

**Form 604**Corporations Act 2001  
Section 671B**Notice of change of interests of substantial holder**

To Company Name/Scheme Locality Planning Energy Holdings Ltd

ACN/ARSN 14 7867 301

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

Name Ben James Chester as trustee for The Chester Family Trust

ACN/ARSN (if applicable)

There was a change in the interests of the  
substantial holder on17 / 5 / 17

The previous notice was given to the company on

8 / 2 / 17

The previous notice was dated

8 / 2 / 17**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         | 353,195,040     | 18.33% of 1,926,736,127 shares | 436,299,756    | 17.45% of 2,500,536,387 shares |
|                         |                 |                                |                |                                |

**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                                   |
|----------------|---|--|---|---|---|
| 17/5/17        | Ben James Chester as trustee for The Chester Family Trust | Conversion of 83,104,716 Performance shares to ordinary shares | \$0.0000001 per share                         | 83,104,716                              | Ben James Chester as trustee for The Chester Family Trust |

**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                 |
|---|---|---|--|--------------------------------|--------------------------------|
| Ben James Chester as trustee for The Chester Family Trust | Ben James Chester as trustee for The Chester Family Trust | Ben James Chester as trustee for The Chester Family Trust | Relevant interest under S 608(1)(a) of the Corporations Act 2001 (Cth) arising from being the holder of the securities | 436,299,756 Ordinary shares    | 17.45% of 2,500,536,387 shares |

**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                            |
|---|------------------------------------|
| Ben James Chester as trustee for The Chester Family Trust | 1 Tandara Street, Warana, QLD 4547 |
|   |                                    |

**Signature**

print name

BEN CHESTER

capacity

DIRECTOR

sign here



date

17.5.2017

**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.

**Form 604**Corporations Act 2001  
Section 671B**Notice of change of interests of substantial holder**

To: Company Name/Scheme Locality Planning Energy Holdings Ltd

ACN/ARSN 14 7867 301

**1. Details of substantial holder(1)**Name Damien Ian Glanville as trustee for The Glanville Family Trust  
ACN/ARSN (if applicable)

There was a change in the interests of the substantial holder on 16 / 5 / 17

The previous notice was given to the company on 8 / 2 / 17

The previous notice was dated 8 / 2 / 17

**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         | 353,195,040     | 18.33% Of 1,926,736,127 shares | 436,299,756    | 17.45% Of 2,500,536,387 shares |
|                         |                 |                                |                |                                |

**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  |
|----------------|--|--|---|---|--|
| 17/5/17        | Damien Ian Glanville as trustee for The Glanville Family Trust | Conversion of 83,104,716 Performance shares to ordinary shares | \$0.0000001 per share                         | 83,104,716                              | Damien Ian Glanville as trustee for The Glanville Family Trust |

**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                 |
|--|--|--|--|--------------------------------|--------------------------------|
| Damien Ian Glanville as trustee for The Glanville Family Trust | Damien Ian Glanville as trustee for The Glanville Family Trust | Damien Ian Glanville as trustee for The Glanville Family Trust | Relevant interest under S 608(1)(a) of the Corporations Act 2001 (Cth) arising from being the holder of the securities | 436,299,756 Ordinary shares    | 17.45% Of 2,500,536,387 shares |

**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   |
|--|---|
| Damien Ian Glanville as trustee for The Glanville Family Trust | Suite 2, 20 Wallan Street, Mooloolaba, QLD 4557 |
|  |   |

**Signature**

print name DAMIEN GLANVILLE capacity DIRECTOR  
 sign here  date 17.5.2017

**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.

# Form 604

Corporations Act  
2001Section  
671B

## Notice of change of interests of substantial holder

To Company Name/Scheme Locality Planning Energy Holdings Ltd

ACN/ARSN 14 7867 301

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

Name Pettett Pty Limited as trustee for The Pettett Family Trust Account

ACN/ARSN (if applicable)

There was a change in the interests of the  
substantial holder on16 / 5 / 17

The previous notice was given to the company on

8 / 2 / 17

The previous notice was dated

8 / 2 / 17

### 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       | Voting power (5)               |
| Ordinary shares         | 352,710,881     | 18.31% of 1,926,736,127 shares | 435,701,676    | 17.42% of 2,500,536,387 shares |

### 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   |
|----------------|---|--|---|---|---|
| 16/5/17        | Pettett Pty Limited as trustee for The Pettett Family Trust Account | Convert 82,990,795 Performance shares to Ordinary shares | \$0.0000001 per share                         | 82,990,795 Ordinary shares              | Pettett Pty Limited as trustee for The Pettett Family Trust Account |

### 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                          |
|---|---|---|--|--------------------------------|---|
| Pettett Pty Limited as trustee for The Pettett Family Trust Account | Pettett Pty Limited as trustee for The Pettett Family Trust Account | Pettett Pty Limited as trustee for The Pettett Family Trust Account | Relevant interest under S 608(1)(a) of the Corporations Act 2001 (Cth) arising from being the holder of the securities | 435,701,676 Ordinary shares    | 17.42% of 2,500,536,387 ordinary shares |

## 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 | Nature of association |
|-----------------------|-----------------------|
| N/A                   |                       |

## 6. Addresses

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

| Name  | Address   |
|---|---|
| Pettett Pty Limited as trustee for The Pettett Family Trust Account | Level 1, 12 Baldwin Street, Caloundra, QLD 4551 |
| Kathryn Pettett   | 40 Boardrider Crescent, Mount Coolum QLD 4573   |

## Signature

|            |   |          |                |
|------------|---|----------|----------------|
| print name | Kate Pettett  | capacity | Director       |
| sign here  |  | date     | 16 / 05 / 2017 |

### 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



**Form 604**

Corporations Act 2001

Section 671B

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

To Company Name/Scheme

Locality Planning Energy Holdings Ltd

ACN/ARSN

14 7867 301

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

Name

Jarwil Pty Ltd as trustee for the Jarwil Investment Trust

ACN/ARSN (if applicable)

147 565 811

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

16 / 5 / 17

The previous notice was given to the company on

9 / 2 / ~~16~~ / 17

The previous notice was dated

9 / 2 / ~~16~~ / 17**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         | 151,300,137     | 7.85% Of 1,926,736,127 shares | 186,900,170    | 7.47% of 2,500,536,387 shares |
|                         |                 |                               |                |                               |

**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                                   |
|----------------|---|--|---|---|---|
| 16/5/17        | Jarwil Pty Ltd as trustee for the Jarwil Investment Trust | Conversion of 35,600,033 Performance shares to ordinary shares | \$0.0000001 per share                         | 35,600,033                              | Jarwil Pty Ltd as trustee for the Jarwil Investment Trust |

**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                |
|---|---|---|--|--------------------------------|-------------------------------|
| Jarwil Pty Ltd as trustee for the Jarwil Investment Trust | Jarwil Pty Ltd as trustee for the Jarwil Investment Trust | Jarwil Pty Ltd as trustee for the Jarwil Investment Trust | Relevant interest under S 608(1)(a) of the Corporations Act 2001 (Cth) arising from being the holder of the securities | Ordinary shares                | 7.47% of 2,500,536,387 shares |



**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:

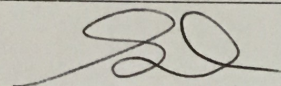
| Name  | Address                                     |
|---|---|
| Jarwil Pty Ltd as trustee for the Jarwil Investment Trust | 100 Cahills Road, Yarrowonga, Victoria 3730 |
|   |   |

**Signature**

print name Shane McBurnie

capacity Director

sign here



date 16 / 5 / 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 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.