



HopgoodGanim

LAWYERS

6 September 2016

Australian Securities Exchange
Company Announcement Platform

By facsimile: 1300 135 638

Our ref: 1533199 - Katherine Hammond

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Dear Sir/Madam

Sentinel Security Investments Limited - Off-market takeover bid for Unity Pacific Group (ASX:UPG): Notice of initial substantial holder and notice of change of interests of substantial holder

We are the solicitors for Sentinel Security Investments Limited (**Sentinel**).

We refer to Sentinel's off-market takeover bid under Part 6.5 of the Corporations Act 2001 (Cth) (**Corporations Act**) for all of the stapled securities in Unity Pacific Group (**UPG**), (**Takeover Bid**) pursuant to its bidder's statement dated 6 September 2016.

In accordance with Section 617B of the Corporations Act, please find **attached**:

- (a) notice of initial substantial holder for Sentinel (**Form 603**); and
- (b) notice of change of interests of substantial holder for Ebert Investments Pty Ltd ACN 138 124 044, an associate of Sentinel (**Form 604**).

The Forms 603 and 604 have been, or will be, lodged with UPG today.

Yours faithfully

HopgoodGanim Lawyers

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Form 603
Corporations Act 2001
Section 671B

Notice of initial substantial holder

To Company Name/Scheme Unity Pacific Group (ASX: UPG)

ACN/ARSN Unity Pacific Limited ACN 110 831 288; Unity Pacific Stapled Trust ARSN 111 389 596

1. Details of substantial holder (1)

Name Sentinel Security Investments Limited ACN 614 308 735; Gladius Holdings Pty Ltd ACN 169 446 146 and Stacey Nicole Ebert

ACN/ARSN (if applicable)

The holder became a substantial holder on

06/09/2016

2. Details of 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) relevant interest (3) in on the date the substantial holder became a substantial holder are as follows:

Class of securities (4)	Number of securities	Person's votes (5)	Voting power (6)
UPG Unity Pacific GR Stapled Securities (UPG Securities)	5,757,494	5,757,494	16.08%
* based on 35,803,992 UPG Securities on issue			

3. Details of relevant interests

The nature of the relevant interest the substantial holder or an associate had in the following voting securities on the date the substantial holder became a substantial holder are as follows:

Holder of relevant interest	Nature of relevant interest (7)	Class and number of securities
Ebert Investments Pty Ltd ACN 138 124 044	Registered holder by virtue of section 608(1)(a) of the Corporations Act 2001	5,757,494

4. Details of present registered holders

The persons registered as holders of the securities referred to in paragraph 3 above are as follows:

Holder of relevant interest	Registered holder of securities	Person entitled to be registered as holder (8)	Class and number of securities
Ebert Investments Pty Ltd ACN 138 124 044	Ebert Investments Pty Ltd ACN 138 124 044	Ebert Investments Pty Ltd ACN 138 124 044	5,757,494

5. Consideration

The consideration paid for each relevant interest referred to in paragraph 3 above, and acquired in the four months prior to the day that the substantial holder became a substantial holder is as follows:

Holder of relevant interest	Date of acquisition	Consideration (9)		Class and number of securities
		Cash	Non-cash	
Ebert Investments Pty Ltd ACN 138 124 044	08/07/2016	\$1,223,601.13		2,984,393 UPG Securities
Ebert Investments Pty Ltd ACN 138 124 044	12/07/2016	\$378,315.62		946,491 UPG Securities
Ebert Investments Pty Ltd ACN 138 124 044	13/07/2016	\$12,661.20		31,703 UPG Securities

6. Associates

The reasons the persons named in paragraph 3 above are associates of the substantial holder are as follows:

Name and ACN/ARSN (if applicable)	Nature of association
Sentinel Security Investments Limited ACN 614 308 735, Gladius Holdings Pty Ltd ACN 169 446 146 and Stacey Nicole Ebert	Each are associates of each other and of Ebert Investments Pty Ltd ACN 138 124 044 by virtue of section 12(2)(c) of the Corporations Act 2001

7. Addresses

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

Name	Address
Sentinel Security Investments Limited ACN 614 308 735	C/- Level 9, 300 Queen Street, Brisbane Qld 4000
Gladius Holdings Pty Ltd ACN 169 446 146	C/- Level 9, 300 Queen Street, Brisbane Qld 4000
Stacey Nicole Ebert	C/- Level 9, 300 Queen Street, Brisbane Qld 4000
Ebert Investments Pty Ltd ACN 138 124 044	C/- Level 9, 300 Queen Street, Brisbane Qld 4000

Signature

print name

Stacey Nicole Ebert

capacity

Director and on own
behalf

sign here

[Signature]

date

06/09/2016

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 7 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 total number of votes attached to all the voting shares in the company or voting interests in the scheme (if any) that the person or an associate has a relevant interest in.
- (6) The person's votes divided by the total votes in the body corporate or scheme multiplied by 100.
- (7) Include details of:
 - (a) any relevant agreement or other circumstances by which the relevant interest was acquired. 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.
- (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) Details of the consideration must include any and all benefits, moneys 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.

Form 604
Corporations Act 2001
Section 671B

Notice of change of interests of substantial holder

To Company Name/Scheme Unity Pacific Group (ASX: UPG)

ACN/ARSN Unity Pacific Limited ACN 110 831 288; Unity Pacific Stapled Trust ARSN 111 389 596

1. Details of substantial holder (1)

Name Ebert Investments Pty Ltd

ACN/ARSN (if applicable) ACN 138 124 044

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

06 / 09 / 2016

The previous notice was given to the company on 15/07/2016

The previous notice was dated 14/07/2016

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		Present notice	
	Person's votes	Voting power (5)	Person's votes	Voting power (5)
UPG Unity Pacific GR Stapled Securities (UPG Securities)	5,756,994	16.08%	5,757,494	16.08%
* based on 35,803,992 UPG Securities on issue				

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
n/a	n/a	n/a	n/a	n/a	n/a

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
Ebert Investments Pty Ltd ACN 138 124 044	Ebert Investments Pty Ltd ACN 138 124 044	Ebert Investments Pty Ltd ACN 138 124 044	Registered holder by virtue of section 608(1)(a) of the Corporations Act 2001	5,757,494 UPG Securities	16.08%

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
Sentinel Security Investments Limited ACN 614 308 735, Gladius Holdings Pty Ltd ACN 169 446 146 and Stacey Nicole Ebert	Each are associates of each other and of Ebert Investments Pty Ltd ACN 138 124 044 by virtue of section 12(2)(c) of the Corporations Act 2001

6. Addresses

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

Name	Address
Ebert Investments Pty Ltd ACN 138 124 044	C/- Level 9, 300 Queen Street, Brisbane Qld 4000
Sentinel Security Investments Limited ACN 614 308 735	C/- Level 9, 300 Queen Street, Brisbane Qld 4000
Gladius Holdings Pty Ltd ACN 169 446 146	C/- Level 9, 300 Queen Street, Brisbane Qld 4000
Stacey Nicole Ebert	C/- Level 9, 300 Queen Street, Brisbane Qld 4000

Signature

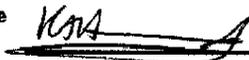
print name

KATHERINE HAMMOND

capacity

attorney under
power of attorney

sign here



date

06 '09' 16**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 on 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.