



2 September 2014

Market Announcements Office
ASX Limited
Exchange Centre
20 Bridge Street
SYDNEY NSW 2000

Dear Sir

CEASING TO BE A SUBSTANTIAL HOLDER

Please see attached ceasing to be a substantial holder notice relating to the expiry of escrow arrangements disclosed in the Company's initial public offering prospectus dated 1 August 2013.

The escrow arrangements gave the Company a technical "relevant interest" in these shares under the Corporations Act; however the Company had no right to acquire these shares or to control the voting rights attached to the shares.

Yours faithfully

A handwritten signature in blue ink that reads "Linda Ellis".

Linda Ellis
Group Company Secretary & General Counsel

About Steadfast Group

Steadfast, established in 1996, is a broker network and provider of services to 306 insurance broker businesses across Australia, New Zealand and in Singapore. Our network of brokers and underwriting agencies generate annual billings of over \$5 billion. Steadfast also operates as a consolidator through its equity interests in a number of insurance broker businesses, a reinsurance broker, underwriting agencies, other complementary businesses and a joint venture in Macquarie Pacific Funding. For further information, please visit the Investor section of our website at www.steadfast.com.au

Steadfast Group Limited

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STRENGTH WHEN YOU NEED IT



Form 605Corporations Act 2001
Section 671B**Notice of ceasing to be a substantial holder****To** Company Name/Scheme **Steadfast Group Limited**ACN/ARSN **ACN 073 659 677****1. Details of substantial holder (1)**Name **Steadfast Group Limited**ACN/ARSN (if applicable) **ACN 073 659 677**The holder ceased to be a substantial holder on **31/8/14**The previous notice was given to the company on **9/8/13**The previous notice was dated **9/8/13****2. Changes in relevant interests**

Particulars of each change in, or change in the nature of, a relevant interest (2) of the substantial holder or an associate (3) 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 (4)	Consideration given in relation to change (5)	Class (6) and number of securities affected	Person's votes affected
Refer to Annexure A - Attachment to Form 605 of 1 page					

3. Changes in association

The persons who have become associates (3) of, ceased to be associates of, or have changed the nature of their association (7) 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

4. Addresses

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

Name	Address
Steadfast Group Limited	Level 3, 97-99 Bathurst St, Sydney NSW 2000

Signature

print name	Linda Elis	capacity	Group Company Secretary & General Counsel
sign here		date	2 / 9 / 14

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 4 of the form.
 - (2) See the definition of "relevant interest" in sections 608 and 671B(7) of the Corporations Act 2001.
 - (3) See the definition of "associate" in section 9 of the Corporations Act 2001.
 - (4) 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.
 - (5) 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.
 - (6) The voting shares of a company constitute one class unless divided into separate classes.
 - (7) Give details, if appropriate, of the present association and any change in that association since the last substantial holding notice.
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This is Annexure A of one page referred to in Form 605 – Notice of ceasing to be a substantial holder

Linda Ellis 2.9.14

Attachment to Form 605

Item 2 – Changes in relevant interests

Linda Ellis
Company Secretary

Date of Change	Person whose relevant interest changed	Nature of change (4)	Consideration given in relation to change (5)	Class (6) and number of securities affected	Person's votes affected
5 9 13	Steadfast Group Limited ("Steadfast")	Acquisition	\$1.41 per share	745,500	745,500
14 4 14	Steadfast	Dividend Reinvestment Plan	\$1.5037 DRP pricing	8,923	8,923
31 8 14	Steadfast	Restrictions on the disposal of certain Steadfast shares being all of the Consideration Shares and the proportional allocation component of the Re-weighting Shares (as those terms are defined in the initial public offering prospectus dated 1 August 2013 ("Prospectus"), under voluntary escrow arrangements, as disclosed in the Prospectus, gave Steadfast a technical "relevant interest" in these shares under s.608 (1) (c) of the Corporations Act 2001. However, Steadfast had no right to acquire these shares or control the voting rights attaching to them. The escrow arrangements expired on 31 August 2014, terminating Steadfast's technical "relevant interest".	n/a \$0		