

**Form 604**Corporations Act 2001  
Section 671B**Notice of change of interests of substantial holder**To Company Name/Scheme Mantra Group LimitedACN/ARSN 137 639 395**1. Details of substantial holder(1)**Name Henderson Global Investors Limited ("HGIL")

ACN/ARSN (if applicable) \_\_\_\_\_

There was a change in the interests of the  
substantial holder on 24 / 01 / 2017The previous notice was given to the company on 28 / 04 / 2016The previous notice was dated 28 / 04 / 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)
Ordinary Shares	13,412,692	5.0046%	18,224,233	6.1318%

**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
	Refer to Annexure 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
	Refer to Annexure B				

**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
n/a	n/a

**6. Addresses**


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

Name	Address
HGIL	201 Bishopsgate, London EC2M 3AE

**Signature**

print name **Saffick Ramjahn** capacity **Investment Compliance Manager, Pan Asia**

sign here



date **27 / 01 / 2017**

**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.

## Annexure A of 3 pages referred to in form 604 "Notice of change of interests of substantial holder"

Henderson Global Investors Limited ("HGIL")


Date of change	Person whose relevant interest changed	Nature of change	Consideration given in relation to change (\$AUD)	Class and number of securities affected (Ordinary shares)	Person's votes affected
29/04/2016	HGIL	BUY	222,224	60,108	60,108
29/04/2016	HGIL	BUY	39,064	10,572	10,572
09/05/2016	HGIL	BUY	294,175	75,000	75,000
19/05/2016	HGIL	BUY	2,872,610	727,243	727,243
19/05/2016	HGIL	BUY	2,390,880	605,286	605,286
19/05/2016	HGIL	BUY	81,113	20,535	20,535
19/05/2016	HGIL	BUY	173,693	43,973	43,973
19/05/2016	HGIL	BUY	205,957	52,141	52,141
19/05/2016	HGIL	BUY	119,373	30,221	30,221
19/05/2016	HGIL	BUY	188,044	47,606	47,606
19/05/2016	HGIL	BUY	159,142	40,289	40,289
02/06/2016	HGIL	BUY	100,716	26,023	26,023
10/06/2016	HGIL	In-specie transfer in	68,431	17,961	17,961
15/06/2016	HGIL	BUY	960,968	271,697	271,697
15/06/2016	HGIL	BUY	45,432	12,845	12,845
15/06/2016	HGIL	BUY	68,344	19,323	19,323
16/06/2016	HGIL	BUY	1,001,127	286,123	286,123
16/06/2016	HGIL	BUY	47,330	13,527	13,527
16/06/2016	HGIL	BUY	71,203	20,350	20,350
17/06/2016	HGIL	BUY	243,064	71,540	71,540
17/06/2016	HGIL	BUY	897,886	264,271	264,271
17/06/2016	HGIL	BUY	68,475	20,154	20,154
17/06/2016	HGIL	BUY	107,299	31,581	31,581
17/06/2016	HGIL	BUY	29,974	8,822	8,822
20/06/2016	HGIL	BUY	123,834	36,098	36,098
20/06/2016	HGIL	BUY	457,441	133,346	133,346
20/06/2016	HGIL	BUY	155,094	45,207	45,207
20/06/2016	HGIL	BUY	34,885	10,169	10,169
20/06/2016	HGIL	BUY	54,665	15,935	15,935
20/06/2016	HGIL	BUY	15,273	4,452	4,452
21/06/2016	HGIL	BUY	327,481	98,707	98,707
21/06/2016	HGIL	BUY	31,356	9,451	9,451
21/06/2016	HGIL	BUY	35,566	10,720	10,720
05/07/2016	HGIL	BUY	76,372	24,432	24,432
05/07/2016	HGIL	BUY	158,214	50,614	50,614
05/07/2016	HGIL	BUY	156,655	50,115	50,115
05/07/2016	HGIL	BUY	104,436	33,410	33,410
05/07/2016	HGIL	BUY	26,345	8,428	8,428
05/07/2016	HGIL	BUY	18,696	5,981	5,981
05/07/2016	HGIL	BUY	54,622	17,474	17,474
05/07/2016	HGIL	BUY	57,054	18,252	18,252
05/07/2016	HGIL	BUY	7,368	2,357	2,357
05/07/2016	HGIL	BUY	11,510	3,682	3,682
06/07/2016	HGIL	BUY	512,349	169,083	169,083
06/07/2016	HGIL	BUY	203,899	66,590	66,590

06/07/2016	HGIL	BUY	236,077	77,909	77,909
06/07/2016	HGIL	BUY	42,107	13,896	13,896
22/07/2016	HGIL	SELL	1,051,669	291,001	291,001
22/07/2016	HGIL	SELL	257,515	71,235	71,235
22/07/2016	HGIL	SELL	48,217	13,338	13,338
22/07/2016	HGIL	SELL	196,914	54,487	54,487
22/07/2016	HGIL	SELL	24,282	6,717	6,717
22/07/2016	HGIL	SELL	99,175	27,442	27,442
22/07/2016	HGIL	SELL	128,589	35,581	35,581
22/07/2016	HGIL	SELL	31,487	8,710	8,710
25/07/2016	HGIL	BUY	66,829	17,821	17,821
04/08/2016	HGIL	BUY	967,744	292,567	292,567
04/08/2016	HGIL	BUY	164,489	49,728	49,728
04/08/2016	HGIL	BUY	94,020	28,424	28,424
04/08/2016	HGIL	BUY	203,960	61,661	61,661
11/08/2016	HGIL	SELL	290,824	83,031	83,031
15/08/2016	HGIL	SELL	1,559,054	427,724	427,724
15/08/2016	HGIL	SELL	181,649	49,835	49,835
19/08/2016	HGIL	BUY	212,608	65,823	65,823
19/08/2016	HGIL	BUY	10,239	3,170	3,170
19/08/2016	HGIL	BUY	19,658	6,086	6,086
22/08/2016	HGIL	BUY	718,247	226,990	226,990
22/08/2016	HGIL	BUY	34,588	10,931	10,931
22/08/2016	HGIL	BUY	66,408	20,987	20,987
31/08/2016	HGIL	BUY	230,149	76,283	76,283
31/08/2016	HGIL	BUY	36,675	12,156	12,156
05/09/2016	HGIL	BUY	205,784	68,601	68,601
06/09/2016	HGIL	BUY	178,762	58,419	58,419
28/09/2016	HGIL	BUY	160,261	51,786	51,786
28/09/2016	HGIL	BUY	10,426	3,369	3,369
28/09/2016	HGIL	BUY	61,541	19,886	19,886
25/10/2016	HGIL	SELL	571,747	162,227	162,227
25/10/2016	HGIL	SELL	119,730	33,972	33,972
26/10/2016	HGIL	SELL	7,000	2,000	2,000
03/11/2016	HGIL	SELL	326,157	101,765	101,765
03/11/2016	HGIL	SELL	225,485	70,906	70,906
03/11/2016	HGIL	SELL	65,997	20,592	20,592
03/11/2016	HGIL	SELL	45,624	14,347	14,347
03/11/2016	HGIL	SELL	280,653	88,254	88,254
03/11/2016	HGIL	SELL	40,030	12,490	12,490
03/11/2016	HGIL	SELL	27,676	8,703	8,703
03/11/2016	HGIL	SELL	33,575	10,558	10,558
03/11/2016	HGIL	SELL	48,565	15,153	15,153
04/11/2016	HGIL	SELL	496,993	158,289	158,289
04/11/2016	HGIL	SELL	100,567	32,030	32,030
04/11/2016	HGIL	SELL	618,590	197,017	197,017
04/11/2016	HGIL	SELL	61,000	19,428	19,428
04/11/2016	HGIL	SELL	74,001	23,569	23,569
18/11/2016	HGIL	SELL	187,738	58,090	58,090
18/11/2016	HGIL	SELL	17,588	5,442	5,442
21/11/2016	HGIL	SELL	50,633	15,971	15,971
21/11/2016	HGIL	SELL	128,016	40,380	40,380
22/12/2016	HGIL	BUY	88,165	29,118	29,118
18/01/2017	HGIL	BUY	365,108	125,772	125,772
18/01/2017	HGIL	BUY	97,633	33,557	33,557
18/01/2017	HGIL	BUY	29,865	10,288	10,288
18/01/2017	HGIL	BUY	70,451	24,269	24,269
23/01/2017	HGIL	BUY	1,744,493	599,101	599,101

23/01/2017	HGIL	BUY	528,224	181,343	181,343
24/01/2017	HGIL	BUY	136,211	47,447	47,447
24/01/2017	HGIL	BUY	3,051,948	1,063,097	1,063,097
24/01/2017	HGIL	BUY	273,864	95,396	95,396

Print name: Saffick Ramjahn

Capacity: Manager Investment Compliance, Pan Asia

Signed:  \_\_\_\_\_

Date: 27/1/2017


**Annexure B** of 1 page referred to in form 604 "Notice of change of interests of substantial holder"

Henderson Global Investors Limited ("HGIL")

<b>Holder of relevant interest</b>	<b>Registered holder of securities</b>	<b>Class and number of securities</b>
HGIL	BNP Paribas Security Services	6,440,116 Ordinary shares
HGIL	The Northern Trust Company	11,784,117 Ordinary shares
	<b>Total</b>	<b>18,224,233</b>

Print name: Saffick Ramjahn

Capacity: Manager Investment Compliance, Pan Asia

Signed:  \_\_\_\_\_

Date: 27/1/2017