

# Form 604

Corporations Law  
Section 671B

## Notice of change of interests of substantial holder

To Company Name/Scheme Suncorp Group Limited

ACN/ARSN 010 831 722

### 1. Details of substantial holder (1)

Name JCP Investment Partners Ltd

ACN (if applicable) ACN 085 400 540

There was a change in the interests of the substantial holder on 01/07/2011

The previous notice was given to the company on 07/02/2011

The previous notice was dated 07/02/2011

### 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	64,294,654	5.02%	77,519,056	6.03%

### 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 B					

**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 (if applicable)	Nature of association

**6. Addresses**

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

Name	Address
JCP Investment Partners Ltd	Level 23, Bourke Place, 600 Bourke Street, Melbourne VIC 3000 Australia

**Signature**

print name Nancy Day capacity Company Secretary

sign here  date 05/07/2011

**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 Law.
- (3) See the definition of "relevant interest" in sections 608 and 671B(7) of the Corporations Law.
- (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 Law.
- (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) Given details, if appropriate, of the present association and any change in that association since the last substantial holding notice.

For the period between 8 February 2011 to 1st July 2011						
Transaction date	Entity	Instruments	Type of transaction	Ccy	Consideration	Quantity
7-Feb-11	JCP	Suncorp Group Ltd	Purchase	AUD	\$ 1,946,002.85	226,900
10-Feb-11	JCP	Suncorp Group Ltd	Sale	AUD	-\$ 57,222.00	- 6,600
17-Feb-11	JCP	Suncorp Group Ltd	Purchase	AUD	\$ 3,277,284.15	375,900
18-Feb-11	JCP	Suncorp Group Ltd	Sale	AUD	-\$ 298,908.00	- 34,200
22-Feb-11	JCP	Suncorp Group Ltd	Purchase	AUD	\$ 3,460,983.02	404,311
25-Feb-11	JCP	Suncorp Group Ltd	Purchase	AUD	\$ 5,077,860.00	600,000
28-Feb-11	JCP	Suncorp Group Ltd	Purchase	AUD	\$ 4,204,500.00	500,000
1-Mar-11	JCP	Suncorp Group Ltd	Purchase	AUD	\$ 4,331,950.00	500,000
2-Mar-11	JCP	Suncorp Group Ltd	Purchase	AUD	\$ 10,530,891.00	1,230,000
3-Mar-11	JCP	Suncorp Group Ltd	Purchase	AUD	\$ 3,072,721.86	362,700
10-Mar-11	JCP	Suncorp Group Ltd	Purchase	AUD	-\$ 215,216.99	- 26,363
17-Mar-11	JCP	Suncorp Group Ltd	Purchase	AUD	-\$ 1,037,280.75	- 130,900
31-Mar-11	JCP	Suncorp Group Ltd	Purchase	AUD	\$ 1,693,360.00	200,000
1-Apr-11	JCP	Suncorp Group Ltd	Purchase	AUD	\$ 9,181,610.52	1,139,152
6-Apr-11	JCP	Suncorp Group Ltd	Purchase	AUD	\$ 1,094,822.01	128,842
14-Apr-11	JCP	Suncorp Group Ltd	Purchase	AUD	\$ 2,012,283.00	245,700
20-Apr-11	JCP	Suncorp Group Ltd	Purchase	AUD	\$ 112,285.77	13,830
12-May-11	JCP	Suncorp Group Ltd	Sale	AUD	-\$ 4,384,347.80	- 530,600
13-May-11	JCP	Suncorp Group Ltd	Sale	AUD	-\$ 3,471,045.39	- 410,100
25-May-11	JCP	Suncorp Group Ltd	Purchase	AUD	\$ 2,352,426.22	285,714
26-May-11	JCP	Suncorp Group Ltd	Purchase	AUD	\$ 438,744.70	52,300
30-May-11	JCP	Suncorp Group Ltd	Purchase	AUD	\$ 6,164,374.27	734,720
31-May-11	JCP	Suncorp Group Ltd	Purchase	AUD	\$ 12,799,368.00	1,530,000
1-Jun-11	JCP	Suncorp Group Ltd	Purchase	AUD	\$ 7,745,911.39	918,818
2-Jun-11	JCP	Suncorp Group Ltd	Purchase	AUD	\$ 4,111,076.90	495,400
6-Jun-11	JCP	Suncorp Group Ltd	Purchase	AUD	\$ 623,979.90	76,500
8-Jun-11	JCP	Suncorp Group Ltd	Purchase	AUD	\$ 843,601.50	105,000
10-Jun-11	JCP	Suncorp Group Ltd	Purchase	AUD	\$ 568,511.00	70,100
20-Jun-11	JCP	Suncorp Group Ltd	Purchase	AUD	\$ 763,237.44	93,534
30-Jun-11	JCP	Suncorp Group Ltd	Purchase	AUD	\$ 8,026,417.01	992,300
For the period between 8 February 2011 to 1st July 2011	JCP	Suncorp Group Ltd	Transfer In	AUD		3,081,444

Nancy Day  
Company Secretary  
5/07/2011



Holder of Relevant Interest	Registered Holder of Securities	Class	Number of Securities
JCP Investment Partners Ltd	National Nominees Limited	Fully Paid Ordinary	24,810,311
JCP Investment Partners Ltd	J.P. Morgan Nominees Ltd	Fully Paid Ordinary	6,794,671
JCP Investment Partners Ltd	JP Morgan Nominees Australia Ltd	Fully Paid Ordinary	17,485,267
JCP Investment Partners Ltd	Cogent Nominees Pty Ltd	Fully Paid Ordinary	3,091,846
JCP Investment Partners Ltd	HSBC Custody Nominees (Australia) Limited	Fully Paid Ordinary	25,336,961
			<u>77,519,056</u>



---

Nancy Day  
Company Secretary  
5/07/2011