

26 March 2015

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Mantra Group Limited
ACN 137 639 395
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Dear Sir/Madam

NOTICE UNDER SECTION 708A(5)(e) OF THE CORPORATIONS ACT

As announced on Thursday, 19 March 2015, Mantra Group Limited (ASX: MTR) ("**Company**") has been undertaking an institutional placement ("**Placement**") of fully paid ordinary shares in the Company ("**Shares**") and a share purchase plan ("**SPP**") under which eligible existing shareholders may acquire Shares.

Following settlement of the Placement on 25 March 2015, the Company has today issued 16,393,443 Shares ("**Placement Shares**") to institutional investors under the Placement at an issue price of \$A3.24 per Share.

For the purposes of section 708A(5)(e) of the Corporations Act 2001 (Cth) ("**Corporations Act**") (and paragraph 7(f)(ii) of ASIC Class Order 09/425 in relation to the SPP), the Company hereby states:

- (a) the Company issued the Placement Shares, and will make offers to issue Shares under the SPP, without disclosure under Part 6D.2 of the Corporations Act;
- (b) this notice is being given under section 708A(5)(e) of the Corporations Act and in accordance with paragraph 7(f)(ii) of ASIC Class Order 09/425;
- (c) as at the date of this notice, the Company has complied with:
 - (i) the provisions of Chapter 2M of the Corporations Act as they apply to the Company; and
 - (ii) section 674 of the Corporations Act; and
- (d) as at the date of this notice, there is no "excluded information" which is required to be set out in this notice pursuant to sections 708A(6)(e), 708A(7) and 708A(8) of the Corporations Act.

Yours sincerely
Mantra Group Limited



Fiona van Wyk
Company Secretary