

Form 604
Corporations Act 2001
Section 671B

Notice of change of interests of substantial holder

To Company Name/Scheme Home Consortium Limited (HCL) and Home Consortium Developments Limited (HCDL) (together, HomeCo)

ACN/ARSN 138 990 593 (HCL) and 635 859 700 (HCDL)

1. Details of substantial holder (1)

Name Spotlight Group Holdings Pty Ltd (ACN 113 517 990) (SGH) and each of the persons set out in Annexure A (each a Substantial Holder).

ACN/ARSN (if applicable) _____

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

6 December 2021

The previous notice was given to the company on 14 December 2020

The previous notice was dated 14 December 2020

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)
Stapled securities, comprising one fully paid ordinary share in HCL stapled to one fully paid ordinary share in HCDL (Stapled Securities)	108,710,274	37.47%	105,728,710	36.42%

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 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	Consideration given in relation to change	Class and number of securities affected	Person's votes affected
See Annexure B					

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	Nature of relevant interest	Class and number of securities	Person's votes
See Annexure C					

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	

6. Addresses

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

Name	Address
SGH	Level 1, 199 Toorak Road, South Yarra VIC 3141
each other Substantial Holder	See Annexure A

Signature

print name	Leigh Gratzer	capacity	Company Secretary
sign here		date	10/12/2021

Annexure A – Substantial Holders

This is Annexure A of 1 page referred to in the Form 604 (Notice of change of interests of substantial holders).

print name	Leigh Gratzner	capacity	Company Secretary
sign here		date	10/12/2021

Name	ACN	Address
DBT Nominees Pty Ltd as trustee for the Danewell Business Trust (DBT)	006 417 947	Level 1, 199 Toorak Road, South Yarra VIC 3141
Fralara Pty Ltd as trustee for the Fralara Investment Trust (Fralara)	132 822 970	Level 1, 199 Toorak Road, South Yarra VIC 3141
Frilara Pty Ltd as trustee for the Fried Alara Family Trust (Frilara)	132 822 989	Level 1, 199 Toorak Road, South Yarra VIC 3141
Spotlight Superannuation Pty Ltd (SS) as trustee for the Spotlight Provident Fund (SPF)	614 366 059	Level 1, 199 Toorak Road, South Yarra VIC 3141
IF Nominees Pty Ltd as trustee for the IF Family Trust (IF Nominees)	602 591 579	Level 1, 199 Toorak Road, South Yarra VIC 3141
Jarush Pty Ltd as trustee for the Jarush Child Maintenance Trust (Jarush)	095 796 606	Level 1, 199 Toorak Road, South Yarra VIC 3141
Danfin Pty Ltd as trustee for the Danfin Trust (Danfin)	602 537 182	Level 1, 199 Toorak Road, South Yarra VIC 3141
Isaac Jacob Fried (IJF)	n/a	Level 6, 111 Cecil Street, South Melbourne VIC 3205
Morry Fraid (MF)	n/a	Level 6, 111 Cecil Street, South Melbourne VIC 3205
Vivienne Fried (VF)	n/a	Level 6, 111 Cecil Street, South Melbourne VIC 3205

Annexure B – Changes in relevant interests

This is Annexure B of 1 page referred to in the Form 604 (Notice of change of interests of substantial holders).

print name	Leigh Gratzer	capacity	Company Secretary
sign here		date	6/12/2021

Date of change	Person whose relevant interest changed	Nature of change	Consideration given in relation to change	Class and number of securities affected	Person's votes affected
6/12/2021	DBT, SS as trustee for the SPF, MF, VF SGH, IJF, MF	On market disposal by Home Investment Consortium Company Pty Ltd (HICC) as trustee for the Home Investment Consortium Trust (HICT).	\$7.25 per Stapled Security	413,359 Stapled Securities	413,359
6/12/2021	DBT, SS as trustee for the SPF, MF, VF SGH, IJF, MF	On market disposal by HICC 2 Pty Ltd as bare trustee for the Home Acquisition Trust (HICC2)	\$7.25 per Stapled Security	2,586,641 Stapled Securities	2,586,641
19/11/2021	Danfin, Fralara, Frilara, IJF, VF, MF	Internal transfer from Fralara to Danfin	\$7.65 per Stapled Security	365,972 Stapled Securities	365,972
18/11/2021	Danfin, Fralara, Frilara, IJF, VF, MF	Internal transfer from Fralara to Danfin	\$7.65 per Stapled Security	365,973 Stapled Securities	365,973
27/08/2021	IJF	Issue of securities on vesting of rights under the FY21 Home Consortium Non-Executive Director Equity Plan	Nil	18,436 Stapled Securities	18,436

Annexure C – Present relevant interests

This is Annexure C of 1 page referred to in the Form 604 (Notice of change of interests of substantial holders).

print name	Leigh Gratzer	capacity	Company Secretary
sign here		date	19/12/2021

Holder of relevant interest	Registered holder of securities	Person entitled to be registered as holder	Nature of relevant interest	Class and number of securities	Person's votes
DBT	HICC as trustee for HICT	HICC trustee as for HICT	DBT holds a 10.71% interest in HICC and HICT. DBT is deemed to have "voting power" in HICC of more than 20% by virtue of a Term Sheet entered into by each HICC shareholder (see Annexure B to the Substantial Holders' previous notice).	61,819,465 Stapled Securities	61,819,465
	HICC2	HICC2	As a result, DBT is deemed to have a relevant interest in all Stapled Securities held by HICC under section 608(3)(a) of the <i>Corporations Act 2001</i> (Cth) (Act). HICC has a relevant interest under section 608(1)(a) of the Act as the registered holder of 61,819,465 Stapled Securities and under sections 608(1)(b) and 608(1)(c) of the Act as the sole shareholder of HICC2 which is the registered holder of 28,535,072 Stapled Securities. HICT is also the sole beneficiary of the Home Acquisition Trust.	28,535,072 Stapled Securities	28,535,072
	HSBC Custody Nominees (Australia) Limited	DBT	Relevant interest under sections 608(1)(b) and (c) of the Act as the beneficial owner of Stapled Securities.	13,046,366 Stapled Securities	13,046,366
SS as trustee for the SPF	As above	As above	Relevant interest under section 608(3)(b) of the Act as the sole unitholders of the Danewell Business Trust.	106,400,903 Stapled Securities	103,400,903
MF, VF	As above	As above	Relevant interest under section 608(3)(b) of the Act as the sole members of SPF.	106,400,903 Stapled Securities	103,400,903
SGH	As above	As above	Relevant interest under section 608(3)(b) of the Act as the sole shareholder of both DBT and SS.	106,400,903 Stapled Securities	103,400,903
IJF, MF	As above	As above	Under section 608(3)(b) of the Act, both IJF and MF are deemed to have a relevant interest in all Stapled Securities in which SGH has a relevant interest as IJF and MF jointly control SGH.	106,400,903 Stapled Securities	103,400,903
Danfin	HSBC Custody Nominees (Australia) Limited	Danfin	Relevant interest under sections 608(1)(b) and (c) of the Act as the beneficial owner of Stapled Securities.	731,945 Stapled Securities	731,945
Frilara	HSBC Custody Nominees (Australia) Limited	Frilara	Relevant interest under sections 608(1)(b) and (c) of the Act as the beneficial owner of Stapled Securities.	1,450,020 Stapled Securities	1,450,020
	HSBC Custody Nominees (Australia) Limited	Danfin	Relevant interest under section 608(3)(a) in relation to the Stapled Securities held by Danfin.	731,945 Stapled Securities	731,945
IJF, VF	HSBC Custody Nominees (Australia) Limited	Frilara	Relevant interest under section 608(3)(b) of the Act as a joint holder of all the shares on issue in Frilara.	2,181,965 Stapled Securities	2,181,965
IF Nominees	HSBC Custody Nominees (Australia) Limited	IF Nominees	Relevant interest under sections 608(1)(b) and (c) of the Act as the beneficial owner of Stapled Securities.	37,406 Stapled Securities	37,406
IJF	HSBC Custody Nominees (Australia) Limited	IF Nominees	Relevant interest under section 608(3)(b) of the Act as IJF controls IF Nominees.	37,406 Stapled Securities	37,406
	IJF	IJF	Relevant interest under sections 608(1)(b) and (c) of the Act as the beneficial owner of Stapled Securities.	18,436 Stapled Securities	18,436
Frilara	HSBC Custody Nominees (Australia) Limited	Danfin	Relevant interest under section 608(3)(a) in relation to the Stapled Securities held by Danfin.	731,945 Stapled Securities	731,945
Jarush	HSBC Custody Nominees (Australia) Limited	Jarush	Relevant interest under sections 608(1)(b) and (c) of the Act as the beneficial owner of Stapled Securities.	90,000 Stapled Securities	90,000
MF	HSBC Custody Nominees (Australia) Limited	Frilara, Jarush	Relevant interest under section 608(3)(b) of the Act as the sole shareholder of Frilara and Jarush.	821,945 Stapled Securities	821,945