

**Form 604**  
Corporations Act 2001  
Section 671B

**Notice of change of interests of substantial holder**

To Company Name/Scheme Seven Group Holdings Limited (SVW)

ACN/ARSN 142 003 469

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

Name Australian Capital Equity Pty Ltd (ACN 009 412 328) (ACE), Wroxby Pty Ltd (ACN 061 621 921) (Wroxby), North Aston Pty Ltd (ACN 009 387 606) (North Aston), each of the entities listed in Part 1 of Annexure A (ACE Group Entities), Ashblue Holdings Pty Ltd (ACN 068 180 898) (Ashblue), Tiberius (Seven Investments) Pty Ltd (ACN 608 687 690) (TSI), Redlake Enterprises Pty Ltd (ACN 068 121 317) (Redlake), Tiberius Pty Ltd (ACN 066 327 419) (Tiberius), each of the entities listed in Part 2 of Annexure A (Tiberius Group Entities), Mr Kerry Matthew Stokes AC (Stokes) and Clabon Pty Ltd (ACN 009 451 601) (Clabon) (collectively, the Substantial Holders) and Kemast Investments Pty Ltd ACN 091 977 847 (Kemast).

ACN/ARSN (if applicable) See above

There was a change in the interests of the substantial holder on 16/05/2024

The previous notice was given to the company on 26/04/2024

The previous notice was dated 26/04/2024

**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 shares         | 207,304,349     | 54.85% (based on 377,967,389 ordinary shares on issue) | 207,304,349    | 53.74% (based on 385,747,529 ordinary shares on issue) |

**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 |
|----------------|--|--|---|---|-------------------------|
| 16/05/2024     | Substantial Holders                    | Dilution of voting power resulting from the issue of 1,918,730 ordinary shares in accordance with the Appendix 2A lodged by SVW on 15 May 2024   | N/A   | N/A                                     | N/A                     |
| 13/05/2024     | Substantial Holders                    | Dilution of voting power resulting from the issue of 1,464,615 ordinary shares in accordance with the Appendix 2A lodged by SVW on 10 May 2024   | N/A   | N/A                                     | N/A                     |
| 08/05/2024     | Substantial Holders                    | Dilution of voting power resulting from the issue of 2,195,418 ordinary shares in accordance with the Appendix 2A lodged by SVW on 7 May 2024    | N/A   | N/A                                     | N/A                     |
| 03/05/2024     | Substantial Holders                    | Dilution of voting power resulting from the issue of 656,440 ordinary shares in accordance with the Appendix 2A lodged by SVW on 2 May 2024      | N/A   | N/A                                     | N/A                     |
| 01/05/2024     | Substantial Holders                    | Dilution of voting power resulting from the issue of 1,544,937 ordinary shares in accordance with the Appendix 2A lodged by SVW on 30 April 2024 | N/A   | N/A                                     | N/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 |
|-----------------------------|--|--|---|--------------------------------|----------------|
| Substantial Holders         | North Aston (137,841,807)<br>Wroxby (100)<br>Ashblue (69,462,342)<br>TSI (100) | North Aston (137,841,807)<br>Wroxby (100)<br>Ashblue (69,462,342)<br>TSI (100) | <p>Relevant interests of North Aston, Wroxby, TSI and Ashblue arise under s608(1)(a) of the Corporations Act as registered, or entitled to be registered holder, and under s608(1)(b) of the Corporations Act, pursuant to a voting agreement in relation to Seven Group Holdings Limited (SGH) dated 17 February 2010 that has previously been disclosed and a Supplementary Agreement dated 15 October 2015 to that Voting Agreement that has previously been disclosed.</p> <p>The relevant interest of ACE arises under s608(3)(a) and (b) of the Corporations Act, being a relevant interest held through bodies corporate (North Aston and Wroxby) that ACE controls</p> <p>The relevant interest of each of the ACE Group Entities arises under s608(3)(a) of the Corporations Act, being a relevant interest through bodies corporate (Wroxby and North Aston) in which their voting power exceeds 20%.</p> <p>Clabon's relevant interest arises under section 608(3)(a) of the Corporations Act as it holds more than 20% of the voting power in ACE.</p> <p>The relevant interest of Tiberius arises under s608(3)(a) and (b) of the Corporations Act, being a relevant interest held through bodies corporate (Ashblue and TSI) that Tiberius controls.</p> <p>The relevant interest of each of the Tiberius Group Entities arises under s608(3)(a) of the Corporations Act, being a relevant interest through a bodies corporate (Ashblue and TSI) in which their voting power exceeds 20%.</p> <p>Redlake's relevant interest arises under section 608(3)(a) of the Corporations Act being a relevant interest held through a body corporate (Tiberius) in which its voting power is more than 20%.</p> <p>The relevant interest of Stokes arises under section 608(3)(b) of the Corporations Act, being a relevant interest held through bodies corporate (North Aston, Wroxby, TSI and Ashblue) that he controls.</p> <p>As each Substantial Holder, other than North Aston, Wroxby, TSI and Ashblue, is not the registered holder of the securities, and they are not presently entitled to be registered as the holder of the securities, their ability to vote or dispose is qualified accordingly.</p> | 207,304,349 ordinary shares    | 207,304,349    |

**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   |
|-----------------------------------|---|
| ACE and the ACE Group             | ACE controls each member of the ACE Group and, as such, they are each associates of each other. The members of the ACE Group are set out in Part 1 of Annexure A, some entities of which may have become members, or ceased to be members, since the last notice was given to the Company.                |
| Tiberius and the Tiberius Group   | Tiberius controls each member of the Tiberius Group and, as such, they are each associates of each other. The members of the Tiberius Group are set out in Part 2 of Annexure A, some entities of which may have become members, or ceased to be members, since the last notice was given to the Company. |

**6. Addresses**

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

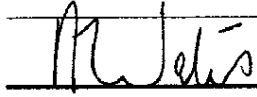
| Name   | Address   |
|--|---|
| ACE, Wroxby, North Aston, ACE Group Entities, Ashblue, TSI, Tiberius and Tiberius Group Entities, Clabon, Redlake and Kemast | Level 3, 30 Kings Park Road, West Perth, WA 6005    |
| Stokes   | c/- Level 3, 30 Kings Park Road, West Perth WA 6005 |

## Signature

print name Robin Frederick Waters

capacity Director/Attorney

sign here



date 16/05/2024

### 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 on 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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**Annexure 'A'**

This is Annexure 'A' of 2 pages referred to in the Form 604 signed by me and dated 16 May 2024.

  
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Robin Frederick Waters  
Director/Attorney

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**PART 1****ACE Group Entities**

| <b>ENTITY</b>                                    | <b>ACN</b>  |
|--|-------------|
| ACE (Industrial Property) Holdings Pty Ltd       | 071 106 600 |
| ACE (Kimberleys) Pty Ltd                         | 607 368 990 |
| ACE (South Guildford) Holdings Pty Ltd           | 608 439 836 |
| ACE Infrastructure SPV Pty Ltd                   | 621 887 634 |
| ACE P2P Pty Ltd                                  | 009 268 124 |
| ACE Property Finance Pty Ltd                     | 009 352 318 |
| Aceinc Pty Ltd                                   | 062 367 097 |
| Attavista Pty Ltd                                | 637 841 359 |
| Australian Capital Equity (Developments) Pty Ltd | 067 587 679 |
| Australian Capital Finance Pty Ltd               | 008 560 067 |
| Australian Capital Markets Pty Ltd               | 065 320 041 |
| Binalong Pty Ltd                                 | 009 268 099 |
| Bransfield Pty Ltd                               | 627 826 911 |
| Brushfield Pty Ltd                               | 661 088 142 |
| Cartstore Pty Ltd                                | 154 698 807 |
| Clumber House Pty Ltd                            | 618 068 527 |
| Comserv (No 1698) Pty Ltd                        | 009 450 462 |
| Fairburn Nominees Pty Limited                    | 065 339 746 |
| FCP Investments Pty Ltd                          | 065 320 185 |
| Garden Park Pty Ltd                              | 065 339 924 |
| Iberia Pty Ltd                                   | 648 926 818 |
| Io Media Tech Pty Ltd                            | 618 505 427 |
| Io Research Pty Ltd                              | 057 711 305 |
| Io Technology Pty Ltd                            | 618 439 836 |
| Landfill Gas & Power Holdings Pty Ltd            | 058 553 478 |
| LimestoneJ Pty Ltd                               | 618 555 221 |
| Mandeland Pty Ltd                                | 630 017 962 |
| Mount House Station Pty Ltd                      | 009 292 522 |
| Napier Corporation Pty Ltd                       | 008 783 560 |
| North Aston Operations Pty Ltd                   | 009 388 489 |
| Pindana Pty Ltd                                  | 628 500 372 |
| Remorex Pty Ltd                                  | 061 621 878 |
| Swan River Pty Ltd                               | 649 106 972 |
| Wavelength Nominees Pty Ltd                      | 065 342 307 |
| West Australian Property Management Pty Ltd      | 008 727 277 |
| Westola Pty Ltd                                  | 636 486 416 |

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**PART 2**  
**Tiberius Group Entities**

| <b>ENTITY</b>                                    | <b>ACN</b>            |
|--|-----------------------|
| Astraea Investment Consultancy (Shanghai) Co Ltd | Incorporated in China |
| Astraea Pty Ltd                                  | 067 374 430           |
| Australian Chinese Capital Investments Ltd       | Incorporated in China |
| Northbank Enterprise Hub Pty Ltd                 | 083 271 625           |
| Sunrise Marine Holdings Limited                  | Incorporated in HK    |
| Sunrise Marine Limited                           | Incorporated in HK    |
| Sunrise Marine Services Limited                  | Incorporated in HK    |
| Tiberius (Holroyd) Holdings Pty Ltd              | 608 439 925           |
| Tiberius (Holroyd) Pty Ltd                       | 061 131 959           |
| Tiberius (Industrial Property) Holdings Pty Ltd  | 146 379 400           |
| Tiberius (NB One) Holdings Pty Ltd               | 608 531 808           |
| Tiberius (Parramatta) Pty Ltd                    | 128 018 682           |
| Tiberius China Investment                        | 614 317 912           |
| WEPL Investments Pty Ltd                         | 093 498 116           |

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