

# Form 604

Corporations Act 2001  
Section 671B

## Amended Notice of change of interests of substantial holder

To Company Name/Scheme **Afterpay Touch Group Limited**

ACN/ARSN **618 280 649**

### 1. Details of substantial holder (1)

Name UIL Limited, ICM Limited, ICM NZ Limited

ACN/ARSN (if applicable)

There was a change in the interests of the substantial holder on 26 September 2017

The previous notice was given to the company on 14 July 2017

The previous notice was dated 14 July 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	20,772,467	9.67%	18,572,467	8.65%

### 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
See 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
See 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

## 6. Addresses

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

Name	Address
ICM Limited, UIL Limited, General Provincial Life Pension Fund Limited, Union Mutual Pension Fund Limited and Duncan Saville	34 Bermudiana Road, Hamilton HM11, Bermuda
ICM NZ Limited	Level 10, Resimac House, 45 Johnston Street, Wellington 6011, New Zealand

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## Signature

**Print Name**

Franci van der Walt

**Capacity**

Notifications Administrator

**Signature**



**Date**

26 September 2017

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## Annexure 'A'

This is Annexure A of 2 pages referred to in Form 604 Notice of change of interests of substantial holder signed by me and dated 26 September 2017.

**Print Name** Franci van der Walt **Capacity** Notifications Administrator

**Signature**  **Date** 26 September 2017


### Change in relevant interests

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
31 August 2017-26 September 2017	UIL Limited	On market sales	8,346,368	2,000,000	2,000,000
31 August 2017-26 September 2017	ICM Limited	Relevant interest under sections 608(1)(b) and (c) of the Corporations Act by having power to control the exercise of voting or disposal of shares as investment manager for UIL Limited pursuant to the Investment Management Agreement between UIL limited and ICM Limited dated 21 March 2012.		2,000,000	2,000,000
31 August 2017-26 September 2017	General Provincial Life Pension Fund Limited	Relevant interest under section 608(3)(b) of the Corporations Act by having control over UIL Limited holding greater than 50% of the shares on issue.		2,000,000	2,000,000
31 August 2017-26 September 2017	Duncan Paul Saville	Relevant interest under section 608(3)(b) of the Corporations Act by having control over ICM Limited as owner.		2,000,000	2,000,000
31 August 2017-26 September 2017	Union Mutual Pension Fund Limited	Relevant interest under section 608(3)(b) of the Corporations Act by having control over General Provincial Life Pension Fund Limited holding 100% of the shares on issue.		2,000,000	2,000,000
13 September 2017- 20 September 2017	ICM NZ Limited	On market sales	885,437	200,000	200,000
13 September 2017- 20 September 2017	ICM Limited	Relevant interest under sections 608(1)(b) and (c) of the Corporations Act by having power to control the exercise of voting or disposal of shares as investment manager for ICM NZ Limited.		200,000	200,000

**Annexure 'B'**

This is Annexure B of 34 pages referred to in Form 604 Notice of change of interests of substantial holder signed by me and dated 26 September 2017.

**Print Name** Franci van der Walt **Capacity** Notifications Administrator

**Signature**  **Date** 26 September 2017

**Present relevant interests**

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
UIL Limited	JP Morgan Nominees Australia Limited	UIL Limited	Beneficial owner	15,895,267 ordinary shares	15,895,267
ICM Limited	JP Morgan Nominees Australia Limited	UIL Limited	Relevant interest under sections 608(1)(b) and (c) of the Corporations Act by having power to control the exercise of voting or disposal of shares as investment manager for UIL Limited Pursuant to the Investment Management Agreement between UIL Limited and ICM Limited dated 21 March 2012.	15,895,267 ordinary shares	15,895,267
	ICM NZ Limited	ICM NZ Limited	Relevant interest under sections 608(1)(b) and (c) of the Corporations Act by having power to control the exercise of voting or disposal of shares as investment manager for ICM NZ	2,677,200 ordinary shares	2,677,200
General Provincial Life Pension Fund Limited	J P Morgan Nominees Australia Limited	UIL Limited	Relevant interest under section 608(3)(b) of the Corporations Act by having control over UIL Limited holding greater than 50% of the shares on issue.	15,895,267 ordinary shares	15,895,267
Duncan Paul Saville	J P Morgan Nominees Australia Limited	UIL Limited	Relevant interest under section 608(3)(b) of the Corporations Act by having control over ICM Limited as owner.	15,895,267 ordinary shares	15,895,267
	ICM NZ Limited	ICM NZ Limited		2,677,200 ordinary shares	2,677,200
Union Mutual Pension Fund Limited	J P Morgan Nominees Australia Limited	UIL Limited	Relevant interest under section 608(3)(b) of the Corporations Act by having control over General Provincial Life Pension Fund Limited holding 100% of the shares on issue.	15,895,267 ordinary shares	15,895,267