

Form 604
Corporations Act 2001
Section 671B

Notice of change of interests of substantial holder

To Company Name/Scheme Home Consortium Limited (HCL) and Home Consortium Developments Limited (HCDL) (together, HomeCo)

ACN/ARSN 138 990 593 (HCL) and 635 859 700 (HCDL)

1. Details of substantial holder (1)

Name Spotlight Group Holdings Pty Ltd (ACN 113 517 990) (SGH) and each of the persons set out in Annexure A (each a Substantial Holder).

ACN/ARSN (if applicable) _____

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

2 September 2020

The previous notice was given to the company on 15 July 2020

The previous notice was dated 15 July 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 a substantial holding notice to the company or scheme, are as follows:

Class of securities (4)	Previous notice		Present notice	
	Person's votes	Voting power (5)	Person's votes	Voting power (5)
Stapled securities, comprising one fully paid ordinary share in HCL stapled to one fully paid ordinary share in HCDL (Stapled Securities)	107,251,780	43.51%	108,620,274	42.23%

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 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	Consideration given in relation to change	Class and number of securities affected	Person's votes affected
See Annexure B					

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	Nature of relevant interest	Class and number of securities	Person's votes
See Annexure C					

5. Changes in association

The persons who have become associates (2) of, ceased to be associates of, or have changed the nature of their association (9) with, the substantial holder in relation to voting interests in the company or scheme are as follows:

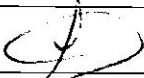
Name and ACN/ARSN (if applicable)	Nature of association
N/A	

6. Addresses

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

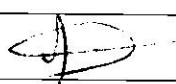
Name	Address
SGH	Level 1, 199 Toorak Road, South Yarra VIC 3141
each other Substantial Holder	See Annexure A

Signature

print name	Leigh Gratzer	capacity	Company Secretary
sign here		date	4/09/2020

Annexure A – Substantial Holders

This is Annexure A of 1 page referred to in the Form 604 (Notice of change of interests of substantial holders).

print name	Leigh Gratzner	capacity	Company Secretary
sign here		date	12/09/2020

Name	ACN	Address
DBT Nominees Pty Ltd as trustee for the Danewell Business Trust (DBT)	006 417 947	Level 1, 199 Toorak Road, South Yarra VIC 3141
Fralara Pty Ltd as trustee for the Fralara Investment Trust (Fralara)	132 822 970	Level 1, 199 Toorak Road, South Yarra VIC 3141
Frilara Pty Ltd as trustee for the Fried Alara Family Trust (Frilara)	132 822 989	Level 1, 199 Toorak Road, South Yarra VIC 3141
Spotlight Superannuation Pty Ltd (SS) as trustee for the Spotlight Provident Fund (SPF)	614 366 059	Level 1, 199 Toorak Road, South Yarra VIC 3141
IF Nominees Pty Ltd as trustee for the IF Family Trust (IF Nominees)	602 591 579	Level 1, 199 Toorak Road, South Yarra VIC 3141
Isaac Jacob Fried (IJF)	n/a	Level 6, 111 Cecil Street, South Melbourne VIC 3205
Morry Fraid (MF)	n/a	Level 6, 111 Cecil Street, South Melbourne VIC 3205
Vivienne Fried (VF)	n/a	Level 6, 111 Cecil Street, South Melbourne VIC 3205

Annexure B – Changes in relevant interests


This is Annexure B of 1 page referred to in the Form 604 (Notice of change of interests of substantial holders).

print name	Leigh Gratzner	capacity	Company Secretary
sign here		date	04/09/2020

Date of change	Person whose relevant interest changed	Nature of change	Consideration given in relation to change	Class and number of securities affected	Person's votes affected
15/07/2020	DBT, SS, SPF, MF, VF, IJF, SGH	On market acquisition	\$2.8786 per Stapled Security	1,315,489 Stapled Securities	1,315,489
28/07/2020	DBT, SS, SPF, MF, VF, IJF, SGH	Issue of Stapled Securities under Share Purchase Plan to DBT	\$2.83 per Stapled Security	10,601 Stapled Securities	10,601
28/07/2020	MF, Fralara	Issue of Stapled Securities under Share Purchase Plan to Fralara	\$2.83 per Stapled Security	10,601 Stapled Securities	10,601
28/07/2020	IJF, VF, Frilara	Issue of Stapled Securities under Share Purchase Plan to Frilara	\$2.83 per Stapled Security	10,601 Stapled Securities	10,601
28/07/2020	DBT, SS, SPF, MF, VF, SGH, IJF, MF	Issue of Stapled Securities under Share Purchase Plan to HICC and HICC2	\$2.83 per Stapled Security	21,202 Stapled Securities	21,202
02/09/2020	DBT, SS, SPF, MF, VF, IJF, SGH	Dilution due to issue of new Stapled Securities	n/a	106,400,903 Stapled Securities	106,400,903
02/09/2020	MF, Fralara	Dilution due to issue of new Stapled Securities	n/a	731,945 Stapled Securities	731,945
02/09/2020	IJF, VF, Frilara	Dilution due to issue of new Stapled Securities	n/a	1,450,020 Stapled Securities	1,450,020
02/09/2020	IFJ, IF Nominees	Dilution due to issue of new Stapled Securities	n/a	37,406 Stapled Securities	37,406

Annexure C – Present relevant interests

This is Annexure C of 1 page referred to in the Form 604 (Notice of change of interests of substantial holders).

print name	Leigh Gratzer	capacity	Company Secretary
sign here		date	04/09/2020

Holder of relevant interest	Registered holder of securities	Person entitled to be registered as holder	Nature of relevant interest	Class and number of securities	Person's votes
DBT	Home Investment Consortium Company Pty Ltd (HICC) as trustee for the Home Investment Consortium Trust (HICT).	HICC trustee HICT as for	DBT holds a 10.71% interest in HICC and HICT. DBT is deemed to have "voting power" in HICC of more than 20% by virtue of a Term Sheet entered into by each HICC shareholder (see Annexure B to the Substantial Holders' previous notice). As a result, DBT is deemed to have a relevant interest in all Stapled Securities held by HICC under section 608(3)(a) of the <i>Corporations Act 2001</i> (Cth) (Act).	62,232,824 Stapled Securities	62,232,824
	HICC 2 Pty Ltd as bare trustee for the Home Acquisition Trust (HICC2)	HICC2	HICC has a relevant interest under section 608(1)(a) of the Act as the registered holder of 62,222,223 Stapled Securities and under sections 608(1)(b) and 608(1)(c) of the Act as the sole shareholder of HICC2 which is the registered holder of 31,111,112 Stapled Securities. HICT is also the sole beneficiary of the Home Acquisition Trust.	31,121,713 Stapled Securities	31,121,713
	HSBC Custody Nominees (Australia) Limited	DBT	Relevant interest under sections 608(1)(b) and (c) of the Act as the beneficial owner of Stapled Securities.	13,046,366 Stapled Securities	13,046,366
SS as trustee for the SPF	As above	As above	Relevant interest under section 608(3)(b) of the Act as the sole unitholders of the Danewell Business Trust.	106,400,903 Stapled Securities	106,400,903
MF, VF	As above	As above	Relevant interest under section 608(3)(b) of the Act as the sole members of SPF.	106,400,903 Stapled Securities	106,400,903
SGH	As above	As above	Relevant interest under section 608(3)(b) of the Act as the sole shareholder of both DBT and SS.	106,400,903 Stapled Securities	106,400,903
IJF, MF	As above	As above	Under section 608(3)(b) of the Act, both IJF and MF are deemed to have a relevant interest in all Stapled Securities in which SGH has a relevant interest as IJF and MF jointly control SGH.	106,400,903 Stapled Securities	106,400,903
Frilara	HSBC Custody Nominees (Australia) Limited	Frilara	Relevant interest under sections 608(1)(b) and (c) of the Act as the beneficial owner of Stapled Securities.	1,450,020 Stapled Securities	1,450,020
IJF, VF	HSBC Custody Nominees (Australia) Limited	Frilara	Relevant interest under section 608(3)(b) of the Act as a joint holder of all the shares on issue in Frilara.	1,450,020 Stapled Securities	1,450,020
IF Nominees	HSBC Custody Nominees (Australia) Limited	IF Nominees	Relevant interest under sections 608(1)(b) and (c) of the Act as the beneficial owner of Stapled Securities.	37,406 Stapled Securities	37,406
IJF	HSBC Custody Nominees (Australia) Limited	IF Nominees	Relevant interest under section 608(3)(b) of the Act as IJF controls IF Nominees.	37,406 Stapled Securities	37,406
Frilara	HSBC Custody Nominees (Australia) Limited	Frilara	Relevant interest under sections 608(1)(b) and (c) of the Act as the beneficial owner of Stapled Securities.	731,945 Stapled Securities	731,945
MF	HSBC Custody Nominees (Australia) Limited	Frilara	Relevant interest under section 608(3)(b) of the Act as the sole shareholder of Frilara.	731,945 Stapled Securities	731,945