

Form 605Corporations Act 2001
Section 671B**Notice of ceasing to be a substantial shareholder**

To Company Name/Scheme

SEEK LIMITED

ACN

080 075 314

1. Details of substantial holder

Name The Goldman Sachs Group, Inc. ("GSGI") on behalf of itself and its subsidiaries ("Goldman Sachs Group") including its significant subsidiaries listed in Annexure A ("Significant Subsidiaries") and Goldman Sachs Holdings ANZ Pty Limited and its subsidiaries ("Goldman Sachs Australia Group").

ACN/ARSN (if applicable)

Not applicable

The holder ceased to be a substantial holder on 10 March 2016
 The previous notice was given to the company on 11 March 2016
 The previous notice was dated 11 March 2016

2. 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 | Holder of Relevant Interest | Nature of Change | Consideration (AUD) | Class and Number of Securities | Person's votes affected |
|-----------------|-----------------------------|------------------|---------------------|--------------------------------|-------------------------|
| See Annexure B. | | | | | |

3. Changes in association

The persons who have become associates of, ceased to be associates of, or have changed the nature of their association with, the substantial holder in relation to voting interests in the company or scheme are as follows:

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

4. Addresses

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

| Name | Address |
|--|--|
| GSGI | Corporation Trust Center, 1209 Orange Street, Wilmington DE 19801, USA |
| Goldman Sachs International ("GSI") | Peterborough Court, 133 Fleet Street, London EC4A 2BB, United Kingdom |
| Goldman, Sachs & Co. ("GSCO") | 200 West Street, New York, NY 10282, USA |
| Goldman Sachs Australia Pty Ltd ("GSA") | Level 17, 101 Collins Street, Melbourne, Victoria 3000, Australia |
| Goldman Sachs Financial Markets Pty Ltd ("GAUS") | Level 17, 101 Collins Street, Melbourne, Victoria 3000, Australia |
| Goldman Sachs Asset Management Australia Pty Ltd ("GSAMA") | Level 17, 101 Collins Street, Melbourne, Victoria 3000, Australia |

| Name | Address |
|---|--|
| Goldman Sachs Australia Managed Funds Limited ("GSAMF") | Level 17, 101 Collins Street, Melbourne, Victoria 3000, Australia |
| Goldman Sachs Asset Management L.P. ("GSAMLPLP") | Corporation Trust Center, 1209 Orange Street, Wilmington DE 19801, USA |
| Goldman Sachs Australia Group | All care of Level 17, 101 Collins Street, Melbourne Victoria 3000, Australia |

Signature

Print name Raymond Chow Capacity Authorised Person
(signing under power of attorney in
accordance with section 52 of the
Corporations Act)

Sign here  Date 14 March 2016

Annexure A

Significant Subsidiaries of The Goldman Sachs Group, Inc.

The following are significant subsidiaries of The Goldman Sachs Group, Inc. as of December 31, 2015 and the states or jurisdictions in which they are organized. Each subsidiary is indented beneath its principal parent. The Goldman Sachs Group, Inc. owns, directly or indirectly, at least 99% of the voting securities of substantially all of the subsidiaries included below. The names of particular subsidiaries have been omitted because, considered in the aggregate as a single subsidiary, they would not constitute, as of the end of the year covered by this report, a “significant subsidiary” as that term is defined in Rule 1-02(w) of Regulation S-X under the Securities Exchange Act of 1934

| Name | State or Jurisdiction of Organization of Entity |
|--|---|
| The Goldman Sachs Group, Inc. | Delaware |
| Goldman, Sachs & Co. | New York |
| Goldman Sachs Paris Inc. et Cie | France |
| Goldman Sachs (UK) L.L.C. | Delaware |
| Goldman Sachs Group UK Limited | United Kingdom |
| Goldman Sachs International Bank | United Kingdom |
| Goldman Sachs International | United Kingdom |
| Goldman Sachs Asset Management International | United Kingdom |
| Goldman Sachs Group Holdings (U.K.) Limited | United Kingdom |
| Rothesay Life (Cayman) Limited | Cayman Islands |
| Broad Street Principal Investments International, Ltd. | Cayman Islands |
| Goldman Sachs Global Holdings L.L.C. | Delaware |
| GS Asian Venture (Delaware) L.L.C. | Delaware |
| Elevatech Limited | Hong Kong |
| Goldman Sachs Strategic Investments (Asia) L.L.C. | Delaware |
| GS (Asia) L.P. | Delaware |
| Goldman Sachs (Japan) Ltd. | British Virgin Islands |
| Goldman Sachs Japan Co., Ltd. | Japan |
| J. Aron Holdings, L.P. | Delaware |
| J. Aron & Company | New York |
| Goldman Sachs Asset Management, L.P. | Delaware |
| Goldman Sachs Hedge Fund Strategies LLC | Delaware |
| Goldman Sachs (Cayman) Holding Company | Cayman Islands |
| Goldman Sachs (Asia) Corporate Holdings L.P. | Delaware |
| Goldman Sachs Holdings (Hong Kong) Limited | Hong Kong |
| Goldman Sachs (Asia) Finance | Mauritius |
| Goldman Sachs (Asia) L.L.C. | Delaware |
| GS EMEA Funding Limited Partnership | United Kingdom |
| Goldman Sachs Holdings (Singapore) PTE. Ltd. | Singapore |
| J. Aron & Company (Singapore) PTE. | Singapore |
| Goldman Sachs (Singapore) PTE. | Singapore |
| Goldman Sachs Holdings ANZ Pty Limited | Australia |
| GS HLDGS Anz II Pty Ltd | Australia |
| Goldman Sachs Australia Group Holdings Pty Ltd | Australia |
| Goldman Sachs Australia Capital Markets Limited | Australia |
| Goldman Sachs Australia Pty Ltd | Australia |
| GS Holdings (Delaware) L.L.C. II | Delaware |
| GS Lending Partners Holdings LLC | Delaware |
| Goldman Sachs Lending Partners LLC | Delaware |
| Swancastle Limited | Ireland |
| Goldman Sachs Bank USA | New York |
| Goldman Sachs Mortgage Company | New York |
| Goldman Sachs Execution & Clearing, L.P. | New York |
| GS Financial Services II, LLC | Delaware |
| GS Funding Europe | United Kingdom |
| GS Funding Europe I Ltd. | Cayman Islands |
| GS Funding Europe II Ltd. | Cayman Islands |
| GS Investment Strategies, LLC | Delaware |
| MLQ Investors, L.P. | Delaware |
| PIA Holdings Cayman | Cayman Islands |
| GS PIA Holdings GK | Japan |
| Crane Holdings Ltd. | Japan |

| Name | State or Jurisdiction of Organization of Entity |
|--|---|
| ELO Holdings (Del) LLC | Delaware |
| ELO Holdings (UK) Ltd | United Kingdom |
| ELO Investors VII Ltd | United Kingdom |
| GS Sapphire Holding Limited | United Kingdom |
| ELO Investors IX Ltd | United Kingdom |
| ELO Investors II Ltd | United Kingdom |
| ELO Investors VIII Ltd | United Kingdom |
| Goldman Sachs Specialty Lending Holdings, Inc. | Delaware |
| Special Situations Investing Group II, LLC | Delaware |
| MTGRP, L.L.C. | Delaware |
| GS Diversified Funding LLC | Delaware |
| Hull Trading Asia Limited | Hong Kong |
| Goldman Sachs LLC | Mauritius |
| Goldman Sachs Venture LLC | Mauritius |
| GS Power Holdings LLC | Delaware |
| MTGLQ Investors, L.P. | Delaware |
| Broad Street Principal Investments Superholdco LLC | Delaware |
| Broad Street Principal Investments, L.L.C. | Delaware |
| Broad Street Credit Holdings LLC | Delaware |
| GS Direct, L.L.C. | Delaware |
| GS Fund Holdings, L.L.C. | Delaware |
| Shoelane GP, L.L.C. | Delaware |
| Shoelane, L.P. | Delaware |
| GSFS Investments I Corp. | Delaware |

THE GOLDMAN SACHS GROUP, INC AND ITS SUBSIDIARIES

Signature

print name Raymond Chow capacity Authorised Person
 (signing under power of attorney in accordance with section 52 of the Corporations Act)

sign here  date 14 March 2016

Annexure B

| Date of Change | Holder of Relevant Interest | Nature of Change | Consideration (AUD) | Class and Number of Securities | | Person's votes affected |
|----------------|-----------------------------|---------------------------|---------------------|--------------------------------|----------------------------|-------------------------|
| 03/10/2016 | GSI | Sell | 185,089 | 11,471 | Ordinary Fully Paid Shares | 11,471 |
| 03/10/2016 | GAUS | Buy | 6,220 | 383 | Ordinary Fully Paid Shares | 383 |
| 03/10/2016 | GAUS | Sell | 26,650 | 1,641 | Ordinary Fully Paid Shares | 1,641 |
| 03/10/2016 | GSA | Sell | 879,378 | 55,000 | Ordinary Fully Paid Shares | 55,000 |
| 03/10/2016 | GSAMA | Sell | 382,687 | 23,665 | Ordinary Fully Paid Shares | 23,665 |
| 03/10/2016 | GSAMA | Sell | 558,511 | 34,572 | Ordinary Fully Paid Shares | 34,572 |
| 03/10/2016 | GSAMA | Sell | 116,075 | 7,178 | Ordinary Fully Paid Shares | 7,178 |
| 03/10/2016 | GSAMF | Sell | 244,732 | 15,149 | Ordinary Fully Paid Shares | 15,149 |
| 03/10/2016 | GSAMF | Sell | 38,881 | 2,399 | Ordinary Fully Paid Shares | 2,399 |
| 03/10/2016 | GSAMLP | Sell | 3,459 | 213 | Ordinary Fully Paid Shares | 213 |
| 03/10/2016 | GSAMF | Sell | 94,390 | 5,837 | Ordinary Fully Paid Shares | 5,837 |
| 03/10/2016 | GSAMA | Sell | 300,951 | 18,629 | Ordinary Fully Paid Shares | 18,629 |
| 03/10/2016 | GSAMA | Sell | 992,240 | 61,420 | Ordinary Fully Paid Shares | 61,420 |
| 03/10/2016 | GSAMA | Sell | 215,398 | 13,320 | Ordinary Fully Paid Shares | 13,320 |
| 03/10/2016 | GSI | Return of borrowed shares | N/A | 50,070 | Ordinary Fully Paid Shares | 50,070 |
| 03/10/2016 | GSI | Return of borrowed shares | N/A | 200,000 | Ordinary Fully Paid Shares | 200,000 |
| 03/10/2016 | GSI | Return of borrowed shares | N/A | 26,076 | Ordinary Fully Paid Shares | 26,076 |
| 03/10/2016 | GSI | Return of borrowed shares | N/A | 39,115 | Ordinary Fully Paid Shares | 39,115 |
| 03/10/2016 | GSI | Return of borrowed shares | N/A | 18,367 | Ordinary Fully Paid Shares | 18,367 |
| 03/10/2016 | GSI | Return of borrowed shares | N/A | 13,000 | Ordinary Fully Paid Shares | 13,000 |
| 03/10/2016 | GSI | Return of borrowed shares | N/A | 10,000 | Ordinary Fully Paid Shares | 10,000 |
| 03/10/2016 | GSI | Return of borrowed shares | N/A | 10,000 | Ordinary Fully Paid Shares | 10,000 |
| 03/10/2016 | GSI | Return of borrowed shares | N/A | 25,000 | Ordinary Fully Paid Shares | 25,000 |

| Date of Change | Holder of Relevant Interest | Nature of Change | Consideration (AUD) | Class and Number of Securities | | Person's votes affected |
|----------------|-----------------------------|---------------------------|---------------------|--------------------------------|----------------------------|-------------------------|
| 03/10/2016 | GSI | Return of borrowed shares | N/A | 73,000 | Ordinary Fully Paid Shares | 73,000 |
| 03/10/2016 | GSI | Return of borrowed shares | N/A | 10,000 | Ordinary Fully Paid Shares | 10,000 |
| 03/10/2016 | GSI | Return of borrowed shares | N/A | 21,651 | Ordinary Fully Paid Shares | 21,651 |
| 03/10/2016 | GSI | Return of borrowed shares | N/A | 7,899 | Ordinary Fully Paid Shares | 7,899 |
| 03/10/2016 | GSI | Return of borrowed shares | N/A | 15,612 | Ordinary Fully Paid Shares | 15,612 |
| 03/10/2016 | GSI | Return of borrowed shares | N/A | 31,477 | Ordinary Fully Paid Shares | 31,477 |
| 03/10/2016 | GSI | Return of borrowed shares | N/A | 198,412 | Ordinary Fully Paid Shares | 198,412 |
| 03/10/2016 | GSI | Return of borrowed shares | N/A | 15,203 | Ordinary Fully Paid Shares | 15,203 |
| 03/10/2016 | GSI | Return of borrowed shares | N/A | 227,583 | Ordinary Fully Paid Shares | 227,583 |
| 03/10/2016 | GSI | Return of borrowed shares | N/A | 64,674 | Ordinary Fully Paid Shares | 64,674 |
| 03/10/2016 | GSI | Return of borrowed shares | N/A | 47,000 | Ordinary Fully Paid Shares | 47,000 |
| 03/10/2016 | GSI | Return of borrowed shares | N/A | 20,567 | Ordinary Fully Paid Shares | 20,567 |
| 03/10/2016 | GSI | Return of borrowed shares | N/A | 18,000 | Ordinary Fully Paid Shares | 18,000 |
| 03/10/2016 | GSI | Return of borrowed shares | N/A | 12,250 | Ordinary Fully Paid Shares | 12,250 |
| 03/10/2016 | GSI | Return of borrowed shares | N/A | 11,573 | Ordinary Fully Paid Shares | 11,573 |
| 03/10/2016 | GSI | Return of borrowed shares | N/A | 10,000 | Ordinary Fully Paid Shares | 10,000 |
| 03/10/2016 | GSI | Return of borrowed shares | N/A | 37,624 | Ordinary Fully Paid Shares | 37,624 |
| 03/10/2016 | GSI | Return of borrowed shares | N/A | 22,000 | Ordinary Fully Paid Shares | 22,000 |

| Date of Change | Holder of Relevant Interest | Nature of Change | Consideration (AUD) | Class and Number of Securities | | Person's votes affected |
|----------------|-----------------------------|---------------------------|---------------------|--------------------------------|----------------------------|-------------------------|
| 03/10/2016 | GSI | Return of borrowed shares | N/A | 12,000 | Ordinary Fully Paid Shares | 12,000 |
| 03/10/2016 | GSI | Return of borrowed shares | N/A | 33,351 | Ordinary Fully Paid Shares | 33,351 |
| 03/10/2016 | GSI | Return of borrowed shares | N/A | 73,977 | Ordinary Fully Paid Shares | 73,977 |
| 03/10/2016 | GSI | Return of borrowed shares | N/A | 72,310 | Ordinary Fully Paid Shares | 72,310 |
| 03/10/2016 | GSI | Return of borrowed shares | N/A | 15,000 | Ordinary Fully Paid Shares | 15,000 |
| 03/10/2016 | GSI | Return of borrowed shares | N/A | 25,636 | Ordinary Fully Paid Shares | 25,636 |
| 03/10/2016 | GSCO | Return of borrowed shares | N/A | 1,547,016 | Ordinary Fully Paid Shares | 1,547,016 |
| 03/10/2016 | GSI | Return of lent shares | N/A | 1,547,016 | Ordinary Fully Paid Shares | 1,547,016 |
| 03/10/2016 | GSCO | Return of borrowed shares | N/A | 754 | Ordinary Fully Paid Shares | 754 |
| 03/10/2016 | GSI | Return of lent shares | N/A | 754 | Ordinary Fully Paid Shares | 754 |
| 03/10/2016 | GSCO | Borrow of shares | N/A | 1,547,770 | Ordinary Fully Paid Shares | 1,547,770 |
| 03/10/2016 | GSI | Loan of shares | N/A | 1,547,770 | Ordinary Fully Paid Shares | 1,547,770 |
| 03/10/2016 | GSCO | Return of borrowed shares | N/A | 784 | Ordinary Fully Paid Shares | 784 |
| 03/10/2016 | GSI | Return of lent shares | N/A | 784 | Ordinary Fully Paid Shares | 784 |
| 03/10/2016 | GSI | Loan of shares | N/A | 754 | Ordinary Fully Paid Shares | 754 |
| 03/10/2016 | GSCO | Borrow of shares | N/A | 754 | Ordinary Fully Paid Shares | 754 |
| 03/10/2016 | GSI | Loan of shares | N/A | 55,000 | Ordinary Fully Paid Shares | 55,000 |
| 03/10/2016 | GSA | Borrow of shares | N/A | 55,000 | Ordinary Fully Paid Shares | 55,000 |
| 03/10/2016 | GAUS | Loan of shares | N/A | 961 | Ordinary Fully Paid Shares | 961 |
| 03/10/2016 | GSI | Borrow of shares | N/A | 961 | Ordinary Fully Paid Shares | 961 |

Signature

| | | | |
|------------|---|----------|-------------------|
| Print name | Raymond Chow (signing under power of attorney in accordance with section 52 of the Corporations Act) | Capacity | Authorised Person |
|------------|---|----------|-------------------|

Sign here



| | |
|------|---------------|
| Date | 14 March 2016 |
|------|---------------|
