



17 October 2016

The Manager  
Market Announcements Office  
ASX Limited  
By fax 1300 135 638

Dear Sir/Madam

**Bapcor Limited (ABN 80 153 199 912)**

**Notice of ceasing to be a substantial holder: Form 605**

Please find attached a Form 605 (Notice of ceasing to be a substantial holder) in relation to shares in Bapcor Limited (ABN 80 153 199 912), lodged on behalf of Bennelong Funds Management Group Pty Ltd (ACN 144 676 344) in accordance with section 671B of the Corporations Act 2001.

Yours sincerely

A handwritten signature in black ink, appearing to read "Jeff Phillips".

**Jeff Phillips**  
Company Secretary  
Encl



**Form 605****Corporations Act 2001****Section 671B****Notice of ceasing to be a substantial holder**

**To:** Bapcor Limited  
**ABN:** 80 153 199 912  
**ASX Code:** BAP

**1. Details of substantial holder**

**Name:** Bennelong Funds Management Group Pty Ltd (ACN 144 676 344)

The holder ceased to be a substantial holder on: 14 October 2016  
 The previous notice was given to the company on: 30 September 2016  
 The previous notice was dated: 30 September 2016

**2. 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 | Consideration given in relation to change | Class and number of securities | Person's votes affected |
|----------------|--|------------------|---|--------------------------------|-------------------------|
| 14/10/2016     | Bennelong Funds Management Group Pty Ltd | Sold on market   |   | 590,698 Ordinary shares        | 590,698                 |

**3. Changes in association**

The persons who have become associates of, ceased to be associates of, or have changed the nature of their association 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 |
|-----------------------------------|-----------------------|
| Not Applicable                    |                       |

#### 4. Addresses

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

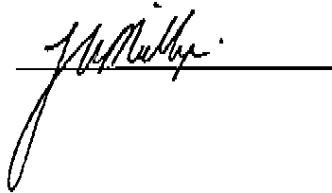
| Name                                     | Address                                     |
|--|---|
| Bennelong Funds Management Group Pty Ltd | Level 1, 9 Queen Street, Melbourne VIC 3000 |

#### Signature

Print name: Jeffrey Phillips

Capacity: Company Secretary

Sign here:



Date:

17/10/2016