

Form 604

Corporations Act 2001
Section 671B

Notice of change of interests of substantial holder

To Company Name/Scheme DW8 Limited
ACN/ARSN 086 435 136

1. Details of substantial holder (1)

Name DW8 Limited
ACN/ARSN (if applicable) 086 435 136

There was a change in the interests of the substantial holder on 15/12/2021, 28/03/2022, 8/04/2022, 30/04/2022, 23/05/2022 and 10/06/2022

The previous notice was given to the company on 12/12/2021 as amended and replaced by notice dated 14/06/2022

The previous notice was dated 12/12/2021 as amended and replaced by notice dated 14/06/2022

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)
Fully paid ordinary shares (Shares)	444,771,949	16.94%	302,224,647	11.43%

3. Changes in relevant interests

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:

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
15/12/2021	DW8 Limited (the Company)	Refer to the Form 603 dated 12 December 2021 as amended and replaced by the Form 603 dated 13 June 2022 (together, the Previous Notice) for full details regarding the relevant interest held by the Company in its own shares pursuant to section 608(1)(c) of the <i>Corporations Act 2001</i> (Cth) as a result of the Company having the ability to prohibit certain shareholders from disposing of these shares for a prescribed period of time pursuant to the voluntary restriction agreements provided at Annexures A and B of the Previous Notice (the Restriction Agreements). These shares are described in this Form 604 as the Escrowed Shares. A change in the Company's relevant interest occurred due to dilution of the	N/A	18,199,923 Shares	18,199,923. The voting power of the Company was reduced from 16.94% to 16.82%, a reduction of 0.12%

		proportionate number of Escrowed Shares resulting from the issue of 18,199,923 new shares on 15 December 2021			
28/03/2022	As above	A change in the Company's relevant interest occurred due to 3,430,756 Escrowed Shares being released from voluntary restriction on 28 March 2022 pursuant to the terms of the applicable Restriction Agreement.	N/A	3,430,756 Shares	3,430,756. The voting power of the Company was reduced from 16.82% to 16.69%, a reduction of 0.13%
8/04/2022	As above	A change in the Company's relevant interest occurred due to dilution of the proportionate number of Escrowed Shares resulting from the issue of 345,000 new shares on 8 April 2022.	N/A	345,000 Shares	345,000. The voting power of the Company was reduced from 16.690% to 16.688%, a reduction of 0.002%
30/04/2022	As above	A change in the Company's relevant interest occurred due to 3,430,755 Escrowed Shares being released from voluntary restriction on 30 April 2022 pursuant to the terms of the applicable Restriction Agreement.	N/A	3,430,755 Shares	3,430,755. The voting power of the Company was reduced from 16.69% to 16.56%, a reduction of 0.13%
23/05/2022	As above	A change in the Company's relevant interest occurred due to dilution of the proportionate number of Escrowed Shares resulting from the issue of 371,640 new shares on 23 May 2022.	N/A	371,640 Shares	371,640. The voting power of the Company was reduced from 16.16.558% to 16.556%, a reduction of 0.002%
10/06/2022	As above	A change in the Company's relevant interest occurred due to 135,685,791 Escrowed Shares being released from voluntary restriction on 10 June 2022 pursuant to the terms of the applicable Restriction Agreement.	N/A	135,685,791 Shares	135,685,791. The voting power of the Company was reduced from 16.56% to 11.43%, a reduction of 5.13%

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
Company	James Munn <JDM Family Trust>	James Munn <JDM Family Trust>	Refer to the Previous Notice for full details regarding the relevant interest held by the Company in its own shares pursuant to section 608(1)(c) of the <i>Corporations Act 2001</i> (Cth) as a result of the Company having the ability to prohibit the registered shareholder from disposing of these shares for a prescribed period of time pursuant to the applicable Restriction Agreement.	3,430,755 Shares	3,430,755
Company	Michael Stephen Abbott	Michael Stephen Abbott	As above	1,891 Shares	1,891
As above	Mike Abbott Investments Pty Limited	Mike Abbott Investments Pty Limited	As above	86,605,696 Shares	86,605,696
As above	Richard Thomas Coombes	Richard Thomas Coombes	As above	86,607,587 Shares	86,607,587
As above	Matias Anaya	Matias Anaya	As above	22,430,568 Shares	22,430,568
As above	Anthony Marcar	Anthony Marcar	As above	24,471,422 Shares	24,471,422

As above	Jahanzeb (Zee) Zali	Jahanzeb (Zee) Zali	As above	4,985,719 Shares	4,985,719
As above	Jock Kinross	Jock Kinross	As above	4,985,719 Shares	4,985,719
As above	Will Koehn	Will Koehn	As above	4,985,737 Shares	4,985,737
As above	Hamish Ware	Hamish Ware	As above	1,760,983 Shares	1,760,983
As above	Zarah Schwartz	Zarah Schwartz	As above	1,760,983 Shares	1,760,983
As above	Thomas Gardner	Thomas Gardner	As above	1,323,978 Shares	1,323,978
As above	James Thomson	James Thomson	As above	685,374 Shares	685,374
As above	Jessie Cummings	Jessie Cummings	As above	352,295 Shares	352,295
As above	Katie Toohey	Katie Toohey	As above	442,065 Shares	442,065
As above	Mathew Harvey	Mathew Harvey	As above	1,043,121 Shares	1,043,121
As above	Kodi Liubinskas	Kodi Liubinskas	As above	542,626 Shares	542,626
As above	Vince Candida	Vince Candida	As above	352,295 Shares	352,295
As above	Jaco Houghton	Jaco Houghton	As above	201,311 Shares	201,311
As above	Charlie Mcilroy	Charlie Mcilroy	As above	201,311 Shares	201,311
As above	Kurt Smith	Kurt Smith	As above	717,515 Shares	717,515
As above	Sebastian White	Sebastian White	As above	201,311 Shares	201,311
As above	KTM Ventures GP Co Pty Limited	KTM Ventures GP Co Pty Limited	As above	22,120,769 Shares	22,120,769
As above	Jasgo Nominees Pty Ltd	Jasgo Nominees Pty Ltd	As above	18,109,005 Shares	18,109,005
As above	SpringCapital Club Pty Ltd	SpringCapital Club Pty Ltd	As above	5,197,434 Shares	5,197,434
As above	SpringCapital ESVCLP GP Co Pty Limited	SpringCapital ESVCLP GP Co Pty Limited	As above	8,707,177 Shares	8,707,177

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
N/A	N/A

6. Addresses


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

Name	Address
DW8 Limited Level	7/ 61 York Street Sydney NSW 2000
James Munn <JDM Family Trust>	180 Flinders Street, Adelaide SA, 5000
Michael Stephen Abbott	B207, 91 Old South Head Road Bondi Junction NSW 2022
Mike Abbott Investments Pty Limited <Abbott Family Trust>	1 Kent Road Turrumurra NSW 2074

Richard Thomas Coombes <Richard Coombes Family Trust>	12/63 O'Sullivan Road Rose Bay NSW 2029
Matias Anaya	3/1 The Avenue Rose Bay NSW 2029
Anthony Marcar	509/1 Pearl Street Erskineville NSW 2043
Jahanzeb (Zee) Zali	9/15 Darley Street Newtown NSW 2042
Jock Kinross	Unit 48, 4 Ward Avenue Elizabeth Bay NSW 2011
Will Koehn	62A Bundarra Avenue Wahroonga NSW 2076
Hamish Ware	3/22 Cliffbrook Parade Clovelly NSW 2031
Zarah Schwartz	14 Arthur Street Surry Hills NSW 2010
Thomas Gardner	10/413 Glebe Point Road Glebe NSW 2037
James Thomson	42 Duff Street Turramurra NSW 2074
Jessie Cummings	8/51 Euston Road Alexandria NSW 2015
Katie Toohey	48 Hutchinson Street St Peters NSW 2044
Mathew Harvey	3/8 Havilah Lane Lindfield NSW 2070
Kodi Liubinskas	143 Majors Bay Road Concord NSW 2137
Vince Candida	Unit 106, 26-30 Kent Street Belmore NSW 2192
Jaco Houghton	13/28 New Street Bondi NSW 2026
Charlie Mcilroy	11 Streatfield Road Bellevue Hill NSW 2023
Kurt Smith	2/1 Mayflower Street Burdell QLD 4818
Sebastian White	60/21-69 Regent Street Redfern NSW 2016
KTM Ventures GP Co Pty Limited	Level 2, 16 O'Connell Street Sydney
Jasgo Nominees Pty Ltd	C/o Ecovis Clark Jacobs, Level 20, 1 Market Street Sydney
SpringCapital Club Pty Ltd	Suite 302, 10 Bridge Street Sydney
SpringCapital ESVCLP GP Co Pty Limited	Suite 302, 10 Bridge Street Sydney

Signature

print name Paul Evans capacity Director

sign here  date 14 June 2022

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.

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