



Fax

To Company Announcements Office

Company Australian Stock Exchange Ltd

Fax 1300 135 638

From Heidi Chen

Date 17/10/2017

Pages 5

Subject ASIC Form 604 – APA Group

UniSuper Limited

Adelaide Office

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Adelaide SA 5000

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Head Office

Level 35, 385 Bourke Street
Melbourne Victoria 3000

Telephone 03 9910 6100

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Administrator

UniSuper Management Pty Ltd

ABN 91 006 961 799

Australian Financial Services

Licence No. 235907

Trustee

UniSuper Limited

ABN 54 006 027 121

Fund

ABN 91 385 943 850

Dear Sir/Madam,

I attach the notice regarding our change in substantial shareholding, signed by our Company Secretary. Please note that the securities are held by BNP Paribas Nominees Pty Limited as custodian for UniSuper Limited. Please note that various fund managers hold the shares as investment manager for UniSuper Ltd. Details are attached.

If you have any queries please contact me.

Yours sincerely,

A handwritten signature in black ink, appearing to be "H. Chen", with a long, sweeping horizontal line extending to the right.

Heidi Chen

Accountant – Taxation and Financial Reporting

Form 604Corporations Act 2001
Section 671B**Notice of change of interests of substantial holder**

To Company Name/Scheme APA Group

ACN/ARSN 105 787 577

1. Details of substantial holder (1)

Name BNP Paribas Pty Limited

ACN/ARSN (if applicable) 084 150 023

There was a change in the interests of the substantial holder on 14/07/2017The previous notice was given to the company on 21/11/2016The previous notice was dated 21/11/2016**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		Voting power (6)	
	Person's votes	Voting power (5)	Person's votes	Voting power (6)
Ordinary Shares	157,983,143	14.18%	170,059,306	15.26%

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 Appendix 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	Persons entitled to be registered as holder (8)	Nature of relevant interest (6)	Class and number of securities	Person's votes
Refer to Appendix 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	N/A

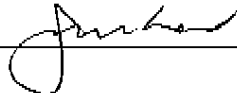
6. Addresses

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

Name	Address
UniSuper Limited	Level 35, 385 Bourke Street, Melbourne VIC 3000
BNP Paribas Pty Limited	Level 8, Castlereagh Street, Sydney NSW 2000

Signature

print name Jane Pantou capacity Company Secretary

sign here  date 17.7.17

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 namee 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 7 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 total number of votes attached to all the voting shares in the company or voting interests in the scheme (if any) that the person or an associate has a relevant interest in.
- 6) The person's votes divided by the total votes in the body corporate or scheme multiplied by 100.
- 7) Include details of:
 - a) any relevant agreement or other circumstances by which the relevant interest was acquired. 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.
- 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) 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.

APPENDIX A						
Date of Change	Persons whose relevant interest changed	Nature of Change	Consideration given in relation to change	Class of securities	Number of securities	Persons votes affected
7/02/2017	Thematic Shares - Goldman Sachs	On-market Purchase	1,122,759	Fully paid stapled securities	134,334	134,334
8/02/2017	Thematic Shares - Goldman Sachs	On-market Purchase	239,902	Fully paid stapled securities	28,821	28,821
10/05/2017	UniSuper Management Ltd	On-market Purchase	3,662,178	Fully paid stapled securities	386,000	386,000
10/05/2017	UniSuper Management Ltd	On-market Purchase	10,368,043	Fully paid stapled securities	1,092,810	1,092,810
10/05/2017	UniSuper Management Ltd	On-market Purchase	1,373,563	Fully paid stapled securities	144,776	144,776
11/05/2017	UniSuper Management Ltd	On-market Purchase	1,977,064	Fully paid stapled securities	207,488	207,488
23/05/2017	UniSuper Management Ltd	On-market Purchase	9,487,507	Fully paid stapled securities	1,000,000	1,000,000
24/05/2017	UniSuper Management Ltd	On-market Purchase	18,954,988	Fully paid stapled securities	2,000,000	2,000,000
7/06/2017	UniSuper Management Ltd	On-market Purchase	3,550,912	Fully paid stapled securities	383,103	383,103
8/06/2017	UniSuper Management Ltd	On-market Purchase	241,497	Fully paid stapled securities	26,105	26,105
8/06/2017	UniSuper Management Ltd	On-market Purchase	2,778,393	Fully paid stapled securities	300,000	300,000
8/06/2017	UniSuper Management Ltd	On-market Purchase	3,148,044	Fully paid stapled securities	340,333	340,333
9/06/2017	UniSuper Management Ltd	On-market Purchase	3,303,805	Fully paid stapled securities	355,257	355,257
13/06/2017	UniSuper Management Ltd	On-market Purchase	374,694	Fully paid stapled securities	40,000	40,000
13/06/2017	UniSuper Management Ltd	On-market Purchase	2,186,126	Fully paid stapled securities	233,133	233,133
28/06/2017	UniSuper Management Ltd	On-market Purchase	4,706,204	Fully paid stapled securities	500,000	500,000
28/06/2017	UniSuper Management Ltd	On-market Purchase	2,352,676	Fully paid stapled securities	250,000	250,000
30/06/2017	UniSuper Management Ltd	On-market Purchase	2,059,877	Fully paid stapled securities	224,336	224,336
30/06/2017	UniSuper Management Ltd	On-market Purchase	3,908,491	Fully paid stapled securities	425,664	425,664
30/06/2017	UniSuper Management Ltd	On-market Purchase	436,560	Fully paid stapled securities	47,632	47,632
30/06/2017	UniSuper Management Ltd	On-market Purchase	2,293,999	Fully paid stapled securities	250,000	250,000
30/06/2017	UniSuper Management Ltd	On-market Purchase	262,789	Fully paid stapled securities	28,620	28,620
30/06/2017	UniSuper Management Ltd	On-market Purchase	4,590,001	Fully paid stapled securities	500,000	500,000
3/07/2017	UniSuper Management Ltd	On-market Purchase	6,201,122	Fully paid stapled securities	681,090	681,090
4/07/2017	UniSuper Management Ltd	On-market Purchase	2,767,935	Fully paid stapled securities	301,989	301,989
5/07/2017	UniSuper Management Ltd	On-market Purchase	3,656,076	Fully paid stapled securities	399,739	399,739
5/07/2017	UniSuper Management Ltd	On-market Purchase	1,181,524	Fully paid stapled securities	128,920	128,920
12/07/2017	UniSuper Management Ltd	On-market Purchase	6,519,280	Fully paid stapled securities	744,189	744,189
12/07/2017	UniSuper Management Ltd	On-market Purchase	79,816	Fully paid stapled securities	9,117	9,117
13/07/2017	UniSuper Management Ltd	On-market Purchase	284,298	Fully paid stapled securities	32,264	32,264
13/07/2017	UniSuper Management Ltd	On-market Purchase	881,162	Fully paid stapled securities	100,000	100,000
14/07/2017	UniSuper Management Ltd	On-market Purchase	3,053,401	Fully paid stapled securities	346,583	346,583
14/07/2017	UniSuper Management Ltd	On-market Purchase	1,981,487	Fully paid stapled securities	225,000	225,000
14/07/2017	UniSuper Management Ltd	On-market Purchase	918,711	Fully paid stapled securities	104,327	104,327
14/07/2017	UniSuper Management Ltd	On-market Purchase	920,599	Fully paid stapled securities	104,535	104,535
TOTAL					12,076,165	12,076,165

Opening number of units 157,983,143

Closing number of units 170,059,308

APPENDIX B

Holder of relevant interest	Registered Holder of securities	Person entitled to be registered as holder	Nature of relevant interest	Class of securities	Number of securities	Person's Votes
UniSuper Management Ltd	BNP Paribas Nominees Pty Limited	UniSuper Limited	Power to control voting & disposal of securities	Fully paid stapled securities	168,564,473	168,564,473
Aust Shares Index Tilts - SSGI	BNP Paribas Nominees Pty Limited	UniSuper Limited	Power to control voting & disposal of securities	Fully paid stapled securities	647,458	647,458
Aust Shares Industrials - Yarra C	BNP Paribas Nominees Pty Limited	UniSuper Limited	Power to control voting & disposal of securities	Fully paid stapled securities	847,377	847,377
TOTAL					170,059,308	170,059,308