

**Form 604**Corporations Act 2001  
Section 671B**Notice of change of interests of substantial holder**To Company Name/Scheme NetComm Wireless LimitedACN/ARSN 002 490 486**1. Details of substantial holder (1)**Name Rooke Lane Pty Ltd as trustee for Stewart 1986 Superannuation FundACN/ARSN (if applicable) 054 877 164There was a change in the interests of the  
substantial holder on 15/12/2017The previous notice was given to the company on 23/12/2016The previous notice was dated      /      /     **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	23,100,000	15.8%	21536702	14.7%

**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
	PLEASE REFER TO TABLE ATTACHED LABELLED ANNEXURE "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
Rooke Lane Pty Ltd				16,212,236 Ordinary Shares	
Brad Industries				5,224,466 Ordinary	

Pty Ltd				Shares	
Mr David Stewart				100,000 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 applicable)	Nature of association


#### 6. Addresses

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

Name	Address
Rooke Lane Pty Ltd as trustee for Stewart 1986 Superannuation Fund.	1 Rooke Lane, Hunters Hill NSW 2110
Brad Industries Pty Ltd	1 Rooke Lane, Hunters Hill NSW 2110
David Stewart	1 Rooke Lane, Hunters Hill NSW 2110

### Signature

print name David Stewart capacity Managing Director

sign here  date 21/12/2017

#### 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.

## ANNEXURE "A"

### 3. Changes in relevant interests


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 vote affected
19/04/2017	Brad Industries Pty Ltd	On market	105,097.35	65700 ordinary shares	65700
20/04/2017	Brad Industries Pty Ltd	On market	60,056.81	37300 ordinary shares	37300
21/04/2017	Brad Industries Pty Ltd	On market	289,233.06	180,007 ordinary shares	180,007
24/04/2017	Brad Industries Pty Ltd	On market	25.63	33 ordinary shares	33
06/06/2017	Rooke Lane Pty Ltd as trustee for Stewart 1986 Super fund	On market	\$201,076.47	105,000 ordinary shares	105,000
07/06/2017	Rooke Lane Pty Ltd as trustee for Stewart 1986 Super fund	On market	\$18,700.00	10,000 ordinary shares	10,000
07/06/2017	Rooke Lane Pty Ltd as trustee for Stewart 1986 Super fund	On market	\$10,366.20	5759 ordinary shares	5759
07/06/2017	Rooke Lane Pty Ltd as trustee for Stewart 1986 Super fund	On market	\$7633.80	4241 ordinary shares	4241
08/06/2017	Rooke Lane Pty Ltd as trustee for Stewart 1986 Super fund	On market	\$3533.40	1963 ordinary shares	1963
09/06/2017	Rooke Lane Pty Ltd as trustee for Stewart 1986 Super fund	On market	\$5394.60	2997 ordinary shares	2997
04/12/2017	Rooke Lane Pty Ltd as trustee for	On market	\$76,652.80	58,000 ordinary shares	58,000

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	Stewart 1986 Super fund				
05/12/2017	Rooke Lane Pty Ltd as trustee for Stewart 1986 Super fund	On market	\$71,735.78	55,067 ordinary shares	55,067
06/12/2017	Rooke Lane Pty Ltd as trustee for Stewart 1986 Super fund	On market	\$7,474.70	5,749 ordinary shares	5,749
07/12/2017	Rooke Lane Pty Ltd as trustee for Stewart 1986 Super fund	On market	\$258,818.04	207,071 ordinary shares	207,071
08/12/2017	Rooke Lane Pty Ltd as trustee for Stewart 1986 Super fund	On market	\$138,611.36	112,683 ordinary shares	112,683
11/12/2017	Rooke Lane Pty Ltd as trustee for Stewart 1986 Super fund	On market	\$123,360.39	100,293 ordinary shares	100,293
14/12/2017	Rooke Lane Pty Ltd as trustee for Stewart 1986 Super fund	On market	\$84,778.53	70,637 ordinary shares	70,637
15/12/2017	Rooke Lane Pty Ltd as trustee for Stewart 1986 Super fund	On market	\$621,917.70	540,798 ordinary shares	540,798

This is Annexure "A" of 2 pages referred to in the Form 604 signed by me and dated 21 December 2017".

Signed  Date 21st December 2017

David Stewart, Managing Director: Rooke Lane Pty Ltd