

For personal use only



Investment
Management

9 November 2017

Company Announcements Platform
Australian Securities Exchange Limited
20 Bridge Street
SYDNEY NSW 2000

Dear Sir/Madam

Notice of change of interests of substantial holder

In accordance with section 671B of the Corporations Act 2001 (Cth), we attach a Notice of Change of Interests of Substantial Holder (Form 604) in respect of Mantra Group Limited (MTR).

Yours faithfully

A handwritten signature in black ink, appearing to read 'Joanne Hawkins'.

Joanne Hawkins
Company Secretary

Form 604

Corporations Act 2001
Section 671B

Notice of change of interests of substantial holder

To Company Name/Scheme MANTRA GROUP LIMITED (MTR)

ACN/ARSN ACN 137 639 395

1. Details of substantial holder(1)

Name BT INVESTMENT MANAGEMENT LIMITED (BTT)

ACN/ARSN (if applicable) ACN 126 385 822

There was a change in the interests of the substantial holder on 06/11/2017

The previous notice was given to the company on 16/10/2017

The previous notice was dated 12/10/2017

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 in 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	22,748,653	7.65%	18,963,508	6.38%

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
06/11/2017	BTT & its Associates, BT Investment Management (Fund Services) Limited, BT Investment Management (Institutional) Limited	See Annexure 'A'	See Annexure 'A'	See Annexure 'A'	See 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
BT Investment Management (Fund Services) Limited *	HSBC Custody Nominees (Australia) Limited	HSBC Custody Nominees (Australia) Limited.	BT Investment Management (Fund Services) Limited is the trustee or responsible entity of various managed investment schemes and, in that capacity, can exercise the power to vote or dispose of the shares.	9,353,543 Ordinary	9,353,543
BT Investment Management (Institutional) Limited	Australia and New Zealand Banking Group Citicorp Nominees Pty Limited HSBC Custody Nominees (Australia) Limited. JP Morgan Chase Bank National Australia Bank Limited State Street Australia Limited	Australia and New Zealand Banking Group Citicorp Nominees Pty Limited HSBC Custody Nominees (Australia) Limited. JP Morgan Chase Bank National Australia Bank Limited State Street Australia Limited	BT Investment Management (Institutional) Limited is the investment manager appointed by various superannuation funds, institutional investors and unit trusts and, in that capacity, can exercise the power to vote or dispose of the shares..	9,609,965 Ordinary	9,609,965

* BT Investment Management (Fund Services) Limited has appointed BT Investment Management (Institutional) Limited to act as the investment manager of the trusts of which it is responsible entity, giving BT Investment Management (Institutional) Limited the capacity to exercise the power to vote or dispose of the shares. BT Investment (Institutional) Limited therefore also has a relevant interest in shares in which BT Investment Management (Fund Services) Limited has a relevant interest.

5. Changes in association

The persons who have become associates (2) of, or 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

6. Addresses

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

Name	Address
BT Investment Management Limited (BTT)	Level 14, Chifley Tower, 2 Chifley Square, Sydney NSW 2000
BT Investment Management (Fund Services) Limited	Level 14, Chifley Tower, 2 Chifley Square, Sydney NSW 2000
BT Investment Management (Institutional) Limited	Level 14, Chifley Tower, 2 Chifley Square Sydney NSW 2000
MANTRA GROUP LIMITED (MTR)	The Company Secretary, MANTRA GROUP LIMITED (MTR) Level 15, 50 Cavill Avenue SURFERS PARADISE QLD 4217 Tel: +61 7 5631 2500

Signature

Print name Joanne Hawkins Capacity Company Secretary

Sign here _____ Date 09/11/2017

DIRECTIONS

- (1) If there are a number of substantial holders with similar or related relevant interests (e.g. 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 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 (e.g. if the relevant interest arises because of an option) write “unknown”.
- (9) Give details, if appropriate, of the present association and any changes in that association since the last substantial holding notice.

ANNEXURE A

This is annexure 'A' referred to in Form 604, Notice of change of interests of substantial holder, lodged for BT Investment Management Limited ACN 126 385 822

Joanne Hawkins – Company Secretary, BT Investment Management Limited 09/11/2017

TRANSACTION HISTORY

Sales & Purchases for the period : 13/10/2017 to 06/11/2017

SECURITY: MTR

BT Investment Management (Fund Services) Limited

Date	Registered Company	Nature of Change	Quantity	Consideration	Class of Securities	Person's votes affected
16/10/2017	HSBC Custody Nominees (Australia) Limited.	Sell	-27,377	-105,948.99	Ordinary	27,377
16/10/2017	HSBC Custody Nominees (Australia) Limited.	Sell	-1,369	-5,339.10	Ordinary	1,369
16/10/2017	HSBC Custody Nominees (Australia) Limited.	Sell	-41,066	-159,336.08	Ordinary	41,066
16/10/2017	HSBC Custody Nominees (Australia) Limited.	Sell	-11,437	-44,375.56	Ordinary	11,437
16/10/2017	HSBC Custody Nominees (Australia) Limited.	Sell	-29,629	-114,960.52	Ordinary	29,629
16/10/2017	HSBC Custody Nominees (Australia) Limited.	Sell	-114,529	-443,227.23	Ordinary	114,529
16/10/2017	HSBC Custody Nominees (Australia) Limited.	Sell	-171,794	-666,560.72	Ordinary	171,794
16/10/2017	HSBC Custody Nominees (Australia) Limited.	Sell	-5,727	-22,335.30	Ordinary	5,727
16/10/2017	HSBC Custody Nominees (Australia) Limited.	Sell	-171,794	-666,560.72	Ordinary	171,794
23/10/2017	HSBC Custody Nominees (Australia) Limited.	Sell	-36,633	-142,868.70	Ordinary	36,633
24/10/2017	HSBC Custody Nominees (Australia) Limited.	Sell	-26,660	-103,974.00	Ordinary	26,660
24/10/2017	HSBC Custody Nominees (Australia) Limited.	Sell	-13,806	-53,843.40	Ordinary	13,806
6/11/2017	HSBC Custody Nominees (Australia) Limited.	Sell	-2,461	-9,671.73	Ordinary	2,461
6/11/2017	HSBC Custody Nominees (Australia) Limited.	Sell	-79,478	-312,348.54	Ordinary	79,478
	Total		-733,760	-2,851,350.59		
	BT Investment Management (Fund Services) Limited Total :		-733,760	-2,851,350.59		

BT Investment Management (Institutional) Limited

Date	Registered Company	Nature of Change	Quantity	Consideration	Class of Securities	Person's votes affected
16/10/2017	Australia and New Zealand Banking Group Limited	Sell	-4,495	-17,440.60	Ordinary	4,495
16/10/2017	Australia and New Zealand Banking Group Limited	Sell	-938	-3,639.44	Ordinary	938
16/10/2017	Australia and New Zealand Banking Group Limited	Sell	-708	-2,747.04	Ordinary	708
16/10/2017	Australia and New Zealand Banking Group Limited	Sell	-205	-799.50	Ordinary	205
16/10/2017	Australia and New Zealand Banking Group Limited	Sell	-6,141	-23,827.08	Ordinary	6,141
16/10/2017	Australia and New Zealand Banking Group Limited	Sell	-4,094	-15,843.78	Ordinary	4,094

24/10/2017	Australia and New Zealand Banking Group Limited	Sell	-2,495	-9,730.50	Ordinary	2,495
	Total		-19,076	-74,027.94		

Date	Registered Company	Nature of Change	Quantity	Consideration	Class of Securities	Person's votes affected
16/10/2017	BNP Fund Services Australasia	Sell	-9,181	-35,622.28	Ordinary	9,181
16/10/2017	BNP Fund Services Australasia	Sell	-9,947	-38,494.89	Ordinary	9,947
16/10/2017	BNP Fund Services Australasia	Sell	-5,740	-22,271.20	Ordinary	5,740
16/10/2017	BNP Fund Services Australasia	Sell	-497	-1,938.30	Ordinary	497
16/10/2017	BNP Fund Services Australasia	Sell	-14,921	-57,893.48	Ordinary	14,921
20/10/2017	BNP Fund Services Australasia	Sell	-276	-1,073.64	Ordinary	276
23/10/2017	BNP Fund Services Australasia	Sell	-17,151	-66,888.90	Ordinary	17,151
6/11/2017	BNP Fund Services Australasia	Sell	-12,674	-49,808.82	Ordinary	12,674
6/11/2017	BNP Fund Services Australasia	Sell	-24,338	-95,648.34	Ordinary	24,338
	Total		-94,725	-369,639.85		

Date	Registered Company	Nature of Change	Quantity	Consideration	Class of Securities	Person's votes affected
16/10/2017	Citicorp Nominees Pty Ltd	Sell	-43,716	-169,618.08	Ordinary	43,716
16/10/2017	Citicorp Nominees Pty Ltd	Sell	-1,457	-5,682.30	Ordinary	1,457
16/10/2017	Citicorp Nominees Pty Ltd	Sell	-43,716	-169,618.08	Ordinary	43,716
16/10/2017	Citicorp Nominees Pty Ltd	Sell	-12,754	-49,357.98	Ordinary	12,754
16/10/2017	Citicorp Nominees Pty Ltd	Sell	-16,390	-63,429.30	Ordinary	16,390
20/10/2017	Citicorp Nominees Pty Ltd	Sell	-14,778	-57,486.42	Ordinary	14,778
23/10/2017	Citicorp Nominees Pty Ltd	Sell	-48,760	-190,164.00	Ordinary	48,760
6/11/2017	Citicorp Nominees Pty Ltd	Sell	-47,286	-185,833.98	Ordinary	47,286
6/11/2017	Citicorp Nominees Pty Ltd	Sell	-7,109	-27,938.37	Ordinary	7,109
6/11/2017	Citicorp Nominees Pty Ltd	Sell	-37,140	-145,960.20	Ordinary	37,140
6/11/2017	Citicorp Nominees Pty Ltd	Sell	-14,412	-56,639.16	Ordinary	14,412
	Total		-287,518	-1,121,727.87		

Date	Registered Company	Nature of Change	Quantity	Consideration	Class of Securities	Person's votes affected
16/10/2017	HSBC Custody Nominees (Australia) Limited.	Sell	-28,615	-111,026.20	Ordinary	28,615
16/10/2017	HSBC Custody Nominees (Australia) Limited.	Sell	-954	-3,720.60	Ordinary	954
16/10/2017	HSBC Custody Nominees (Australia) Limited.	Sell	-19,077	-73,827.99	Ordinary	19,077
16/10/2017	HSBC Custody Nominees (Australia) Limited.	Sell	-28,616	-111,030.08	Ordinary	28,616
16/10/2017	HSBC Custody Nominees (Australia) Limited.	Sell	-56,045	-217,454.60	Ordinary	56,045
16/10/2017	HSBC Custody Nominees (Australia) Limited.	Sell	-56,044	-217,450.72	Ordinary	56,044
16/10/2017	HSBC Custody Nominees (Australia) Limited.	Sell	-1,868	-7,285.20	Ordinary	1,868
16/10/2017	HSBC Custody Nominees (Australia) Limited.	Sell	-37,363	-144,594.81	Ordinary	37,363
16/10/2017	HSBC Custody Nominees (Australia) Limited.	Sell	-3,683	-14,363.70	Ordinary	3,683
16/10/2017	HSBC Custody Nominees (Australia) Limited.	Sell	-30,751	-119,313.88	Ordinary	30,751

16/10/2017	HSBC Custody Nominees (Australia) Limited.	Sell	-67,026	-260,060.88	Ordinary	67,026
16/10/2017	HSBC Custody Nominees (Australia) Limited.	Sell	-110,479	-428,658.52	Ordinary	110,479
16/10/2017	HSBC Custody Nominees (Australia) Limited.	Sell	-12,701	-49,279.88	Ordinary	12,701
16/10/2017	HSBC Custody Nominees (Australia) Limited.	Sell	-73,653	-285,037.11	Ordinary	73,653
16/10/2017	HSBC Custody Nominees (Australia) Limited.	Sell	-18,785	-72,885.80	Ordinary	18,785
16/10/2017	HSBC Custody Nominees (Australia) Limited.	Sell	-18,786	-72,889.68	Ordinary	18,786
16/10/2017	HSBC Custody Nominees (Australia) Limited.	Sell	-12,170	-47,097.90	Ordinary	12,170
16/10/2017	HSBC Custody Nominees (Australia) Limited.	Sell	-354	-1,369.98	Ordinary	354
16/10/2017	HSBC Custody Nominees (Australia) Limited.	Sell	-626	-2,441.40	Ordinary	626
20/10/2017	HSBC Custody Nominees (Australia) Limited.	Sell	-1,020	-3,967.80	Ordinary	1,020
20/10/2017	HSBC Custody Nominees (Australia) Limited.	Sell	-1,786	-6,947.54	Ordinary	1,786
23/10/2017	HSBC Custody Nominees (Australia) Limited.	Sell	-44,290	-172,731.00	Ordinary	44,290
23/10/2017	HSBC Custody Nominees (Australia) Limited.	Sell	-9,323	-36,359.70	Ordinary	9,323
23/10/2017	HSBC Custody Nominees (Australia) Limited.	Sell	-10,683	-41,663.70	Ordinary	10,683
23/10/2017	HSBC Custody Nominees (Australia) Limited.	Sell	-127,226	-496,181.40	Ordinary	127,226
23/10/2017	HSBC Custody Nominees (Australia) Limited.	Sell	-616	-2,402.40	Ordinary	616
23/10/2017	HSBC Custody Nominees (Australia) Limited.	Sell	-10,880	-42,432.00	Ordinary	10,880
23/10/2017	HSBC Custody Nominees (Australia) Limited.	Sell	-575	-2,242.50	Ordinary	575
23/10/2017	HSBC Custody Nominees (Australia) Limited.	Sell	-2,248	-8,767.20	Ordinary	2,248
23/10/2017	HSBC Custody Nominees (Australia) Limited.	Sell	-6,123	-23,879.70	Ordinary	6,123
24/10/2017	HSBC Custody Nominees (Australia) Limited.	Sell	-19,267	-75,141.30	Ordinary	19,267
6/11/2017	HSBC Custody Nominees (Australia) Limited.	Sell	-4,139	-16,307.66	Ordinary	4,139
6/11/2017	HSBC Custody Nominees (Australia) Limited.	Sell	-16,663	-65,485.59	Ordinary	16,663
6/11/2017	HSBC Custody Nominees (Australia) Limited.	Sell	-77,742	-305,526.06	Ordinary	77,742
6/11/2017	HSBC Custody Nominees (Australia) Limited.	Sell	-44,023	-173,010.39	Ordinary	44,023
6/11/2017	HSBC Custody Nominees (Australia) Limited.	Sell	-198,821	-781,366.53	Ordinary	198,821
6/11/2017	HSBC Custody Nominees (Australia) Limited.	Sell	-88,497	-347,793.21	Ordinary	88,497
6/11/2017	HSBC Custody Nominees (Australia) Limited.	Sell	-47,509	-186,710.37	Ordinary	47,509
Total			-1,289,027	-5,028,704.98		

Date	Registered Company	Nature of Change	Quantity	Consideration	Class of Securities	Person's votes affected
16/10/2017	JP Morgan Chase Bank	Sell	-78,932	-306,256.16	Ordinary	78,932
16/10/2017	JP Morgan Chase Bank	Sell	-11,403	-44,243.64	Ordinary	11,403
16/10/2017	JP Morgan Chase Bank	Sell	-60,223	-233,063.01	Ordinary	60,223
16/10/2017	JP Morgan Chase Bank	Sell	-71,352	-276,845.76	Ordinary	71,352
16/10/2017	JP Morgan Chase Bank	Sell	-3,011	-11,742.90	Ordinary	3,011
16/10/2017	JP Morgan Chase Bank	Sell	-18,984	-73,657.92	Ordinary	18,984
16/10/2017	JP Morgan Chase Bank	Sell	-1,530	-5,967.00	Ordinary	1,530
16/10/2017	JP Morgan Chase Bank	Sell	-28,286	-109,466.82	Ordinary	28,286
16/10/2017	JP Morgan Chase Bank	Sell	-2,373	-9,207.24	Ordinary	2,373
16/10/2017	JP Morgan Chase Bank	Sell	-2,314	-8,955.18	Ordinary	2,314

16/10/2017	JP Morgan Chase Bank	Sell	-43,528	-168,888.64	Ordinary	43,528
16/10/2017	JP Morgan Chase Bank	Sell	-45,901	-178,095.88	Ordinary	45,901
20/10/2017	JP Morgan Chase Bank	Sell	-3,049	-11,860.61	Ordinary	3,049
20/10/2017	JP Morgan Chase Bank	Sell	-36,327	-141,312.03	Ordinary	36,327
23/10/2017	JP Morgan Chase Bank	Sell	-105,431	-411,180.90	Ordinary	105,431
23/10/2017	JP Morgan Chase Bank	Sell	-50,334	-196,302.60	Ordinary	50,334
6/11/2017	JP Morgan Chase Bank	Sell	-16,827	-66,130.11	Ordinary	16,827
6/11/2017	JP Morgan Chase Bank	Sell	-1,060	-4,165.80	Ordinary	1,060
6/11/2017	JP Morgan Chase Bank	Sell	-845	-3,320.85	Ordinary	845
6/11/2017	JP Morgan Chase Bank	Sell	-200,798	-789,136.14	Ordinary	200,798
6/11/2017	JP Morgan Chase Bank	Sell	-3,313	-13,020.09	Ordinary	3,313
6/11/2017	JP Morgan Chase Bank	Sell	-101,791	-400,038.63	Ordinary	101,791
Total			-887,612	-3,462,857.91		

Date	Registered Company	Nature of Change	Quantity	Consideration	Class of Securities	Person's votes affected
16/10/2017	National Australia Bank Limited	Sell	-9,134	-35,439.92	Ordinary	9,134
16/10/2017	National Australia Bank Limited	Sell	-6,090	-23,568.30	Ordinary	6,090
16/10/2017	National Australia Bank Limited	Sell	-7,923	-30,741.24	Ordinary	7,923
16/10/2017	National Australia Bank Limited	Sell	-1,212	-4,702.56	Ordinary	1,212
16/10/2017	National Australia Bank Limited	Sell	-304	-1,185.60	Ordinary	304
20/10/2017	National Australia Bank Limited	Sell	-171	-665.19	Ordinary	171
23/10/2017	National Australia Bank Limited	Sell	-7,767	-30,291.30	Ordinary	7,767
23/10/2017	National Australia Bank Limited	Sell	-2,728	-10,639.20	Ordinary	2,728
6/11/2017	National Australia Bank Limited	Sell	-22,722	-89,297.46	Ordinary	22,722
Total			-58,051	-226,530.77		

Date	Registered Company	Nature of Change	Quantity	Consideration	Class of Securities	Person's votes affected
16/10/2017	State Street Australia Limited	Sell	-64,496	-250,244.48	Ordinary	64,496
16/10/2017	State Street Australia Limited	Sell	-2,150	-8,385.00	Ordinary	2,150
16/10/2017	State Street Australia Limited	Sell	-64,497	-250,248.36	Ordinary	64,497
16/10/2017	State Street Australia Limited	Sell	-42,998	-166,402.26	Ordinary	42,998
16/10/2017	State Street Australia Limited	Sell	-7,328	-28,359.36	Ordinary	7,328
16/10/2017	State Street Australia Limited	Sell	-10,992	-42,648.96	Ordinary	10,992
16/10/2017	State Street Australia Limited	Sell	-366	-1,427.40	Ordinary	366
16/10/2017	State Street Australia Limited	Sell	-10,992	-42,648.96	Ordinary	10,992
16/10/2017	State Street Australia Limited	Sell	-32,085	-124,489.80	Ordinary	32,085
16/10/2017	State Street Australia Limited	Sell	-32,084	-124,485.92	Ordinary	32,084
16/10/2017	State Street Australia Limited	Sell	-1,070	-4,173.00	Ordinary	1,070
16/10/2017	State Street Australia Limited	Sell	-21,390	-82,779.30	Ordinary	21,390
16/10/2017	State Street Australia Limited	Sell	-3,663	-14,175.81	Ordinary	3,663
16/10/2017	State Street Australia Limited	Sell	-183	-713.70	Ordinary	183
16/10/2017	State Street Australia Limited	Sell	-5,494	-21,316.72	Ordinary	5,494
16/10/2017	State Street Australia Limited	Sell	-5,494	-21,316.72	Ordinary	5,494
20/10/2017	State Street Australia Limited	Sell	-382	-1,485.98	Ordinary	382

20/10/2017	State Street Australia Limited	Sell	-191	-742.99	Ordinary	191
23/10/2017	State Street Australia Limited	Sell	-12,822	-50,005.80	Ordinary	12,822
23/10/2017	State Street Australia Limited	Sell	-6,410	-24,999.00	Ordinary	6,410
24/10/2017	State Street Australia Limited	Sell	-33,532	-130,774.80	Ordinary	33,532
24/10/2017	State Street Australia Limited	Sell	-16,695	-65,110.50	Ordinary	16,695
6/11/2017	State Street Australia Limited	Sell	-26,704	-104,946.72	Ordinary	26,704
6/11/2017	State Street Australia Limited	Sell	-13,358	-52,496.94	Ordinary	13,358
Total			-415,376	-1,614,378.48		

BT Investment Management (Institutional) Limited	-3,051,385	-11,897,867.80
Total :		