



Fax

To Company Announcements Office

Company Australian Stock Exchange Ltd

Fax 1300 135 638

From Heidi Chen

Date 13/03/2018

Pages 5

Subject ASIC Form 604 – APA Group

**UniSuper Limited
Adelaide Office**
Level 10, 80 King William Street
Adelaide SA 5000

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Head Office
Level 35, 385 Bourke Street
Melbourne Victoria 3000

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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 "HC" followed by a long, wavy horizontal line.

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

1. Details of substantial holder (1)

Name BNP Paribas Pty Limited

ACN/ARSN (if applicable) 064 150 023

There was a change in the interests of the substantial holder on 09/03/2018The previous notice was given to the company on 17/07/2017The previous notice was dated 17/07/2017**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		Voting power (6)	
	Person's votes	Voting power (5)	Person's votes	Voting power (5)
Ordinary Shares	170,059,308	15.26%	189,951,079	16.47%

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

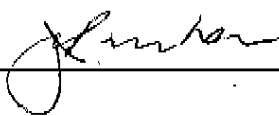
The addresses of persons named in this form are as follows:

Name	Address
UniSuper Limited	Level 35, 365 Bourke Street, Melbourne VIC 3000
BNP Paribas Pty Limited	Level 8, Castlereagh Street, Sydney NSW 2000

Signature



 print name Jane Panton capacity Company Secretary

 sign here  date 13.3.18

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 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
18/07/2017	UniSuper Management Ltd	On-market Purchase	1,348,424	Fully paid stapled securities	153,873	153,873
18/07/2017	UniSuper Management Ltd	On-market Purchase	5,036,440	Fully paid stapled securities	573,066	573,066
19/07/2017	UniSuper Management Ltd	On-market Purchase	3,596,332	Fully paid stapled securities	408,430	408,430
19/07/2017	UniSuper Management Ltd	On-market Purchase	1,558,619	Fully paid stapled securities	177,362	177,362
19/07/2017	UniSuper Management Ltd	On-market Purchase	2,630,898	Fully paid stapled securities	300,000	300,000
20/07/2017	UniSuper Management Ltd	On-market Purchase	2,201,652	Fully paid stapled securities	250,000	250,000
20/07/2017	UniSuper Management Ltd	On-market Purchase	351,339	Fully paid stapled securities	39,880	39,880
20/07/2017	UniSuper Management Ltd	On-market Purchase	935,801	Fully paid stapled securities	106,266	106,266
21/07/2017	UniSuper Management Ltd	On-market Purchase	1,129,617	Fully paid stapled securities	128,227	128,227
24/07/2017	UniSuper Management Ltd	On-market Purchase	1,162,051	Fully paid stapled securities	132,749	132,749
24/07/2017	UniSuper Management Ltd	On-market Purchase	4,724,519	Fully paid stapled securities	538,249	538,249
25/07/2017	UniSuper Management Ltd	On-market Purchase	44,991	Fully paid stapled securities	5,134	5,134
26/07/2017	UniSuper Management Ltd	On-market Purchase	759,510	Fully paid stapled securities	86,659	86,659
26/07/2017	UniSuper Management Ltd	On-market Purchase	3,896,695	Fully paid stapled securities	1,127,704	1,127,704
22/01/2018	UniSuper Management Ltd	On-market Purchase	320,718	Fully paid stapled securities	40,482	40,482
22/01/2018	UniSuper Management Ltd	On-market Purchase	3,688,185	Fully paid stapled securities	464,380	464,380
23/01/2018	UniSuper Management Ltd	On-market Purchase	3,271,732	Fully paid stapled securities	411,348	411,348
25/01/2018	UniSuper Management Ltd	On-market Purchase	14,114	Fully paid stapled securities	1,763	1,763
30/01/2018	UniSuper Management Ltd	On-market Purchase	3,677,239	Fully paid stapled securities	460,545	460,545
30/01/2018	UniSuper Management Ltd	On-market Purchase	1,741,126	Fully paid stapled securities	218,571	218,571
30/01/2018	UniSuper Management Ltd	On-market Purchase	398,776	Fully paid stapled securities	50,000	50,000
31/01/2018	UniSuper Management Ltd	On-market Purchase	5,308,311	Fully paid stapled securities	663,776	663,776
1/02/2018	UniSuper Management Ltd	On-market Purchase	694,859	Fully paid stapled securities	85,304	85,304
1/02/2018	UniSuper Management Ltd	On-market Purchase	817,249	Fully paid stapled securities	100,172	100,172
2/02/2018	UniSuper Management Ltd	On-market Purchase	808,441	Fully paid stapled securities	99,504	99,504
5/02/2018	UniSuper Management Ltd	On-market Purchase	147,403	Fully paid stapled securities	17,904	17,904
5/02/2018	UniSuper Management Ltd	On-market Purchase	4,522,179	Fully paid stapled securities	544,779	544,779
6/02/2018	UniSuper Management Ltd	On-market Purchase	950,937	Fully paid stapled securities	116,871	116,871
6/02/2018	UniSuper Management Ltd	On-market Purchase	11,542,975	Fully paid stapled securities	1,418,256	1,418,256
7/02/2018	UniSuper Management Ltd	On-market Purchase	1,832,210	Fully paid stapled securities	224,727	224,727
7/02/2018	UniSuper Management Ltd	On-market Purchase	2,826,628	Fully paid stapled securities	350,889	350,889
7/02/2018	UniSuper Management Ltd	On-market Purchase	3,074,217	Fully paid stapled securities	382,156	382,156
7/02/2018	UniSuper Management Ltd	On-market Purchase	402,531	Fully paid stapled securities	50,000	50,000
7/02/2018	UniSuper Management Ltd	On-market Purchase	4,009,586	Fully paid stapled securities	500,000	500,000
26/02/2018	Aust Shares Index Tilts - SSGM	On-market Purchase	293,262	Fully paid stapled securities	38,086	38,086
26/02/2018	Aust Shares Industrials - Yarra Capital	On-market Purchase	583,822	Fully paid stapled securities	49,847	49,847
26/02/2018	UniSuper Management Ltd	On-market Purchase	498,229	Fully paid stapled securities	64,705	64,705
26/02/2018	UniSuper Management Ltd	On-market Purchase	571,325	Fully paid stapled securities	74,198	74,198
26/02/2018	UniSuper Management Ltd	On-market Purchase	69,422,107	Fully paid stapled securities	9,015,858	9,015,858
26/02/2018	UniSuper Management Ltd	On-market Purchase	9,563,446	Fully paid stapled securities	1,242,006	1,242,006
26/02/2018	UniSuper Management Ltd	On-market Purchase	927,827	Fully paid stapled securities	120,497	120,497
27/02/2018	UniSuper Management Ltd	On-market Purchase	11,147,657	Fully paid stapled securities	1,215,666	1,215,666
27/02/2018	UniSuper Management Ltd	On-market Sale	-	Fully paid stapled securities	-	-
27/02/2018	UniSuper Management Ltd	On-market Sale	10,599,014	Fully paid stapled securities	1,371,523	1,371,523
1/03/2018	UniSuper Management Ltd	On-market Purchase	1,044,569	Fully paid stapled securities	132,196	132,196
2/03/2018	UniSuper Management Ltd	On-market Purchase	2,327,721	Fully paid stapled securities	296,875	296,875
TOTAL					19,891,771	19,891,771

Opening number of units 170,059,308

Closing number of units 189,951,079

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	188,368,311	188,368,311
Aust Shares Index Tilts - SSGM	BNP Paribas Nominees Pty Limited	UniSuper Limited	Power to control voting & disposal of securities	Fully paid stapled securities	685,544	685,544
Aust Shares Industrials - Yarra Capital	BNP Paribas Nominees Pty Limited	UniSuper Limited	Power to control voting & disposal of securities	Fully paid stapled securities	897,224	897,224
TOTAL					189,951,079	189,951,079