

Form 603
Corporations Act 2001
Section 671B
Notice of initial substantial holder

To Company Name/Scheme The Agency Group Australia Ltd (Company)

ACN/ARSN 118 913 232

1. Details of substantial holder (1)

Name Magnolia Equities III Pty Ltd (ACN 634 968 657), Magnolia Equities IV Pty Ltd (ACN 634 969 387), Magnolia Equities V Pty Ltd (ACN 634 001 893), Magnolia Equities VI Pty Ltd (ACN 635 004 483) and Mitchell Atkins

ACN (if applicable) As above

The holder became a substantial holder on 01/08/2019

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)
Fully paid ordinary shares (Ordinary Shares)	9,230,770	9,230,770	7.65%

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
Mitchell Atkins	Controller of each Registered Holder listed below	9,230,770 Ordinary Shares
Magnolia Equities III Pty Ltd	Registered Holder	1,923,077 Ordinary Shares
Magnolia Equities IV Pty Ltd	Registered Holder	2,692,308 Ordinary Shares
Magnolia Equities V Pty Ltd	Registered Holder	3,461,539 Ordinary Shares
Magnolia Equities VI Pty Ltd	Registered Holder	1,153,846 Ordinary Shares

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
Mitchell Atkins	Magnolia Equities III Pty Ltd	Magnolia Equities III Pty Ltd	1,923,077 Ordinary Shares
Mitchell Atkins	Magnolia Equities IV Pty Ltd	Magnolia Equities IV Pty Ltd	2,692,308 Ordinary Shares
Mitchell Atkins	Magnolia Equities V Pty Ltd	Magnolia Equities V Pty Ltd	3,461,539 Ordinary Shares
Mitchell Atkins	Magnolia Equities VI Pty Ltd	Magnolia Equities VI Pty Ltd	1,153,846 Ordinary Shares

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	
Mitchell Atkins	1 AUGUST 2019	\$0.065 per share		9,230,770 Ordinary Shares
Magnolia Equities III Pty Ltd ACN 634 968 657	1 AUGUST 2019	\$0.065 per share		1,923,077 Ordinary Shares
Magnolia Equities IV Pty Ltd ACN 634 969 387	1 AUGUST 2019	\$0.065 per share		2,692,308 Ordinary Shares
Magnolia Equities V Pty Ltd ACN 634 001 893	1 AUGUST 2019	\$0.065 per share		3,461,539 Ordinary Shares
Magnolia Equities VI Pty Ltd ACN 635 004 483	1 AUGUST 2019	\$0.065 per share		1,153,846 Ordinary Shares

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
Mitchell Atkins	Controller of the registered holders
Magnolia Equities III Pty Ltd (ACN 634 968 657), Magnolia Equities IV Pty Ltd (ACN 634 969 387), Magnolia Equities V Pty Ltd (ACN 634 001 893), Magnolia Equities VI Pty Ltd (ACN 635 004 483)	These entities are ultimately controlled by Mitchell Atkins

7. Addresses

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

Name	Address
Mitchell Atkins, Magnolia Equities III Pty Ltd (ACN 634 968 657), Magnolia Equities IV Pty Ltd (ACN 634 969 387), Magnolia Equities V Pty Ltd (ACN 634 001 893), Magnolia Equities VI Pty Ltd (ACN 635 004 483)	C/- BHB Accountants, Level 1, Suite 2, 64 Terrigal Esplanade, Terrigal NSW 2260

Signature

print name

Mitchell Atkins

capacity Director

sign here



date 6 August 2019