

# FAX

## TO

Shareholder Disclosures  
ASX

## FROM

Kevin Shek

**Phone**

**Fax Number** +61293470005

**Phone**

020 3997 0117

**Fax Number** 020 3997 0100

**DATE** 03/17/2020

## NOTE

Please find Shareholder disclosures below.

Any issues please email Kevin Shek on [kevin.shek@lumyna.com](mailto:kevin.shek@lumyna.com)

**Form 603**

Corporations Act 2001

Section 671B

**Notice of initial substantial holder**To Company Name/Scheme Lithium Power InternationalACN/ARSN 607 260 328**1. Details of substantial holder (1)**Name Lumyna Investments Limited, Lumyna Specialist Funds JPY E-Mast 4% VT ER Fund, Assicurazioni Generali S.p.A.ACN/ARSN (if applicable) N/AThe holder became a substantial holder on 07/10/2019**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	Voting power (6)
ordinary shares	13,648,304	13,648,304	5.2%

**3. Details of relevant interests**

The nature of the relevant interests 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
Lumyna Investments Limited	Relevant interest in securities held by Lumyna Investments Limited in its capacity as investment manager for Lumyna Specialist Funds JPY E-Mast 4% VT ER Fund	13,648,304 ordinary shares
Lumyna Specialist Funds JPY E-Mast 4% VT ER Fund	Holder of securities	13,648,304 ordinary shares
Assicurazioni Generali S.p.A.	Lumyna Investments Limited is a body corporate of which Assicurazioni Generali S.p.A.'s voting power is more than 20%	13,648,304 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
Lumyna Investments Limited	The Bank of New York Mellon	Lumyna Specialist Funds JPY E-Mast 4% VT ER Fund	13,648,304 ordinary shares
Lumyna Specialist Funds JPY E-Mast 4% VT ER Fund	The Bank of New York Mellon	Lumyna Specialist Funds JPY E-Mast 4% VT ER Fund	13,648,304 ordinary shares
Assicurazioni Generali S.p.A.	The Bank of New York Mellon	Lumyna Specialist Funds JPY E-Mast 4% VT ER Fund	13,648,304 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
		Cash	Non-Cash	
Lumyna Investments Limited	See Annexure A	See Annexure A	See Annexure A	See Annexure A
Lumyna Specialist Funds JPY E-Mast 4% VT ER Fund	See Annexure A	See Annexure A	See Annexure A	See Annexure A
Assicurazioni Generali S.p.A.	See Annexure A	See Annexure A	See Annexure A	See Annexure A

**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
Lumyna Specialist Funds JPY E-Mast 4% VT ER Fund	A fund managed by Lumyna Investments Limited.

**7. Addresses**

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

Name	Address
Lumyna Investments Limited	11 Bressenden Place, London, United Kingdom, SW1E 5BY
Lumyna Specialist Funds JPY E-Mast 4% VT ER Fund	Lumyna Specialist Funds C/O MDO Management Company S.A. 19, rue de Bitbourg L-1273 Luxembourg Grand Duchy of Luxembourg
The Bank of New York Mellon	BNY Mellon, London Branch, One Canada Square London E14 5AL
Assicurazioni Generali S.p.A.	Piazza Duca degli Abruzzi 2 I - 34132 Trieste

**Signature**

print name Daryl Wright capacity DIRECTOR  
Authorised Signatory

sign here



date

17/03/20
**DIRECTIONS**

- (1) If there are a number of substantial holders with similar or related relevant interests (eg. a corporation and its related corporations, or the manager and trustee of an equity trust), the names could be included in an annexure to the form. If the relevant interests of a group of persons are essentially similar, they may be referred to throughout the form as a specifically named group if the membership of each group, with the names and addresses of members is clearly set out in paragraph 7 of the form.
- (2) See the definition of "associate" in section 9 of the Corporations Act 2001.
- (3) See the definition of "relevant interest" in sections 608 and 671B(7) of the Corporations Act 2001.
- (4) The voting shares of a company constitute one class unless divided into separate classes.

- (5) The total number of votes attached to all the voting shares in the company or voting interests in the scheme (if any) that the person or an associate has a relevant interest in.
- (6) The person's votes divided by the total votes in the body corporate or scheme multiplied by 100.
- (7) Include details of:
- (a) any relevant agreement or other circumstances by which the relevant interest was acquired. If subsection 671B(4) applies, a copy of any document setting out the terms of any relevant agreement, and a statement by the person giving full and accurate details of any contract, scheme or arrangement, must accompany this form, together with a written statement certifying this contract, scheme or arrangement; and
  - (b) any qualification of the power of a person to exercise, control the exercise of, or influence the exercise of, the voting powers or disposal of the securities to which the relevant interest relates (indicating clearly the particular securities to which the qualification applies).

See the definition of "relevant agreement" in section 9 of the Corporations Act 2001.

- (8) If the substantial holder is unable to determine the identity of the person (eg. if the relevant interest arises because of an option) write "unknown".
- (9) Details of the consideration must include any and all benefits, money and other, that any person from whom a relevant interest was acquired has, or may, become entitled to receive in relation to that acquisition. Details must be included even if the benefit is conditional on the happening or not of a contingency. Details must be included of any benefit paid on behalf of the substantial holder or its associate in relation to the acquisitions, even if they are not paid directly to the person from whom the relevant interest was acquired.

**Annexure A**

This is Annexure A of 1 page referred to in the Form 603: Notice of initial substantial holder issued by Lumyna Investments Limited dated 17 March 2020:

**5. Consideration**

Holder of relevant interest*	Date of Acquisition	Consideration (USD)	Number of Securities	Class of Securities
Lumyna Specialist Funds JPY E-Mast 4% VT ER Fund	07-Oct-19	99,834.19	5,851,152	Ordinary

\*Note: The person whose relevant interest changed includes the following persons:

1. Lumyna Investments Limited in its capacity as investment manager of Lumyna Specialist Funds JPY E-Mast 4% VT ER Fund; and
2. Assicurazioni Generali S.p.A as Lumyna Investments Limited is a body corporate of which Assicurazioni Generali S.p.A.'s voting power is more than 20%.

**Signature**

print name Daryl Wright  
Authorised Signatory capacity DIRECTOR  
sign here DW date 17/03/20

**Annexure B**

This is Annexure B of 1 page setting out the terms of the agreement which contributed to the situation giving rise to the relevant interests referred to in the Form 603: Notice of initial substantial holder issued by Lumyna Investments Limited dated 17 March 2020.

Type of agreement	Reverse Repurchase (Repo) Agreement
Parties to agreement	Lumyna Specialist Funds – 4% JPY E-MAST Fund vs Merrill Lynch International Ltd
Transfer date	See Annexure A in respect of securities acquired referred to in Annexure A
Holder of voting rights	Lumyna Specialist Funds – 4% JPY E-MAST Fund
Are there any restrictions on voting rights?	No
Scheduled return date (if any)	N/A
Does the borrower have the right to return early?	No
Does the lender have the right to return early?	Yes, as part of the arrangement Merrill Lynch International have full discretion on the selection and transfer of the equity. They are allowed to collect and repost alternative equity throughout the day as long as the position is sufficiently collateralised, there are no restrictions on how much they rebalance.
Will the securities be returned on settlement?	Yes, once the Repo term has finished – the securities will be returned to lender.

Lumyna Investments Limited as the entity filing the form will, if requested by the company to whom the prescribed form must be given or ASIC, give a copy of the agreement to the company or ASIC.

**Signature**

Daryl Wright  
Authorised Signatory

print name \_\_\_\_\_ capacity DIRECTOR

sign here



date

17/03/20



**Form 605**Corporations Act 2001  
Section 671B**Notice of ceasing to be a substantial holder****To** Company Name/Scheme Lithium Power InternationalACN/ARSN 616 317 778**1. Details of substantial holder (1)**Name Lumyna Investments Limited, Lumyna Specialist Funds JPY E-Mast 4% VT ER Fund, Assicurazioni Generali S.p.AACN/ARSN (if applicable) N/AThe holder ceased to be a substantial holder on 21/10/2019The previous notice was given to the company on 17/03/2020The previous notice was dated 17/03/2020**2. Changes in relevant interests**

Particulars of each change in, or change in the nature of, a relevant interest (2) of the substantial holder or an associate (3) 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 (4)	Consideration given in relation to change (5)	Class (6) and number of securities affected	Person's votes affected
Refer to Annexure A	Refer to Annexure A	Refer to Annexure A	Refer to Annexure A	Refer to Annexure A	Refer to Annexure A

**3. Changes in association**

The persons who have become associates (3) of, ceased to be associates of, or have changed the nature of their association (7) 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	N/A

**4. Addresses**

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

Name	Address
Lumyna Investments Limited	11 Bressenden Place, London, United Kingdom, SW1E 5BY
Lumyna Specialist Funds JPY E-Mast 4% VT ER Fund	Lumyna Specialist Funds C/O MDO Management Company S.A. 19, rue de Bitbourg L-1273 Luxembourg Grand Duchy of Luxembourg
Assicurazioni Generali S.p.A	Piazza Duca degli Abruzzi 2 I - 34132 Trieste



605 page 2/4 15 July 2001

**Signature**Daryl Wright  
Authorised Signatory

print name \_\_\_\_\_

capacity \_\_\_\_\_

DIRECTOR

sign here



date

17/03/20

**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 4 of the form.

(2) See the definition of "relevant interest" in sections 608 and 671B(7) of the Corporations Act 2001.

(3) See the definition of "associate" in section 9 of the Corporations Act 2001.

(4) 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.

(5) 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.

(6) The voting shares of a company constitute one class unless divided into separate classes.

(7) Give details, if appropriate, of the present association and any change in that association since the last substantial holding notice.

**Annexure A**

This is Annexure A of 1 page referred to in the Form 605: Notice of ceasing to be a substantial holder issued by Lumyna Investments Limited dated 17 March 2020:

**Changes in relevant interests.**

Date of change	Person whose relevant interest changed*	Nature of change (4)	Consideration given in relation to change (5)	Class (6) and number of securities affected	Person's votes affected
21-Oct-19	Lumyna Specialist Funds JPY E-Mast 4% VT ER Fund	Securities Disposed	73,717.88	3,476,000 Ordinary Shares	3,476,000
18-Oct-19	Lumyna Specialist Funds JPY E-Mast 4% VT ER Fund	Securities Disposed	31,367.38	14 Ordinary Shares	14
17-Oct-19	Lumyna Specialist Funds JPY E-Mast 4% VT ER Fund	Securities Acquired	13,508.42	14 Ordinary Shares	14
15-Oct-19	Lumyna Specialist Funds JPY E-Mast 4% VT ER Fund	Securities Acquired	23,546.64	1,761,520 Ordinary Shares	1,761,520
07-Oct-19	Lumyna Specialist Funds JPY E-Mast 4% VT ER Fund	Securities Acquired	99,834.19	5,851,152 Ordinary Shares	5,851,152

\*Note: The person whose relevant interest changed includes the following persons:

1. Lumyna Investments Limited in its capacity as investment manager of Lumyna Specialist Funds JPY E-Mast 4% VT ER Fund; and
2. Assicurazioni Generali S.p.A as Lumyna Investments Limited is a body corporate of which Assicurazioni Generali S.p.A's voting power is more than 20%.

**Signature**

Daryl Wright  
Authorised Signatory

print name

capacity

DIRECTOR

sign here



date

17/03/20

605 page 4/4 15 July 2001

**Annexure B**

This is Annexure B of 1 page setting out the terms of the agreement which contributed to the situation giving rise to the need to provide the Form 605: Notice of ceasing to be a substantial holder issued by Lumyna Investments Limited dated 17 March 2020.

Type of agreement	Reverse Repurchase (Repo) Agreement
Parties to agreement	Lumyna Specialist Funds – 4% JPY E-MAST Fund vs Merrill Lynch International Ltd
Transfer date	See Annexure A in respect of securities acquired referred to in Annexure A
Holder of voting rights	Lumyna Specialist Funds – 4% JPY E-MAST Fund
Are there any restrictions on voting rights?	No
Scheduled return date (if any)	N/A
Does the borrower have the right to return early?	No
Does the lender have the right to return early?	Yes, as part of the arrangement Merrill Lynch International have full discretion on the selection and transfer of the equity. They are allowed to collect and repost alternative equity throughout the day as long as the position is sufficiently collateralised, there are no restrictions on how much they rebalance.
Will the securities be returned on settlement?	Yes, once the Repo term has finished – the securities will be returned to lender.

Lumyna Investments Limited as the entity filing the form will, if requested by the company to whom the prescribed form must be given or ASIC, give a copy of the agreement to the company or ASIC.

**Signature**

print name Daryl Wright capacity DIRECTOR  
Authorised Signatory  
 sign here DW date 17/03/20

**Form 603**

Corporations Act 2001

Section 671B

**Notice of initial substantial holder**To Company Name/Scheme Lithium Power InternationalACN/ARSN 607 260 328**1. Details of substantial holder (1)**Name Lumyna Investments Limited, Lumyna Specialist Funds JPY E-Mast 4% VT ER Fund, Assicurazioni Generali S.p.A.ACN/ARSN (if applicable) N/AThe holder became a substantial holder on 12/11/2019**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	Voting power (6)
ordinary shares	17,593,120	17,593,120	6.7%

**3. Details of relevant interests**

The nature of the relevant interests 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
Lumyna Investments Limited	Relevant interest in securities held by Lumyna Investments Limited in its capacity as investment manager for Lumyna Specialist Funds JPY E-Mast 4% VT ER Fund	17,593,120 ordinary shares
Lumyna Specialist Funds JPY E-Mast 4% VT ER Fund	Holder of securities	17,593,120 ordinary shares
Assicurazioni Generali S.p.A.	Lumyna Investments Limited is a body corporate of which Assicurazioni Generali S.p.A.'s voting power is more than 20%	17,593,120 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
Lumyna Investments Limited	The Bank of New York Mellon	Lumyna Specialist Funds JPY E-Mast 4% VT ER Fund	17,593,120 ordinary shares
Lumyna Specialist Funds JPY E-Mast 4% VT ER Fund	The Bank of New York Mellon	Lumyna Specialist Funds JPY E-Mast 4% VT ER Fund	17,593,120 ordinary shares
Assicurazioni Generali S.p.A.	The Bank of New York Mellon	Lumyna Specialist Funds JPY E-Mast 4% VT ER Fund	17,593,120 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
		Cash	Non-Cash	
Lumyna Investments Limited	See Annexure A	See Annexure A	See Annexure A	See Annexure A
Lumyna Specialist Funds JPY E-Mast 4% VT ER Fund	See Annexure A	See Annexure A	See Annexure A	See Annexure A
Assicurazioni Generali S.p.A.	See Annexure A	See Annexure A	See Annexure A	See Annexure A

**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
Lumyna Specialist Funds JPY E-Mast 4% VT ER Fund	A fund managed by Lumyna Investments Limited.

**7. Addresses**

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

Name	Address
Lumyna Investments Limited	11 Bressenden Place, London, United Kingdom, SW1E 5BY
Lumyna Specialist Funds JPY E-Mast 4% VT ER Fund	Lumyna Specialist Funds C/O MDO Management Company S.A. 19, rue de Bitbourg L-1273 Luxembourg Grand Duchy of Luxembourg
The Bank of New York Mellon	BNY Mellon, London Branch, One Canada Square London E14 5AL
Assicurazioni Generali S.p.A.	Piazza Duca degli Abruzzi 2 I - 34132 Trieste

**Signature**

print name

Daryl Wright  
Authorised Signatory

capacity

DIRECTOR

sign here

DW

date

17/03/20

**DIRECTIONS**

- (1) If there are a number of substantial holders with similar or related relevant interests (eg. a corporation and its related corporations, or the manager and trustee of an equity trust), the names could be included in an annexure to the form. If the relevant interests of a group of persons are essentially similar, they may be referred to throughout the form as a specifically named group if the membership of each group, with the names and addresses of members is clearly set out in paragraph 7 of the form.
- (2) See the definition of "associate" in section 9 of the Corporations Act 2001.
- (3) See the definition of "relevant interest" in sections 608 and 671B(7) of the Corporations Act 2001.
- (4) The voting shares of a company constitute one class unless divided into separate classes.

- (5) The total number of votes attached to all the voting shares in the company or voting interests in the scheme (if any) that the person or an associate has a relevant interest in.
- (6) The person's votes divided by the total votes in the body corporate or scheme multiplied by 100.
- (7) Include details of:
- (a) any relevant agreement or other circumstances by which the relevant interest was acquired. If subsection 671B(4) applies, a copy of any document setting out the terms of any relevant agreement, and a statement by the person giving full and accurate details of any contract, scheme or arrangement, must accompany this form, together with a written statement certifying this contract, scheme or arrangement; and
  - (b) any qualification of the power of a person to exercise, control the exercise of, or influence the exercise of, the voting powers or disposal of the securities to which the relevant interest relates (indicating clearly the particular securities to which the qualification applies).
- See the definition of "relevant agreement" in section 9 of the Corporations Act 2001.
- (8) If the substantial holder is unable to determine the identity of the person (eg. if the relevant interest arises because of an option) write "unknown".
- (9) Details of the consideration must include any and all benefits, money and other, that any person from whom a relevant interest was acquired has, or may, become entitled to receive in relation to that acquisition. Details must be included even if the benefit is conditional on the happening or not of a contingency. Details must be included of any benefit paid on behalf of the substantial holder or its associate in relation to the acquisitions, even if they are not paid directly to the person from whom the relevant interest was acquired.

**Annexure A**

This is Annexure A of 1 page referred to in the Form 603: Notice of initial substantial holder issued by Lumyna Investments Limited dated 17 March 2020:

**5. Consideration**

Holder of relevant interest*	Date of Acquisition	Consideration (USD)	Number of Securities	Class of Securities
Lumyna Specialist Funds JPY E-Mast 4% VT ER Fund	12-Nov-19	79,806.00	5,000,000	Ordinary
Lumyna Specialist Funds JPY E-Mast 4% VT ER Fund	11-Nov-19	6,937.83	3,360	Ordinary

\*Note: The person whose relevant interest changed includes the following persons:

1. Lumyna Investments Limited in its capacity as investment manager of Lumyna Specialist Funds JPY E-Mast 4% VT ER Fund; and
2. Assicurazioni Generali S.p.A as Lumyna Investments Limited is a body corporate of which Assicurazioni Generali S.p.A.'s voting power is more than 20%.

**Signature**

Daryl Wright  
Authorised Signatory

print name \_\_\_\_\_ capacity DIRECTOR

sign here



date

17/03/20

**Form 605****Corporations Act 2001  
Section 671B****Notice of ceasing to be a substantial holder**To Company Name/Scheme Lithium Power InternationalACN/ARSN 616 317 778**1. Details of substantial holder (1)**Name Lumyna Investments Limited, Lumyna Specialist Funds JPY E-Mast 4% VT ER Fund, Assicurazioni Generali S.p.AACN/ARSN (if applicable) N/AThe holder ceased to be a substantial holder on 26/11/2019The previous notice was given to the company on 17/03/2020The previous notice was dated 17/03/2020**2. Changes in relevant interests**

Particulars of each change in, or change in the nature of, a relevant interest (2) of the substantial holder or an associate (3) 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 (4)	Consideration given in relation to change (5)	Class (6) and number of securities affected	Person's votes affected
Refer to Annexure A	Refer to Annexure A	Refer to Annexure A	Refer to Annexure A	Refer to Annexure A	Refer to Annexure A

**3. Changes in association**

The persons who have become associates (3) of, ceased to be associates of, or have changed the nature of their association (7) 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	N/A

**4. Addresses**

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

Name	Address
Lumyna Investments Limited	11 Bressenden Place, London, United Kingdom, SW1E 5BY
Lumyna Specialist Funds JPY E-Mast 4% VT ER Fund	Lumyna Specialist Funds C/O MDO Management Company S.A. 19, rue de Bitbourg L-1273 Luxembourg Grand Duchy of Luxembourg
Assicurazioni Generali S.p.A	Piazza Duca degli Abruzzi 2 I - 34132 Trieste



**Signature**Daryl Wright  
Authorised Signatoryprint name \_\_\_\_\_ capacity DIRECTOR

sign here



date

17/03/20**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 4 of the form.

(2) See the definition of "relevant interest" in sections 608 and 671B(7) of the Corporations Act 2001.

(3) See the definition of "associate" in section 9 of the Corporations Act 2001.

(4) 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.

(5) 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.

(6) The voting shares of a company constitute one class unless divided into separate classes.

(7) Give details, if appropriate, of the present association and any change in that association since the last substantial holding notice.

## Annexure A

This is Annexure A of 1 page referred to in the Form 605: Notice of ceasing to be a substantial holder issued by Lumyna Investments Limited dated 17 March 2020:

## Changes in relevant interests.

Date of change	Person whose relevant interest changed*	Nature of change (4)	Consideration given in relation to change (5)	Class (6) and number of securities affected	Person's votes affected
26-Nov-19	Lumyna Specialist Funds JPY E-Mast 4% VT ER Fund	Securities Disposed	91,837.49	6,088,752 Ordinary Shares	6,088,752
12-Nov-19	Lumyna Specialist Funds JPY E-Mast 4% VT ER Fund	Securities Acquired	79,806.00	5,000,000 Ordinary Shares	5,000,000

\*Note: The person whose relevant interest changed includes the following persons:

1. Lumyna Investments Limited in its capacity as investment manager of Lumyna Specialist Funds JPY E-Mast 4% VT ER Fund; and
2. Assicurazioni Generali S.p.A as Lumyna Investments Limited is a body corporate of which Assicurazioni Generali S.p.A's voting power is more than 20%.

Signature

Daryl Wright  
Authorised Signatory

print name \_\_\_\_\_ capacity DIRECTOR

sign here



date

17/03/20

**Annexure B**

This is Annexure B of 1 page setting out the terms of the agreement which contributed to the situation giving rise to the need to provide the Form 605: Notice of ceasing to be a substantial holder issued by Lumyna Investments Limited dated 17 March 2020.

<b>Type of agreement</b>	Reverse Repurchase (Repo) Agreement
<b>Parties to agreement</b>	Lumyna Specialist Funds – 4% JPY E-MAST Fund vs Merrill Lynch International Ltd
<b>Transfer date</b>	See Annexure A in respect of securities acquired referred to in Annexure A
<b>Holder of voting rights</b>	Lumyna Specialist Funds – 4% JPY E-MAST Fund
<b>Are there any restrictions on voting rights?</b>	No
<b>Scheduled return date (if any)</b>	N/A
<b>Does the borrower have the right to return early?</b>	No
<b>Does the lender have the right to return early?</b>	Yes, as part of the arrangement Merrill Lynch International have full discretion on the selection and transfer of the equity. They are allowed to collect and repost alternative equity throughout the day as long as the position is sufficiently collateralised, there are no restrictions on how much they rebalance.
<b>Will the securities be returned on settlement?</b>	Yes, once the Repo term has finished – the securities will be returned to lender.

Lumyna Investments Limited as the entity filing the form will, if requested by the company to whom the prescribed form must be given or ASIC, give a copy of the agreement to the company or ASIC.

**Signature**

Daryl Wright  
Authorised Signatory

print name

capacity

DIRECTOR

sign here



date

17/03/20

**Annexure B**


This is Annexure B of 1 page setting out the terms of the agreement which contributed to the situation giving rise to the relevant interests referred to in the Form 603: Notice of initial substantial holder issued by Lumyna Investments Limited dated 17 March 2020.

Type of agreement	Reverse Repurchase (Repo) Agreement
Parties to agreement	Lumyna Specialist Funds – 4% JPY E-MAST Fund vs Merrill Lynch International Ltd
Transfer date	See Annexure A in respect of securities acquired referred to in Annexure A
Holder of voting rights	Lumyna Specialist Funds – 4% JPY E-MAST Fund
Are there any restrictions on voting rights?	No
Scheduled return date (if any)	N/A
Does the borrower have the right to return early?	No
Does the lender have the right to return early?	Yes, as part of the arrangement Merrill Lynch International have full discretion on the selection and transfer of the equity. They are allowed to collect and repost alternative equity throughout the day as long as the position is sufficiently collateralised, there are no restrictions on how much they rebalance.
Will the securities be returned on settlement?	Yes, once the Repo term has finished – the securities will be returned to lender.

Lumyna Investments Limited as the entity filing the form will, if requested by the company to whom the prescribed form must be given or ASIC, give a copy of the agreement to the company or ASIC.

**Signature**

print name



capacity

DIRECTOR

sign here

Daryl Wright  
Authorised Signatory

date

17/03/20



**Form 603**

Corporations Act 2001

Section 671B

**Notice of initial substantial holder**To Company Name/Scheme Lithium Power InternationalACN/ARSN 607 260 328**1. Details of substantial holder (1)**Name Lumyna Investments Limited, Lumyna Specialist Funds JPY E-Mast 4% VT ER Fund, Assicurazioni Generali S.p.A.ACN/ARSN (if applicable) N/AThe holder became a substantial holder on 28/11/2019**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	Voting power (6)
ordinary shares	15,593,120	15,593,120	5.9%

**3. Details of relevant interests**

The nature of the relevant interests 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
Lumyna Investments Limited	Relevant interest in securities held by Lumyna Investments Limited in its capacity as investment manager for Lumyna Specialist Funds JPY E-Mast 4% VT ER Fund	15,593,120 ordinary shares
Lumyna Specialist Funds JPY E-Mast 4% VT ER Fund	Holder of securities	15,593,120 ordinary shares
Assicurazioni Generali S.p.A.	Lumyna Investments Limited is a body corporate of which Assicurazioni Generali S.p.A.'s voting power is more than 20%	15,593,120 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
Lumyna Investments Limited	The Bank of New York Mellon	Lumyna Specialist Funds JPY E-Mast 4% VT ER Fund	15,593,120 ordinary shares
Lumyna Specialist Funds JPY E-Mast 4% VT ER Fund	The Bank of New York Mellon	Lumyna Specialist Funds JPY E-Mast 4% VT ER Fund	15,593,120 ordinary shares
Assicurazioni Generali S.p.A.	The Bank of New York Mellon	Lumyna Specialist Funds JPY E-Mast 4% VT ER Fund	15,593,120 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
		Cash	Non-Cash	
Lumyna Investments Limited	See Annexure A	See Annexure A	See Annexure A	See Annexure A
Lumyna Specialist Funds JPY E-Mast 4% VT ER Fund	See Annexure A	See Annexure A	See Annexure A	See Annexure A
Assicurazioni Generali S.p.A.	See Annexure A	See Annexure A	See Annexure A	See Annexure A

**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
Lumyna Specialist Funds JPY E-Mast 4% VT ER Fund	A fund managed by Lumyna Investments Limited.

**7. Addresses**

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

Name	Address
Lumyna Investments Limited	11 Bressenden Place, London, United Kingdom, SW1E 5BY
Lumyna Specialist Funds JPY E-Mast 4% VT ER Fund	Lumyna Specialist Funds C/O MDO Management Company S.A. 19, rue de Bitbourg L-1273 Luxembourg Grand Duchy of Luxembourg
The Bank of New York Mellon	BNY Mellon, London Branch, One Canada Square London E14 5AL
Assicurazioni Generali S.p.A.	Piazza Duca degli Abruzzi 2 I - 34132 Trieste

**Signature**

Daryl Wright  
Authorised Signatory

print name \_\_\_\_\_ capacity DIRECTOR

sign here 

date 17/03/20

**DIRECTIONS**

- (1) If there are a number of substantial holders with similar or related relevant interests (eg. a corporation and its related corporations, or the manager and trustee of an equity trust), the names could be included in an annexure to the form. If the relevant interests of a group of persons are essentially similar, they may be referred to throughout the form as a specifically named group if the membership of each group, with the names and addresses of members is clearly set out in paragraph 7 of the form.
- (2) See the definition of "associate" in section 9 of the Corporations Act 2001.
- (3) See the definition of "relevant interest" in sections 608 and 671B(7) of the Corporations Act 2001.
- (4) The voting shares of a company constitute one class unless divided into separate classes.

- (5) The total number of votes attached to all the voting shares in the company or voting interests in the scheme (if any) that the person or an associate has a relevant interest in.
- (6) The person's votes divided by the total votes in the body corporate or scheme multiplied by 100.
- (7) Include details of:
- (a) any relevant agreement or other circumstances by which the relevant interest was acquired. If subsection 671B(4) applies, a copy of any document setting out the terms of any relevant agreement, and a statement by the person giving full and accurate details of any contract, scheme or arrangement, must accompany this form, together with a written statement certifying this contract, scheme or arrangement; and
  - (b) any qualification of the power of a person to exercise, control the exercise of, or influence the exercise of, the voting powers or disposal of the securities to which the relevant interest relates (indicating clearly the particular securities to which the qualification applies).
- See the definition of "relevant agreement" in section 9 of the Corporations Act 2001.
- (8) If the substantial holder is unable to determine the identity of the person (eg. if the relevant interest arises because of an option) write "unknown".
- (9) Details of the consideration must include any and all benefits, money and other, that any person from whom a relevant interest was acquired has, or may, become entitled to receive in relation to that acquisition. Details must be included even if the benefit is conditional on the happening or not of a contingency. Details must be included of any benefit paid on behalf of the substantial holder or its associate in relation to the acquisitions, even if they are not paid directly to the person from whom the relevant interest was acquired.



**Annexure A**

This is Annexure A of 1 page referred to in the Form 603: Notice of initial substantial holder issued by Lumyna Investments Limited dated 17 March 2020:

**5. Consideration**

Holder of relevant interest*	Date of Acquisition	Consideration (USD)	Number of Securities	Class of Securities
Lumyna Specialist Funds JPY E-Mast 4% VT ER Fund	28-Nov-19	77,340.96	4,088,752	Ordinary

\*Note: The person whose relevant interest changed includes the following persons:

1. Lumyna Investments Limited in its capacity as investment manager of Lumyna Specialist Funds JPY E-Mast 4% VT ER Fund; and
2. Assicurazioni Generali S.p.A as Lumyna Investments Limited is a body corporate of which Assicurazioni Generali S.p.A.'s voting power is more than 20%.

**Signature**

print name Daryl Wright  
Authorised Signatory capacity DIRECTOR  
sign here DW date 17/03/20

**Annexure B**

This is Annexure B of 1 page setting out the terms of the agreement which contributed to the situation giving rise to the relevant interests referred to in the Form 603: Notice of initial substantial holder issued by Lumyna Investments Limited dated 10 March 2020.

Type of agreement	Reverse Repurchase (Repo) Agreement
Parties to agreement	Lumyna Specialist Funds – 4% JPY E-MAST Fund vs Merrill Lynch International Ltd
Transfer date	See Annexure A in respect of securities acquired referred to in Annexure A
Holder of voting rights	Lumyna Specialist Funds – 4% JPY E-MAST Fund
Are there any restrictions on voting rights?	No
Scheduled return date (if any)	N/A
Does the borrower have the right to return early?	No
Does the lender have the right to return early?	Yes, as part of the arrangement Merrill Lynch International have full discretion on the selection and transfer of the equity. They are allowed to collect and repost alternative equity throughout the day as long as the position is sufficiently collateralised, there are no restrictions on how much they rebalance.
Will the securities be returned on settlement?	Yes, once the Repo term has finished – the securities will be returned to lender.

Lumyna Investments Limited as the entity filing the form will, if requested by the company to whom the prescribed form must be given or ASIC, give a copy of the agreement to the company or ASIC.

**Signature**

Daryl Wright  
Authorised Signatory

print name \_\_\_\_\_ capacity DIRECTOR

sign here



date

17/03/20



**Form 604**

Corporations Act 2001

Section 671B

**Notice of change of interests of substantial holder**To Company Name/Scheme Lithium Power InternationalACN/ARSN 607 260 328**1. Details of substantial holder (1)**Name Lumyna Investments Limited, Lumyna Specialist Funds JPY E-Mast 4% VT ER Fund, Assicurazioni Generali S.p.A.ACN/ARSN (if applicable) N/AThe was a change in the interests of the substantial holder on 17/12/2019The previous notice was given to the company on 17/03/2020The previous notice was dated 17/03/2020**2. Previous and present voting power**

The total number of votes attached to all the voting shares in the company or voting interests in the scheme that the substantial holder or an associate (2) had a relevant interest (3) in when last required, and when now required, to give 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	15,593,120	5.9%	19,593,120	7.4%

**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	Person's votes
Refer to Annexure A	Refer to Annexure A	Refer to Annexure A	Refer to Annexure A	Refer to Annexure A	Refer to 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
Lumyna Investments Limited	The Bank of New York Mellon	Lumyna Specialist Funds JPY E-Mast 4% VT ER Fund	Relevant interest in securities held by Lumyna Investments Limited in its capacity as investment manager for Lumyna Specialist Funds JPY E-Mast 4% VT ER Fund	19,593,120 ordinary shares	19,593,120
Lumyna Specialist Funds JPY E-Mast 4% VT ER Fund	The Bank of New York Mellon	Lumyna Specialist Funds JPY E-Mast 4% VT ER Fund	Holder of securities	19,593,120 ordinary shares	19,593,120
Assicurazioni Generali S.p.A	The Bank of New York Mellon	Lumyna Specialist Funds JPY E-Mast 4% VT ER Fund	Lumyna Investments Limited is a body corporate of which Assicurazioni Generali S.p.A's voting power is more than 20%	19,593,120 ordinary shares	19,593,120

#### 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	N/A

#### 6. Addresses

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

Name	Address
Lumyna Investments Limited	11 Bressenden Place, London, United Kingdom, SW1E 5BY
Lumyna Specialist Funds JPY E-Mast 4% VT ER Fund	Lumyna Specialist Funds C/O MDO Management Company S.A. 19, rue de Bitbourg L-1273 Luxembourg Grand Duchy of Luxembourg
The Bank of New York Mellon	BNY Mellon, London Branch, One Canada Square London E14 5AL
Assicurazioni Generali S.p.A	Piazza Duca degli Abruzzi 2 I - 34132 Trieste

**Signature**

Daryl Wright  
Authorised Signatory

print name \_\_\_\_\_ capacity DIRECTOR

sign here



date

17/03/20

**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**

This is Annexure A of 1 page referred to in the Form 604: Notice of change of interests of substantial holder issued by Lumyna Investments Limited dated 17 March 2020:

**Changes in relevant interests**

Date of change	Person whose relevant interest changed*	Nature of change (6)	Consideration given in relation to change (7)	Class and number of securities	Person's votes
17-Dec-19	Lumyna Specialist Funds JPY E-Mast 4% VT ER Fund	Securities Acquired	48,665.16	4,003,600 Ordinary Shares	4,003,600
06-Dec-19	Lumyna Specialist Funds JPY E-Mast 4% VT ER Fund	Securities Disposed	937.95	3,600 Ordinary Shares	3,600
28-Nov-19	Lumyna Specialist Funds JPY E-Mast 4% VT ER Fund	Securities Acquired	77,340.96	4,088,752 Ordinary Shares	4,088,752

\*Note: The person whose relevant interest changed includes the following persons:

1. Lumyna Investments Limited in its capacity as investment manager of Lumyna Specialist Funds JPY E-Mast 4% VT ER Fund; and
2. Assicurazioni Generali S.p.A as Lumyna Investments Limited is a body corporate of which Assicurazioni Generali S.p.A's voting power is more than 20%.

**Signature**

Daryl Wright  
Authorised Signatory

print name \_\_\_\_\_ capacity DIRECTOR

sign here DW

date 17/03/20

**Annexure B**

This is Annexure B of 1 page setting out the terms of the agreement which contributed to the situation giving rise to the need to provide the Form 604: Notice of change of interests of substantial holder issued by Lumyna Investments Limited dated 17 March 2020.

Type of agreement	Reverse Repurchase (Repo) Agreement
Parties to agreement	Lumyna Specialist Funds – 4% JPY E-MAST Fund vs Merrill Lynch International Ltd
Transfer date	See Annexure A in respect of securities acquired referred to in Annexure A
Holder of voting rights	Lumyna Specialist Funds – 4% JPY E-MAST Fund
Are there any restrictions on voting rights?	No
Scheduled return date (if any)	N/A
Does the borrower have the right to return early?	No
Does the lender have the right to return early?	Yes, as part of the arrangement Merrill Lynch International have full discretion on the selection and transfer of the equity. They are allowed to collect and repost alternative equity throughout the day as long as the position is sufficiently collateralised, there are no restrictions on how much they rebalance.
Will the securities be returned on settlement?	Yes, once the Repo term has finished – the securities will be returned to lender.

Lumyna Investments Limited as the entity filing the form will, if requested by the company to whom the prescribed form must be given or ASIC, give a copy of the agreement to the company or ASIC.

**Signature**

print name Daryl Wright capacity DIRECTOR  
Authorised Signatory

sign here



date

17/03/20





**Form 604**

Corporations Act 2001

Section 671B

**Notice of change of interests of substantial holder**To Company Name/Scheme Lithium Power InternationalACN/ARSN 607 260 328**1. Details of substantial holder (1)**Name Lumyna Investments Limited, Lumyna Specialist Funds JPY E-Mast 4% VT ER Fund, Assicurazioni Generali S.p.AACN/ARSN (if applicable) N/AThe was a change in the interests of the substantial holder on 20/12/2019The previous notice was given to the company on 17/03/2020The previous notice was dated 17/03/2020**2. Previous and present voting power**

The total number of votes attached to all the voting shares in the company or voting interests in the scheme that the substantial holder or an associate (2) had a relevant interest (3) in when last required, and when now required, to give 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	19,593,120	7.4%	15,597,152	5.9%

**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	Person's votes
Refer to Annexure A	Refer to Annexure A	Refer to Annexure A	Refer to Annexure A	Refer to Annexure A	Refer to 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
Lumyna Investments Limited	The Bank of New York Mellon	Lumyna Specialist Funds JPY E-Mast 4% VT ER Fund	Relevant interest in securities held by Lumyna Investments Limited in its capacity as investment manager for Lumyna Specialist Funds JPY E-Mast 4% VT ER Fund	15,597,152 ordinary shares	15,597,152
Lumyna Specialist Funds JPY E-Mast 4% VT ER Fund	The Bank of New York Mellon	Lumyna Specialist Funds JPY E-Mast 4% VT ER Fund	Holder of securities	15,597,152 ordinary shares	15,597,152
Assicurazioni Generali S.p.A	The Bank of New York Mellon	Lumyna Specialist Funds JPY E-Mast 4% VT ER Fund	Lumyna Investments Limited is a body corporate of which Assicurazioni Generali S.p.A's voting power is more than 20%	15,597,152 ordinary shares	15,597,152

#### 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	N/A

#### 6. Addresses

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

Name	Address
Lumyna Investments Limited	11 Bressenden Place, London, United Kingdom, SW1E 5BY
w	Lumyna Specialist Funds C/O MDO Management Company S.A. 19, rue de Bitbourg L-1273 Luxembourg Grand Duchy of Luxembourg
The Bank of New York Mellon	BNY Mellon, London Branch, One Canada Square London E14 5AL
Assicurazioni Generali S.p.A	Piazza Duca degli Abruzzi 2 I - 34132 Trieste

**Signature**

print name Daryl Wright capacity DIRECTOR  
 sign here  date 17/03/20

**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**

This is Annexure A of 1 page referred to in the Form 604: Notice of change of interests of substantial holder issued by Lumyna Investments Limited dated 17 March 2020:

**Changes in relevant interests**

Date of change	Person whose relevant interest changed*	Nature of change (6)	Consideration given in relation to change (7)	Class and number of securities	Person's votes
20-Dec-19	Lumyna Specialist Funds JPY E-Mast 4% VT ER Fund	Securities Disposed	67,747.79	3,995,968 Ordinary Shares	3,995,968
17-Dec-19	Lumyna Specialist Funds JPY E-Mast 4% VT ER Fund	Securities Acquired	48,665.16	4,003,600 Ordinary Shares	4,003,600

\*Note: The person whose relevant interest changed includes the following persons:

1. Lumyna Investments Limited in its capacity as investment manager of Lumyna Specialist Funds JPY E-Mast 4% VT ER Fund; and
2. Assicurazioni Generali S.p.A as Lumyna Investments Limited is a body corporate of which Assicurazioni Generali S.p.A's voting power is more than 20%.

**Signature**

print name

Daryl Wright  
Authorised Signatory

capacity

DIRECTOR

sign here



date

17/03/20

**Annexure B**

This is Annexure B of 1 page setting out the terms of the agreement which contributed to the situation giving rise to the need to provide the Form 604: Notice of change of interests of substantial holder issued by Lumyna Investments Limited dated 17 March 2020.

Type of agreement	Reverse Repurchase (Repo) Agreement
Parties to agreement	Lumyna Specialist Funds – 4% JPY E-MAST Fund vs Merrill Lynch International Ltd
Transfer date	See Annexure A in respect of securities acquired referred to in Annexure A
Holder of voting rights	Lumyna Specialist Funds – 4% JPY E-MAST Fund
Are there any restrictions on voting rights?	No
Scheduled return date (if any)	N/A
Does the borrower have the right to return early?	No
Does the lender have the right to return early?	Yes, as part of the arrangement Merrill Lynch International have full discretion on the selection and transfer of the equity. They are allowed to collect and repost alternative equity throughout the day as long as the position is sufficiently collateralised, there are no restrictions on how much they rebalance.
Will the securities be returned on settlement?	Yes, once the Repo term has finished – the securities will be returned to lender.

Lumyna Investments Limited as the entity filing the form will, if requested by the company to whom the prescribed form must be given or ASIC, give a copy of the agreement to the company or ASIC.

**Signature**

print name Daryl Wright  
 Authorised Signatory capacity DIRECTOR

sign here



date

17/03/20



**Form 604**

Corporations Act 2001

Section 671B

**Notice of change of interests of substantial holder**To Company Name/Scheme Lithium Power InternationalACN/ARSN 607 260 328**1. Details of substantial holder (1)**Name Lumyna Investments Limited, Lumyna Specialist Funds JPY E-Mast 4% VT ER Fund, Assicurazioni Generali S.p.AACN/ARSN (if applicable) N/AThe was a change in the interests of the substantial holder on 30/12/2019The previous notice was given to the company on 17/03/2020The previous notice was dated 17/03/2020**2. Previous and present voting power**

The total number of votes attached to all the voting shares in the company or voting interests in the scheme that the substantial holder or an associate (2) had a relevant interest (3) in when last required, and when now required, to give 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	15,597,152	5.9%	18,593,120	7.1%

**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	Person's votes
Refer to Annexure A	Refer to Annexure A	Refer to Annexure A	Refer to Annexure A	Refer to Annexure A	Refer to 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
Lumyna Investments Limited	The Bank of New York Mellon	Lumyna Specialist Funds JPY E-Mast 4% VT ER Fund	Relevant interest in securities held by Lumyna Investments Limited in its capacity as investment manager for Lumyna Specialist Funds JPY E-Mast 4% VT ER Fund	18,593,120 ordinary shares	18,593,120
Lumyna Specialist Funds JPY E-Mast 4% VT ER Fund	The Bank of New York Mellon	Lumyna Specialist Funds JPY E-Mast 4% VT ER Fund	Holder of securities	18,593,120 ordinary shares	18,593,120
Assicurazioni Generali S.p.A	The Bank of New York Mellon	Lumyna Specialist Funds JPY E-Mast 4% VT ER Fund	Lumyna Investments Limited is a body corporate of which Assicurazioni Generali S.p.A's voting power is more than 20%	18,593,120 ordinary shares	18,593,120

#### 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	N/A

#### 6. Addresses

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

Name	Address
Lumyna Investments Limited	11 Bressenden Place, London, United Kingdom, SW1E 5BY
Lumyna Specialist Funds JPY E-Mast 4% VT ER Fund	Lumyna Specialist Funds C/O MDO Management Company S.A. 19, rue de Bitbourg L-1273 Luxembourg Grand Duchy of Luxembourg
The Bank of New York Mellon	BNY Mellon, London Branch, One Canada Square London E14 5AL
Assicurazioni Generali S.p.A	Piazza Duca degli Abruzzi 2 I - 34132 Trieste

**Signature**Daryl Wright  
Authorised Signatory

print name

capacity

DIRECTOR

sign here



date

17/03/20

**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

This is Annexure A of 1 page referred to in the Form 604: Notice of change of interests of substantial holder issued by Lumyna Investments Limited dated 17 March 2020:

## Changes in relevant interests

Date of change	Person whose relevant interest changed*	Nature of change (6)	Consideration given in relation to change (7)	Class and number of securities	Person's votes
30-Dec-19	Lumyna Specialist Funds JPY E-Mast 4% VT ER Fund	Securities Acquired	48,283.00	3,008,320 Ordinary Shares	3,008,320
23-Dec-19	Lumyna Specialist Funds JPY E-Mast 4% VT ER Fund	Securities Disposed	639.26	12,352 Ordinary Shares	12,352
20-Dec-19	Lumyna Specialist Funds JPY E-Mast 4% VT ER Fund	Securities Disposed	67,747.79	3,995,968 Ordinary Shares	3,995,968

\*Note: The person whose relevant interest changed includes the following persons:

1. Lumyna Investments Limited in its capacity as investment manager of Lumyna Specialist Funds JPY E-Mast 4% VT ER Fund; and
2. Assicurazioni Generali S.p.A as Lumyna Investments Limited is a body corporate of which Assicurazioni Generali S.p.A's voting power is more than 20%.

## Signature

print name Daryl Wright capacity DIRECTOR  
sign here [Signature] date 17/03/20

**Annexure B**

This is Annexure B of 1 page setting out the terms of the agreement which contributed to the situation giving rise to the need to provide the Form 604: Notice of change of interests of substantial holder issued by Lumyna Investments Limited dated 17 March 2020.

Type of agreement	Reverse Repurchase (Repo) Agreement
Parties to agreement	Lumyna Specialist Funds – 4% JPY E-MAST Fund vs Merrill Lynch International Ltd
Transfer date	See Annexure A in respect of securities acquired referred to in Annexure A
Holder of voting rights	Lumyna Specialist Funds – 4% JPY E-MAST Fund
Are there any restrictions on voting rights?	No
Scheduled return date (if any)	N/A
Does the borrower have the right to return early?	No
Does the lender have the right to return early?	Yes, as part of the arrangement Merrill Lynch International have full discretion on the selection and transfer of the equity. They are allowed to collect and repost alternative equity throughout the day as long as the position is sufficiently collateralised, there are no restrictions on how much they rebalance.
Will the securities be returned on settlement?	Yes, once the Repo term has finished – the securities will be returned to lender.

Lumyna Investments Limited as the entity filing the form will, if requested by the company to whom the prescribed form must be given or ASIC, give a copy of the agreement to the company or ASIC.

**Signature**

Daryl Wright  
Authorised Signatory

print name \_\_\_\_\_ capacity DIRECTOR

sign here



date

17/03/20