

**Form 604
Corporations Act 2001
Section 671B**

Notice of Change of Interests of Substantial Holder

To: **Bapcor Limited**

ACN/ARSN:

1. Details of substantial holder (s)

Name: FMR LLC and the entities listed in Annexure A ("FMR")

ACN/ARSN (if applicable)

There was a change in the interests of the substantial holder on

The previous notice was given to the company on

The previous notice was dated

30 March 2017

28 December 2016

28 December 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:

Class of Securities (4)	Previous Notice Person's votes	Previous Notice Voting Power (5)	Present Notice Person's votes	Present Notice Voting Power (5)
Common Stock	14,048,942	5.06%	16,844,711	6.06%

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
			AUD \$	Common stock	Common stock
12/23/2016	FMR	BUY	5.82	16,188	16,188
12/23/2016	FMR	BUY	5.82	954	954
12/23/2016	FMR	BUY	5.82	44,943	44,943
12/23/2016	FMR	BUY	5.82	9,239	9,239
12/23/2016	FMR	BUY	5.82	30,598	30,598
12/23/2016	FMR	BUY	5.82	29,631	29,631
12/23/2016	FMR	BUY	5.82	41,576	41,576
12/23/2016	FMR	BUY	5.82	27,834	27,834

12/28/2016	FMR	BUY	5.84	5,432	5,432
12/28/2016	FMR	BUY	5.84	556	556
12/28/2016	FMR	BUY	5.84	10,268	10,268
12/28/2016	FMR	BUY	5.84	9,941	9,941
12/28/2016	FMR	BUY	5.84	13,955	13,955
12/28/2016	FMR	BUY	5.83	4,772	4,772
12/28/2016	FMR	BUY	5.84	9,353	9,353
12/28/2016	FMR	SELL	5.83	4,772	4,772
12/29/2016	FMR	BUY	5.92	12,916	12,916
12/29/2016	FMR	BUY	5.92	24,406	24,406
12/29/2016	FMR	BUY	5.92	23,632	23,632
12/29/2016	FMR	BUY	5.92	33,168	33,168
12/29/2016	FMR	BUY	5.92	22,232	22,232
12/30/2016	FMR	BUY	5.92	2,734	2,734
12/30/2016	FMR	BUY	5.92	5,166	5,166
12/30/2016	FMR	BUY	5.92	5,001	5,001
12/30/2016	FMR	BUY	5.92	7,022	7,022
12/30/2016	FMR	BUY	5.92	4,705	4,705
1/3/2017	FMR	BUY	5.98	7,026	7,026
1/3/2017	FMR	BUY	5.98	32,540	32,540
1/3/2017	FMR	BUY	5.98	13,266	13,266
1/3/2017	FMR	BUY	5.98	12,841	12,841
1/3/2017	FMR	BUY	5.98	18,032	18,032
1/3/2017	FMR	BUY	5.98	12,088	12,088
1/6/2017	FMR	BUY	5.92	1,733	1,733
1/6/2017	FMR	BUY	5.92	1,151	1,151
1/6/2017	FMR	BUY	5.92	1,151	1,151
1/6/2017	FMR	BUY	5.92	1,151	1,151
1/6/2017	FMR	BUY	5.92	1,151	1,151
1/6/2017	FMR	BUY	5.92	1,151	1,151
1/9/2017	FMR	BUY	6.07	11,232	11,232
1/9/2017	FMR	BUY	6.03	3,040	3,040
1/9/2017	FMR	BUY	6.07	633	633
1/9/2017	FMR	BUY	6.07	12,413	12,413
1/9/2017	FMR	BUY	6.03	3,360	3,360
1/9/2017	FMR	BUY	6.07	21,204	21,204
1/9/2017	FMR	BUY	6.03	5,739	5,739
1/9/2017	FMR	BUY	6.07	16,396	16,396
1/9/2017	FMR	BUY	6.03	4,438	4,438
1/9/2017	FMR	BUY	6.07	28,825	28,825
1/9/2017	FMR	BUY	6.03	7,803	7,803
1/9/2017	FMR	BUY	6.07	19,297	19,297
1/9/2017	FMR	BUY	6.03	5,224	5,224
1/10/2017	FMR	BUY	5.98	15,065	15,065
1/10/2017	FMR	BUY	6.02	5,340	5,340
1/10/2017	FMR	BUY	6.02	7,291	7,291
1/10/2017	FMR	BUY	5.98	147,209	147,209
1/10/2017	FMR	BUY	6.02	5,880	5,880
1/10/2017	FMR	BUY	5.98	19,348	19,348
1/10/2017	FMR	BUY	6.02	10,082	10,082
1/10/2017	FMR	BUY	5.98	76,984	76,984
1/10/2017	FMR	BUY	6.02	7,796	7,796
1/10/2017	FMR	BUY	5.98	55,336	55,336
1/10/2017	FMR	BUY	6.02	13,706	13,706
1/10/2017	FMR	BUY	5.98	32,520	32,520
1/10/2017	FMR	BUY	6.02	9,176	9,176
1/10/2017	FMR	BUY	5.98	23,700	23,700

1/16/2017	FMR	BUY	5.88	46,726	46,726
1/16/2017	FMR	BUY	5.88	43,794	43,794
1/16/2017	FMR	BUY	5.88	38,128	38,128
1/16/2017	FMR	BUY	5.88	12,259	12,259
1/17/2017	FMR	BUY	5.83	2,207	2,207
1/17/2017	FMR	BUY	5.86	29,424	29,424
1/17/2017	FMR	BUY	5.83	2,069	2,069
1/17/2017	FMR	BUY	5.86	27,577	27,577
1/17/2017	FMR	BUY	5.83	1,801	1,801
1/17/2017	FMR	BUY	5.86	24,010	24,010
1/17/2017	FMR	BUY	5.83	62,273	62,273
1/17/2017	FMR	BUY	5.86	7,719	7,719
1/19/2017	FMR	BUY	5.66	117,331	117,331
1/19/2017	FMR	BUY	5.66	33,797	33,797
1/19/2017	FMR	BUY	5.66	120,156	120,156
1/19/2017	FMR	BUY	5.66	112,611	112,611
1/19/2017	FMR	BUY	5.66	98,047	98,047
1/19/2017	FMR	BUY	5.66	31,485	31,485
1/19/2017	FMR	BUY	5.66	87,332	87,332
1/19/2017	FMR	BUY	5.66	57,196	57,196
1/19/2017	FMR	BUY	5.66	15,168	15,168
1/19/2017	FMR	BUY	5.66	67,409	67,409
1/19/2017	FMR	BUY	5.66	9,247	9,247
1/24/2017	FMR	BUY	5.47	135,344	135,344
1/25/2017	FMR	BUY	5.49	4,340	4,340
1/25/2017	FMR	BUY	5.49	16,223	16,223
2/6/2017	FMR	BUY	5.53	67,771	67,771
2/6/2017	FMR	SELL	5.47	7,713	7,713
2/14/2017	FMR	BUY	5.85	29,174	29,174
2/14/2017	FMR	BUY	5.85	23,234	23,234
2/15/2017	FMR	BUY	5.83	28,649	28,649
2/27/2017	FMR	BUY	5.69	31,269	31,269
3/7/2017	FMR	BUY	5.32	69,795	69,795
3/7/2017	FMR	BUY	5.32	203,947	203,947
3/30/2017	FMR	BUY	5.67	57,169	57,169
3/30/2017	FMR	BUY	5.67	16,342	16,342
3/30/2017	FMR	BUY	5.67	8,691	8,691
			Total Buys	2,808,254	2,808,254
			Total Sells	12,485	12,485
			Total Net Buys	2,795,769	2,795,769

4. Present Relevant Interest

Particulars of each relevant interest of the substantial holder in voting securities after the change are as follows:

Refer to Annexure A

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:

NA

6. Addresses

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

Refer to Annexure A

Sign Here: _____



Dated: 03 April 2017

Kelvin Lo

Head of Regulatory Reporting, Asia Pacific

Duly authorized under Powers of Attorney on behalf of FMR LLC

Annexure A

Investment Manager	Address	Custodian	Nature of relevant interest	Sum of Numerator Shares
FIAM LLC	900 Salem Street, Smithfield, RI 02917 United States	BANK OF NEW YORK MELLON	Investment Discretion / Voting Power	91,939
		BONY FOR PRUDENTIAL ACCOUNTS		135,344
		BROWN BROTHERS HARRIMAN AND CO		170,842
		JPMORGAN CHASE BANK		165,931
		NORTHERN TRUST CO (C)		168,650
		STATE STREET BANK AND TR CO		818,294
Fidelity Institutional Asset Management Trust Company	900 Salem Street, Smithfield, RI 02917 United States	BANK OF NEW YORK MELLON		587,313
		BROWN BROTHERS HARRIMAN AND CO		914,478
		JP MORGAN, BOURNEMOUTH (C)		218,948
		JPMORGAN CHASE BANK		113,736
		NORTHERN TRUST CO (C)		556,710
		STATE STREET BANK AND TR CO		1,846,351
FIDELITY MANAGEMENT & RESEARCH (HONG KONG) LIMITED	Floor 19, 41 Connaught Road Central, Hong Kong	BROWN BROTHERS HARRIMAN AND CO		54,957
FMR CO., INC	245 Summer Street, Boston, MA 02210 United States	JPMORGAN CHASE BANK		1,051,449
		STATE STREET BANK AND TR CO		632,977
FMR INVESTMENT MANAGEMENT (UK) LIMITED	1 St. Martin's Le Grand, London, EC1A 4AS	BROWN BROTHERS HARRIMAN AND CO		184,805
		JPMORGAN CHASE BANK		591,831
		NORTHERN TRUST CO (C)		8,540,156
Grand Total				16,844,711