

Form 604Corporations Act 2001
Section 671B**Notice of change of interests of substantial holder**To Company Name/Scheme RBR Group LimitedACN/ARSN 115 857 988**1. Details of substantial holder (1)**Name Athol Emerton and Associated Entities

ACN/ARSN (if applicable) _____

There was a change in the interests of the
substantial holder on 22/01/2018The previous notice was given to the company on 12/09/2017The previous notice was dated 12/09/2017**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)
Fully Paid Securities	64,402,768	11.4	85,842,268	13.5

3. Changes in relevant interests

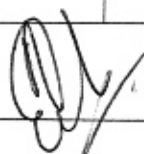
Particulars of each change in, or change in the nature of, a relevant interest of the substantial holder or an associate in voting securities of the company or scheme, since the substantial holder was last required to give a substantial holding notice to the company or scheme are as follows:

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 Attached					

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 (5)	Class and number of securities	Person's votes
Refer Attached					



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:

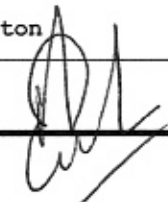
Name and ACN/ARSN (if applicable)	Nature of association
Refer Attached	

6. Addresses

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

Name	Address
Refer Attached	

Signature

print name **Athol Emerton** capacity **Self**
 sign here  date **22/01/2018**

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.

FORM 604

Annexure A

CORPORATIONS ACT 2001

SECTION 671B

NOTICE OF CHANGE OF INTERESTS OF SUBSTANTIAL HOLDER

THIS IS ANNEXURE A OF 1 PAGE REFERRED TO IN FORM 604 – Issued to RBR GROUP LIMITED by
ATHOL EMERTON & ASSOCIATED PARTIES

A. Emerton



22/01/2018
DATE

3. Changes in relevant interests

Particulars of each change in relevant interest of the substantial holder or an associate in voting securities of the company or scheme, since the substantial shareholder was last required to give a substantial holding notice to the company are as follows:

Date of change	Person whose relevant interest changed	Nature of change	Consideration	Class and Number of Securities	Persons Votes Affected
15/04/2016	Athol Emerton	On-market	\$563	Ordinary 50,000	50,000
20/04/2016	Athol Emerton	On-market	\$436	Ordinary 39,673	39,673
15/08/2016	Athol Emerton	Placement	\$2,565	Ordinary 285,000	285,000
16/09/2016	Athol Emerton	On-market	\$836	Ordinary 82,200	82,200
02/12/2016	Athol Emerton	Placement	\$20,000	Ordinary 2,500,000	2,500,000
11/04/2017	Athol Emerton	On-market	\$8,486	Ordinary 1,411,400	1,411,400
12/04/2017	Athol Emerton	On-market	\$17,313	Ordinary 2,885,430	2,885,430
13/04/2017	Athol Emerton	On-market	\$5,151	Ordinary 858,501	858,501
19/04/2017	Athol Emerton	On-market	\$10,000	Ordinary 1,637,000	1,637,000
21/04/2017	Athol Emerton	On-market	\$160	Ordinary 26,643	26,643
27/04/2017	Athol Emerton	On-market	\$8,139	Ordinary 1,353,357	1,353,357
28/04/2017	Athol Emerton	On-market	\$1,860	Ordinary 310,286	310,286
22/01/2018	Athol Emerton	Placement	\$70,000	Ordinary 10,000,000	10,000,000
	Athol Emerton	Adjustment	N/A	10	10

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 a holder	Nature of relevant interest	Class and number of securities affected	Person's votes affected
Athol Emerton	Self	85,328,380 ordinary shares	85,328,380 ordinary shares
Jennifer Emerton	Self	513,888 ordinary shares	513,888 ordinary shares
TOTAL		85,842,268 ordinary shares	85,842,268 ordinary shares

5. Changes in association

There have been no changes.

6. Addresses

All individuals or entities reside at the one address of 8 Stott Street, Bullcreek, WA, 6149.