

30 July 2015

Attention:

Eureka Group Holdings Limited
Unit 7, 486 Scottsdale Drive,
Varsity Lakes, Qld, 4227

Copy:

Company Announcements Office
ASX Limited
20 Bridge St
Sydney, NSW, 2000

Dear Sir/Madam,

Re: Notice of change of interests of substantial holder in Eureka Group Holdings Limited (EGH)

TBF Investment Management Pty Ltd [T/A The Boat Fund], as the Investment Manager of the TBF Small Cap Value Growth Fund, has changed its shareholding in Eureka Group Limited.

We enclose Form 604 – Notice of change of interests of substantial holder.

Yours faithfully,



Directors & Portfolio Managers
Sam Orr
Ron Shamgar

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Form 604

Corporations Act 2001

Section 671B

Notice of change of interests of substantial holder

To Company Name/Scheme

EUREKA GROUP HOLDINGS

ACN/ARSN

097 241 159

1. Details of substantial holder(1)

Name

TBF INVESTMENT MANAGEMENT Pty Ltd

ACN/ARSN (if applicable)

160 092 419

There was a change in the interests of the substantial holder on

27/7/15

The previous notice was given to the company on

29/5/15

The previous notice was dated

29/5/15

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 | 12,356,256 | 6.89% | 10,587,831 | 5.63% |

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 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:

| Name and ACN/ARSN (if applicable) | Nature of association |
|-----------------------------------|-----------------------|
| SEE ANNEXURE A | |

6. Addresses

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

| Name | Address |
|----------------|---------|
| SEE ANNEXURE A | |

Signature

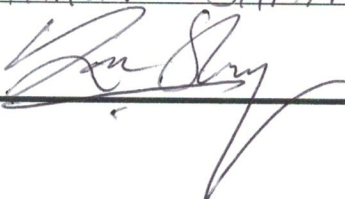
print name

YARON SHAMGAR

capacity

DIRECTOR & PORTFOLIO MANAGER

sign here



date

30/7/15

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:
- 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
 - 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.

ANNEXURE A

THIS IS “ANNEXURE A” OF 2 PAGES REFERRED TO IN FORM 604 NOTICE OF CHANGE OF INTERESTS OF SUBSTANTIAL HOLDER IN EUREKA GROUP HOLDINGS ACN 097 241 159

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 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 | Persons Votes affected |
|---|---|-----------------------------|--|--|-------------------------------|
| VARIOUS BETWEEN 24 June 2015 and 29 July 2015 | TBF INVESTMENT MANAGEMENT PTY LTD <TBF SMALL CAP VALUE GROWTH FUND> | ON MARKET SALE | VARIOUS BETWEEN \$.52 and \$.53 PER SHARE | 10,587,831 | 10,587,831 (5.63%) |

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 | Persons Votes |
|---|--|---|--|---------------------------------------|----------------------|
| TBF INVESTMENT MANAGEMENT PTY LTD <TBF SMALL CAP VALUE GROWTH FUND> | SANDHURST TRUSTEES LIMITED (CUSTODIAN) | LINEAR ASSET MANAGEMENT LIMITED (RESPONSIBLE ENTITY OF THE TBF SMALL CAP VALUE GROWTH FUND) | TBF INVESTMENT MANAGEMENT PTY LTD HAS THE POWER TO EXERCISE, OR CONTROL THE EXERCISE OF, A RIGHT TO VOTE ATTACHED TO THE SECURITIES AND THE POWER TO DISPOSE OF (OR ACQUIRE FURTHER), OR CONTROL THE EXERCISE OF A POWER TO DISPOSE OF (OR ACQUIRE FURTHER), THE SECURITIES AS THE INVESTMENT MANAGER OF THE TBF SMALL CAP VALUE GROWTH FUND | 10,587,831 | 10,587,831 (5.63%) |

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5. Associates

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 |
|-----------------------------------|-----------------------|
| NOT APPLICABLE | |

6. Addresses

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

| Name | Address |
|-----------------------------------|--|
| EUREKA GROUP HOLDINGS LIMITED | UNIT 7, 486 SCOTTSDALE DRIVE, |
| TBF INVESTMENT MANAGEMENT PTY LTD | LEVEL 26, 44 MARKET STREET, SYDNEY, NSW, 2000 |
| SANDHURST TRUSTEES LIMITED | LEVEL 5, 120 HARBOUR ESPLANADE, DOCKLANDS, VIC, 3008 |
| LINEAR ASSET MANAGEMENT LIMITED | LEVEL 9, 525 FLINDERS STREET, MELBOURNE, VIC, 3000 |



Signature:

Name: Yaron Shamgar

Capacity: Director & Portfolio Manager

Date: 30 July 2015