

Form 604Corporations Act 2001
Section 671B**Notice of change of interests of substantial holder**

To Company Name/Scheme

MDS Financial Group Ltd

ACN/ARSN

091 744 884**1. Details of substantial holder(1)**

Name

SEQUOIA GROUP HOLDINGS PTY LTD + S.L. BEETON

ACN/ARSN (if applicable)

166 002 375

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

11/7/14

The previous notice was given to the company on

3/2/14

The previous notice was dated

22/11/14**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)
<u>Ordinary</u>	<u>79,817,325</u>	<u>15.5%</u>	<u>175,601,792</u>	<u>19.67%</u>
			<u>POST RIGHTS ISSUE</u>	

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
	<u>See</u>	<u>Attached</u>			

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
	<u>See</u>	<u>Attached.</u>			

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
SEQUOIA GROUP HOLDINGS	Level 8 25 Bligh St Sydney NSW 2000
S L BEETON	11- Level 8 25 Bligh St Sydney NSW 2000

Signature

print name Scott L. Beeton capacity Director + Self
 sign here [Signature] date 4/8/04

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.

MDS FINANCIAL GROUP LIMITED

From 10/01/2014 To 31/07/2014

Holder SEQUOIA GROUP HOLDINGS PTY LTD (ACN 166 002 375) and SL & SM BEETON RELEVANT INTERESTS
Address LEVEL 8, 25 Bligh Street, Sydney, NSW 2000

Date	Transactions	Debit/Credit	Balance	Nature of Change	Price	Amount	%	Total % b
11/07/2014	SEQUOIA GROUP HOLDINGS PTY LTD SL Beeton Director	17,500,000	74,206,104	Rights Issue	0.002	\$35,000	1.9602	8.31
19/02/2014	SEQUOIA GROUP HOLDINGS PTY LTD SL Beeton Director	126,667	56,706,104	On Market	0.007	\$887	0.0246	
28/01/2014	SEQUOIA GROUP HOLDINGS PTY LTD SL Beeton Director	3,200,000	56,579,437	On Market	0.007	\$22,400	0.6213	
30/12/2013	SEQUOIA GROUP HOLDINGS PTY LTD SL Beeton Director	1,000,000	53,379,437	On Market	0.008	\$8,000	0.1941	
11/07/2014	SL & SM BEETON <SL & SM BEETON S/F A/C> Trustee	60,000,000	71,793,466	Rights Issue	0.002	\$120,000	6.7207	8.04
15/05/2014	SL & SM BEETON <SL & SM BEETON S/F A/C> Trustee	105,202	11,793,466	On Market	0.009	\$947	0.0204	
14/05/2014	SL & SM BEETON <SL & SM BEETON S/F A/C> Trustee	24,798	11,688,264	On Market	0.009	\$223	0.0048	
26/03/2014	SL & SM BEETON <SL & SM BEETON S/F A/C> Trustee	8,665	11,663,466	On Market	0.007	\$61	0.0017	
3/02/2014	SL & SM BEETON <SL & SM BEETON S/F A/C> Trustee	4,673	11,654,801	On Market	0.007	\$33	0.0009	
28/01/2014	SL & SM BEETON <SL & SM BEETON S/F A/C> Trustee	786,662	11,650,128	On Market	0.007	\$5,507	0.1527	
11/07/2014	SL BEETON <COOPER BEETON A/C> Self	1,000,000	1,111,111	Rights Issue	0.002	\$2,000	0.112	0.12
12/12/2013	SL BEETON <AMELIE MYEELA BEETON A/C> Self	0	111,111	Previous holding	0	\$0	0	0.01
17/04/2014	BEETON ENTERPRISES P/L <SL & SM BEETON A/C> Director	5,000	12,000,000	On Market	0.01	\$50	0.001	1.34
14/04/2014	BEETON ENTERPRISES P/L <SL & SM BEETON A/C> Director	500,000	11,995,000	On Market	0.008	\$4,000	0.0971	
8/04/2014	BEETON ENTERPRISES P/L <SL & SM BEETON A/C> Director	1,000,000	11,495,000	On Market	0.01	\$10,000	0.1941	
4/04/2014	BEETON ENTERPRISES P/L <SL & SM BEETON A/C> Director	1,195,000	10,495,000	On Market	0.01	\$11,950	0.232	
28/03/2014	BEETON ENTERPRISES P/L <SL & SM BEETON A/C> Director	255,000	9,300,000	On Market	0.007	\$1,785	0.0495	
12/03/2014	BEETON ENTERPRISES P/L <SL & SM BEETON A/C> Director	45,000	9,045,000	On Market	0.007	\$315	0.0087	
11/07/2014	BEETON INVESTMENTS P/L <BEETON FAMILY S/F A/C> Director	11,500,000	16,380,000	Rights Issue	0.002	\$23,000	0.1339	1.83
7/05/2014	BEETON INVESTMENTS P/L <BEETON FAMILY S/F A/C> Director	212,943	4,880,000	On Market	0.01	\$2,129	0.0413	
2/05/2014	BEETON INVESTMENTS P/L <BEETON FAMILY S/F A/C> Director	37,057	4,667,057	On Market	0.008	\$296	0.0072	
31/01/2014	BEETON INVESTMENTS P/L <BEETON FAMILY S/F A/C> Director	3,580,000	4,630,000	On Market	0.007	\$25,060	0.695	

Total

175,601,792

19.67