



**WASHINGTON H SOUL PATTINSON
AND COMPANY LIMITED**

ABN: 49 000 002 728

Level 1, 160 Pitt Street Mall Sydney NSW 2000 Australia

GPO Box 479, Sydney NSW 2001 T: (02) 9232 7166 F: (02) 9235 1747

By Email

19 November 2015

The Company Secretary
TPG Telecom Limited
63-65 Waterloo Road
Macquarie Park NSW 2113

Dear Mr. Banfield

Notice of Change of Interests of Substantial Holder

We enclose Corporations Act Form 604, Notice of Change of Interests of Substantial Holder, lodged today with the Australian Securities Exchange.

Yours faithfully

I.D. Bloodworth
Company Secretary

Form 604

Corporations Act 2001
Section 671B

Notice of change of interests of substantial holder

To Company Name/Scheme TPG Telecom Limited

ACN/ARSN ACN 093 058 069

1. Details of substantial holder(1)

Name Washington H. Soul Pattinson and Company Limited (WHSP)

ACN/ARSN (if applicable) ACN 000 002 728

There was a change in the interests of the substantial holder on 18 / 11 / 15

The previous notice was given to the company on 11 / 02 / 10

The previous notice was dated 11 / 02 / 10

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	202,384,039	26.71%	213,400,684	25.23%

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 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
27-05-2010	WHSP	Dividend Reinvestment	\$4,047,681	1,857,757 Ordinary Shares	1,857,757
17-11-2010	WHSP	Dividend Reinvestment	\$4,084,836	2,814,605 Ordinary Shares	2,814,605
24-05-2011	WHSP	Dividend Reinvestment	\$4,658,769	2,863,411 Ordinary Shares	2,863,411
22-11-2011	WHSP	Dividend Reinvestment	\$4,723,196	3,480,872 Ordinary Shares	3,480,872
18-11-2015	Additional Shares Issued	Dilution of Interest	N/A	Ordinary Shares	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
WHSP	WHSP	WHSP	Direct Holding	213,400,684 Ordinary Shares	213,400,684

