

**Form 604**Corporations Act 2001  
Section 671B**Notice of change of interests of substantial holder**To Company Name/Scheme Australian Finance Group LimitedACN/ARSN 066 385 822**1. Details of substantial holder(1)**Name Henderson Global Investors Limited ("HGIL")

ACN/ARSN (if applicable)

There was a change in the interests of the  
substantial holder on 27/04/2017The previous notice was given to the company on 10/01/2017The previous notice was dated 10/01/2017**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 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	11,024,293	5.132%	13,663,257	6.361%

**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
	Refer to 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
Refer to Annexure B					

**5. Changes in association**

The persons who have become associates (2) of, 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
n/a	

**6. Addresses**

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

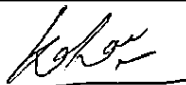
Name	Address
HGIL	201 Bishopsgate, London, EC2M 3AE

**Signature**

print name **Ka Lai Lam**

capacity **Senior Manager Investment Compliance, Pan Asia**

sign here



date **28 / 04 / 2017**

**DIRECTIONS**

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

## Annexure A of 3 pages referred to in form 604 "Notice of change of interests of substantial holder"

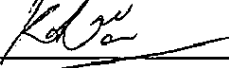
Henderson Global Investors Limited ("HGIL")

Date of change	Person whose relevant interest changed	Nature of change	Consideration given in relation to change (\$AUD)	Class and number of securities affected (Ordinary)	Person's votes affected
09/01/2017	HGIL	BUY	439,475	366,229	366,229
09/01/2017	HGIL	BUY	40,525	33,771	33,771
10/01/2017	HGIL	BUY	682,822	559,690	559,690
10/01/2017	HGIL	BUY	63,034	51,667	51,667
02/02/2017	HGIL	BUY	108,321	77,568	77,568
02/02/2017	HGIL	BUY	43,154	30,910	30,910
02/02/2017	HGIL	BUY	3,979	2,850	2,850
02/02/2017	HGIL	BUY	9,988	7,152	7,152
02/02/2017	HGIL	BUY	119,091	85,280	85,280
02/02/2017	HGIL	BUY	47,444	33,983	33,983
08/02/2017	HGIL	BUY	86,118	64,872	64,872
08/02/2017	HGIL	BUY	135,832	102,461	102,461
08/02/2017	HGIL	BUY	10,737	8,099	8,099
08/02/2017	HGIL	BUY	6,807	5,128	5,128
20/02/2017	HGIL	BUY	726	554	554
20/02/2017	HGIL	BUY	192,721	146,411	146,411
20/02/2017	HGIL	BUY	17,579	13,355	13,355
20/02/2017	HGIL	BUY	67	51	51
20/02/2017	HGIL	BUY	304	232	232
20/02/2017	HGIL	BUY	80,585	61,221	61,221
23/02/2017	HGIL	BUY	390,345	290,219	290,219
23/02/2017	HGIL	BUY	178,252	132,529	132,529
22/03/2017	HGIL	SELL	350,984	242,058	242,058
22/03/2017	HGIL	SELL	131,570	90,738	90,738
22/03/2017	HGIL	SELL	55,159	38,041	38,041
22/03/2017	HGIL	SELL	25,349	17,482	17,482
22/03/2017	HGIL	SELL	28,065	19,355	19,355
22/03/2017	HGIL	SELL	114,907	79,246	79,246
22/03/2017	HGIL	SELL	10,853	7,485	7,485
24/03/2017	HGIL	SELL	15,387	10,817	10,817
24/03/2017	HGIL	SELL	5,768	4,055	4,055
24/03/2017	HGIL	SELL	2,418	1,700	1,700
24/03/2017	HGIL	SELL	1,111	781	781
24/03/2017	HGIL	SELL	1,230	865	865
24/03/2017	HGIL	SELL	5,037	3,541	3,541

24/03/2017	HGIL	SELL	477	335	335
27/03/2017	HGIL	SELL	16,987	12,133	12,133
27/03/2017	HGIL	SELL	6,367	4,548	4,548
27/03/2017	HGIL	SELL	2,670	1,907	1,907
27/03/2017	HGIL	SELL	1,226	876	876
27/03/2017	HGIL	SELL	1,358	970	970
27/03/2017	HGIL	SELL	5,561	3,972	3,972
27/03/2017	HGIL	SELL	525	375	375
21/04/2017	HGIL	BUY	18,862	14,454	14,454
21/04/2017	HGIL	BUY	2,439	1,869	1,869
24/04/2017	HGIL	BUY	155,349	116,026	116,026
24/04/2017	HGIL	BUY	20,093	15,007	15,007
26/04/2017	HGIL	BUY	57,369	43,068	43,068
26/04/2017	HGIL	BUY	7,420	5,570	5,570
27/04/2017	HGIL	BUY	997,442	738,846	738,846
27/04/2017	HGIL	BUY	127,479	94,606	94,606
27/04/2017	HGIL	BUY	91,631	67,875	67,875
27/04/2017	HGIL	BUY	11,711	8,691	8,691

Print name: Ka Lai Lam

Capacity: Senior Manager Investment Compliance, Pan Asia

Signed:  \_\_\_\_\_

Date: 28/04/2017

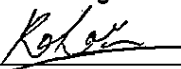
Annexure B of 1 page referred to in form 604 "Notice of change of interests of substantial holder"

Henderson Global Investors Limited ("HGIL")

Holder of relevant interest	Registered holder of securities	Class and number of securities
HGIL	BNP Paribas Security Services	6,363,387 Ordinary shares
HGIL	The Northern Trust Company	7,299,870 Ordinary shares
	<b>Total</b>	<b>13,663,257</b>

Print name: Ka Lai Lam

Capacity: Senior Manager Investment Compliance, Pan Asia

Signed:  \_\_\_\_\_

Date: 28/4/2017

