

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

To Company Name/Scheme Volt Power Group Limited

ACN/ARSN 009 423 189

1. Details of substantial holder (1) ECM Pty Ltd

Name

ACN/ARSN (if applicable) 604 741 764

The holder became a substantial holder on 02/06/2017

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	3,640,500,000	3,640,500,000	58.77%

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
Refer to Annexure A.		

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
Refer to Annexure B.			

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	
Refer to Annexure C				

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
Refer to Annexure D.	

7. Addresses

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

Name	Address
Refer to Annexure E.	

Signature

print name **Brendon Morton**

capacity **Company Secretary**

sign here



date **08 / 06 / 17**

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 7 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 total number of votes attached to all the voting shares in the company or voting interests in the scheme (if any) that the person or an associate has a relevant interest in.
- (6) The person's votes divided by the total votes in the body corporate or scheme multiplied by 100.
- (7) Include details of:
 - (a) any relevant agreement or other circumstances by which the relevant interest was acquired. 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.
- (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) 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.

Annexure A

Details of Relevant Interests

This is Annexure A of 1 page(s) referred to in Form 603.

Holder of relevant interest	Nature of relevant interest	Class and number of securities
ECM Pty Ltd	Shareholder under section 608(1) of the Corporations Act	2,000,000,000 fully paid ordinary shares
Elecon International Pty Ltd <M C Hender Property Trust>	Shareholder under section 608(1) of the Corporations Act	50,000,000 fully paid ordinary shares
Michael Campbell Hender <The Michael Hender Superannuation Fund>	Shareholder under section 608(1) of the Corporations Act	660,000,000 fully paid ordinary shares
Brendon Gregory Morton & Silfia Tjan Morton <Gone Fishing Superfund A/c>	Shareholder under section 608(1) of the Corporations Act	50,500,000 fully paid ordinary shares
Mr Brendon Gregory Morton	Shareholder under section 608(1) of the Corporations Act	25,000,000 fully paid ordinary shares
S&N Higgins Super Pty Ltd <Higgins Family Super>	Shareholder under section 608(1) of the Corporations Act	400,000,000 fully paid ordinary shares
Simon Roger Higgins <Higgins Investment Trust>	Shareholder under section 608(1) of the Corporations Act	345,000,000 fully paid ordinary shares
Darryl Peter Oldfield	Shareholder under section 608(1) of the Corporations Act	70,000,000 fully paid ordinary shares
Lynette Ruth Oldfield	Shareholder under section 608(1) of the Corporations Act	40,000,000 fully paid ordinary shares

Signature

Print Name:	Brendon Morton	Capacity:	Company Secretary
Sign Here:		Date:	8 June 2017

Annexure B

Details of Present Registered Holders

This is Annexure B of 1 page(s) referred to in Form 603.

Holder of relevant interest	Registered holder of securities	Registered holder of securities	Class and number of securities
ECM Pty Ltd and Mr Michael Cambell Hender	ECM Pty Ltd	ECM Pty Ltd	2,000,000,000 fully paid ordinary shares
Elecon International Pty Ltd <M C Hender Property Trust> and Mr Michael Cambell Hender	Elecon International Pty Ltd <M C Hender Property Trust>	Elecon International Pty Ltd <M C Hender Property Trust>	50,000,000 fully paid ordinary shares
Michael Campbell Hender <The Michael Hender Superannuation Fund>	Michael Campbell Hender <The Michael Hender Superannuation Fund>	Michael Campbell Hender <The Michael Hender Superannuation Fund>	660,000,000 fully paid ordinary shares
Brendon Gregory Morton & Silfia Tjan Morton <Gone Fishing Superfund A/c>	Brendon Gregory Morton & Silfia Tjan Morton <Gone Fishing Superfund A/c>	Brendon Gregory Morton & Silfia Tjan Morton <Gone Fishing Superfund A/c>	50,500,000 fully paid ordinary shares
Mr Brendon Gregory Morton	Mr Brendon Gregory Morton	Mr Brendon Gregory Morton	25,000,000 fully paid ordinary shares
S&N Higgins Super Pty Ltd <Higgins Family Super> and Mr Simon Roger Higgins	S&N Higgins Super Pty Ltd <Higgins Family Super>	S&N Higgins Super Pty Ltd <Higgins Family Super>	400,000,000 fully paid ordinary shares
Simon Roger Higgins <Higgins Investment Trust>	Simon Roger Higgins <Higgins Investment Trust>	Simon Roger Higgins <Higgins Investment Trust>	345,000,000 fully paid ordinary shares
Darryl Peter Oldfield	Darryl Peter Oldfield	Darryl Peter Oldfield	70,000,000 fully paid ordinary shares
Lynette Ruth Oldfield	Lynette Ruth Oldfield	Lynette Ruth Oldfield	40,000,000 fully paid ordinary shares

Signature

Print Name:	Brendon Morton	Capacity:	Company Secretary
Sign Here:		Date:	8 June 2017

Annexure C

Consideration

This is Annexure C of 1 page(s) referred to in Form 603.

Holder of relevant interest	Date of acquisition	Consideration		Class and number of securities
		Cash	Non-Cash	
ECM Pty Ltd	02-Jun-2017	\$2,000,000	-	2,000,000,000 fully paid ordinary shares
Elecon International Pty Ltd <M C Hender Property Trust>	02-Jun-2017	\$50,000	-	50,000,000 fully paid ordinary shares
Michael Campbell Hender <The Michael Hender Superannuation Fund>	02-Jun-2017	\$660,000	-	660,000,000 fully paid ordinary shares
Brendon Gregory Morton & Silfia Tjan Morton <Gone Fishing Superfund A/c>	02-Jun-2017	\$50,500	-	50,500,000 fully paid ordinary shares
Mr Brendon Gregory Morton	02-Jun-2017	\$25,000	-	25,000,000 fully paid ordinary shares
S&N Higgins Super Pty Ltd <Higgins Family Super>	02-Jun-2017	\$400,000	-	400,000,000 fully paid ordinary shares
Simon Roger Higgins <Higgins Investment Trust>	02-Jun-2017	\$345,000	-	345,000,000 fully paid ordinary shares
Darryl Peter Oldfield	02-Jun-2017	\$70,000	-	70,000,000 fully paid ordinary shares
Lynette Ruth Oldfield	02-Jun-2017	\$40,000	-	40,000,000 fully paid ordinary shares

Signature

Print Name:	Brendon Morton	Capacity:	Company Secretary
Sign Here:		Date:	8 June 2017

Annexure D

Associates

This is Annexure D of 1 page(s) referred to in Form 603.

Names and ACN/ARSN (if applicable)	Nature of association
Elecon International Pty Ltd <M C Hender Property Trust>	Associates by virtue of section 12 of the Corporations Act
Michael Campbell Hender <The Michael Hender Superannuation Fund>	Associates by virtue of section 12 of the Corporations Act
Brendon Gregory Morton & Silfia Tjan Morton <Gone Fishing Superfund A/c>	Associates by virtue of section 12 of the Corporations Act
Mr Brendon Gregory Morton	Associates by virtue of section 12 of the Corporations Act
S&N Higgins Super Pty Ltd <Higgins Family Super>	Associates by virtue of section 12 of the Corporations Act
Simon Roger Higgins <Higgins Investment Trust>	Associates by virtue of section 12 of the Corporations Act
Darryl Peter Oldfield	Associates by virtue of section 12 of the Corporations Act
Lynette Ruth Oldfield	Associates by virtue of section 12 of the Corporations Act

Signature

Print Name:	Brendon Morton	Capacity:	Company Secretary
Sign Here:		Date:	8 June 2017

Annexure E

Addresses

This is Annexure E of 1 page(s) referred to in Form 603.

Name	Address
ECM Pty Ltd	1 Channel Close, Henderson WA 6166
Elecon International Pty Ltd <M C Hender Property Trust>	436 South Terrace, South Fremantle WA 6162
Michael Campbell Hender <The Michael Hender Superannuation Fund>	436 South Terrace, South Fremantle WA 6162
Brendon Gregory Morton & Silfia Tjan Morton <Gone Fishing Superfund A/c>	79 Careniup Avenue, Gwelup WA 6018
Mr Brendon Gregory Morton	79 Careniup Avenue, Gwelup WA 6018
S&N Higgins Super Pty Ltd <Higgins Family Super>	PO Box 99, Wembley WA 6014
Simon Roger Higgins <Higgins Investment Trust>	2 Challenger Parade, City Beach WA 6015
Darryl Peter Oldfield	2 John Lewis Rise, Mosman Park WA 6012
Lynette Ruth Oldfield	2 John Lewis Rise, Mosman Park WA 6012

Signature

Print Name:	Brendon Morton	Capacity:	Company Secretary
Sign Here:		Date:	8 June 2017

Form 603Corporations Act 2001
Section 671B**Notice of initial substantial holder**To Company Name/Scheme Volt Power Group LimitedACN/ARSN 009 423 189**1. Details of substantial holder (1)** Adam Boyd

Name

ACN/ARSN (if applicable)

The holder became a substantial holder on 02/06/2017**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	710,000,000	710,000,000	11.46%

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
Refer to Annexure A.		

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
Refer to Annexure B.			

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	
Refer to Annexure C				

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
Refer to Annexure D.	

7. Addresses

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

Name	Address
Refer to Annexure E.	

Signature

print name **Adam Boyd**

capacity

sign here



date **08 / 06 / 17**

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 7 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 total number of votes attached to all the voting shares in the company or voting interests in the scheme (if any) that the person or an associate has a relevant interest in.
- (6) The person's votes divided by the total votes in the body corporate or scheme multiplied by 100.
- (7) Include details of:
 - (a) any relevant agreement or other circumstances by which the relevant interest was acquired. 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.
- (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) 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.

Annexure A

Details of Relevant Interests

This is Annexure A of 1 page(s) referred to in Form 603.

Holder of relevant interest	Nature of relevant interest	Class and number of securities
Adam Hume Boyd	Shareholder under section 608(1) of the Corporations Act	500,000 fully paid ordinary shares
AHB Super Pty Ltd <The Adam Boyd Superannuation Fund>	Shareholder under section 608(1) of the Corporations Act	300,000,000 fully paid ordinary shares
Renewable Initiative Pty Ltd <The Adam Boyd Family Trust>	Shareholder under section 608(1) of the Corporations Act	409,500,000 fully paid ordinary shares

Signature

Print Name:	Adam Boyd	Capacity:	
Sign Here:		Date:	8 June 2017

Annexure B

Details of Present Registered Holders

This is Annexure B of 1 page(s) referred to in Form 603.

Holder of relevant interest	Registered holder of securities	Registered holder of securities	Class and number of securities
Adam Hume Boyd	Adam Hume Boyd	Adam Hume Boyd	500,000 fully paid ordinary shares
AHB Super Pty Ltd <The Adam Boyd Superannuation Fund> and Adam Hume Boyd	AHB Super Pty Ltd <The Adam Boyd Superannuation Fund>	AHB Super Pty Ltd <The Adam Boyd Superannuation Fund>	300,000,000 fully paid ordinary shares
Renewable Initiative Pty Ltd <The Adam Boyd Family Trust> and Adam Hume Boyd	Renewable Initiative Pty Ltd <The Adam Boyd Family Trust>	Renewable Initiative Pty Ltd <The Adam Boyd Family Trust>	409,500,000 fully paid ordinary shares

Signature

Print Name:	Adam Boyd	Capacity:	
Sign Here:		Date:	8 June 2017

Annexure C

Consideration

This is Annexure C of 1 page(s) referred to in Form 603.

Holder of relevant interest	Date of acquisition	Consideration		Class and number of securities
		Cash	Non-Cash	
Adam Hume Boyd	02-Jun-2017	\$500	-	500,000 fully paid ordinary shares
AHB Super Pty Ltd <The Adam Boyd Superannuation Fund>	02-Jun-2017	\$300,000	-	300,000,000 fully paid ordinary shares
Renewable Initiative Pty Ltd <The Adam Boyd Family Trust>	02-Jun-2017	\$409,500	-	409,500,000 fully paid ordinary shares

Signature

Print Name:	Adam Boyd	Capacity:	
Sign Here:		Date:	8 June 2017

Annexure D

Associates

This is Annexure D of 1 page(s) referred to in Form 603.

Names and ACN/ARSN (if applicable)	Nature of association
Adam Hume Boyd	Associates by virtue of section 12 of the Corporations Act
AHB Super Pty Ltd <The Adam Boyd Superannuation Fund>	Associates by virtue of section 12 of the Corporations Act
Renewable Initiative Pty Ltd <The Adam Boyd Family Trust>	Associates by virtue of section 12 of the Corporations Act

Signature

Print Name:	Adam Boyd	Capacity:	
Sign Here:		Date:	8 June 2017

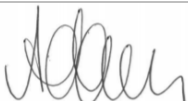
Annexure E

Addresses

This is Annexure E of 1 page(s) referred to in Form 603.

Name	Address
Adam Hume Boyd	92 Williams Road, Nedlands WA 6009
AHB Super Pty Ltd <The Adam Boyd Superannuation Fund>	92 Williams Road, Nedlands WA 6009
Renewable Initiative Pty Ltd <The Adam Boyd Family Trust>	194 Marine Parade, Cottesloe WA 6011

Signature

Print Name:	Adam Boyd	Capacity:	
Sign Here:		Date:	8 June 2017