

Form 604

Corporations Act 2001

Section 671B

Notice of change of interests of substantial holderTo Company Name/Scheme Axiom Properties LimitedACN/ARSN 009 063 834**1. Details of substantial holder(1)**Name Peter Maxwell LauranceACN/ARSN (if applicable) Not applicableThere was a change in the interests of the substantial holder on 30 / 10 / 2014The previous notice was given to the company on 17 / 10 / 2011The previous notice was dated 17 / 10 / 2011**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)
Ordinary Fully Paid Shares	163,132,044	37.65%	165,389,380	39.32%

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
17 / 10 / 2011 to 30 / 10 / 2014	Peter Maxwell Laurance	On market purchases	Refer annexure A	2,257,336	0.15%
1 / 07 / 2014 to 30 / 10 / 2014	Peter Maxwell Laurance	Shareholding has not changed but percentage voting power has increased due to Axiom Properties Limited on-market-buy-back within the "10/12" limit which commenced on 1 July 2014. Axiom Properties Limited has bought back and cancelled 23,097,920 shares to date.			1.52%

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
Peter Maxwell Laurance	Pivot Group Pty Ltd	Pivot Group Pty Ltd	Power to Control Voting Rights	165,389,380	39.32%

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
Not Applicable	

6. Addresses

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

Name	Address
Peter Maxwell Laurance	PO Box Z5044 PERTH WA 6831
Pivot Group Pty Ltd	PO Box Z5044 PERTH WA 6831

Signature

print name Peter Maxwell Laurance

capacity Chairman

sign here

date 30 / 10 / 2014

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.

This is annexure A of 1 pages referred to in form 604 Notice of change of interests of substantial holder.

Peter Maxwell Laurance

30 October 2014

Date of Change	Person whose relevant interest changed	Registered holder of securities	Nature of change(6)	Consideration given in relation to change(7)	Class and number of securities affected
7/11/2011	Peter Maxwell Laurance	Pivot Group Pty Ltd	On market purchase	4,314.80	120,525
10/11/2011	Peter Maxwell Laurance	Pivot Group Pty Ltd	On market purchase	538.85	14,968
11/11/2011	Peter Maxwell Laurance	Pivot Group Pty Ltd	On market purchase	490.00	14,000
14/11/2011	Peter Maxwell Laurance	Pivot Group Pty Ltd	On market purchase	6,475.00	185,000
8/12/2011	Peter Maxwell Laurance	Pivot Group Pty Ltd	On market purchase	1,071.00	30,000
14/12/2011	Peter Maxwell Laurance	Pivot Group Pty Ltd	On market purchase	74.00	2,000
19/12/2011	Peter Maxwell Laurance	Pivot Group Pty Ltd	On market purchase	56,055.00	1,515,000
21/12/2011	Peter Maxwell Laurance	Pivot Group Pty Ltd	On market purchase	350.00	10,000
23/03/2012	Peter Maxwell Laurance	Pivot Group Pty Ltd	On market purchase	3,100.00	100,000
5/04/2012	Peter Maxwell Laurance	Pivot Group Pty Ltd	On market purchase	1,350.01	50,000
10/04/2012	Peter Maxwell Laurance	Pivot Group Pty Ltd	On market purchase	1,212.84	44,920
11/04/2012	Peter Maxwell Laurance	Pivot Group Pty Ltd	On market purchase	3,600.80	133,363
24/04/2012	Peter Maxwell Laurance	Pivot Group Pty Ltd	On market purchase	204.12	7,560
30/05/2012	Peter Maxwell Laurance	Pivot Group Pty Ltd	On market purchase	810.00	30,000
TOTAL				79,646.41	2,257,336