

Form 604

Corporations Act 2001

Section 671B

Notice of change of interests of substantial holderTo Company Name/Scheme: **Eureka Group Holdings Limited**ACN/ARSN: **097 241 159****1. Details of substantial holder(1)**Name: **LINEAR ASSET MANAGEMENT LIMITED**ACN/ARSN (if applicable) **119 757 596**

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

10/12/2014

The previous notice was given to the company on

08/10/2014

The previous notice was dated

08/10/2014**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 | 6,041,461 | 5.34% | 11,118,388 | 7.09% |
| | | | | |

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 |
|----------------|--|----------------------|---|---|-------------------------|
| 10/12/2014 | Linear Asset Management Limited | | 1,200,737.36 | 5,146,927 | 1.75% |
| | | | | | |
| | | | | | |

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 |
|-----------------------------|---------------------------------|--|---|--------------------------------|----------------|
| Linear Asset Management Ltd | Sandhurst Trustees Ltd | Linear Asset Management Ltd (Responsible Entity of the TBF Small Cap Value Growth Fund | Linear Asset Management 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 control the exercise of a power to dispose of the securities as the Responsible Entity of the TBF Small Cap Value Growth Fund | 11,118,388 | 7.09% |

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 |
|-----------------------------------|-----------------------|
| | |
| | |

6. Addresses

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

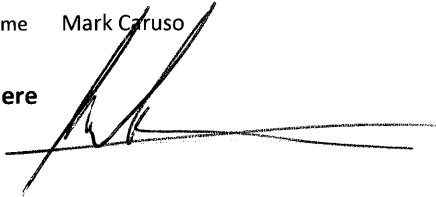
| Name | Address |
|-------------------------------|---|
| Eureka Group Holdings Limited | Unit 7, 486 Scottsdale Drive, Varsity Lakes, QLD, AUSTRALIA, 4227 |
| Linear Asset Management Ltd | Level 9, 525 Flinders Street, Melbourne, VIC 3000 |
| Sandhurst Trustees Ltd | Level 5, 120 Harbour Esplanade, Docklands, VIC 3008 |

Signature

print name Mark Caruso

capacity Company Secretary

sign here



date 11 / 12 / 2014

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