

**Form 605**Corporations Act 2001  
Section 671B**Notice of ceasing to be a substantial shareholder**

<u>To Company Name/Scheme</u>	MYOB GROUP LIMITED
ACN/ARSN	153 094 958

**1. Details of substantial holder**

Name The Goldman Sachs Group, Inc. ("GSGI") on behalf of itself and its subsidiaries ("Goldman Sachs Group") including its significant subsidiaries listed in Annexure A ("Significant Subsidiaries") and Goldman Sachs Holdings ANZ Pty Limited and its subsidiaries ("Goldman Sachs Australia Group").

ACN/ARSN (if applicable) Not applicable

The holder ceased to be a substantial holder on 28 February 2017  
 The previous notice was given to the company on 27 February 2017  
 The previous notice was dated 27 February 2017

**2. 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	Consideration Given in Relation to Change (AUD)	Class and Number of Securities Affected	Person's votes Affected
See Annexure B.					

**3. Changes in association**

The persons who have become associates of, ceased to be associates of, or have changed the nature of their association with, the substantial holder in relation to voting interests in the company or scheme are as follows:


Name and ACN (if applicable)	Nature of association
N/A	N/A

**4. Addresses**

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

Name	Address
GSGI	Corporation Trust Center, 1209 Orange Street, Wilmington DE 19801, U.S.A.
Goldman Sachs Australia Group	All care of Level 17, 101 Collins Street, Melbourne Victoria 3000, Australia
Goldman Sachs International ("GSI")	Peterborough Court, 133 Fleet Street, London EC4A 2BB, United Kingdom
Goldman Sachs Financial Markets Pty Ltd ("GAUS")	Level 17, 101 Collins Street, Melbourne, Victoria 3000, Australia
Goldman Sachs Australia Pty Ltd ("GSA")	Level 17, 101 Collins Street, Melbourne Victoria 3000, Australia
Bain Capital Abacus Holdings, L.P. (C/o Maples Corporate Services Limited)	Ugland House, South Church Street, PO Box 309, George Town Grand Cayman, KY1-1104, Cayman Islands

## Signature

Print name	Raymond Chow (signing under power of attorney in accordance with section 52 of the Corporations Act)	Capacity	Authorised Person
Sign here		Date	2 March 2017

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## Annexure A

(This is Annexure A of two (2) pages referred to in Form 605, Notice of ceasing to be a substantial shareholder)

### Significant Subsidiaries of The Goldman Sachs Group, Inc.


The following are significant subsidiaries of The Goldman Sachs Group, Inc. as of December 31, 2015 and the states or jurisdictions in which they are organized. Each subsidiary is indented beneath its principal parent. The Goldman Sachs Group, Inc. owns, directly or indirectly, at least 99% of the voting securities of substantially all of the subsidiaries included below. The names of particular subsidiaries have been omitted because, considered in the aggregate as a single subsidiary, they would not constitute, as of the end of the year covered by this report, a “significant subsidiary” as that term is defined in Rule 1-02(w) of Regulation S-X under the Securities Exchange Act of 1934

Name	State or Jurisdiction of Organization of Entity
The Goldman Sachs Group, Inc.	Delaware
Goldman, Sachs & Co.	New York
Goldman Sachs Paris Inc. et Cie	France
Goldman Sachs (UK) L.L.C.	Delaware
Goldman Sachs Group UK Limited	United Kingdom
Goldman Sachs International Bank	United Kingdom
Goldman Sachs International	United Kingdom
Goldman Sachs Asset Management International	United Kingdom
Goldman Sachs Group Holdings (U.K.) Limited	United Kingdom
Rothesay Life (Cayman) Limited	Cayman Islands
Broad Street Principal Investments International, Ltd.	Cayman Islands
Goldman Sachs Global Holdings L.L.C.	Delaware
GS Asian Venture (Delaware) L.L.C.	Delaware
Elevatech Limited	Hong Kong
Goldman Sachs Strategic Investments (Asia) L.L.C.	Delaware
GS (Asia) L.P.	Delaware
Goldman Sachs (Japan) Ltd.	British Virgin Islands
Goldman Sachs Japan Co., Ltd.	Japan
J. Aron Holdings, L.P.	Delaware
J. Aron & Company	New York
Goldman Sachs Asset Management, L.P.	Delaware
Goldman Sachs Hedge Fund Strategies LLC	Delaware
Goldman Sachs (Cayman) Holding Company	Cayman Islands
Goldman Sachs (Asia) Corporate Holdings L.P.	Delaware
Goldman Sachs Holdings (Hong Kong) Limited	Hong Kong
Goldman Sachs (Asia) Finance	Mauritius
Goldman Sachs (Asia) L.L.C.	Delaware
GS EMEA Funding Limited Partnership	United Kingdom
Goldman Sachs Holdings (Singapore) PTE. Ltd.	Singapore
J. Aron & Company (Singapore) PTE.	Singapore
Goldman Sachs (Singapore) PTE.	Singapore
Goldman Sachs Holdings ANZ Pty Limited	Australia
GS HLDGS Anz II Pty Ltd	Australia
Goldman Sachs Australia Group Holdings Pty Ltd	Australia
Goldman Sachs Australia Capital Markets Limited	Australia
Goldman Sachs Australia Pty Ltd	Australia
GS Holdings (Delaware) L.L.C. II	Delaware
GS Lending Partners Holdings LLC	Delaware
Goldman Sachs Lending Partners LLC	Delaware
Swancastle Limited	Ireland
Goldman Sachs Bank USA	New York
Goldman Sachs Mortgage Company	New York
Goldman Sachs Execution & Clearing, L.P.	New York
GS Financial Services II, LLC	Delaware
GS Funding Europe	United Kingdom
GS Funding Europe I Ltd.	Cayman Islands
GS Funding Europe II Ltd.	Cayman Islands
GS Investment Strategies, LLC	Delaware
MLQ Investors, L.P.	Delaware
PIA Holdings Cayman	Cayman Islands
GS PIA Holdings GK	Japan
Crane Holdings Ltd.	Japan

Name	State or Jurisdiction of Organization of Entity
ELQ Holdings (Del) LLC	Delaware
ELQ Holdings (UK) Ltd	United Kingdom
ELQ Investors VII Ltd	United Kingdom
GS Sapphire Holding Limited	United Kingdom
ELQ Investors IX Ltd	United Kingdom
ELQ Investors II Ltd	United Kingdom
ELQ Investors VIII Ltd	United Kingdom
Goldman Sachs Specialty Lending Holdings, Inc.	Delaware
Special Situations Investing Group II, LLC	Delaware
MTGRP, L.L.C.	Delaware
GS Diversified Funding LLC	Delaware
Hull Trading Asia Limited	Hong Kong
Goldman Sachs LLC	Mauritius
Goldman Sachs Venture LLC	Mauritius
GS Power Holdings LLC	Delaware
MTGLQ Investors, L.P.	Delaware
Broad Street Principal Investments Superholdco LLC	Delaware
Broad Street Principal Investments, L.L.C.	Delaware
Broad Street Credit Holdings LLC	Delaware
GS Direct, L.L.C.	Delaware
GS Fund Holdings, L.L.C.	Delaware
Shoelane GP, L.L.C.	Delaware
Shoelane, L.P.	Delaware
GSFS Investments I Corp.	Delaware

**THE GOLDMAN SACHS GROUP, INC AND ITS SUBSIDIARIES**

**Signature**

print name	Raymond Chow (signing under power of attorney in accordance with section 52 of the Corporations Act)	capacity	Authorised Person
sign here		date	2 March 2017

## Annexure B

(This is Annexure B of two (2) pages referred to in Form 605, Notice of ceasing to be a substantial shareholder)

Date of Change	Person Whose Relevant Interest Changed	Nature of Change	Consideration Given in Relation to Change (AUD)	Class and Number of Securities Affected		Person's votes Affected
02/24/17	GSI	Sell	606	175	Ordinary Fully Paid Shares	175
02/24/17	GSI	Buy	10,483	3,049	Ordinary Fully Paid Shares	3,049
02/24/17	GAUS	Buy	10,067,482	2,728,315	Ordinary Fully Paid Shares	2,728,315
02/24/17	GAUS	Sell	8,180	2,378	Ordinary Fully Paid Shares	2,378
02/24/17	GSI	Internal transfer in	N/A	15,610	Ordinary Fully Paid Shares	15,610
02/24/17	GSI	Sell	98,402	28,862	Ordinary Fully Paid Shares	28,862
02/27/17	GAUS	Sell	1,053	306	Ordinary Fully Paid Shares	306
02/27/17	GAUS	Sell	6,300,480	1,831,535	Ordinary Fully Paid Shares	1,831,535
02/27/17	GAUS	Sell	298,736	86,842	Ordinary Fully Paid Shares	86,842
02/27/17	GAUS	Sell	7,458	2,168	Ordinary Fully Paid Shares	2,168
02/27/17	GSA	Buy	8,739	2,474	Ordinary Fully Paid Shares	2,474
02/27/17	GAUS	Sell	2,292,323	666,373	Ordinary Fully Paid Shares	666,373
02/27/17	GSI	Buy	32,780	9,339	Ordinary Fully Paid Shares	9,339
02/27/17	GSA	Buy	780,344	222,528	Ordinary Fully Paid Shares	222,528
02/27/17	GAUS	Sell	363,278	105,604	Ordinary Fully Paid Shares	105,604
02/27/17	GSI	Sell	1,911	546	Ordinary Fully Paid Shares	546
02/27/17	GAUS	Sell	40,196	11,685	Ordinary Fully Paid Shares	11,685
02/27/17	GAUS	Sell	7,991	2,323	Ordinary Fully Paid Shares	2,323
02/27/17	GAUS	Sell	49,873	14,498	Ordinary Fully Paid Shares	14,498
02/28/17	GSI	Return of borrowed shares	N/A	74,000	Ordinary Fully Paid Shares	74,000
02/28/17	GSI	Return of borrowed shares	N/A	74,000	Ordinary Fully Paid Shares	74,000
02/28/17	GSI	Return of borrowed shares	N/A	45,000	Ordinary Fully Paid Shares	45,000
02/28/17	GSI	Return of borrowed shares	N/A	50,000	Ordinary Fully Paid Shares	50,000
02/28/17	GSI	Return of borrowed shares	N/A	45,000	Ordinary Fully Paid Shares	45,000
02/28/17	GSI	Return of borrowed shares	N/A	72,510	Ordinary Fully Paid Shares	72,510
02/28/17	GSI	Return of borrowed shares	N/A	50,000	Ordinary Fully Paid Shares	50,000
02/28/17	GSI	Return of borrowed shares	N/A	65,000	Ordinary Fully Paid Shares	65,000
02/28/17	GSI	Return of borrowed shares	N/A	55,000	Ordinary Fully Paid Shares	55,000
02/28/17	GSI	Return of borrowed shares	N/A	159,044	Ordinary Fully Paid Shares	159,044
02/28/17	GSI	Return of borrowed shares	N/A	100,000	Ordinary Fully Paid Shares	100,000
02/28/17	GSI	Return of borrowed shares	N/A	76,894	Ordinary Fully Paid Shares	76,894
02/28/17	GSI	Return of borrowed shares	N/A	36,357	Ordinary Fully Paid Shares	36,357

Date of Change	Person Whose Relevant Interest Changed	Nature of Change	Consideration Given in Relation to Change (AUD)	Class and Number of Securities Affected		Person's votes Affected
02/28/17	GSI	Return of borrowed shares	N/A	50,000	Ordinary Fully Paid Shares	50,000
02/28/17	GSI	Return of borrowed shares	N/A	95,173	Ordinary Fully Paid Shares	95,173
02/28/17	GSI	Return of borrowed shares	N/A	50,000	Ordinary Fully Paid Shares	50,000
02/28/17	GSI	Return of borrowed shares	N/A	50,000	Ordinary Fully Paid Shares	50,000
02/28/17	GSI	Return of borrowed shares	N/A	42,000	Ordinary Fully Paid Shares	42,000
02/28/17	GSI	Borrow of shares	N/A	1,200,000	Ordinary Fully Paid Shares	1,200,000
02/28/17	GSA	Buy	807,787	225,003	Ordinary Fully Paid Shares	225,003
02/28/17	GAUS	Sell	52,818	15,048	Ordinary Fully Paid Shares	15,048
02/28/17	GSI	Sell	2,458	683	Ordinary Fully Paid Shares	683
02/28/17	GSI	Buy	65	18	Ordinary Fully Paid Shares	18
02/28/17	GSA	GSA and its associates ceased to have the relevant interest in the shares that arose upon signing the sale agreement with Bain Capital Abacus Holdings, L.P. (such agreement attached to GSGI's Form 603 dated 27 February 2017) (Agreement) upon settlement occurring under the Agreement.	N/A	100,000,000	Ordinary Fully Paid Shares	100,000,000

**THE GOLDMAN SACHS GROUP, INC AND ITS SUBSIDIARIES**

**Signature**

Print name      Raymond Chow      Capacity      Authorised Person  
 (signing under power of attorney in accordance with section 52 of the Corporations Act)

**Sign here**



Date      2 March 2017