



**WASHINGTON H SOUL PATTINSON
AND COMPANY LIMITED**

ABN: 49 000 002 728

Level 1, 160 Pitt Street Mall Sydney NSW 2000 Australia

GPO Box 479, Sydney NSW 2001 T: (02) 9232 7166 F: (02) 9235 1747

25 March 2019

The Company Secretary
SG Fleet Group Limited
Building 3, 20 Bridge Street,
PYMBLE NSW 2073

Dear Ms Rigato

Notice of Change of Interests of Substantial Holder

We enclose Corporations Act 2001 Form 604, Notice of Change of Interests of Substantial Holder, lodged today with the Australian Securities Exchange.

This notice is the result of a technical relevant interest arising from Washington H Soul Pattinson and Company Limited (WHSP) holding more than 20% of the issued capital of Pengana Capital Group Limited.

WHSP does not hold any shares in SG Fleet Group Limited directly.

Yours faithfully

I.D. Bloodworth
Company Secretary

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Form 604

Corporations Act 2001
Section 671B

Notice of change of interests of substantial holder

To Company Name/Scheme SG Fleet Group Limited (ASX: SGF)

ACN/ARSN ACN 167 554 574

1. Details of substantial holder(1)

Name Washington H. Soul Pattinson and Company Limited (WHSP)

ACN/ARSN (if applicable) ACN 000 002 728

There was a change in the interests of the substantial holder on 21/03/2019

The previous notice was given to the company on 08/12/2017

The previous notice was dated 08/12/2017

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	16,286,464	6.33%	13,898,378	5.31%

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 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
11/12/2017	WHSP (relevant interest due to holding voting power of more than 20% in Pengana Capital Group Limited (PCG))	Purchase	\$1,799,344	500,967 Ordinary Shares	500,967
13/12/2017	WHSP as above	Purchase	\$79,917	19,129 Ordinary Shares	19,129
14/12/2017	WHSP as above	Purchase	\$671,215	165,708 Ordinary Shares	165,708
15/12/2017	WHSP as above	Purchase	\$32,901	8,028 Ordinary Shares	8,028
9/01/2018	WHSP as above	Purchase	\$140,239	35,513 Ordinary Shares	35,513
6/02/2018	WHSP as above	Sale	\$11,092	-2,518 Ordinary Shares	-2,518
22/02/2018	WHSP as above	Purchase	\$10,209	2,518 Ordinary Shares	2,518
23/02/2018	WHSP as above	Purchase	\$3,651	1,000 Ordinary Shares	1,000
28/02/2018	WHSP as above	Purchase	\$74,695	19,835 Ordinary Shares	19,835

1/03/2018	WHSP as above	Purchase	\$23,488	6,271	Ordinary Shares	6,271
20/03/2018	WHSP as above	Purchase	\$18,755	4,943	Ordinary Shares	4,943
22/03/2018	WHSP as above	Purchase	\$75	20	Ordinary Shares	20
10/04/2018	WHSP as above	Purchase	\$3,558	1,000	Ordinary Shares	1,000
13/04/2018	WHSP as above	Purchase	\$14,474	4,110	Ordinary Shares	4,110
16/04/2018	WHSP as above	Purchase	\$6,509	1,890	Ordinary Shares	1,890
1/05/2018	WHSP as above	Sale	\$49	-14	Ordinary Shares	-14
3/05/2018	WHSP as above	Sale	\$136,600	-37,903	Ordinary Shares	-37,903
4/05/2018	WHSP as above	Sale	\$71,941	-20,000	Ordinary Shares	-20,000
7/05/2018	WHSP as above	Sale	\$37,206	-10,000	Ordinary Shares	-10,000
11/05/2018	WHSP as above	Sale	\$1,817,293	-467,000	Ordinary Shares	-467,000
7/08/2018	WHSP as above	Sale	\$87,529	-25,000	Ordinary Shares	-25,000
20/08/2018	WHSP as above	Purchase	\$91,350	25,000	Ordinary Shares	25,000
27/08/2018	WHSP as above	Sale	\$59,634	-15,000	Ordinary Shares	-15,000
4/02/2019	WHSP as above	Sale	\$41,137	-15,000	Ordinary Shares	-15,000
5/02/2019	WHSP as above	Sale	\$26,071	-10,000	Ordinary Shares	-10,000
15/02/2019	WHSP as above	Sale	\$1,297,140	-500,000	Ordinary Shares	-500,000
18/02/2019	WHSP as above	Sale	\$804,310	-310,000	Ordinary Shares	-310,000
19/02/2019	WHSP as above	Sale	\$47,987	-20,000	Ordinary Shares	-20,000
21/02/2019	WHSP as above	Sale	\$217,955	-84,632	Ordinary Shares	-84,632
25/02/2019	WHSP as above	Sale	\$1,583,499	-615,065	Ordinary Shares	-615,065
26/02/2019	WHSP as above	Sale	\$104,680	-40,575	Ordinary Shares	-40,575
27/02/2019	WHSP as above	Sale	\$239,762	-93,404	Ordinary Shares	-93,404
28/02/2019	WHSP as above	Sale	\$81,648	-31,726	Ordinary Shares	-31,726
7/03/2019	WHSP as above	Sale	\$676,781	-266,240	Ordinary Shares	-266,240
14/03/2019	WHSP as above	Sale	\$19,754	-7,919	Ordinary Shares	-7,919
20/03/2019	WHSP as above	Sale	\$147,787	-60,432	Ordinary Shares	-60,432
21/03/2019	WHSP as above	Sale	\$168,333	-68,554	Ordinary Shares	-68,554

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