

**Form 604  
Corporations Act 2001  
Section 671B**

**Notice of Change of Interests of Substantial Holder**

To: **MYOB Group Limited**

ACN/ARSN:

**1. Details of substantial holder (s)**

Name: FIL Limited and the entities listed in Annexure A ("FIL")

ACN/ARSN (if applicable)

There was a change in the interests of the substantial holder on	24 February 2017
The previous notice was given to the company on	23 June 2016
The previous notice was dated	23 June 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 Person's votes	Previous Notice Voting Power (5)	Present Notice Person's votes	Present Notice Voting Power (5)
Common Stock	37,340,704	6.39%	46,155,752	7.61%

**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
			<b>AUD\$</b>	<b>Common Stock</b>	<b>Common Stock</b>
22-Jun-2016	FIL	BUY	3.44	4,473	4,473
22-Jun-2016	FIL	BUY	3.44	11,340	11,340
22-Jun-2016	FIL	BUY	3.44	3,869	3,869
22-Jun-2016	FIL	BUY	3.44	15,744	15,744
22-Jun-2016	FIL	BUY	3.44	1,950	1,950
22-Jun-2016	FIL	BUY	3.44	5,679	5,679
22-Jun-2016	FIL	BUY	3.44	4,082	4,082
22-Jun-2016	FIL	BUY	3.44	1,950	1,950
22-Jun-2016	FIL	BUY	3.44	1,950	1,950
23-Jun-2016	FIL	BUY	3.48	29,196	29,196

23-Jun-2016	FIL	BUY	3.48	74,022	74,022
23-Jun-2016	FIL	BUY	3.48	25,252	25,252
23-Jun-2016	FIL	BUY	3.48	102,764	102,764
23-Jun-2016	FIL	BUY	3.48	811	811
23-Jun-2016	FIL	BUY	3.48	37,070	37,070
23-Jun-2016	FIL	BUY	3.48	26,644	26,644
23-Jun-2016	FIL	BUY	3.48	5,688	5,688
23-Jun-2016	FIL	BUY	3.48	8,443	8,443
24-Jun-2016	FIL	BUY	3.39	23,094	23,094
24-Jun-2016	FIL	BUY	3.39	58,551	58,551
24-Jun-2016	FIL	BUY	3.39	19,974	19,974
24-Jun-2016	FIL	BUY	3.39	81,285	81,285
24-Jun-2016	FIL	BUY	3.39	29,322	29,322
24-Jun-2016	FIL	BUY	3.39	21,075	21,075
24-Jun-2016	FIL	BUY	3.39	4,499	4,499
24-Jun-2016	FIL	BUY	3.39	6,678	6,678
27-Jun-2016	FIL	BUY	3.38	12,618	12,618
27-Jun-2016	FIL	BUY	3.38	31,992	31,992
27-Jun-2016	FIL	BUY	3.38	10,914	10,914
27-Jun-2016	FIL	BUY	3.38	44,413	44,413
27-Jun-2016	FIL	BUY	3.38	16,022	16,022
27-Jun-2016	FIL	BUY	3.38	11,515	11,515
27-Jun-2016	FIL	BUY	3.38	2,458	2,458
27-Jun-2016	FIL	BUY	3.38	3,649	3,649
28-Jun-2016	FIL	BUY	3.32	20,102	20,102
28-Jun-2016	FIL	BUY	3.32	50,966	50,966
28-Jun-2016	FIL	BUY	3.32	17,387	17,387
28-Jun-2016	FIL	BUY	3.32	70,755	70,755
28-Jun-2016	FIL	BUY	3.32	25,524	25,524
28-Jun-2016	FIL	BUY	3.32	18,344	18,344
28-Jun-2016	FIL	BUY	3.32	3,916	3,916
28-Jun-2016	FIL	BUY	3.32	5,813	5,813
29-Jun-2016	FIL	BUY	3.40	104,835	104,835
29-Jun-2016	FIL	BUY	3.40	265,795	265,795
29-Jun-2016	FIL	BUY	3.40	90,674	90,674
29-Jun-2016	FIL	BUY	3.40	368,995	368,995
29-Jun-2016	FIL	BUY	3.40	133,111	133,111
29-Jun-2016	FIL	BUY	3.40	95,670	95,670
29-Jun-2016	FIL	BUY	3.40	20,424	20,424
29-Jun-2016	FIL	BUY	3.40	30,318	30,318
24-Feb-2017	FIL	Buy - Secondary Sale of Shares	3.55	832,689	832,689
24-Feb-2017	FIL	Buy - Secondary Sale of Shares	3.55	776,469	776,469
24-Feb-2017	FIL	Buy - Secondary Sale of Shares	3.55	2,974,492	2,974,492
24-Feb-2017	FIL	Buy - Secondary Sale of Shares	3.55	16,271	16,271
24-Feb-2017	FIL	Buy - Secondary Sale of Shares	3.55	1,055,137	1,055,137
24-Feb-2017	FIL	Buy - Secondary	3.55	696,980	696,980

		Sale of Shares			
24-Feb-2017	FIL	Buy - Secondary Sale of Shares	3.55	159,338	159,338
24-Feb-2017	FIL	Buy - Secondary Sale of Shares	3.55	242,057	242,057
			<b>Total Buy</b>	8,815,048	8,815,048
			<b>Net Buy</b>	8,815,048	8,815,048

#### 4. Present Relevant Interest

Particulars of each relevant interest of the substantial holder in voting securities after the change are as follows:

Refer to Annexure A

#### 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:

NA

#### 6. Addresses

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

Refer to Annexure A



Sign Here: \_\_\_\_\_

Dated: 28 February 2017

Kelvin Lo

Head of Regulatory Reporting, Asia Pacific

Duly authorized under Powers of Attorney on behalf of FIL Limited

#### Annexure A

Investment Manager	Address	Custodian	Nature of Relevent Interest	Numerator shares
FIL INVESTMENT MANAGEMENT (AUSTRALIA) LIMITED	Level 11, 167 Macquarie Street, Sydney, NSW 2000, Australia	CITIBANK LTD MELBOURNE (C)	Investment Discretion/ Voting Power	4,463,902
		JP MORGAN, BOURNEMOUTH (C)		32,222,450
		NATIONAL ASTL BK MELBOURNE (S)		5,378,574
		BROWN BROTHERS HARRIMAN AND CO		63,920
FIL INVESTMENT MANAGEMENT (HONG KONG) LIMITED	Level 21, Two Pacific Place, 88 Queensway, Admiralty, Hong Kong	CITIBANK LONDON		4,004,091
FIL LIMITED	Pembroke Hall, 42 Crow Lane, Pembroke, Bermuda	BROWN BROS HARRIMN LTD LUX (C)		22,815
Grand Total				46,155,752