

**Form 603  
Corporations Act 2001  
Section 671B**

**Notice of Initial Substantial Holder**

To: **MYOB Group Limited**  
ACN/ARSN:

**1. Details of substantial holder (s)**

Name: FIL Limited and the entities listed in Annexure A ("FIL"),  
ACN/ARSN (if applicable)

The holder became a substantial holder on 15 December 2015

**2. Details of 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 on the date the substantial holder became a substantial holder are as follows:

Class of Securities (4)	Number of securities	Person's votes (5)	Voting power (6)
Ordinary shares	29,754,884	29,754,884	5.09%

**3. Details of relevant interests**

The nature of the relevant interest the substantial holder or an associate had in the following voting securities on the date the substantial holder became a substantial holder are as follows:

Refer to Annexure A

**4. Details of present registered holders**

The persons registered as holders of the securities referred to in paragraph 3 above are as follows:

Refer to Annexure A

## 5. Consideration

The consideration paid for each relevant interest referred to in paragraph 3 above, and acquired in the four months prior to the day that the substantial holder became a substantial holder is 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
			AUD\$	Common Stock	Common Stock
19/08/2015	FIL	BUY	3.25	7,411	7,411
19/08/2015	FIL	BUY	3.28	40,175	40,175
19/08/2015	FIL	BUY	3.25	3,459	3,459
19/08/2015	FIL	BUY	3.28	18,739	18,739
19/08/2015	FIL	BUY	3.25	15,431	15,431
19/08/2015	FIL	BUY	3.28	83,638	83,638
19/08/2015	FIL	BUY	3.25	3,701	3,701
19/08/2015	FIL	BUY	3.28	20,056	20,056
19/08/2015	FIL	BUY	3.25	2,937	2,937
19/08/2015	FIL	BUY	3.28	15,903	15,903
19/08/2015	FIL	BUY	3.25	2,250	2,250
19/08/2015	FIL	BUY	3.28	12,188	12,188
19/08/2015	FIL	BUY	3.28	4,198	4,198
19/08/2015	FIL	BUY	3.28	5,103	5,103
20/08/2015	FIL	BUY	3.26	60,826	60,826
20/08/2015	FIL	BUY	3.26	28,373	28,373
20/08/2015	FIL	BUY	3.26	126,631	126,631
20/08/2015	FIL	BUY	3.26	30,366	30,366
20/08/2015	FIL	BUY	3.26	24,081	24,081
20/08/2015	FIL	BUY	3.26	18,455	18,455
20/08/2015	FIL	BUY	3.26	4,745	4,745
20/08/2015	FIL	BUY	3.26	6,523	6,523
21/08/2015	FIL	BUY	3.19	283,398	283,398
21/08/2015	FIL	BUY	3.19	132,196	132,196
21/08/2015	FIL	BUY	3.15	3,817	3,817
21/08/2015	FIL	BUY	3.19	590,001	590,001
21/08/2015	FIL	BUY	3.19	141,480	141,480
21/08/2015	FIL	BUY	3.19	112,201	112,201
21/08/2015	FIL	BUY	3.19	85,987	85,987
21/08/2015	FIL	BUY	3.19	22,105	22,105
21/08/2015	FIL	BUY	3.19	30,394	30,394
12/11/2015	FIL	BUY	3.33	18,998	18,998
15/12/2015	FIL	Transition in	3.29	582,348	582,348
			<b>Transition In</b>	582,348	582,348
			<b>Total Buy</b>	1,955,766	1,955,766
			<b>Net Buy</b>	2,538,114	2,538,114

## 6. Associates

The reasons the persons named in paragraph 3 above are associates of the substantial holder are all follows:

Name and ACN/ARSN (if applicable)	Nature of association
N/A	

## 7. Addresses

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

Refer to Annexure A

Sign Here \_\_\_\_\_



**Dated: 18 December 2015**

**Kelvin Lo**

**Head of Regulatory Reporting, Asia Pacific**

**Duly authorized under Powers of Attorney on behalf of FIL Limited**

Annexure A

Investment Manager	Address	Custodian	Nature of Relevant Interest	Numerator shares
FIL INVESTMENT MANAGEMENT (AUSTRALIA) LIMITED	Level 11, 167 Macquarie Street, Sydney, NSW 2000	CITIBANK LONDON	Investment Discretion/ Voting Power	2,575,626
		CITIBANK LTD MELBOURNE (C)		2,473,076
		JP MORGAN, BOURNEMOUTH (C)		21,572,548
		NATIONAL ASTL BK MELBOURNE (S)		3,098,257
		BROWN BROTHERS HARRIMAN AND CO		12,562
FIL LIMITED	Pembroke Hall, 42 Crow Lane, Pembroke, Bermuda	BROWN BROS HARRIMN LTD LUX (C)		22,815
<b>Grand Total</b>				<b>29,754,884</b>