

**Form 605  
Corporations Act 2001  
Section 671B**

**Notice of Ceasing to be a Substantial Holder**

To: **Australian Finance Group Ltd.**  
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 ceased to be a substantial holder on	10 January 2017
The previous notice was given to the company on	19 December 2016
The previous notice was dated	19 December 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	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
12/16/2016	FIL	SELL	1.20	(1,433)	(1,433)
12/16/2016	FIL	SELL	1.20	(3,622)	(3,622)
12/16/2016	FIL	SELL	1.20	(1,051)	(1,051)
12/16/2016	FIL	SELL	1.20	(4,746)	(4,746)
12/16/2016	FIL	SELL	1.20	(303)	(303)
12/16/2016	FIL	SELL	1.20	(400)	(400)
12/19/2016	FIL	SELL	1.20	(4,955)	(4,955)
12/19/2016	FIL	SELL	1.20	(12,522)	(12,522)
12/19/2016	FIL	SELL	1.20	(3,634)	(3,634)
12/19/2016	FIL	SELL	1.20	(16,410)	(16,410)
12/19/2016	FIL	SELL	1.20	(1,049)	(1,049)
12/19/2016	FIL	SELL	1.20	(1,384)	(1,384)
12/20/2016	FIL	SELL	1.20	(8,471)	(8,471)
12/21/2016	FIL	SELL	1.19	(44,916)	(44,916)
12/21/2016	FIL	SELL	1.19	(113,316)	(113,316)
12/21/2016	FIL	SELL	1.19	(32,942)	(32,942)
12/21/2016	FIL	SELL	1.19	(148,770)	(148,770)
12/21/2016	FIL	SELL	1.19	(9,509)	(9,509)

12/21/2016	FIL	SELL	1.19	(12,547)	(12,547)
12/23/2016	FIL	SELL	1.19	(747)	(747)
12/23/2016	FIL	SELL	1.19	(1,886)	(1,886)
12/23/2016	FIL	SELL	1.19	(548)	(548)
12/23/2016	FIL	SELL	1.19	(2,476)	(2,476)
12/23/2016	FIL	SELL	1.19	(158)	(158)
12/23/2016	FIL	SELL	1.19	(209)	(209)
1/3/2017	FIL	SELL	1.18	(9,534)	(9,534)
1/3/2017	FIL	SELL	1.18	(24,052)	(24,052)
1/3/2017	FIL	SELL	1.18	(6,992)	(6,992)
1/3/2017	FIL	SELL	1.18	(31,578)	(31,578)
1/3/2017	FIL	SELL	1.18	(5,883)	(5,883)
1/3/2017	FIL	SELL	1.18	(5,883)	(5,883)
1/4/2017	FIL	SELL	1.19	(5,815)	(5,815)
1/4/2017	FIL	SELL	1.19	(6,330)	(6,330)
1/4/2017	FIL	SELL	1.19	(5,815)	(5,815)
1/4/2017	FIL	SELL	1.19	(5,815)	(5,815)
1/4/2017	FIL	SELL	1.19	(5,815)	(5,815)
1/5/2017	FIL	SELL	1.19	(5,829)	(5,829)
1/5/2017	FIL	SELL	1.18	(68,091)	(68,091)
1/5/2017	FIL	SELL	1.19	(13,795)	(13,795)
1/5/2017	FIL	SELL	1.18	(173,030)	(173,030)
1/5/2017	FIL	SELL	1.19	(5,829)	(5,829)
1/5/2017	FIL	SELL	1.18	(48,322)	(48,322)
1/5/2017	FIL	SELL	1.19	(18,118)	(18,118)
1/5/2017	FIL	SELL	1.18	(227,262)	(227,262)
1/5/2017	FIL	SELL	1.18	(15,542)	(15,542)
1/5/2017	FIL	SELL	1.18	(20,349)	(20,349)
1/6/2017	FIL	SELL	1.18	(28,156)	(28,156)
1/6/2017	FIL	SELL	1.19	(6,156)	(6,156)
1/6/2017	FIL	SELL	1.18	(65,005)	(65,005)
1/6/2017	FIL	SELL	1.18	(20,626)	(20,626)
1/6/2017	FIL	SELL	1.19	(8,086)	(8,086)
1/6/2017	FIL	SELL	1.18	(85,378)	(85,378)
1/6/2017	FIL	SELL	1.18	(5,777)	(5,777)
1/6/2017	FIL	SELL	1.18	(11,554)	(11,554)
1/9/2017	FIL	SELL	1.20	(91,099)	(91,099)
1/9/2017	FIL	SELL	1.20	(230,242)	(230,242)
1/9/2017	FIL	SELL	1.20	(66,736)	(66,736)
1/9/2017	FIL	SELL	1.20	(302,405)	(302,405)
1/9/2017	FIL	SELL	1.20	(19,162)	(19,162)
1/9/2017	FIL	SELL	1.20	(24,877)	(24,877)
1/10/2017	FIL	SELL	1.22	(636,131)	(636,131)
1/10/2017	FIL	SELL	1.22	(1,607,747)	(1,607,747)
1/10/2017	FIL	SELL	1.22	(466,006)	(466,006)
1/10/2017	FIL	SELL	1.22	(2,111,650)	(2,111,650)
1/10/2017	FIL	SELL	1.22	(133,802)	(133,802)
1/10/2017	FIL	SELL	1.22	(173,710)	(173,710)
<b>Total Sells</b>				<b>(7,231,988)</b>	<b>(7,231,988)</b>

### 3. Resulting interest

Class of Securities (4)	Number of securities	Person's votes (5)	Voting power (6)
Common Stock	8,018,564	8,018,564	3.73%

### 4. Changes in Association

The persons who have become associates (2) of, ceased to be associates of, or have changed the nature of their association (7) 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
NA	

### 5. Addresses

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

Refer to Annexure A
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**Sign Here** \_\_\_\_\_

Dated: 12 January 2017

Kelvin Lo

Head of Regulatory Reporting, Asia Pacific

Duly authorized under Powers of Attorney by and on behalf of FIL Limited

#### Annexure A

Investment Manager	Address	Custodian	Nature of Relevant Interest	Sum of Numerator Shares
FIL INVESTMENT MANAGEMENT (AUSTRALIA) LIMITED	Level 11, 167 Macquarie Street, Sydney, NSW 2000, Australia	CITIBANK LTD MELBOURNE (C)	Investment Discretion/ Voting Power	728,538
		JP MORGAN, BOURNEMOUTH (C)		6,086,341
		NATIONAL ASTL BK MELBOURNE (S)		209,182
FIL INVESTMENT MANAGEMENT (HONG KONG) LIMITED	Level 21, Two Pacific Place, 88 Queensway, Admiralty, Hong Kong	CITIBANK LONDON		994,503
<b>Grand Total</b>				<b>8,018,564</b>