

Tribeca

**Tribeca
Investment
Partners Pty Ltd**

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To: Company Announcements

Organisation: ASX

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From: Diana Shang-Knudsen

Pages: 5 (Including cover sheet)

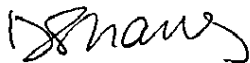
Date: 7 February 2018

Re: Notice of initial substantial shareholder
AMENDED

Message:

Please find attached an amendment to Annexure A to Notice of becoming a substantial shareholder lodged with the ASX earlier this afternoon.

Regards



Diana Shang-Knudsen
Joint Company Secretary

Encl.

Form 603

Corporations Act 2001
Section 671B

Notice of initial substantial holder

To Company Name/Scheme CANN GROUP LIMITED

ACN/ARSN 603 949 739

1. Details of substantial holder (1)

Name Tribeca Investment Partners Pty Ltd

ACN/ARSN (if applicable) 080 430 100

The holder became a substantial holder on 05/02 /2018

2. Details of 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 on the date the substantial holder became a substantial holder are as follows:

Class of securities (4)	Number of securities	Person's votes (5)	Voting power (6)
Ordinary	7,041,570	5.05%	5.05%

3. Details of relevant interests

The nature of the relevant interest the substantial holder or an associate had in the following voting securities on the date the substantial holder became a substantial holder are as follows:

Holder of relevant interest	Nature of relevant interest (7)	Class and number of securities
	Annexure B	

4. Details of present registered holders

The persons registered as holders of the securities referred to in paragraph 3 above are as follows:

Holder of relevant interest	Registered holder of securities	Person entitled to be registered as holder (8)	Class and number of securities
	Annexure B		

5. Consideration

The consideration paid for each relevant interest referred to in paragraph 3 above, and acquired in the four months prior to the day that the substantial holder became a substantial holder is as follows:

Holder of relevant interest	Date of acquisition	Consideration (9)		Class and number of securities
		Cash	Non-cash	
	Annexure A			

6. Associates

The reasons the persons named in paragraph 3 above are associates of the substantial holder are as follows:

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

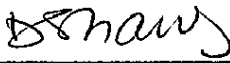
7. Addresses

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

Name	Address
Tribeca Investment Partners Pty Ltd	Level 23, 1 O'Connell Street, Sydney, NSW 2000

Signature

print name Diana Shang-Knudsen capacity Joint Company Secretary

sign here  date 07/02 /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 7 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 total number of votes attached to all the voting shares in the company or voting interests in the scheme (if any) that the person or an associate has a relevant interest in.
- (6) The person's votes divided by the total votes in the body corporate or scheme multiplied by 100.
- (7) Include details of:
 - (a) any relevant agreement or other circumstances by which the relevant interest was acquired. 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.
- (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) 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.

AMENDED

This is Annexure A of 1 page referred to in Form 603 Notice of initial substantial shareholding.

07-February-2018


Authorized signatory
Diana Shang-Knudsen

Date

CANN GROUP LIMITED					
Date of change	Person whose relevant interest changed	Nature of change / Consideration given in relation to change			Class and Number of securities
10-Oct-17	Tribeca Investment Partners Pty Ltd	On market buy	AUD	8,006	Ord 10,608
11-Oct-17		On market buy	AUD	77,899	Ord 96,961
30-Oct-17		On market sell	AUD -	112,830	Ord - 213,429
31-Oct-17		On market sell	AUD -	133,419	Ord - 262,182
01-Nov-17		On market sell	AUD -	64,316	Ord - 119,666
02-Nov-17		On market sell	AUD -	43,922	Ord - 84,607
13-Nov-17		On market sell	AUD -	25,757	Ord - 69,155
17-Nov-17		On market sell	AUD -	278,115	Ord - 969,695
20-Nov-17		On market sell	AUD -	767	Ord - 2,731
21-Nov-17		On market sell	AUD -	4,772	Ord - 14,125
05-Dec-17		On market buy	AUD	15,595	Ord 47,123
12-Dec-17		Subscription	AUD	6,500,000	Ord 2,600,000
29-Dec-17		On market buy	AUD	142,857	Ord 393,600
03-Jan-18		On market sell	AUD -	812	Ord - 2,371
04-Jan-18		On market buy	AUD	750,000	Ord 2,765,925
05-Jan-18		On market buy	AUD	330,000	Ord 1,353,099
18-Jan-18		On market sell	AUD -	5,808	Ord - 19,762
19-Jan-18		On market sell	AUD -	8,905	Ord - 30,722
22-Jan-18		On market sell	AUD -	9,191	Ord - 31,217
23-Jan-18		On market buy	AUD	289,320	Ord 922,931
25-Jan-18		On market buy	AUD	10,680	Ord 34,674
30-Jan-18		On market sell	AUD -	658	Ord - 2,198
31-Jan-18		On market buy	AUD	177,463	Ord 549,585
01-Feb-18		On market buy	AUD	4,369	Ord 13,544
02-Feb-18		On market buy	AUD	75,737	Ord 220,789
05-Feb-18		On market buy	AUD	153,023	Ord 404,620

SUM Check

7,845,677

7,591,598

This is Annexure B of 1 page referred to in Form 603 Notice of initial substantial shareholding.

07-February-2018

DShang
Authorized signatory
Diana Shang-Knudsen

Date

CANN GROUP LIMITED					
Holder of Relevant Interest	Registered Holder of Securities	Person entitled to be registered as holder	Nature of Relevant Interest	Class and number of securities	
Tribeca Investment Partners Pty Ltd	UBS Nominees Pty Ltd		Power to control the exercise of a right to vote attached to securities and / or the power to dispose of securities as investment manager	Ord	2,413,519
	Citicorp Nominees Pty Ltd			Ord	2,272,767
	HSBC Custody Nominees (Aust) Ltd			Ord	1,141,810
	The Northern Trust Company			Ord	414,842
	JP Morgan Nominees Aust Ltd			Ord	437,028
	National Nominees Ltd			Ord	361,604