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Corporations Act 2001 Section 671B

## Notice of ceasing to be a substantial holder

To Company Name/Scheme		Accent Group Limit	Accent Group Limited						
ACN/ARSN		108 095 251	08 095 251						
1. Details of	substantial hold	er(1)							
Name Michael John Hapgood									
	N/ARSN (if applicable)								
	-(pp.100010)	_				_			
The holder ceas		<b>27</b> /	27 / 11 / 2017						
The previous notice was given to the company on $28/05/2015$									
The previous no	otice was dated		05 / 201	5					
2. Changes i	in relevant intere	ests							
Particulars of es substantial hold	ach change in, or ch der was last require	nange in the nature of, a releval ad to give a substantial holding	nt interest notice to t	(2) of the substant he company or sch	ial holder or an associate (3) eme are as follows:	in voting securities o	of the company or scheme, sinc	e the	
	Date of change	Person whose relevant interest changed	Nature change		Consideration given in relation to change(5)	Class (6) and number of securities	Person's votes affected		
			0.00	arket sale	40.00 1	affected 14,000,000	14,000,000		
	27/11/17	Michael Hapgood	OII-m	arket sale	\$0.95 per share	Ordinary Shares	14,000,000		
The persons wh	in association no have become ass company or scheme	sociates (3) of, ceased to be as e are as follows:	sociates o	f, or have changed	the nature of their associat	ion (7) with, the subsi	tantial holder in relation to voti	ng	
	Name and ACN/ARSN (if applicable)			Nature of association					
4. Addresses The addresses		n this form are as follows:							
	Name			Address .					
	Michael Hapgood			9 Stanley Point Road, Devonport, Auckland New Zealand					
Signature	•	_							
print name Michael Hapgood			\(	capacity					
	sign h	ere i	in 11 / 13 date 27/ 11 / 13						
			1		···				

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## **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 4 of the form.
- (2) See the definition of "relevant interest" in sections 608 and 671B(7) of the Corporations Act 2001.
- (3) See the definition of "associate" in section 9 of the Corporations Act 2001.
- (4) 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.

- (5) 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.
- (6) The voting shares of a company constitute one class unless divided into separate classes.
- (7) Give details, if appropriate, of the present association and any change in that association since the last substantial holding notice.