

Form 604
Corporations Act 2001
Section 671B

Notice of change of interests of substantial holder

To Company Name/Scheme Shriro Holdings Limited

ACN/ARSN 605 279 329

1. Details of substantial holder (1)

Name Shriro Pacific Limited (**Shriro Pacific**) Tectoria S.A (**Tectoria**). Mr Mark S Shriro and the other subsidiaries of Tectoria as set out in Annexure A (those subsidiaries collectively referred to as the **Shriro Pacific Group**)

ACN/ARSN (if applicable) See Annexure A or as otherwise set out in this Form 604

There was a change in the interests of the substantial holder on 23/12/2020
The previous notice was given to the company on 14/02/2018
The previous notice was dated 13/02/2018

2. Previous and present voting power

The total number of votes attached to all the voting shares in the company or voting interests in the scheme that the substantial holder or an associate (2) had a relevant interest (3) in when last required, and when now required, to give a substantial holding notice to the company or scheme, are as follows:

Class of securities (4)	Previous notice		Present notice	
	Person's votes	Voting power (5)	Person's votes	Voting power (5)
Ordinary shares	23,004,750	24.19%	18,915,987	19.89%

3. Changes in relevant interests

Particulars of each change in, or change in the nature of, a relevant interest of the substantial holder or an associate in voting securities of the company or scheme, since the substantial holder was last required to give a substantial holding notice to the company or scheme are as follows:

Date of change	Person whose relevant interest changed	Nature of change (6)	Consideration given in relation to change (7)	Class and number of securities affected	Person's votes affected
23/12/2020	All holders of a relevant interest set out in section 4 below	Off-market sale of ordinary shares held by Shriro Pacific	\$0.75 per share	4,088,763	4,088,763

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
Shriro Pacific	Shriro Pacific	Shriro Pacific	Relevant interest under section 608(1)(a),(b) and (c) of the Corporations Act as the registered and beneficial holder of the shares	18,915,987 ordinary shares	18,915,987 ordinary shares
Tectoria, Mr Mark S Shriro and each member of the Shriro Pacific Group	Shriro Pacific	Shriro Pacific	Each person is an associate of, and/or controls, Shriro Pacific Limited and accordingly, has a relevant interest in the same shares as Shriro Pacific under section 608(3)(a) and/or 608(3)(b) of the Act. Tectoria, Shriro Pacific and each member of the Shriro Pacific Group is ultimately controlled by Mr Mark S Shriro (as each person is not the registered holder of the shares, its ability to vote and dispose of these shares is qualified accordingly).	As above	As above

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
See updated list of Shriro Pacific Group entities set out in Annexure A	

6. Addresses

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

Name	Address
Shriro Pacific Limited	Units D & E, 12 th Floor, Reason Group Tower, 403 Castle Peak Road, Kwai Chung, New Territories, Hong Kong
Tectoria, Mr Mark S Shriro and each member of the Shriro Pacific Group	c/o Shriro Pacific Limited, Units D & E, 12 th Floor, Reason Group Tower, 403 Castle Peak Road, Kwai Chung, New Territories, Hong Kong

Signature

print name Vasco Fung

capacity Director

sign here

date 23/12/2020

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 on 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 2 pages referred to in the Form 604 (Notice of change of interests of substantial holder) in respect of Shriro Holdings Limited ACN 605 279 329, signed by me and dated 23 December 2020.



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Vasco Fung
Director

Entity

Shriro International Limited
Shriro (Canada) Limited
Shriro Trading Co Limited
Shriro Trading (Vietnam) Company Limited
Shriro Holdings (Thailand) Limited
Shriro Medical Limited
Shriro Equipment (Thailand) Limited
Shriro Marketing (Thailand) Limited
Shriro Malaysia Sdn Bhd
CM Precast & Construction Sdn Bhd
Shriro Property (Malaysia) Sdn Bhd
Shriro (Singapore) Pte Limited
Shriro Property (Singapore) Pte Limited
Shriro Trading Co Limited
Shriro Trading Co Limited – Japan Branch
Shriro (HK) Limited
Shriro Taiwan Limited
Shriro Taiwan Limited – Taiwan Branch
GELEC (HK) Limited
GELEC Macau Limitada
GELEC GmbH
Unison Projects Co Limited
Unison Site Services
Unison Construction (Macau) Limited
Shriro Machinery Limited
Shriro Graphic Limited
Shriro Graphic (Huizhou) Limited
Shriro Equipment Limited
Shriro Digital Limited
Shriro Sports Limited
Shriro (Guangzhou) Co Ltd
Shriro (Guangzhou) Co Ltd – Beijing Branch
Shriro (Guangzhou) Co Ltd – Shenzhen Branch
Shriro Trading (Shanghai) Co. Ltd
Shriro Trading (Shanghai) Co. Ltd – Beijing Branch
Shriro Shanghai Co. Limited

SHRIRO HOLDINGS LIMITED

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Locked Bag 5002, Kingsgrove NSW 2208 **Website:** www.shriro.com.au **ABN** 28 002 386 129

Neil Pryde Limited
Pryde Performance Manufacturing Sports Goods Shenzhen Co. Ltd.
Performance Manufacturing (Thailand) Limited
China Cheers Limited
Victory Element Limited
Neil Pryde Marketing SL
Prydegroun France SAS
Imagine Surf LLC
Flow Sports Inc.
Flow Sports Europe GmbH
Shiro Germany GmbH

