

**Form 603**  
Corporations Act 2001  
Section 671B

## Notice of initial substantial holder

To Company Name/Scheme INTELLIHR HOLDINGS LIMITED

ACN/ARSN 600 548 516

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

Name INTELLIHR HOLDINGS LIMITED

ACN/ARSN (if applicable) 600 548 516

The holder became a substantial holder on 23/01/2018

### 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)
Ordinary shares	66,757,598	66,757,598	64.27%

### 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
intelliHR holdings limited	intelliHR has a relevant interest in its own securities as a result of the mandatory restriction agreements entered into with shareholders in accordance with the ASX Listing Rules which give it the power to control the exercise of a power to dispose of those securities for the purpose of section 608(1)(c) Corporations Act. However, intelliHR has no right to acquire these shares or to control the voting rights attached to these shares. The Appendix 9A restriction agreement that intelliHR entered into with each registered security holder is set out in Annexure B.	46,021,789 fully paid ordinary shares
intelliHR holdings limited	intelliHR has a relevant interest in its own securities as a result of the voluntary restriction deeds entered into with shareholders which give it the power to control the exercise of a power to dispose of those securities for the purpose of section 608(1)(c) Corporations Act. However, intelliHR has no right to acquire these shares or to control the voting rights attached to these shares. The voluntary escrow deed that intelliHR entered into with each registered security holder is set out in Annexure C.	20,735,809 fully paid ordinary shares

### 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
intelliHR Holdings Limited	Registered holders of securities listed in Annexure A	Registered holders of securities listed in Annexure A	66,757,598 fully paid ordinary shares

### 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
intelliHR Holdings Limited	23 January 2018	No consideration paid. Relevant interest acquired under mandatory and voluntary restriction arrangements.	66,757,598 fully paid ordinary shares

**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

**7. Addresses**

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

Name	Address
intelliHR Holdings Limited	Level 32, 12 Creek Street, Brisbane, Queensland 4000
Registered holders of securities listed in Annexure A	c/- intelliHR Holdings Limited, Level 32, 12 Creek Street, Brisbane, Queensland 4000

**Signature**

print name Suzanne Yeates

capacity Company Secretary

sign here



date 23/01/2018

**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, moneys 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

Registered holders of securities

---

## 1. Shareholders (24 month mandatory restriction agreement)

Holder of relevant interest	Registered holder of securities	Person entitled to be registered as holder	Number of securities	Class of securities
intelliHR Holdings Limited	ROBERT JON BROMAGE	ROBERT JON BROMAGE	20,809,190	Fully paid ordinary shares
intelliHR Holdings Limited	JEREMY FONG	JEREMY FONG	3,378,945	Fully paid ordinary shares
intelliHR Holdings Limited	INTERCONTINENTAL PTY LIMITED	INTERCONTINENTAL PTY LIMITED	2,195,232	Fully paid ordinary shares
intelliHR Holdings Limited	CHATTERTON PTY LTD	CHATTERTON PTY LTD	2,013,744	Fully paid ordinary shares
intelliHR Holdings Limited	WENDY LAURA HOPSICK	WENDY LAURA HOPSICK	1,103,371	Fully paid ordinary shares
intelliHR Holdings Limited	MARILYN BROMAGE	MARILYN BROMAGE	1,838,951	Fully paid ordinary shares
intelliHR Holdings Limited	SCOTT WISEMAN	SCOTT WISEMAN	1,316,183	Fully paid ordinary shares
intelliHR Holdings Limited	AG & M BELLAS SUPER FUND PTY LTD	AG & M BELLAS SUPER FUND PTY LTD	1,193,891	Fully paid ordinary shares
intelliHR Holdings Limited	JD INVESTMENTS HOLDING PTY LTD	JD INVESTMENTS HOLDING PTY LTD	1,125,586	Fully paid ordinary shares
intelliHR Holdings Limited	04NRG PTY LTD	04NRG PTY LTD	1,316,183	Fully paid ordinary shares
intelliHR Holdings Limited	HELEN DIANNE PRYOR	HELEN DIANNE PRYOR	1,316,183	Fully paid ordinary shares
intelliHR Holdings Limited	DONALD ANDERSON & BEVERLEY ANDERSON	DONALD ANDERSON & BEVERLEY ANDERSON	789,710	Fully paid ordinary shares
intelliHR Holdings Limited	CARL EDWARD LAWBACK	CARL EDWARD LAWBACK	295,349	Fully paid ordinary shares
intelliHR Holdings Limited	TONI MICHELLE LAWBACK	TONI MICHELLE LAWBACK	295,349	Fully paid ordinary shares
intelliHR Holdings Limited	ALLEGRO CAPITAL NOMINEES PTY LTD	ALLEGRO CAPITAL NOMINEES PTY LTD	662,662	Fully paid ordinary shares
intelliHR Holdings Limited	JACQUELINE BARKER & KEVIN BARKER	JACQUELINE BARKER & KEVIN BARKER	526,473	Fully paid ordinary shares
intelliHR Holdings Limited	STEPHEN BRUNELL & DEBBIE BRUNNELL	STEPHEN BRUNELL & DEBBIE BRUNNELL	526,473	Fully paid ordinary shares
intelliHR Holdings Limited	TIMOTHY HEATH ROQUERBRE BARKER	TIMOTHY HEATH ROQUERBRE BARKER	263,237	Fully paid ordinary shares
intelliHR Holdings Limited	GAVIN JOHN STUTZ	GAVIN JOHN STUTZ	201,374	Fully paid ordinary shares
<b>Subtotal</b>			<b>41,168,086</b>	

## 2. Shareholders (12 month mandatory restriction agreement)

Holder of relevant interest	Registered holder of securities	Person entitled to be registered as holder	Number of securities	Class of securities
intelliHR Holdings Limited	BLACK DUCK HOLDINGS PTY LTD	BLACK DUCK HOLDINGS PTY LTD	242,424	Fully paid ordinary shares
intelliHR Holdings Limited	ANTDEL PTY LTD	ANTDEL PTY LTD	60,000	Fully paid ordinary shares
intelliHR Holdings Limited	TNWDG PTY LTD	TNWDG PTY LTD	122,667	Fully paid ordinary shares
intelliHR Holdings Limited	STARLINE RENTALS PTY LTD	STARLINE RENTALS PTY LTD	121,213	Fully paid ordinary shares
intelliHR Holdings Limited	COLINTON CAPITAL PTY LIMITED	COLINTON CAPITAL PTY LIMITED	121,212	Fully paid ordinary shares
intelliHR Holdings Limited	BASIL ATHANASSIADIS	BASIL ATHANASSIADIS	121,212	Fully paid ordinary shares
intelliHR Holdings Limited	DAVID CARLETON	DAVID CARLETON	121,212	Fully paid ordinary shares
intelliHR Holdings Limited	CA & MD PTY LTD	CA & MD PTY LTD	120,000	Fully paid ordinary shares
intelliHR Holdings Limited	BBW FUNDS PTY LTD	BBW FUNDS PTY LTD	116,364	Fully paid ordinary shares
intelliHR Holdings Limited	WAITARA INVESTMENTS PTY LTD	WAITARA INVESTMENTS PTY LTD	103,636	Fully paid ordinary shares
intelliHR Holdings Limited	ANSTON PTY LTD	ANSTON PTY LTD	80,000	Fully paid ordinary shares
intelliHR Holdings Limited	NORSTATE GLOBAL CAPITAL PTY LTD	NORSTATE GLOBAL CAPITAL PTY LTD	66,667	Fully paid ordinary shares
intelliHR Holdings Limited	JULIE ATHANASSIADIS	JULIE ATHANASSIADIS	66,667	Fully paid ordinary shares
intelliHR Holdings Limited	MAREN PTY LTD	MAREN PTY LTD	24,243	Fully paid ordinary shares
intelliHR Holdings Limited	MR GUY JOHN HUMBLE & MRS JOCELYN ANN HUMBLE	MR GUY JOHN HUMBLE & MRS JOCELYN ANN HUMBLE	60,800	Fully paid ordinary shares
intelliHR Holdings Limited	BARKLEY LAND PTY LTD	BARKLEY LAND PTY LTD	60,607	Fully paid ordinary shares
intelliHR Holdings Limited	M WHITNEY SUPER PTY LTD	M WHITNEY SUPER PTY LTD	60,607	Fully paid ordinary shares
intelliHR Holdings Limited	NAYLOR FAMILY SUPERFUND PTY LTD	NAYLOR FAMILY SUPERFUND PTY LTD	60,607	Fully paid ordinary shares
intelliHR Holdings Limited	ANDREW JASON GUARRERA & NEDA GUARRERA	ANDREW JASON GUARRERA & NEDA GUARRERA	60,607	Fully paid ordinary shares
intelliHR Holdings Limited	OIL OF HEULIN PTY LTD	OIL OF HEULIN PTY LTD	60,607	Fully paid ordinary shares
intelliHR Holdings Limited	TEE THREE PTY LTD	TEE THREE PTY LTD	60,607	Fully paid ordinary shares
intelliHR Holdings Limited	PLEIADE PTY LTD	PLEIADE PTY LTD	60,606	Fully paid ordinary shares
intelliHR Holdings Limited	SWEMB PTY LIMITED	SWEMB PTY LIMITED	60,606	Fully paid ordinary shares
intelliHR Holdings Limited	KILLAWARRA PTY LTD	KILLAWARRA PTY LTD	60,606	Fully paid ordinary shares
intelliHR Holdings Limited	LINDSAY SUPER CO PTY LTD	LINDSAY SUPER CO PTY LTD	60,606	Fully paid ordinary shares
intelliHR Holdings Limited	BOLTON GEM MERCHANTS PTY LTD	BOLTON GEM MERCHANTS PTY LTD	60,606	Fully paid ordinary shares
intelliHR Holdings Limited	HUME SUPERANNUATION PTY LTD	HUME SUPERANNUATION PTY LTD	60,606	Fully paid ordinary shares
intelliHR Holdings Limited	TIGERSHARK INVESTMENTS PTY LTD	TIGERSHARK INVESTMENTS PTY LTD	60,606	Fully paid ordinary shares

intelliHR Holdings Limited	NORCAM HOLDINGS PTY LTD	NORCAM HOLDINGS PTY LTD	60,606	Fully paid ordinary shares
intelliHR Holdings Limited	PM INVESTMENTS (QLD) PTY LTD	PM INVESTMENTS (QLD) PTY LTD	60,606	Fully paid ordinary shares
intelliHR Holdings Limited	FUTURE LAND LIMITED	FUTURE LAND LIMITED	42,480	Fully paid ordinary shares
intelliHR Holdings Limited	MRS ALISON MAREE HEDDITCH	MRS ALISON MAREE HEDDITCH	49,597	Fully paid ordinary shares
intelliHR Holdings Limited	JIMLORI PTY LIMITED	JIMLORI PTY LIMITED	48,000	Fully paid ordinary shares
intelliHR Holdings Limited	MR ALLAN BAUNBAEK MOLLER & MRS DIANE ELIZABETH MOLLER	MR ALLAN BAUNBAEK MOLLER & MRS DIANE ELIZABETH MOLLER	4,849	Fully paid ordinary shares
intelliHR Holdings Limited	LABOR HOLDINGS PTY LTD	LABOR HOLDINGS PTY LTD	40,000	Fully paid ordinary shares
intelliHR Holdings Limited	ALR INVESTMENTS PTY LTD	ALR INVESTMENTS PTY LTD	36,533	Fully paid ordinary shares
intelliHR Holdings Limited	E G STAFFORD CORPORATION PTY LTD	E G STAFFORD CORPORATION PTY LTD	36,364	Fully paid ordinary shares
intelliHR Holdings Limited	BEEBEE HOLDINGS PTY LTD	BEEBEE HOLDINGS PTY LTD	36,364	Fully paid ordinary shares
intelliHR Holdings Limited	MACQUARIE RIVER HOLDINGS PTY LTD	MACQUARIE RIVER HOLDINGS PTY LTD	36,364	Fully paid ordinary shares
intelliHR Holdings Limited	GREGORY PAVLO PAPA VASSILIOU	GREGORY PAVLO PAPA VASSILIOU	6,061	Fully paid ordinary shares
intelliHR Holdings Limited	ASCS CHRISTOFIDES PTY LTD	ASCS CHRISTOFIDES PTY LTD	40,000	Fully paid ordinary shares
intelliHR Holdings Limited	ANGEL FIRE INVESTMENTS PTY LTD	ANGEL FIRE INVESTMENTS PTY LTD	40,000	Fully paid ordinary shares
intelliHR Holdings Limited	MR BRIAN WILLIAM NORRIS & MRS ANNE ELIZABETH NORRIS	MR BRIAN WILLIAM NORRIS & MRS ANNE ELIZABETH NORRIS	37,333	Fully paid ordinary shares
intelliHR Holdings Limited	HOOK PTY LTD	HOOK PTY LTD	36,365	Fully paid ordinary shares
intelliHR Holdings Limited	MIZI SUPERANNUATION PTY LTD	MIZI SUPERANNUATION PTY LTD	36,267	Fully paid ordinary shares
intelliHR Holdings Limited	MR KAI BRAENDSTRUP HANSEN & MRS VANESSA PATRICE HANSEN	MR KAI BRAENDSTRUP HANSEN & MRS VANESSA PATRICE HANSEN	36,000	Fully paid ordinary shares
intelliHR Holdings Limited	ELSCLIFF PTY LTD	ELSCLIFF PTY LTD	30,303	Fully paid ordinary shares
intelliHR Holdings Limited	MR BRUCE HEDDITCH	MR BRUCE HEDDITCH	33,333	Fully paid ordinary shares
intelliHR Holdings Limited	MR VERNON LOW & MRS KATHRYN MARGARET LOW	MR VERNON LOW & MRS KATHRYN MARGARET LOW	26,667	Fully paid ordinary shares
intelliHR Holdings Limited	PHILIP BACON GALLERIES PTY LTD	PHILIP BACON GALLERIES PTY LTD	33,333	Fully paid ordinary shares
intelliHR Holdings Limited	M/S BELINDA JANE MOORE	M/S BELINDA JANE MOORE	30,303	Fully paid ordinary shares
intelliHR Holdings Limited	MR DAVID JOHN COLLECOTT & MRS SHEILA KAY COLLECOTT	MR DAVID JOHN COLLECOTT & MRS SHEILA KAY COLLECOTT	30,667	Fully paid ordinary shares
intelliHR Holdings Limited	PANAM SUPER PTY LTD	PANAM SUPER PTY LTD	30,667	Fully paid ordinary shares
intelliHR Holdings Limited	MR JOHN WARWICK LAWRENCE & MRS WENDY PRISCILLA LAWRENCE	MR JOHN WARWICK LAWRENCE & MRS WENDY PRISCILLA LAWRENCE	30,667	Fully paid ordinary shares
intelliHR Holdings Limited	MR DAVID JOHN COLLECOTT	MR DAVID JOHN COLLECOTT	30,667	Fully paid ordinary shares
intelliHR Holdings Limited	R D THORPE PTY LTD	R D THORPE PTY LTD	30,667	Fully paid ordinary shares
intelliHR Holdings Limited	SIMKAR PTY LTD	SIMKAR PTY LTD	30,303	Fully paid ordinary shares
intelliHR Holdings Limited	ENAYEM PTY LTD	ENAYEM PTY LTD	30,303	Fully paid ordinary shares
intelliHR Holdings Limited	OUR HEAVENLY SUPERANNUATION PTY LTD	OUR HEAVENLY SUPERANNUATION PTY LTD	30,303	Fully paid ordinary shares
intelliHR Holdings Limited	ROBERTS SUPERFUND PTY LTD	ROBERTS SUPERFUND PTY LTD	24,267	Fully paid ordinary shares
intelliHR Holdings Limited	THE PURPLE ONION PTY LTD	THE PURPLE ONION PTY LTD	26,667	Fully paid ordinary shares
intelliHR Holdings Limited	DR JOHN GRAHAM FRASER	DR JOHN GRAHAM FRASER	26,667	Fully paid ordinary shares
intelliHR Holdings Limited	VENTOUX PTY LTD	VENTOUX PTY LTD	26,667	Fully paid ordinary shares
intelliHR Holdings Limited	RICKIRK PTY LTD	RICKIRK PTY LTD	26,667	Fully paid ordinary shares
intelliHR Holdings Limited	EXOE INVESTMENTS PTY LTD	EXOE INVESTMENTS PTY LTD	6,133	Fully paid ordinary shares
intelliHR Holdings Limited	DR THOMAS PETER CLARKE & MRS GILDA FRANCES CLARKE	DR THOMAS PETER CLARKE & MRS GILDA FRANCES CLARKE	24,267	Fully paid ordinary shares
intelliHR Holdings Limited	PATERSON SUPER SERVICES PTY LTD	PATERSON SUPER SERVICES PTY LTD	24,267	Fully paid ordinary shares
intelliHR Holdings Limited	IDAVALE PTY LTD	IDAVALE PTY LTD	18,182	Fully paid ordinary shares
intelliHR Holdings Limited	MR JAMES MITCHELL ANDERSEN RALPH	MR JAMES MITCHELL ANDERSEN RALPH	24,267	Fully paid ordinary shares
intelliHR Holdings Limited	MR SAMUEL DAVID GETHIN-JONES	MR SAMUEL DAVID GETHIN-JONES	24,267	Fully paid ordinary shares
intelliHR Holdings Limited	MR IVANO EZIO FARINAZZO & MRS JULIET CARGILL FARINAZZO	MR IVANO EZIO FARINAZZO & MRS JULIET CARGILL FARINAZZO	24,267	Fully paid ordinary shares
intelliHR Holdings Limited	MR JOHN RICHARD GETHIN-JONES	MR JOHN RICHARD GETHIN-JONES	24,267	Fully paid ordinary shares
intelliHR Holdings Limited	LESTRIB PTY LTD	LESTRIB PTY LTD	24,243	Fully paid ordinary shares
intelliHR Holdings Limited	NORTHERN RURAL PTY LTD	NORTHERN RURAL PTY LTD	24,243	Fully paid ordinary shares
intelliHR Holdings Limited	MR DAVID FREDERICK OAKLEY	MR DAVID FREDERICK OAKLEY	24,243	Fully paid ordinary shares
intelliHR Holdings Limited	MRS REBECCA SHAY DOUGLAS	MRS REBECCA SHAY DOUGLAS	24,133	Fully paid ordinary shares
intelliHR Holdings Limited	MR IAN GORDON CAREY	MR IAN GORDON CAREY	20,000	Fully paid ordinary shares
intelliHR Holdings Limited	K BENSON PTY LTD	K BENSON PTY LTD	20,000	Fully paid ordinary shares
intelliHR Holdings Limited	REST AND RECREATION PTY LTD	REST AND RECREATION PTY LTD	24,000	Fully paid ordinary shares
intelliHR Holdings Limited	MRS LYNDAL BARBARA ATKINSON & MR GEORGE HENRY ATKINSON	MRS LYNDAL BARBARA ATKINSON & MR GEORGE HENRY ATKINSON	24,000	Fully paid ordinary shares
intelliHR Holdings Limited	MR DAVID GRAETZ & MRS JOYCE GRAETZ & MRS KIRSTY LOUISE WINTER	MR DAVID GRAETZ & MRS JOYCE GRAETZ & MRS KIRSTY LOUISE WINTER	18,667	Fully paid ordinary shares
intelliHR Holdings Limited	AMALFI TRADING PTY LTD	AMALFI TRADING PTY LTD	20,000	Fully paid ordinary shares
intelliHR Holdings Limited	R & W SUPER HOLDINGS PTY LTD	R & W SUPER HOLDINGS PTY LTD	20,000	Fully paid ordinary shares

intelliHR Holdings Limited	DIDDS INVESTMENTS PTY LTD	DIDDS INVESTMENTS PTY LTD	20,000	Fully paid ordinary shares
intelliHR Holdings Limited	MR LEONARDO SENESE & MRS FIONA SENESE	MR LEONARDO SENESE & MRS FIONA SENESE	22,667	Fully paid ordinary shares
intelliHR Holdings Limited	GORMAN PTY LTD	GORMAN PTY LTD	21,333	Fully paid ordinary shares
intelliHR Holdings Limited	X F HOLDINGS PTY LTD	X F HOLDINGS PTY LTD	18,182	Fully paid ordinary shares
intelliHR Holdings Limited	MR DAVID JOHN EVANS & MRS KATHRYN LESLEY EVANS	MR DAVID JOHN EVANS & MRS KATHRYN LESLEY EVANS	20,000	Fully paid ordinary shares
intelliHR Holdings Limited	GREENSLEEVES SUPERANNUATION PTY LTD	GREENSLEEVES SUPERANNUATION PTY LTD	20,000	Fully paid ordinary shares
intelliHR Holdings Limited	DR MURRAY WILLIAM ELLIOTT & MRS GILLIAN ELLIOTT	DR MURRAY WILLIAM ELLIOTT & MRS GILLIAN ELLIOTT	20,000	Fully paid ordinary shares
intelliHR Holdings Limited	MR IAN BUTTERWORTH & MRS SUSAN HEATHER BUTTERWORTH	MR IAN BUTTERWORTH & MRS SUSAN HEATHER BUTTERWORTH	18,667	Fully paid ordinary shares
intelliHR Holdings Limited	STRONGEST AND GREATEST PTY LTD	STRONGEST AND GREATEST PTY LTD	18,187	Fully paid ordinary shares
intelliHR Holdings Limited	MRS MEGAN HALINA SMITH	MRS MEGAN HALINA SMITH	18,187	Fully paid ordinary shares
intelliHR Holdings Limited	P EWART INVESTMENTS PTY LTD	P EWART INVESTMENTS PTY LTD	18,187	Fully paid ordinary shares
intelliHR Holdings Limited	S W POWER PTY LTD	S W POWER PTY LTD	18,182	Fully paid ordinary shares
intelliHR Holdings Limited	WESTCLASSIC NOMINEES PTY LTD	WESTCLASSIC NOMINEES PTY LTD	12,267	Fully paid ordinary shares
intelliHR Holdings Limited	SHEILA BLIDGE PTY LTD	SHEILA BLIDGE PTY LTD	12,267	Fully paid ordinary shares
intelliHR Holdings Limited	RG & AJ CAMILLERI SUPER PTY LTD	RG & AJ CAMILLERI SUPER PTY LTD	14,667	Fully paid ordinary shares
intelliHR Holdings Limited	D J INVESTMENTS (QLD) PTY LTD	D J INVESTMENTS (QLD) PTY LTD	14,667	Fully paid ordinary shares
intelliHR Holdings Limited	MRS REBECCA JANE LEAD	MRS REBECCA JANE LEAD	14,546	Fully paid ordinary shares
intelliHR Holdings Limited	MR XINYU LI	MR XINYU LI	12,267	Fully paid ordinary shares
intelliHR Holdings Limited	MR THOMAS ROBERT SARTOR	MR THOMAS ROBERT SARTOR	12,121	Fully paid ordinary shares
intelliHR Holdings Limited	MR SCOTT MURRAY FORBES MURDOCH	MR SCOTT MURRAY FORBES MURDOCH	12,121	Fully paid ordinary shares
intelliHR Holdings Limited	MR NICHOLAS ANTHONY HARRIS & MRS ELENA HARRIS	MR NICHOLAS ANTHONY HARRIS & MRS ELENA HARRIS	12,121	Fully paid ordinary shares
intelliHR Holdings Limited	MRS FIONA RICHARDSON	MRS FIONA RICHARDSON	12,121	Fully paid ordinary shares
intelliHR Holdings Limited	MRS JACQUELINE KANG YEN HUNG	MRS JACQUELINE KANG YEN HUNG	12,067	Fully paid ordinary shares
intelliHR Holdings Limited	MJREAD PTY LTD	MJREAD PTY LTD	13,333	Fully paid ordinary shares
intelliHR Holdings Limited	MR ROBERT FRANCIS SHIELDS & MRS MAUREEN LESLEY SHIELDS	MR ROBERT FRANCIS SHIELDS & MRS MAUREEN LESLEY SHIELDS	13,333	Fully paid ordinary shares
intelliHR Holdings Limited	MR GEOFFREY DOUGLAS KEEN & MRS JENNIFER DAWN KEEN	MR GEOFFREY DOUGLAS KEEN & MRS JENNIFER DAWN KEEN	13,333	Fully paid ordinary shares
intelliHR Holdings Limited	PEDECONFERENCE PTY LTD	PEDECONFERENCE PTY LTD	13,333	Fully paid ordinary shares
intelliHR Holdings Limited	A A M ADELAIDE PTY LTD	A A M ADELAIDE PTY LTD	13,333	Fully paid ordinary shares
intelliHR Holdings Limited	KROLDIN PTY LTD	KROLDIN PTY LTD	13,333	Fully paid ordinary shares
intelliHR Holdings Limited	NORTH OF THE RIVER INVESTMENTS PTY LTD	NORTH OF THE RIVER INVESTMENTS PTY LTD	13,333	Fully paid ordinary shares
intelliHR Holdings Limited	MR KEVIN THOMAS CARLILE & MRS JUDITH MARGARET CARLILE	MR KEVIN THOMAS CARLILE & MRS JUDITH MARGARET CARLILE	13,333	Fully paid ordinary shares
intelliHR Holdings Limited	MR PETER JAMES KIRK & MRS FEONA CAROLINE KIRK	MR PETER JAMES KIRK & MRS FEONA CAROLINE KIRK	13,333	Fully paid ordinary shares
intelliHR Holdings Limited	LOUNGE MARKET PTY LTD	LOUNGE MARKET PTY LTD	13,333	Fully paid ordinary shares
intelliHR Holdings Limited	MR ANTONIO CAPUTO & MRS MARA CAPUTO	MR ANTONIO CAPUTO & MRS MARA CAPUTO	13,333	Fully paid ordinary shares
intelliHR Holdings Limited	MR CRAIG IAN MC CLOUD & MR PAUL JAMES SMITH	MR CRAIG IAN MC CLOUD & MR PAUL JAMES SMITH	13,333	Fully paid ordinary shares
intelliHR Holdings Limited	MR PETER WILLIAM BERESFORD & MRS WENDY GAI BERESFORD	MR PETER WILLIAM BERESFORD & MRS WENDY GAI BERESFORD	13,333	Fully paid ordinary shares
intelliHR Holdings Limited	SOUTHAM SUPER PTY LTD	SOUTHAM SUPER PTY LTD	13,333	Fully paid ordinary shares
intelliHR Holdings Limited	MRS HELEN HAY PRIDMORE	MRS HELEN HAY PRIDMORE	13,333	Fully paid ordinary shares
intelliHR Holdings Limited	MR DAVID ALAN HILL & MRS HARRIETTE ANN HILL	MR DAVID ALAN HILL & MRS HARRIETTE ANN HILL	13,333	Fully paid ordinary shares
intelliHR Holdings Limited	LITTLE OWL CAPITAL PTY LTD	LITTLE OWL CAPITAL PTY LTD	13,333	Fully paid ordinary shares
intelliHR Holdings Limited	MR KENNETH WAYNE BRADEY & MRS JULIE ANN BRADEY	MR KENNETH WAYNE BRADEY & MRS JULIE ANN BRADEY	13,333	Fully paid ordinary shares
intelliHR Holdings Limited	C & B SIBLEY PTY LIMITED	C & B SIBLEY PTY LIMITED	13,333	Fully paid ordinary shares
intelliHR Holdings Limited	PECRIBB PTY LTD	PECRIBB PTY LTD	13,333	Fully paid ordinary shares
intelliHR Holdings Limited	MS TRACEY POHLE	MS TRACEY POHLE	12,122	Fully paid ordinary shares
intelliHR Holdings Limited	MR IAIN DAVID WILKIE	MR IAIN DAVID WILKIE	12,121	Fully paid ordinary shares
intelliHR Holdings Limited	MR BRIAN GERARD SHEAHAN	MR BRIAN GERARD SHEAHAN	12,121	Fully paid ordinary shares
intelliHR Holdings Limited	GLENCOL SUPER PTY LTD	GLENCOL SUPER PTY LTD	12,121	Fully paid ordinary shares
intelliHR Holdings Limited	CRISJEFF PTY LTD	CRISJEFF PTY LTD	12,121	Fully paid ordinary shares
intelliHR Holdings Limited	MR ANDREW LOOK	MR ANDREW LOOK	12,121	Fully paid ordinary shares
intelliHR Holdings Limited	MR CHARLES LAWRENCE	MR CHARLES LAWRENCE	12,121	Fully paid ordinary shares
intelliHR Holdings Limited	HAVANAH INVESTMENTS PTY LTD	HAVANAH INVESTMENTS PTY LTD	12,121	Fully paid ordinary shares
intelliHR Holdings Limited	JTR CORPORATION NO 2 PTY LTD	JTR CORPORATION NO 2 PTY LTD	12,121	Fully paid ordinary shares
intelliHR Holdings Limited	SUZANNE YEATES	SUZANNE YEATES	12,121	Fully paid ordinary shares
intelliHR Holdings Limited	MR PEDRAM BIDHENDI & DR ISMAIL MORADI BIDHENDI & MRS HIDEH BIDHENDI	MR PEDRAM BIDHENDI & DR ISMAIL MORADI BIDHENDI & MRS HIDEH BIDHENDI	12,000	Fully paid ordinary shares
intelliHR Holdings Limited	MR ANDREW HON-BOR TANG	MR ANDREW HON-BOR TANG	9,707	Fully paid ordinary shares

intelliHR Holdings Limited	4YATES PTY LTD	4YATES PTY LTD	10,667	Fully paid ordinary shares
intelliHR Holdings Limited	MR JAMES THOMAS BARKER	MR JAMES THOMAS BARKER	7,273	Fully paid ordinary shares
intelliHR Holdings Limited	MR SCOTT GIBSON RUSSELL	MR SCOTT GIBSON RUSSELL	9,333	Fully paid ordinary shares
intelliHR Holdings Limited	J W ADAMS INVESTMENTS PTY LTD	J W ADAMS INVESTMENTS PTY LTD	9,091	Fully paid ordinary shares
intelliHR Holdings Limited	MR DANIEL GETHIN-JONES & MRS KRISTY GETHIN-JONES	MR DANIEL GETHIN-JONES & MRS KRISTY GETHIN-JONES	9,091	Fully paid ordinary shares
intelliHR Holdings Limited	T S ADAMS SUPER PTY LTD	T S ADAMS SUPER PTY LTD	9,091	Fully paid ordinary shares
intelliHR Holdings Limited	MRS WENDY MAREE RICHARDS	MRS WENDY MAREE RICHARDS	6,667	Fully paid ordinary shares
intelliHR Holdings Limited	DIVINE NOMINEES PTY LTD	DIVINE NOMINEES PTY LTD	6,000	Fully paid ordinary shares
intelliHR Holdings Limited	MR NICHOLAS KAR WAI SEETO	MR NICHOLAS KAR WAI SEETO	7,267	Fully paid ordinary shares
intelliHR Holdings Limited	MISS SHARON MYERS & MR RODNEY NAUMBURGER	MISS SHARON MYERS & MR RODNEY NAUMBURGER	6,667	Fully paid ordinary shares
intelliHR Holdings Limited	CROWTHORNE SUPER PTY LTD	CROWTHORNE SUPER PTY LTD	6,133	Fully paid ordinary shares
intelliHR Holdings Limited	BOB STRUTHERS FURNITURE PTY LTD	BOB STRUTHERS FURNITURE PTY LTD	6,000	Fully paid ordinary shares
intelliHR Holdings Limited	MR RALPH JUSTIN BRYANT	MR RALPH JUSTIN BRYANT	6,000	Fully paid ordinary shares
intelliHR Holdings Limited	MR THOMAS WILLIAM ROBERTS	MR THOMAS WILLIAM ROBERTS	4,800	Fully paid ordinary shares
intelliHR Holdings Limited	JUNCTION CAPITAL PTY LTD	JUNCTION CAPITAL PTY LTD	2,667	Fully paid ordinary shares
<b>Subtotal</b>			<b>4,853,703</b>	

## 2. Shareholders (6 month voluntary restriction deed)

Holder of relevant interest	Registered holder of securities	Person entitled to be registered as holder	Number of securities	Class of securities
intelliHR Holdings Limited	K R KHATRI (DENTAL) PTY LTD	K R KHATRI (DENTAL) PTY LTD	2,760,150	Fully paid ordinary shares
intelliHR Holdings Limited	WENDY LAURA HOPSICK	WENDY LAURA HOPSICK	828,000	Fully paid ordinary shares
intelliHR Holdings Limited	SCOTT WISEMAN	SCOTT WISEMAN	276,020	Fully paid ordinary shares
intelliHR Holdings Limited	J J N A SUPER PTY LTD	J J N A SUPER PTY LTD	1,335,050	Fully paid ordinary shares
intelliHR Holdings Limited	JIMLORI PTY LIMITED	JIMLORI PTY LIMITED	1,250,000	Fully paid ordinary shares
intelliHR Holdings Limited	RICHARD JOHN HOPSICK & WENDY LAURA HOPSICK	RICHARD JOHN HOPSICK & WENDY LAURA HOPSICK	1,121,010	Fully paid ordinary shares
intelliHR Holdings Limited	TNWDG PTY LTD	TNWDG PTY LTD	650,000	Fully paid ordinary shares
intelliHR Holdings Limited	TNWDG PTY LTD	TNWDG PTY LTD	337,333	Fully paid ordinary shares
intelliHR Holdings Limited	STARLINE RENTALS PTY LTD	STARLINE RENTALS PTY LTD	333,337	Fully paid ordinary shares
intelliHR Holdings Limited	COLINTON CAPITAL PTY LIMITED	COLINTON CAPITAL PTY LIMITED	333,334	Fully paid ordinary shares
intelliHR Holdings Limited	CA & MD PTY LTD	CA & MD PTY LTD	330,000	Fully paid ordinary shares
intelliHR Holdings Limited	WAITARA INVESTMENTS PTY LTD	WAITARA INVESTMENTS PTY LTD	285,000	Fully paid ordinary shares
intelliHR Holdings Limited	DR JOHN GRAHAM FRASER	DR JOHN GRAHAM FRASER	325,000	Fully paid ordinary shares
intelliHR Holdings Limited	MR GUY JOHN HUMBLE & MRS JOCELYN ANN HUMBLE	MR GUY JOHN HUMBLE & MRS JOCELYN ANN HUMBLE	325,000	Fully paid ordinary shares
intelliHR Holdings Limited	R D THORPE PTY LTD	R D THORPE PTY LTD	325,000	Fully paid ordinary shares
intelliHR Holdings Limited	ANSTON PTY LTD	ANSTON PTY LTD	220,000	Fully paid ordinary shares
intelliHR Holdings Limited	JULIE ATHANASSIADIS	JULIE ATHANASSIADIS	183,333	Fully paid ordinary shares
intelliHR Holdings Limited	MR GUY JOHN HUMBLE & MRS JOCELYN ANN HUMBLE	MR GUY JOHN HUMBLE & MRS JOCELYN ANN HUMBLE	167,200	Fully paid ordinary shares
intelliHR Holdings Limited	BARKLEY LAND PTY LTD	BARKLEY LAND PTY LTD	166,668	Fully paid ordinary shares
intelliHR Holdings Limited	NAYLOR FAMILY SUPERFUND PTY LTD	NAYLOR FAMILY SUPERFUND PTY LTD	166,668	Fully paid ordinary shares
intelliHR Holdings Limited	ANDREW JASON GUARRERA & NEDA GUARRERA	ANDREW JASON GUARRERA & NEDA GUARRERA	166,668	Fully paid ordinary shares
intelliHR Holdings Limited	OIL OF HEULIN PTY LTD	OIL OF HEULIN PTY LTD	166,668	Fully paid ordinary shares
intelliHR Holdings Limited	TEE THREE PTY LTD	TEE THREE PTY LTD	166,668	Fully paid ordinary shares
intelliHR Holdings Limited	PLEIADE PTY LTD	PLEIADE PTY LTD	166,667	Fully paid ordinary shares
intelliHR Holdings Limited	SWEMB PTY LIMITED	SWEMB PTY LIMITED	166,667	Fully paid ordinary shares
intelliHR Holdings Limited	LINDSAY SUPER CO PTY LTD	LINDSAY SUPER CO PTY LTD	166,667	Fully paid ordinary shares
intelliHR Holdings Limited	BOLTON GEM MERCHANTS PTY LTD	BOLTON GEM MERCHANTS PTY LTD	166,667	Fully paid ordinary shares
intelliHR Holdings Limited	TIGERSHARK INVESTMENTS PTY LTD	TIGERSHARK INVESTMENTS PTY LTD	166,667	Fully paid ordinary shares
intelliHR Holdings Limited	NORCAM HOLDINGS PTY LTD	NORCAM HOLDINGS PTY LTD	166,667	Fully paid ordinary shares
intelliHR Holdings Limited	PM INVESTMENTS (QLD) PTY LTD	PM INVESTMENTS (QLD) PTY LTD	166,667	Fully paid ordinary shares
intelliHR Holdings Limited	E G STAFFORD CORPORATION P/L	E G STAFFORD CORPORATION P/L	225,000	Fully paid ordinary shares
intelliHR Holdings Limited	FUTURE LAND LIMITED	FUTURE LAND LIMITED	116,820	Fully paid ordinary shares
intelliHR Holdings Limited	LISA PATRICIA BIGNELL	LISA PATRICIA BIGNELL	206,630	Fully paid ordinary shares
intelliHR Holdings Limited	MR BRIAN WILLIAM NORRIS & MRS ANNE ELIZABETH NORRIS	MR BRIAN WILLIAM NORRIS & MRS ANNE ELIZABETH NORRIS	190,000	Fully paid ordinary shares

intelliHR Holdings Limited	MRS ALISON MAREE HEDDITCH	MRS ALISON MAREE HEDDITCH	136,393	Fully paid ordinary shares
intelliHR Holdings Limited	JIMLORI PTY LIMITED	JIMLORI PTY LIMITED	132,000	Fully paid ordinary shares
intelliHR Holdings Limited	MR PETER WILLIAM FAUST & MRS KATRINA MARY FAUST	MR PETER WILLIAM FAUST & MRS KATRINA MARY FAUST	172,500	Fully paid ordinary shares
intelliHR Holdings Limited	LABOR HOLDINGS PTY LTD	LABOR HOLDINGS PTY LTD	110,000	Fully paid ordinary shares
intelliHR Holdings Limited	MR LEONARDO SENESE & MRS FIONA SENESE	MR LEONARDO SENESE & MRS FIONA SENESE	165,000	Fully paid ordinary shares
intelliHR Holdings Limited	ALR INVESTMENTS PTY LTD	ALR INVESTMENTS PTY LTD	100,467	Fully paid ordinary shares
intelliHR Holdings Limited	E G STAFFORD CORPORATION PTY LTD	E G STAFFORD CORPORATION PTY LTD	100,000	Fully paid ordinary shares
intelliHR Holdings Limited	LESTRIB PTY LTD	LESTRIB PTY LTD	150,000	Fully paid ordinary shares
intelliHR Holdings Limited	MR BRIAN WILLIAM NORRIS & MRS ANNE ELIZABETH NORRIS	MR BRIAN WILLIAM NORRIS & MRS ANNE ELIZABETH NORRIS	102,667	Fully paid ordinary shares
intelliHR Holdings Limited	HOOK PTY LTD	HOOK PTY LTD	100,002	Fully paid ordinary shares
intelliHR Holdings Limited	MIZI SUPERANNUATION PTY LTD	MIZI SUPERANNUATION PTY LTD	99,733	Fully paid ordinary shares
intelliHR Holdings Limited	DJ INVESTMENTS (QLD) PTY LTD	DJ INVESTMENTS (QLD) PTY LTD	135,000	Fully paid ordinary shares
intelliHR Holdings Limited	MR DAVID JOHN COLLECOTT & MS SHEILA KAY COLLECOTT	MR DAVID JOHN COLLECOTT & MS SHEILA KAY COLLECOTT	135,000	Fully paid ordinary shares
intelliHR Holdings Limited	ELSCLIFF PTY LTD	ELSCLIFF PTY LTD	83,334	Fully paid ordinary shares
intelliHR Holdings Limited	HOOK PTY LTD	HOOK PTY LTD	130,000	Fully paid ordinary shares
intelliHR Holdings Limited	MR BRIAN GERARD SHEAHAN	MR BRIAN GERARD SHEAHAN	130,000	Fully paid ordinary shares
intelliHR Holdings Limited	ROBERTS SUPERFUND PTY LTD	ROBERTS SUPERFUND PTY LTD	126,000	Fully paid ordinary shares
intelliHR Holdings Limited	MR BRUCE HEDDITCH	MR BRUCE HEDDITCH	91,667	Fully paid ordinary shares
intelliHR Holdings Limited	MR VERNON LOW & MRS KATHRYN MARGARET LOW	MR VERNON LOW & MRS KATHRYN MARGARET LOW	73,333	Fully paid ordinary shares
intelliHR Holdings Limited	PHILIP BACON GALLERIES PTY LTD	PHILIP BACON GALLERIES PTY LTD	91,667	Fully paid ordinary shares
intelliHR Holdings Limited	LITTLE OWL CAPITAL PTY LTD	LITTLE OWL CAPITAL PTY LTD	125,000	Fully paid ordinary shares
intelliHR Holdings Limited	M/S BELINDA JANE MOORE	M/S BELINDA JANE MOORE	83,334	Fully paid ordinary shares
intelliHR Holdings Limited	MR DAVID JOHN COLLECOTT & MS SHEILA KAY COLLECOTT	MR DAVID JOHN COLLECOTT & MS SHEILA KAY COLLECOTT	84,333	Fully paid ordinary shares
intelliHR Holdings Limited	PANAM SUPER PTY LTD	PANAM SUPER PTY LTD	84,333	Fully paid ordinary shares
intelliHR Holdings Limited	MR JOHN WARWICK LAWRENCE & MRS WENDY PRISCILLA LAWRENCE	MR JOHN WARWICK LAWRENCE & MRS WENDY PRISCILLA LAWRENCE	84,333	Fully paid ordinary shares
intelliHR Holdings Limited	MR DAVID JOHN COLLECOTT	MR DAVID JOHN COLLECOTT	84,333	Fully paid ordinary shares
intelliHR Holdings Limited	R D THORPE PTY LTD	R D THORPE PTY LTD	84,333	Fully paid ordinary shares
intelliHR Holdings Limited	OUR HEAVENLY SUPERANNUATION PTY LTD	OUR HEAVENLY SUPERANNUATION PTY LTD	83,334	Fully paid ordinary shares
intelliHR Holdings Limited	4YATES PTY LTD	4YATES PTY LTD	110,000	Fully paid ordinary shares
intelliHR Holdings Limited	MR CHARLES LAWRENCE	MR CHARLES LAWRENCE	110,000	Fully paid ordinary shares
intelliHR Holdings Limited	ROBERTS SUPERFUND PTY LTD	ROBERTS SUPERFUND PTY LTD	66,733	Fully paid ordinary shares
intelliHR Holdings Limited	THE PURPLE ONION PTY LTD	THE PURPLE ONION PTY LTD	73,333	Fully paid ordinary shares
intelliHR Holdings Limited	DR JOHN GRAHAM FRASER	DR JOHN GRAHAM FRASER	73,333	Fully paid ordinary shares
intelliHR Holdings Limited	EXOE INVESTMENTS PTY LTD	EXOE INVESTMENTS PTY LTD	91,867	Fully paid ordinary shares
intelliHR Holdings Limited	DR THOMAS PETER CLARKE & MRS GILDA FRANCES CLARKE	DR THOMAS PETER CLARKE & MRS GILDA FRANCES CLARKE	66,733	Fully paid ordinary shares
intelliHR Holdings Limited	PATERSON SUPER SERVICES PTY LTD	PATERSON SUPER SERVICES PTY LTD	66,733	Fully paid ordinary shares
intelliHR Holdings Limited	MR JAMES MITCHELL ANDERSEN RALPH	MR JAMES MITCHELL ANDERSEN RALPH	66,733	Fully paid ordinary shares
intelliHR Holdings Limited	MR SAMUEL DAVID GETHIN-JONES	MR SAMUEL DAVID GETHIN-JONES	66,733	Fully paid ordinary shares
intelliHR Holdings Limited	MR JOHN RICHARD GETHIN-JONES	MR JOHN RICHARD GETHIN-JONES	66,733	Fully paid ordinary shares
intelliHR Holdings Limited	LESTRIB PTY LTD	LESTRIB PTY LTD	66,667	Fully paid ordinary shares
intelliHR Holdings Limited	NORTHERN RURAL PTY LTD	NORTHERN RURAL PTY LTD	66,667	Fully paid ordinary shares
intelliHR Holdings Limited	MR DAVID FREDERICK OAKLEY	MR DAVID FREDERICK OAKLEY	66,667	Fully paid ordinary shares
intelliHR Holdings Limited	MRS REBECCA SHAY DOUGLAS	MRS REBECCA SHAY DOUGLAS	66,367	Fully paid ordinary shares
intelliHR Holdings Limited	K BENSON PTY LTD	K BENSON PTY LTD	55,000	Fully paid ordinary shares
intelliHR Holdings Limited	MRS LYNDAL BARBARA ATKINSON & MR GEORGE GENRY ATKINSON	MRS LYNDAL BARBARA ATKINSON & MR GEORGE GENRY ATKINSON	66,000	Fully paid ordinary shares
intelliHR Holdings Limited	MR DAVID GRAETZ & MRS JOYCE GRAETZ & MRS KIRSTY LOUISE WINTER	MR DAVID GRAETZ & MRS JOYCE GRAETZ & MRS KIRSTY LOUISE WINTER	51,333	Fully paid ordinary shares
intelliHR Holdings Limited	AMALFI TRADING PTY LTD	AMALFI TRADING PTY LTD	55,000	Fully paid ordinary shares
intelliHR Holdings Limited	R & W SUPER HOLDINGS PTY LTD	R & W SUPER HOLDINGS PTY LTD	55,000	Fully paid ordinary shares
intelliHR Holdings Limited	DIDDS INVESTMENTS PTY LTD	DIDDS INVESTMENTS PTY LTD	55,000	Fully paid ordinary shares
intelliHR Holdings Limited	MR LEONARDO SENESE & MRS FIONA SENESE	MR LEONARDO SENESE & MRS FIONA SENESE	62,333	Fully paid ordinary shares
intelliHR Holdings Limited	X F HOLDINGS PTY LTD	X F HOLDINGS PTY LTD	50,000	Fully paid ordinary shares
intelliHR Holdings Limited	GREENSLEEVES SUPERANNUATION PTY LTD	GREENSLEEVES SUPERANNUATION PTY LTD	55,000	Fully paid ordinary shares
intelliHR Holdings Limited	DR MURRAY WILLIAM ELLIOTT & MRS GILLIAN ELLIOT	DR MURRAY WILLIAM ELLIOTT & MRS GILLIAN ELLIOT	55,000	Fully paid ordinary shares
intelliHR Holdings Limited	KROLDIN PTY LTD	KROLDIN PTY LTD	75,000	Fully paid ordinary shares
intelliHR Holdings Limited	MJREAD PTY LTD	MJREAD PTY LTD	75,000	Fully paid ordinary shares



intelliHR Holdings Limited	MR ANTONIO CAPUTO & MRS MARA CAPUTO	MR ANTONIO CAPUTO & MRS MARA CAPUTO	75,000	Fully paid ordinary shares
intelliHR Holdings Limited	MR THOMAS ROBERT SARTOR	MR THOMAS ROBERT SARTOR	75,000	Fully paid ordinary shares
intelliHR Holdings Limited	MR IAN BUTTERWORTH & MRS SUSAN HEATHER BUTTERWORTH	MR IAN BUTTERWORTH & MRS SUSAN HEATHER BUTTERWORTH	51,333	Fully paid ordinary shares
intelliHR Holdings Limited	S W POWER PTY LTD	S W POWER PTY LTD	50,000	Fully paid ordinary shares
intelliHR Holdings Limited	WESTCLASSIC NOMINEES PTY LTD	WESTCLASSIC NOMINEES PTY LTD	33,733	Fully paid ordinary shares
intelliHR Holdings Limited	SHEILA BLIDGE PTY LTD	SHEILA BLIDGE PTY LTD	33,733	Fully paid ordinary shares
intelliHR Holdings Limited	RG & AJ CAMILLERI SUPER PTY LTD	RG & AJ CAMILLERI SUPER PTY LTD	40,333	Fully paid ordinary shares
intelliHR Holdings Limited	D J INVESTMENTS (QLD) PTY LTD	D J INVESTMENTS (QLD) PTY LTD	40,333	Fully paid ordinary shares
intelliHR Holdings Limited	MRS REBECCA JANE LEAD	MRS REBECCA JANE LEAD	40,000	Fully paid ordinary shares
intelliHR Holdings Limited	MR XINYU LI	MR XINYU LI	33,733	Fully paid ordinary shares
intelliHR Holdings Limited	MR THOMAS ROBERT SARTOR	MR THOMAS ROBERT SARTOR	33,334	Fully paid ordinary shares
intelliHR Holdings Limited	MR SCOTT MURRAY FORBES	MR SCOTT MURRAY FORBES	33,334	Fully paid ordinary shares
intelliHR Holdings Limited	MR NICHOLAS ANTHONY HARRIS & MRS ELENA HARRIS	MR NICHOLAS ANTHONY HARRIS & MRS ELENA HARRIS	33,334	Fully paid ordinary shares
intelliHR Holdings Limited	MRS FIONA RICHARDSON	MRS FIONA RICHARDSON	33,334	Fully paid ordinary shares
intelliHR Holdings Limited	MRS JACQUELINE KANG YEN HUNG	MRS JACQUELINE KANG YEN HUNG	33,183	Fully paid ordinary shares
intelliHR Holdings Limited	MJREAD PTY LTD	MJREAD PTY LTD	36,667	Fully paid ordinary shares
intelliHR Holdings Limited	MR ROBERT FRANCIS SHIELDS & MRS MAUREEN LESLEY SHIELDS	MR ROBERT FRANCIS SHIELDS & MRS MAUREEN LESLEY SHIELDS	36,667	Fully paid ordinary shares
intelliHR Holdings Limited	KROLDIN PTY LTD	KROLDIN PTY LTD	36,667	Fully paid ordinary shares
intelliHR Holdings Limited	MR PETER JAMES KIRK & MRS FEONA MARGARET CARLILE	MR PETER JAMES KIRK & MRS FEONA MARGARET CARLILE	36,667	Fully paid ordinary shares
intelliHR Holdings Limited	LOUNGE MARKET PTY LTD	LOUNGE MARKET PTY LTD	36,667	Fully paid ordinary shares
intelliHR Holdings Limited	MR ANTONIO CAPUTO & MRS MARA CAPUTO	MR ANTONIO CAPUTO & MRS MARA CAPUTO	36,667	Fully paid ordinary shares
intelliHR Holdings Limited	MR CRAIG IAN MC CLOUD & MR PAUL JAMES SMITH	MR CRAIG IAN MC CLOUD & MR PAUL JAMES SMITH	36,667	Fully paid ordinary shares
intelliHR Holdings Limited	SOUTHAM SUPER PTY LTD	SOUTHAM SUPER PTY LTD	36,667	Fully paid ordinary shares
intelliHR Holdings Limited	MRS HELEN HAY PRIDMORE	MRS HELEN HAY PRIDMORE	36,667	Fully paid ordinary shares
intelliHR Holdings Limited	MR DAVID ALAN HILL & MRS HARRIETTE ANN HILL	MR DAVID ALAN HILL & MRS HARRIETTE ANN HILL	36,667	Fully paid ordinary shares
intelliHR Holdings Limited	LITTLE OWL CAPITAL PTY LTD	LITTLE OWL CAPITAL PTY LTD	36,667	Fully paid ordinary shares
intelliHR Holdings Limited	MR KENNETH WAYNE BRADEY & MRS JULIE ANNE BRADEY	MR KENNETH WAYNE BRADEY & MRS JULIE ANNE BRADEY	36,667	Fully paid ordinary shares
intelliHR Holdings Limited	C & B SIBLEY PTY LIMITED	C & B SIBLEY PTY LIMITED	36,667	Fully paid ordinary shares
intelliHR Holdings Limited	PECRIBB PTY LTD	PECRIBB PTY LTD	36,667	Fully paid ordinary shares
intelliHR Holdings Limited	MS TRACEY POHLE	MS TRACEY POHLE	33,337	Fully paid ordinary shares
intelliHR Holdings Limited	MR IAIN DAVID WILKIE	MR IAIN DAVID WILKIE	33,334	Fully paid ordinary shares
intelliHR Holdings Limited	MR BRIAN GERARD SHEAHAN	MR BRIAN GERARD SHEAHAN	33,334	Fully paid ordinary shares
intelliHR Holdings Limited	GLENCOL SUPER PTY LTD	GLENCOL SUPER PTY LTD	33,334	Fully paid ordinary shares
intelliHR Holdings Limited	CRISJEFF PTY LTD	CRISJEFF PTY LTD	33,334	Fully paid ordinary shares
intelliHR Holdings Limited	MR ANDREW LOOK	MR ANDREW LOOK	33,334	Fully paid ordinary shares
intelliHR Holdings Limited	MR CHARLES LAWRENCE	MR CHARLES LAWRENCE	33,334	Fully paid ordinary shares
intelliHR Holdings Limited	HAVANAH INVESTMENTS PTY LTD	HAVANAH INVESTMENTS PTY LTD	33,334	Fully paid ordinary shares
intelliHR Holdings Limited	MR PEDRAM BIDHENDI & DR ISMAIL MORADI BIDHENDI & MRS HIDEH BIDHENDI	MR PEDRAM BIDHENDI & DR ISMAIL MORADI BIDHENDI & MRS HIDEH BIDHENDI	33,000	Fully paid ordinary shares
intelliHR Holdings Limited	MR ANDREW HON-BOR TANG	MR ANDREW HON-BOR TANG	26,693	Fully paid ordinary shares
intelliHR Holdings Limited	4YATES PTY LTD	4YATES PTY LTD	29,333	Fully paid ordinary shares
intelliHR Holdings Limited	MR THOMAS WILLIAM ROBERTS	MR THOMAS WILLIAM ROBERTS	37,050	Fully paid ordinary shares
intelliHR Holdings Limited	MR JAMES THOMAS BARKER	MR JAMES THOMAS BARKER	20,000	Fully paid ordinary shares
intelliHR Holdings Limited	MR DANIEL GETHIN-JONES & MRS KRISTY GETHIN-JONES	MR DANIEL GETHIN-JONES & MRS KRISTY GETHIN-JONES	25,000	Fully paid ordinary shares
intelliHR Holdings Limited	MRS WENDY MAREE RICHARDS	MRS WENDY MAREE RICHARDS	18,333	Fully paid ordinary shares
intelliHR Holdings Limited	MR NICHOLAS KAR WAI SEETO	MR NICHOLAS KAR WAI SEETO	19,983	Fully paid ordinary shares
intelliHR Holdings Limited	CROWTHORNE SUPER PTY LTD	CROWTHORNE SUPER PTY LTD	16,867	Fully paid ordinary shares
intelliHR Holdings Limited	BOB STRUTHERS FURNITURE PTY LTD	BOB STRUTHERS FURNITURE PTY LTD	16,500	Fully paid ordinary shares
intelliHR Holdings Limited	MR RALPH JUSTIN BRYANT	MR RALPH JUSTIN BRYANT	16,500	Fully paid ordinary shares
intelliHR Holdings Limited	MR THOMAS WILLIAM ROBERTS	MR THOMAS WILLIAM ROBERTS	13,200	Fully paid ordinary shares
intelliHR Holdings Limited	JUNCTION CAPITAL PTY LTD	JUNCTION CAPITAL PTY LTD	7,333	Fully paid ordinary shares
<b>Subtotal</b>			<b>20,735,809</b>	
<b>TOTAL</b>			<b>66,757,598</b>	
<b>Total number of shares on issue</b>			<b>103,870,596</b>	

**Voting power**

**64.27%**

# Annexure B

Appendix 9A restriction agreement

---

# Appendix 9A

## Restriction agreement

Introduced 01/07/96 Origin: Appendix 11 Amended 01/07/98, 11/03/02, 24/10/05, 20/07/07

We, the persons in:

- Item 1 of the schedule (“entity”);
- Item 2 of the schedule (“holder”);
- Item 3 of the schedule (“controller”),

agree as follows.

### Introduction

- \*A. The entity intends to issue restricted securities to the holder. The holder will hold the restricted securities as set out in this agreement. It is a condition of the issue of the restricted securities that we will comply with this agreement.
- \*A. The entity wants to be listed and has issued restricted securities. The holder will hold the restricted securities as set out in this agreement on the basis that the entity will take the steps necessary to be admitted to the <sup>+</sup>official list of ASX.
- B. We have provided ASX with all the information necessary to properly form an opinion about who is a <sup>+</sup>controller of the holder and who is required to execute this agreement.
- C. We enter this agreement for the purpose of complying with chapter 9 of the listing rules.

(\* delete as applicable)

### Agreement

#### Escrow restrictions

1. During the escrow period, the holder will not do any of the following.
  - (a) <sup>+</sup>Dispose of, or agree or offer to <sup>+</sup>dispose of, the restricted securities.

---

<sup>+</sup> See chapter 19 for defined terms.

- (b) Create, or agree or offer to create, any security interest in the restricted securities.
    - (c) Do, or omit to do, any act if the act or omission would have the effect of transferring effective ownership or control of the restricted securities.
    - (d) Participate in a return of capital made by the entity.
- Amended 24/10/05
- 2. During the escrow period, a controller will not do any of the following.
    - (a) <sup>+</sup>Dispose of, or agree or offer to <sup>+</sup>dispose of, the controller interests.
    - (b) Create, or agree or offer to create, any security interest in the controller interests.
    - (c) Do, or omit to do, any act if the act or omission would have the effect of transferring effective ownership or control of the controller interests.
  - 3. We will comply with chapter 9 of the listing rules. If any of us is not a listed entity, we will comply as if we were a listed entity. Each of us will take any steps we are able to take that are necessary to enable any of the others to comply.
  - 4.
    - (a) If the restricted securities are kept on the <sup>+</sup>certificated subregister, the holder will deposit the certificates for the restricted securities with a bank or <sup>+</sup>recognised trustee for the escrow period.
    - (b) If the restricted securities are kept on the <sup>+</sup>issuer sponsored subregister, the holder hereby agrees in writing to the application of a <sup>+</sup>holding lock to the restricted securities.

## **Warranties**

- 5. If only the holder and the entity are parties to this agreement, one of the following applies.
  - (a) The holder is an individual.
  - (b) The holder has no <sup>+</sup>controller.
  - (c) The holder has the <sup>+</sup>controllers set out in item 3 with the interests identified in item 6, and each <sup>+</sup>controller comes within an exception set out in rule 9.1.4.

---

<sup>+</sup> See chapter 19 for defined terms.

The holder gives this warranty.

6. If the holder, the entity and any +controller are parties to this agreement, the holder has the +controllers set out in item 3 with the controller interests identified in item 6, and any +controller who is not a party to this agreement comes within an exception set out in rule 9.1.4. The holder and each +controller give this warranty.
7. If item 7 of the schedule is completed, the full particulars of security interests which have been created, or are agreed or offered to be created, in the restricted securities are set out. A release of the security interests is attached. Apart from this, before the escrow period begins, the holder has not done, or omitted to do, any act which would breach clause 1 if done or omitted during the escrow period. The holder gives this warranty.
8. If item 8 of the schedule is completed, the full particulars of security interests which have been created, or are agreed or offered to be created, in the controller interests are set out. A release of the security interests is attached. Apart from this, before the escrow period begins, the +controller has not done, or omitted to do, any act which would breach clause 2 if done or omitted during the escrow period. Each +controller gives this warranty.
9. A breach of any of these warranties is a breach of this agreement.

### **Consequences of breaching this agreement**

10. If it appears to the entity that the holder or a +controller may breach this agreement, the entity must take the steps necessary to prevent the breach, or to enforce the agreement.
11. If the holder or a +controller breach this agreement, each of the following applies.
  - (a) The entity must take the steps necessary to enforce the agreement, or to rectify the breach.
  - (b) The entity must refuse to acknowledge, deal with, accept or register any sale, assignment, transfer or +conversion of any of the +restricted securities. This is in addition to other rights and remedies of the entity.
  - (c) The holder of the +restricted securities ceases to be entitled to any dividends, distributions or voting rights while the breach continues.

### **Amendment**

12. This agreement will not be changed or waived without ASX's written consent.

---

+ See chapter 19 for defined terms.

## **Jurisdiction**

13. The laws of the State of the home branch of the entity apply to this agreement. We submit to the jurisdiction of the courts of that State.

## **Definitions and interpretation**

In this agreement:

**ASX** means ASX Limited.

**controller interests** means the <sup>+</sup>securities, substantial economic interest or other interests in the restricted securities and each intermediate entity through which that interest occurs, full particulars of which are set out in item 6 of the schedule.

**escrow period** means the period set out in item 4 of the schedule.

**restricted securities** means the <sup>+</sup>securities set out in item 5 of the schedule and any <sup>+</sup>securities attaching to or arising out of those <sup>+</sup>securities that are restricted securities because of the definition of restricted securities in the listing rules.

The singular includes the plural and vice versa.

A reference to a party includes its successors, personal representatives and transferees.

Words and expressions defined in the listing rules of ASX, and not in this agreement, have the meanings given to them in the listing rules.

Every warranty or agreement (expressed or implied) in which more than one person joins, binds them individually and any combination of them as a group.

---

<sup>+</sup> See chapter 19 for defined terms.

### **Schedule**

- 1. Entity's name and address:**  
  
INTELLIHR HOLDINGS LIMITED  
C/- MCCULLOUGH ROBERTSON LAWYERS  
LEVEL 11, 66 EAGLE STREET  
BRISBANE QLD 4000
- 2. Holder's name and address:**
- 3. Each +controllers' name and address:**
- 4. Escrow period (the date from which the initial restricted securities are escrowed):**
- 5. Particulars of restricted securities:**
- 6. Particulars of controller interests:**
- 7. Particulars of security interests over restricted securities:**
- 8. Particulars of security interests over controller interests:**

---

+ See chapter 19 for defined terms.



## Appendix 9A

### Restriction agreement

---

Dated:

EXECUTED as a deed

Signed sealed and delivered  
by intelliHR Holdings Limited ACN 600 548 516  
by:

▲ \_\_\_\_\_  
Director

▲ \_\_\_\_\_  
Director/Secretary

▲ \_\_\_\_\_  
Full name of Director

▲ \_\_\_\_\_  
Full name of Director/Secretary

*\*Complete applicable execution clause for holder(s) and controller(s)*

**For a corporate holder with more than one director (or a director and different company secretary):**

Signed sealed and delivered  
for and on behalf of the holder by:

▲ \_\_\_\_\_  
Director

▲ \_\_\_\_\_  
Director/Secretary

▲ \_\_\_\_\_  
Full name of Director

▲ \_\_\_\_\_  
Full name of Director/Secretary

**For a corporate holder with only one director (and no company secretary):**

Signed sealed and delivered  
for and on behalf of the holder by:

▲ \_\_\_\_\_  
Signature of Director

▲ \_\_\_\_\_  
Full name of Director

---

+ See chapter 19 for defined terms.

**For a corporate controller with more than one director (or a director and different company secretary):**

Signed sealed and delivered  
for and on behalf of the controller by:

▲ \_\_\_\_\_  
Director

▲ \_\_\_\_\_  
Director/Secretary

▲ \_\_\_\_\_  
Full name of Director

▲ \_\_\_\_\_  
Full name of Director/Secretary

**For a corporate controller with only one director (and no company secretary):**

Signed sealed and delivered  
for and on behalf of the controller by:

▲ \_\_\_\_\_  
Signature of Director

▲ \_\_\_\_\_  
Full name of Director

**For an individual controller:**

Signed sealed and delivered by:

▲ \_\_\_\_\_  
Signature of controller

▲ \_\_\_\_\_  
Signature of witness

▲ \_\_\_\_\_  
Full name of controller

▲ \_\_\_\_\_  
Full name of witness

---

+ See chapter 19 for defined terms.

**Appendix 9A**  
**Restriction agreement**

---

**For joint controllers:**

Signed sealed and delivered by:

▲ \_\_\_\_\_  
Signature of controller

▲ \_\_\_\_\_  
Signature of controller

▲ \_\_\_\_\_  
Full name of controller

▲ \_\_\_\_\_  
Full name of controller

---

+ See chapter 19 for defined terms.

# Annexure C

Voluntary restriction deed

---

---

## Voluntary restriction deed

---

intelliHR Holdings Limited ACN 600 548 516

The party listed in item 1 of the Schedule

# Table of contents

---

<b>Parties</b>	<b>1</b>
<b>Background</b>	<b>1</b>
<b>Agreed terms</b>	<b>1</b>
<b>1 Definitions and interpretation</b>	<b>1</b>
1.1 Definitions	1
1.2 Interpretation	2
<b>2 Restrictions</b>	<b>2</b>
2.1 Holder activity during Restricted Period	2
2.2 Holding lock	2
2.3 Incapacitation of the Holder	2
<b>3 Takeover Bid</b>	<b>3</b>
3.1 Release during Takeover Bid	3
3.2 Return of holding lock	3
<b>4 Merger</b>	<b>3</b>
4.1 Release during merger	3
4.2 Return of holding lock	3
<b>5 Pre-bid Acceptance Agreements</b>	<b>3</b>
5.1 Entry into Pre-bid Acceptance Agreements	3
5.2 Limited release	4
<b>6 Warranties</b>	<b>4</b>
6.1 Holder's warranties	4
6.2 Breach of warranties	4
<b>7 Consequences of breaching this document</b>	<b>4</b>
7.1 Enforcement	4
7.2 Consequences of breach	4
<b>8 General</b>	<b>5</b>
8.1 Governing law and jurisdiction	5
8.2 Counterparts	5
8.3 Amendments and waivers	5
<b>9 Notice</b>	<b>5</b>
9.1 Method of giving notice	5

9.2	When is notice given	5
9.3	Address for notices	6
<b>Schedule</b>	-----	<b>7</b>
<b>Particulars (clause 1)</b>		<b>7</b>
<b>Execution</b>	-----	<b>8</b>

# Voluntary restriction deed

Dated

## Parties

<b>Company</b>	<b>intelliHR Holdings Limited ACN 600 548 516</b> of c/- McCullough Robertson, Level 11, 66 Eagle Street, Brisbane, Queensland 4000
<b>Holder</b>	<b>The party listed in item 1 of the Schedule</b> of the address listed in item 2 of the Schedule

## Background

- A The Company has issued securities to the Holder.
- B The Holder holds the securities as set out in this document.
- C The Holder has agreed to enter into this document voluntarily for the benefit of the Company.

## Agreed terms

### 1 Definitions and interpretation

#### 1.1 Definitions

In this document, terms defined in the Listing Rules have the same meanings when used in this document, and:

Term	Definition
<b>ASX</b>	means ASX Limited ACN 008 624 691 or the securities exchange operated by it (as the case requires).
<b>Bidder</b>	has the meaning given to that term in the <i>Corporations Act 2001</i> (Cth).
<b>Business Day</b>	means a day that is not a Saturday, Sunday or public holiday in the place where an act is to be performed, notice received or a payment is to be made.
<b>Effective Date</b>	means the date that the Company's securities are granted official quotation on the ASX.
<b>Listing Rules</b>	means the listing rules of ASX which govern, among other things, the admission of entities to the official list of ASX, disclosure and some aspects of a listed company's conduct.
<b>Restricted Period</b>	means the period set out in item 5 of the Schedule.



Term	Definition
<b>Restricted Securities</b>	has the meaning given to that term by the Listing Rules.
<b>Securities</b>	means the securities set out in item 6 of the Schedule.
<b>Superior Proposal</b>	means competing Takeover Bid that has been publicly announced and that, taking into account all aspects of the competing Takeover Bid, is: <ul style="list-style-type: none"> <li>(a) reasonably capable of being completed; and</li> <li>(b) values each Security higher than under any other Takeover Bid that is on offer at the relevant time.</li> </ul>
<b>Takeover Bid</b>	has the meaning given to that term in the <i>Corporations Act 2001</i> (Cth).

## 1.2 Interpretation

In this document:

- (a) a singular word includes the plural and vice versa; and
- (b) a reference to a party to this document or any other document or agreement includes the party's successors, permitted substitutes and permitted assigns.

## 2 Restrictions

### 2.1 Holder activity during Restricted Period

Subject to clauses 3, 4 and 5, on and from the Effective Date until the expiry of the Restricted Period the Holders must not:

- (a) sell, transfer, or otherwise dispose of, or agree or offer to sell, transfer or otherwise dispose of, the Securities;
- (b) create, or agree to create, any security interests in the Securities; or
- (c) do, or omit to do, any act if the act or omission would have the effect of transferring effective ownership or control of the Securities.

### 2.2 Holding lock

If the Securities are kept on an issuer sponsored subregister, the Holder agrees to the application of a holding lock to the Securities.

### 2.3 Incapacitation of the Holder

In the event of incapacitation (such that the Holder is unable to physically or mental carry out their normal activities) or death of the Holder during the Restricted Period, clause 2.1 will cease to apply from the date the Holder or their legal representative notifies the Company of the Holder's incapacitation or death.

## 3 Takeover Bid

---

### 3.1 Release during Takeover Bid

The Company must release all or any part of the Securities from the restrictions in clause 2 by notice in writing to the Holder if:

- (a) a Takeover Bid is made to acquire all of the issued ordinary shares of the Company; and
- (b) holders of at least half of the Securities in the bid class that are not subject to escrow have accepted the Takeover Bid.

### 3.2 Return of holding lock

If the Takeover Bid does not become unconditional, the Holder and the Company agree for holding locks in respect of the Securities to be reapplied.

## 4 Merger

---

### 4.1 Release during merger

The Company must release all or any part of the Securities from the restrictions in clause 2 by notice in writing to the Holder if the Securities are proposed to be transferred or cancelled as part of a merger by way of scheme of arrangement under part 5.1 *Corporations Act 2001* (Cth).

### 4.2 Return of holding lock

If the merger by scheme of arrangement is not carried out the Holder and the Company agree for holding locks in respect of the Securities to be reapplied.

## 5 Pre-bid Acceptance Agreements

---

### 5.1 Entry into Pre-bid Acceptance Agreements

The Holder may enter into, and perform its obligations under, an agreement with a potential Bidder whereby the Holder agrees to accept the offer made to it under a Takeover Bid for all of the issued ordinary shares of the Company (**Offer**) within a period of time after the offer period begins (**Pre-Bid Acceptance Agreement**), provided that the terms thereof must:

- (a) be subject to a condition precedent that the Bidder publicly propose the Offer within five Business Days after the date of the Pre-Bid Acceptance Agreement;
- (b) require the Holder to accept the Offer for all or any part of the Securities no earlier than ten Business Days after the offer period begins;
- (c) automatically terminate if:
  - (i) the Bidder does not dispatch offers under the Offer within two months after the date on which the Bidder publicly announces that it intends to make the Offer;
  - (ii) a superior proposal (being one that, taking into account all aspects of the proposal, is reasonably capable of being completed and represents superior value to members of the Company) is made before the Holder accepts the Offer;

- (iii) the Bidder's offers under the Offer lapse (without being free of all conditions);
- (iv) a court or the Takeovers Panel decides that all or any part of the transaction contemplated by the Pre-bid Acceptance Agreement is unlawful or constitutes unacceptable circumstances; or
- (v) on the date which is three months after the date of the Pre-bid Acceptance Agreement.

## **5.2 Limited release**

- (a) Subject to clause 5.2(b) and the Pre-bid Acceptance Agreement satisfying the requirements of clause 5.1, the Company must release those Securities which are the subject of the Offer and the Pre-bid Acceptance Agreement from the restrictions in clause 2 and do all other things necessary in time to permit the Holder to comply with its obligation to accept the Offer under the Pre-bid Acceptance Agreement.
- (b) The release contained in this clause 5.2 is a limited release and only releases the Holder from the restrictions in clause 2 for the sole purpose of accepting the Offer.

## **6 Warranties**

---

### **6.1 Holder's warranties**

The Holder warrants to the Company that:

- (a) before the Restricted Period begins, the Holder has not done, or omitted to do, any act which would breach clause 2 if done or omitted to be done during the Restricted Period; and
- (b) the Holder has power to enter into and perform its obligations under this document.

### **6.2 Breach of warranties**

A breach of the warranties in clause 6.1 is a breach of this document.

## **7 Consequences of breaching this document**

---

### **7.1 Enforcement**

If the Company anticipates that the Holder may breach this document, the Company may take steps necessary to prevent the breach or to enforce the document.

### **7.2 Consequences of breach**

If the Holder breaches this document, each of the following applies:

- (a) the Company may take the steps necessary to enforce the document or to rectify the breach; and
- (b) the Company may (in addition to other rights and remedies of the Company), refuse to acknowledge, deal with, accept or register any sale, assignment, transfer or conversion of any of the Securities unless the Company is prohibited from doing so by the Listing Rules.

## **8 General**

---

### **8.1 Governing law and jurisdiction**

- (a) Queensland law governs this document.
- (b) Each party irrevocably submits to the exclusive jurisdiction of the Queensland courts and courts competent to hear appeals from those courts.

### **8.2 Counterparts**

This document may be signed in any number of counterparts. All counterparts together make one instrument.

### **8.3 Amendments and waivers**

This document may only be amended by written agreement between all parties.

## **9 Notice**

---

### **9.1 Method of giving notice**

A notice, consent or communication under this document is only effective if it is:

- (a) in writing, signed by or on behalf of the person giving it;
- (b) addressed to the person to whom it is to be given; and
- (c) given as follows:
  - (i) delivered by hand to that person's address;
  - (ii) sent by prepaid mail (and by prepaid airmail if the person is overseas) to that person's address;
  - (iii) sent by email to that person's email address; or
  - (iv) sent by fax to that person's fax number where the sender receives a transmission confirmation report from the despatching machine indicating the transmission has been made without error and showing the relevant number of pages and the correct destination fax number or name of recipient.

### **9.2 When is notice given**

A notice, consent or communication delivered under clause 9.1 is given and received:

- (a) if it is hand delivered or sent by fax or email:
  - (i) by 5.00pm (local time in the place of receipt) on a Business Day – on that day; or
  - (ii) after 5.00pm (local time in the place of receipt) on a Business Day, or at any time on a day that is not a Business Day – on the next Business Day; and
- (b) if it is sent by post:

- (i) within Australia – three Business Days after posting; or
- (ii) to or from a place outside Australia – seven Business Days after posting.

### **9.3 Address for notices**

A person's address, fax number and email address are those set out in this document or as the person notifies the sender:

**Company:**

Attention: Company Secretary

Address: Level 32, 12 Creek Street, Brisbane, Queensland 4000

Email: [suzanne.yeates@intellihr.com.au](mailto:suzanne.yeates@intellihr.com.au)

## Schedule

Particulars (clause 1)

<b>1</b>	<b>Full name of Holder</b>	
<b>2</b>	<b>Address of Holder</b>	
<b>3</b>	<b>Contact person for Holder</b>	
<b>4</b>	<b>Email address and fax number of Holder</b>	
<b>5</b>	<b>Restricted Period</b> (the period during which the Securities are restricted)	Commencing on the Effective Date and ending on the date which is six months thereafter.
<b>6</b>	<b>Particulars of Securities</b>	All of the fully paid ordinary shares in the Company held by the Holder which are not Restricted Securities.

## Execution

EXECUTED as a deed

Signed sealed and delivered  
by  
intelliHR Holdings Limited ACN 600 548 516 by:

⤴ \_\_\_\_\_  
Director

⤴ \_\_\_\_\_  
Director/Secretary

⤴ \_\_\_\_\_  
Full name of Director

⤴ \_\_\_\_\_  
Full name of Director/Secretary

### ***\*Complete applicable execution clause for holder(s)***

**For a corporate holder with more than one director (or a director and different company secretary):**

Signed sealed and delivered on behalf of the  
Holder listed in the Schedule by:

⤴ \_\_\_\_\_  
Signature of Director

⤴ \_\_\_\_\_  
Signature of Director/Secretary

⤴ \_\_\_\_\_  
Full name of Director (print)

⤴ \_\_\_\_\_  
Full name of Director/Secretary (print)

**For a corporate holder with only one director (and no company secretary):**

Signed sealed and delivered on behalf of the  
Holder listed in the Schedule by:

⤴ \_\_\_\_\_  
Signature of sole Secretary and sole Director

⤴ \_\_\_\_\_  
Full name of sole Secretary and sole Director  
(print)

**For single holder:**

Signed sealed and delivered by:

⤴ \_\_\_\_\_  
Signature of Holder

⤴ \_\_\_\_\_  
Signature of witness

⤴ \_\_\_\_\_  
Name of Holder (print)

⤴ \_\_\_\_\_  
Name of witness (print)

**For joint holders:**

Signed sealed and delivered by:

⤴ \_\_\_\_\_  
Signature of Holder

⤴ \_\_\_\_\_  
Signature of Holder

⤴ \_\_\_\_\_  
Full name of Holder (print)

⤴ \_\_\_\_\_  
Full name of Holder (print)