016	as above	Sell	201.03	134	134
29/09/2016	as above	Sell	1,830.24	1,220	1,220
29/09/2016	as above	Sell	7,729.03	5,152	5,152
03/10/2016	as above	Sell	322,669.33	219,309	219,309
03/10/2016	as above	Sell	26,764.42	18,191	18,191
04/10/2016	as above	Sell	366,557.56	244,600	244,600
05/10/2016	as above	Sell	28,706.16	19,284	19,284
05/10/2016	as above	Sell	6,843.09	4,597	4,597
05/10/2016	as above	Sell	69,382.16	46,609	46,609
05/10/2016	as above	Sell	2,844.71	1,911	1,911
05/10/2016	as above	Sell	26,485.17	17,792	17,792
05/10/2016	as above	Sell	111,893.60	75,167	75,167
05/10/2016	as above	Sell	2,814.94	1,891	1,891
05/10/2016	as above	Sell	195,436.81	131,289	131,289
05/10/2016	as above	Sell	49,740.08	33,414	33,414

Date of Change	Holder of relevant interest	Nature of Change	Consideration	Number of Securities	Person's Votes Affected
06/10/2016	as above	Sell	1,838.05	- 1,240	1,240
06/10/2016	as above	Sell	438.76	- 296	296
06/10/2016	as above	Sell	4,443.94	- 2,998	2,998
06/10/2016	as above	Sell	182.32	- 123	123
06/10/2016	as above	Sell	1,695.75	- 1,144	1,144
06/10/2016	as above	Sell	7,166.92	- 4,835	4,835
06/10/2016	as above	Sell	180.84	- 122	122
06/10/2016	as above	Sell	12,518.02	- 8,445	8,445
06/10/2016	as above	Sell	3,185.46	- 2,149	2,149
11/10/2016	as above	Buy	662,118.00	551,765	551,765
11/10/2016	as above	Buy	37,742.40	31,452	31,452
11/10/2016	as above	Buy	1,512,620.40	1,260,517	1,260,517
11/10/2016	as above	Buy	109,845.60	91,538	91,538
11/10/2016	as above	Buy	925,773.60	771,478	771,478
11/10/2016	as above	Buy	2,650,813.20	2,209,011	2,209,011
11/10/2016	as above	Buy	353,398.80	294,499	294,499
11/10/2016	as above	Buy	41,994.00	34,995	34,995
11/10/2016	as above	Buy	382,736.40	318,947	318,947
31/10/2016	as above	Buy	64,837.50	45,500	45,500
31/10/2016	as above	Sell	64,837.50	- 45,500	45,500
01/11/2016	as above	Sell	131,852.78	- 93,400	93,400
10/11/2016	as above	Sell	76,702.40	- 54,608	54,608
10/11/2016	as above	Sell	10,284.48	- 7,322	7,322
10/11/2016	as above	Sell	4,285.43	- 3,051	3,051
10/11/2016	as above	Sell	39,979.13	- 28,463	28,463
10/11/2016	as above	Sell	104,725.57	- 74,559	74,559
10/11/2016	as above	Sell	294,980.05	- 210,010	210,010
10/11/2016	as above	Sell	169,172.83	- 120,442	120,442
10/11/2016	as above	Sell	4,241.89	- 3,020	3,020
10/11/2016	as above	Sell	42,979.36	- 30,599	30,599
12/12/2016	as above	Sell	520,780.93	- 274,659	274,659
12/12/2016	as above	Sell	18,926.87	- 9,982	9,982
12/12/2016	as above	Sell	80,043.86	- 42,215	42,215
12/12/2016	as above	Sell	133,256.01	- 70,279	70,279
12/12/2016	as above	Sell	59,167.80	- 31,205	31,205
12/12/2016	as above	Sell	187,385.87	- 98,827	98,827
12/12/2016	as above	Sell	7,686.79	- 4,054	4,054
12/12/2016	as above	Sell	303,726.78	- 160,185	160,185
12/12/2016	as above	Sell	7,656.45	- 4,038	4,038
12/12/2016	as above	Sell	1,048,489.08	- 553,234	553,234
12/12/2016	as above	Sell	38,106.79	- 20,107	20,107
12/12/2016	as above	Sell	161,152.65	- 85,032	85,032
12/12/2016	as above	Sell	268,282.62	- 141,559	141,559
12/12/2016	as above	Sell	119,120.90	- 62,854	62,854
12/12/2016	as above	Sell	377,266.09	- 199,064	199,064
12/12/2016	as above	Sell	15,474.31	- 8,165	8,165
12/12/2016	as above	Sell	611,490.07	- 322,652	322,652
12/12/2016	as above	Sell	15,411.77	- 8,132	8,132
12/12/2016	as above	Sell	1,494,853.58	- 789,883	789,883
12/12/2016	as above	Sell	54,329.89	- 28,708	28,708
12/12/2016	as above	Sell	229,757.07	- 121,404	121,404
12/12/2016	as above	Sell	382,496.96	- 202,112	202,112
12/12/2016	as above	Sell	169,834.84	- 89,741	89,741
12/12/2016	as above	Sell	537,875.00	- 284,214	284,214
12/12/2016	as above	Sell	22,062.77	- 11,658	11,658
12/12/2016	as above	Sell	871,816.08	- 460,669	460,669
12/12/2016	as above	Sell	21,973.82	- 11,611	11,611
12/12/2016	as above	Sell	2,989,712.83	- 1,579,769	1,579,769
12/12/2016	as above	Sell	108,657.89	- 57,415	57,415
12/12/2016	as above	Sell	459,514.14	- 242,808	242,808
12/12/2016	as above	Sell	764,992.03	- 404,223	404,223
12/12/2016	as above	Sell	339,667.79	- 179,481	179,481
12/12/2016	as above	Sell	1,075,751.88	- 568,429	568,429
12/12/2016	as above	Sell	44,125.53	- 23,316	23,316
12/12/2016	as above	Sell	1,743,632.17	- 921,338	921,338
12/12/2016	as above	Sell	43,945.74	- 23,221	23,221

Total Number of Securities

**-1,277,339**