

Form 604Corporations Act 2001
Section 671B**Notice of change of interests of substantial holder**To Company Name/Scheme **FlexiGroup Limited**ACN/ARSN **ABN 75 122 574 583****1. Details of substantial holder (1)**

Name **Tamorer Pty Ltd as Trustee for Wylie Family Trust, Tanarra Capital Australia Pty Ltd ACN 114 164 331, Investment Op No.1 Pty Ltd ACN 628 499 285 as trustee for the Investment Op No.1 Unit Trust, John Malcolm Rodney Wylie, Myriam Angele Boisbuvier-Wylie ("Tanarra Group")**

ACN/ARSN (if applicable) **073 129 156**There was a change in the interests of the substantial holder on **28/08/2020**The previous notice was given to the company on **22/03/2019**The previous notice was dated **22/03/2019****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	20,439,256	5.18%	26,826,525	5.78%

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
28.08.20	Tamorer Pty Ltd as Trustee for Wylie Family Trust	Institutional Entitlement under ANREO	\$2,982,129.42	2,615,903 Ordinary shares	2,615,903
28.08.20	Investment Op No.1 Pty Ltd ACN 628 499 285 as trustee for the Investment Op No.1 Unit Trust	Institutional Entitlement under ANREO	\$716,559.54	628,561 Ordinary shares	628,561
28.08.20	Tanarra Capital Australia Pty Ltd	Institutional Entitlement under ANREO	\$3,582,797.70	3,142,805 Ordinary shares	3,142,805

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
Tamoror Pty Ltd as Trustee for Wylie Family Trust	Tamoror Pty Ltd as Trustee for Wylie Family Trust	Tamoror Pty Ltd as Trustee for Wylie Family Trust	Legal Title	10,986,790 Ordinary shares	10,986,790
Investment Op No.1 Pty Ltd ACN 628 499 285 as trustee for the Investment Op No.1 Unit Trust	Investment Op No.1 Pty Ltd ACN 628 499 285 as trustee for the Investment Op No.1 Unit Trust	Investment Op No.1 Pty Ltd ACN 628 499 285 as trustee for the Investment Op No.1 Unit Trust	Legal title	2,639,956 Ordinary shares	2,639,956
State Street Australia Ltd as Custodian for Sunsuper Pty Ltd as trustee for Sunsuper Superannuation Fund Refer Annexure A	State Street Australia Ltd as Custodian for Sunsuper Pty Ltd as trustee for Sunsuper Superannuation Fund	State Street Australia Ltd as Custodian for Sunsuper Pty Ltd as trustee for Sunsuper Superannuation Fund	Legal title	13,199,799 Ordinary shares	13,199,779

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
Refer Annexure B	

6. Addresses

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

Name	Address
Tanarra Group	13/8 Exhibition Street, Melbourne VIC 3000
State Street Australia Ltd as Custodian for Sunsuper Pty Ltd as trustee for Sunsuper Superannuation Fund	14/420 George Street, Sydney NSW 2000

Signature

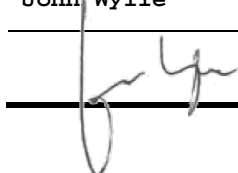
print name

John Wylie

capacity

Director

sign here



date

02 / 09 / 2020

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).

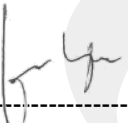
See the definition of "relevant agreement" in section 9 of the Corporations Act 2001.
 - (7) Details of the consideration must include any and all benefits, money and other, that any person from whom a relevant interest was acquired has, or may, become entitled to receive in relation to that acquisition. 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.
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Annexure A

4. Present relevant interests

This is Annexure A of 1 page attached to this Form 604: Notice of change of interests of substantial holder signed by me and dated 2 September 2020.

For and on behalf of Tamorer Pty Ltd as trustee for Wylie Family Trust and its related entities



 Name: John Wylie
 Title: Director
 Tamorer Pty Ltd as trustee for Wylie Family Trust

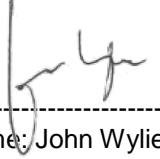
Date: 2 September 2020

Holder of relevant interest	Registered holder of securities	Person entitled to be registered holder	Nature of relevant interest	Class and number of securities	Person's votes
John Malcolm Rodney Wylie	Tamorer Pty Ltd as Trustee for Wylie Family Trust	Tamorer Pty Ltd as Trustee for Wylie Family Trust	Ultimate Controller of Tamorer Pty Ltd	10,986,790 Ordinary Shares	10,986,790
Myriam Angele Boisbouvier-Wylie	Tamorer Pty Ltd as Trustee for Wylie Family Trust	Tamorer Pty Ltd as Trustee for Wylie Family Trust	Controller of Tamorer Pty Ltd	10,986,790 Ordinary Shares	10,986,790
Tanarra Capital Australia Pty Ltd	State Street Australia Ltd as Custodian for Sunsuper Pty Ltd as trustee for Sunsuper Superannuation Fund	State Street Australia Ltd as Custodian for Sunsuper Pty Ltd as trustee for Sunsuper Superannuation Fund	Control over disposal under investment mandate with Sunsuper	13,199,799 Ordinary shares	13,199,799

Annexure B

This is Annexure B of 1 page attached to this Form 604: Notice of change of interests of substantial holder signed by me and dated 2 September 2020.

For and on behalf of Tamorer Pty Ltd as trustee for Wylie Family Trust and its related entities



 Name: John Wylie
 Title: Director
 Tamorer Pty Ltd as trustee for Wylie Family Trust

Date: 2 September 2020

5. Details of associates

	Entity	ACN	Registered Address	Nature of relevant interest
1.	Tamorer Pty Ltd	073 129 156	Suite 4, Level 41, Grosvenor Place, 225 George Street, Sydney NSW 2000	Control of Tanarra Pty Ltd
2.	Tanarra Pty Ltd	604 735 542	Suite 4, Level 41, Grosvenor Place, 225 George Street, Sydney NSW 2000	Control of Tanarra Group Pty Ltd
3.	Tanarra Group Pty Ltd	157 818 463	Suite 4, Level 41, Grosvenor Place, 225 George Street, Sydney NSW 2000	Control of the remaining entities listed in this Annexure B
4.	Investment Ops No. 1 Pty Ltd	628 499 285	Suite 4, Level 41, Grosvenor Place, 225 George Street, Sydney NSW 2000	Legal and beneficial owner of 12,068,369 ordinary shares. Control by Tanarra Group Pty Ltd as its controller and associate of entities with relevant interest in remaining shares.
5.	Tanarra LTV Fund 1 Pty Ltd	631 878 781	Suite 4, Level 41, Grosvenor Place, 225 George Street, Sydney NSW 2000	Controlled by Tanarra Group Pty Ltd as its controller and associate of entities with relevant interests in the shares covered by this notice.
6.	Tanarra Capital Pty Ltd	604 388 892	Suite 4, Level 41, Grosvenor Place, 225 George Street, Sydney NSW 2000	Controlled by Tanarra Group Pty Ltd as its controller and associate of entities with relevant interests in the shares covered by this notice.
7.	Tanarra Capital Australia Pty Ltd	114 164 331	Suite 4, Level 41, Grosvenor Place, 225 George Street, Sydney NSW 2000	Controlled by Tanarra Group Pty Ltd as its controller and associate of entities with relevant interests in the shares covered by this notice.
8.	Tanarra Jetwave Investments Pty Ltd	613 347 185	Suite 4, Level 41, Grosvenor Place, 225 George Street, Sydney NSW 2000	Controlled by Tanarra Group Pty Ltd as its controller and associate of entities with relevant interests in the shares covered by this notice.
9.	Tanarra Consulting Pty Ltd	602 913 548	Suite 4, Level 41, Grosvenor Place, 225 George Street, Sydney NSW 2000	Controlled by Tanarra Group Pty Ltd as its controller and associate of entities with relevant interests in the

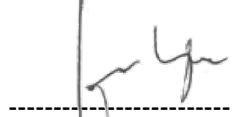
				shares covered by this notice.
10.	Tanarra Foundation Pty Ltd	604 388 990	Suite 4, Level 41, Grosvenor Place, 225 George Street, Sydney NSW 2000	Controlled by Tanarra Group Pty Ltd as its controller and associate of entities with relevant interests in the shares covered by this notice.
11.	Tanarra PE Investments Pty Ltd	605 670 979	Suite 4, Level 41, Grosvenor Place, 225 George Street, Sydney NSW 2000	Controlled by Tanarra Group Pty Ltd as its controller and associate of entities with relevant interests in the shares covered by this notice.
12.	Tanarra Investments Pty Ltd	615 223 464	Suite 4, Level 41, Grosvenor Place, 225 George Street, Sydney NSW 2000	Controlled by Tanarra Group Pty Ltd as its controller and associate of entities with relevant interests in the shares covered by this notice.
13.	CWC COF1 Investments Pty Ltd	126 132 536	Suite 4, Level 41, Grosvenor Place, 225 George Street, Sydney NSW 2000	Controlled by Tanarra Group Pty Ltd as its controller and associate of entities with relevant interests in the shares covered by this notice.
14.	CWC COFA Pty Ltd	113 611 911	Suite 4, Level 41, Grosvenor Place, 225 George Street, Sydney NSW 2000	Controlled by Tanarra Group Pty Ltd as its controller and associate of entities with relevant interests in the shares covered by this notice.
15.	CWC COFB Pty Ltd	114 881 113	Suite 4, Level 41, Grosvenor Place, 225 George Street, Sydney NSW 2000	Controlled by Tanarra Group Pty Ltd as its controller and associate of entities with relevant interests in the shares covered by this notice.
16.	COF2 VCMP GP Pty Ltd	152 806 409	Suite 4, Level 41, Grosvenor Place, 225 George Street, Sydney NSW 2000	Controlled by Tanarra Group Pty Ltd as its controller and associate of entities with relevant interests in the shares covered by this notice.
17.	COF2A Pty Ltd	153 016 329	Suite 4, Level 41, Grosvenor Place, 225 George Street, Sydney NSW 2000	Controlled by Tanarra Group Pty Ltd as its controller and associate of entities with relevant interests in the shares covered by this notice.
18.	Tanarra Capital Private GP1 Pty Ltd	604 820 671	Suite 4, Level 41, Grosvenor Place, 225 George Street, Sydney NSW 2000	Controlled by Tanarra Group Pty Ltd as its controller and associate of entities with relevant interests in the shares covered by this notice.
19.	TCP 1A Pty Ltd	605 695 814	Suite 4, Level 41, Grosvenor Place, 225 George Street, Sydney NSW 2000	Controlled by Tanarra Group Pty Ltd as its controller and associate of entities with relevant interests in the shares covered by this notice.

Annexure C

This is Annexure C of 1 page attached to this Form 604: Notice of change of interests of substantial holder signed by me and dated 2 September 2020.

Tanarra Capital Australia Pty Ltd holds a discretionary investment mandate from Sunsuper under its Long Term Value strategy giving rise to Tanarra's relevant interest in Sunsuper shares.

For and on behalf of Tamorer Pty Ltd as trustee for Wylie Family Trust and its related entities



Name: John Wylie

Title: Director

Tamorer Pty Ltd as trustee for Wylie Family Trust

Date: 2 September 2020