

19 February 2021

# ASX Announcement

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## POST STAPLING - SUBSTANTIAL INTEREST NOTICES

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Attached for release to the market is a 'Form 604 – Notice of Change of Interests on Substantial Holder', on behalf of each substantial holder arising from the implementation of the scheme of arrangement and stapling proposal.

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**For further information please contact:**

*Jessie Glew (Joint Managing Director & COO) on 0438 691 538 or [jglew@blackwall.com.au](mailto:jglew@blackwall.com.au)*

*Tim Brown (Joint Managing Director & CFO) on 0416 925 376 or [tbrown@blackwall.com.au](mailto:tbrown@blackwall.com.au)*

*Authorised for lodgement by  
Alex Whitelum, Company Secretary*

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**WOTSO PROPERTY (ASX:WOT)**

A stapled security comprising:

WOTSO Limited (ACN 636 701 267)

BlackWall Property Trust (ARSN 109 684 773)

Planloc Limited (ACN 062 367 560)

50 Yeo Street, Neutral Bay, NSW 2089 Australia

PO Box 612, Neutral Bay, NSW 2089 Australia

Tel +61 2 9033 8611

[info@blackwall.com.au](mailto:info@blackwall.com.au)

[www.blackwall.com.au](http://www.blackwall.com.au)

**Form 604**  
Corporations Act 2001  
Section 671B

**Notice of change of interests of substantial holder**

To: Company Name/Scheme WOTSO PROPERTY (stapled entity comprising WOTSO Limited, BlackWall Property Trust and Planloc Limited)

ACN/ARSN WOTSO Limited (ACN 636 701 267)  
BlackWall Property Trust (ARSN 109 684 773)  
Planloc Limited (ACN 062 367 560)

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

Name

ACN/ARSN (if applicable) J R (SEPH) GLEW

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

17 / 02 / 21

The previous notice was given to the company on

22 / 07 / 20

The previous notice was dated

22 / 07 / 20

**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 of scheme, are as follows:

Class of securities (4)	Previous notice		Present notice	
	Person's votes	Voting power (5)	Person's votes	Voting power (5)
ORD	56,615,313	39.83%	60,999,708	37.46%

**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 as follows:

Date of change	Person whose relevant interest	Nature of change (6)	Consideration given in relation to change (7)	Class and number of securities affected	Person's votes affected
17/02/2021	J R (Seph) Glew	Stapling Proposal	Issued under the proposed stapling as consideration for the issue of WOTSO shares and BWR units to each group of investors	4,384,395 Ordinary Stapled Securities	4,384,395 Ordinary Stapled Securities

**4. Present relevant interest**

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
SEE ANNEXURE A					

**6. 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	

**7. Addresses**

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

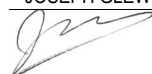
Name	Address
J R (SEPH) GLEW and each holder of	PO BOX 612, NEUTRAL BAY NSW 2089
Relevant Interests	

**Signature**

print name JOSEPH GLEW

capacity

sign here



date 19 / 02 / 2021

**DIRECTIONS**

- (1) If there are a number of substantial holders with similar or related relevant issues (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 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, 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

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
J R (Seph) Glew	Seno Management Pty Limited <RPT Fund A/C>	Seno Management Pty Limited <RPT Fund A/C>	Director and beneficiary of the trust	20,000 ORD	20,000
J R (Seph) Glew	Seno Management Pty Limited <Seno Super Fund A/C>	Seno Management Pty Limited <Seno Super Fund A/C>	Director of the trustee and beneficiary of the super fund	1,352,738 ORD	1,352,738
J R (Seph) Glew	Seno Management Pty Limited <Taipa Trust>	Seno Management Pty Limited <Taipa Trust>	Director and beneficiary of the trust	5,613,331 ORD	5,613,331
J R (Seph) Glew	Alerik Pty Limited <The Alerik Unit A/C>	Alerik Pty Limited <The Alerik Unit A/C>	Director and beneficiary of the trust	3,000,000 ORD	3,000,000
J R (Seph) Glew	Mosman Branch Pty Ltd	Mosman Branch Pty Ltd	Director and holds an interest in the shares of the company	5,105 ORD	5,105
J R (Seph) Glew	I.P.U.T. Nominees Pty Ltd	I.P.U.T Nominees Pty Ltd	Director and holds an interest in the shares of the company	6,408 ORD	6,408
J R (Seph) Glew	Sao Investments Pty Ltd	Sao Investments Pty Ltd	Director and holds an interest in the shares of the company	15,595,001 ORD	15,595,001
J R (Seph) Glew	Seno Management Services	Seno Management Services	Director and holds an interest in the shares of the company	2,042 ORD	2,042
J R (Seph) Glew	PRSC Pty Ltd	PRSC Pty Ltd	Director and holds an interest in the shares of the company	3,012,762 ORD	3,012,762
J R (Seph) Glew	Pelorus Private Equity Limited	Pelorus Private Equity Limited	Director and holds an interest in the shares of the company	13,208,976 ORD	13,208,976
J R (Seph) Glew	Valview Pty Ltd	Valview Pty Ltd	Director and holds an interest in the shares of the company	45,092 ORD	45,092
J R (Seph) Glew	Freytas Project Management	Freytas Project Management	Director and holds an interest in the shares of the company	2,042 ORD	2,042
J R (Seph) Glew	Jagar Holdings Pty Ltd	Jagar Holdings Pty Ltd	Director and holds an interest in the shares of the company	19,025,000 ORD	19,025,000
J R (Seph) Glew	Mrs Nona Ann Glew	Mrs Nona Ann Glew	Seph is the Spouse	111,211 ORD	111,211

**Form 604**  
Corporations Act 2001  
Section 671B

**Notice of change of interests of substantial holder**

To: Company Name/Scheme WOTSO PROPERTY (stapled entity comprising WOTSO Limited, BlackWall Property Trust and Planloc Limited)

ACN/ARSN WOTSO Limited (ACN 636 701 267)  
BlackWall Property Trust (ARSN 109 684 773)  
Planloc Limited (ACN 062 367 560)

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

Name

ACN/ARSN (if applicable) Paul Tresidder

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

17 / 02 / 21

The previous notice was given to the company on

07 / 09 / 20

The previous notice was dated

07 / 09 / 20

**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 of scheme, are as follows:

Class of securities (4)	Previous notice		Present notice	
	Person's votes	Voting power (5)	Person's votes	Voting power (5)
ORD	47,860,238	33.67%	51,651,263	31.72%

**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 as follows:

Date of change	Person whose relevant interest	Nature of change (6)	Consideration given in relation to change (7)	Class and number of securities affected	Person's votes affected
17/02/2021	Paul Tresidder	Stapling Proposal	Issued under the proposed stapling as consideration for the issue of WOTSO shares and BWR units to each group of investors	3,791,025 Ordinary Stapled Securities	3,791,025 Ordinary Stapled Securities

**4. Present relevant interest**

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
SEE ANNEXURE A					

**6. 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	

**7. Addresses**

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

Name	Address
Paul Tresidder and each holder of	Suite 1, 207 Ben Boyd Road, Neutral Bay NSW 2089
Relevant Interests	

**Signature**

print name Paul Tresidder

capacity

sign here

date 19 / 02 / 2021

**DIRECTIONS**

- (1) If there are a number of substantial holders with similar or related relevant issues (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 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, 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.

This is Annexure "A" of one page referred to in Form 604 Notice of Change of Interests of Substantial Holder in WOTSO Property (Stapled entity comprising WOTSO Limited, BlackWall Property Trust and Planloc Limited dated 19 February 2021.



### Annexure A

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
Paul Tresidder	Lymkeesh Pty Limited <Employees Super Fund A/C>	Lymkeesh Pty Limited <Employees Super Fund A/C>	Controls Registered holder	2,558,632 ORD	2,558,632
Paul Tresidder	Lymkeesh Pty Limited	Lymkeesh Pty Limited	Controls Registered holder	409,527 ORD	409,527
Paul Tresidder	Alerik Pty Limited <The Alerik Unit A/C>	Alerik Pty Limited <The Alerik Unit A/C>	Relevant Interest above 20% in registered holder	3,000,000 ORD	3,000,000
Paul Tresidder	Hollia Pty Ltd	Hollia Pty Ltd	Controls Registered holder	13,814,865 ORD	13,814,865
Paul Tresidder	Sao Investments Pty Ltd	Sao Investments Pty Ltd	Voting power above 20% in registered holder	15,595,001 ORD	15,595,001
Paul Tresidder	I.P.U.T. Nominees Pty Ltd	I.P.U.T Nominees Pty Ltd	Director and holds an interest in the shares of the company	6,408 ORD	6,408
Paul Tresidder	PRSC Pty Ltd	PRSC Pty Ltd	Director and holds an interest in the shares of the company	3,012,762 ORD	3,012,762
Paul Tresidder	Pelorus Private Equity Limited	Pelorus Private Equity Limited	Director and holds an interest in the shares of the company	13,208,976 ORD	13,208,976
Paul Tresidder	Valview Pty Ltd	Valview Pty Ltd	Director and holds an interest in the shares of the company	45,092 ORD	45,092

**Form 604**  
Corporations Act 2001  
Section 671B

**Notice of change of interests of substantial holder**

To: Company Name/Scheme WOTSO PROPERTY (stapled entity comprising WOTSO Limited, BlackWall Property Trust and Planloc Limited)

ACN/ARSN WOTSO Limited (ACN 636 701 267)  
BlackWall Property Trust (ARSN 109 684 773)  
Planloc Limited (ACN 062 367 560)

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

Name

ACN/ARSN (if applicable) Robin Tedder

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

17 / 02 / 21

The previous notice was given to the company on 04 / 07 / 19

The previous notice was dated 04 / 07 / 19

**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 of scheme, are as follows:

Class of securities (4)	Previous notice		Present notice	
	Person's votes	Voting power (5)	Person's votes	Voting power (5)
ORD	11,847,407	7.98%	14,224,650	8.74%

**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 as follows:

Date of change	Person whose relevant interest	Nature of change (6)	Consideration given in relation to change (7)	Class and number of securities affected	Person's votes affected
17/02/2021	Robin Tedder	Stapling Proposal	Issued under the proposed stapling as consideration for the issue of WOTSO shares and BWR units to each group of investors	2,377,243 Ordinary Stapled Securities	2,377,243 Ordinary Stapled Securities

**4. Present relevant interest**

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
SEE ANNEXURE A					



**6. 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	

**7. Addresses**

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

Name	Address
Robin Tedder and each holder of	PO BOX 612, NEUTRAL BAY NSW 2089
Relevant Interests	

**Signature**

print name **ROBIN TEDDER**

capacity

sign here



date 19 / 02 / 2021

**DIRECTIONS**

- (1) If there are a number of substantial holders with similar or related relevant issues (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 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, 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

Holder of Relevant Interest	Registered holder of securities	Person entitled to be registered as holder	Class and number of securities	Person's votes
Robin Tedder	Vintage Capital Pty Limited	Vintage Capital Pty Limited	10,801,363 ORD	10,801,363
Robin Tedder	Vintage Capital Pty Ltd	Vintage Capital Pty Ltd	773,777 ORD	773,777
Robin Tedder	Rayblake Pty Limited	Rayblake Pty Limited	492,087 ORD	492,087
Robin Tedder	Koonta Pty Ltd <The Tedder Family A/C>	Koonta Pty Ltd <The Tedder Family A/C>	509,462 ORD	509,973
Robin Tedder	Koonta Pty Ltd <Koonta Super Fund A/C>	Koonta Pty Ltd <Koonta Super Fund A/C>	1,207,059 ORD	1,207,059
Robin Tedder	Koonta Pty Ltd <Koonta PL Super Fund A/C>	Koonta Pty Ltd <Koonta PL Super Fund A/C>	47,538 ORD	47,538
Robin Tedder	Mr Robin John Tedder <Alexander William Tedder A/C>	Mr Robin John Tedder <Alexander William Tedder A/C>	4,553 ORD	4,553
Robin Tedder	Koonta Pty Ltd	Koonta Pty Ltd	388,300 ORD	388,300

**Form 604**  
Corporations Act 2001  
Section 671B

**Notice of change of interests of substantial holder**

To: Company Name/Scheme WOTSO PROPERTY (stapled entity comprising WOTSO Limited, BlackWall Property Trust and Planloc Limited)

ACN/ARSN WOTSO Limited (ACN 636 701 267)  
BlackWall Property Trust (ARSN 109 684 773)  
Planloc Limited (ACN 062 367 560)

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

Name

ACN/ARSN (if applicable) BlackWall Limited  
146 935 131

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

17 / 02 / 21

The previous notice was given to the company on 31 / 10 / 14

The previous notice was dated 31 / 10 / 14

**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 of scheme, are as follows:

Class of securities (4)	Previous notice		Present notice	
	Person's votes	Voting power (5)	Person's votes	Voting power (5)
ORD	75,135,477 (pre-consolidation)	16.09%	14,172,027	8.70%

**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 as follows:

Date of change	Person whose relevant interest	Nature of change (6)	Consideration given in relation to change (7)	Class and number of securities affected	Person's votes affected
17/02/2021	BlackWall Limited	Stapling Proposal	Issued under the proposed stapling as consideration for the issue of WOTSO shares and BWR units to each group of investors	3,791,025 Ordinary Stapled Securities	3,791,025 Ordinary Stapled Securities

**4. Present relevant interest**

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
SEE ANNEXURE A					

**6. 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	

**7. Addresses**

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

Name	Address
BlackWall Limited	PO Box 612, Neutral Bay NSW 2089

**Signature**

print name ALEX WHITELUM

capacity COMPANY SECRETARY

sign here



date 19 / 02 / 2021

**DIRECTIONS**

- (1) If there are a number of substantial holders with similar or related relevant issues (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 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, 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.

This is Annexure "A" of one page referred to in Form 604 Notice of Change of Interests of Substantial Holder in WOTSO Property (Stapled entity comprising WOTSO Limited, BlackWall Property Trust and Planloc Limited dated 19 February 2021.



### Annexure A

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
BlackWall Limited	BlackWall Fund Services Limited	BlackWall Fund Services Limited	Wholly owned subsidiary	13,603,743 ORD	13,603,743
BlackWall Limited	Bakehouse Management Pty Ltd	Bakehouse Management Pty Ltd	Wholly owned subsidiary	568,284 ORD	568,284

**Form 604**  
Corporations Act 2001  
Section 671B

**Notice of change of interests of substantial holder**

To: Company Name/Scheme WOTSO PROPERTY (stapled entity comprising WOTSO Limited, BlackWall Property Trust and Planloc Limited)

ACN/ARSN WOTSO Limited (ACN 636 701 267)  
BlackWall Property Trust (ARSN 109 684 773)  
Planloc Limited (ACN 062 367 560)

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

Name

ACN/ARSN (if applicable) PELORUS PRIVATE EQUITY LIMITED

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

17 / 02 / 21

The previous notice was given to the company on

09 / 10 / 20

The previous notice was dated

09 / 10 / 20

**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 of scheme, are as follows:

Class of securities (4)	Previous notice		Present notice	
	Person's votes	Voting power (5)	Person's votes	Voting power (5)
ORD	11,460,356	8.06%	13,208,976	8.11%

**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 as follows:

Date of change	Person whose relevant interest	Nature of change (6)	Consideration given in relation to change (7)	Class and number of securities affected	Person's votes affected
17/02/2021	Pelorus Private Equity Limited	Stapling Proposal	Issued under the proposed stapling as consideration for the issue of WOTSO shares and BWR units to each group of investors	3,404,760 Ordinary Stapled Securities	3,404,760 Ordinary Stapled Securities

**4. Present relevant interest**

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

**6. 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	

**7. Addresses**

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

Name	Address
Pelorus Private Equity Limited	Level 1, 50 Yeo Street, Neutral Bay 2089

**Signature**

print name ALEX WHITELUM

capacity. COMPANY SECRETARY

sign here



date 19 / 02 / 2021

**DIRECTIONS**

- (1) If there are a number of substantial holders with similar or related relevant issues (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 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, 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.

This is Annexure "A" of one page referred to in Form 604 Notice of Change of Interests of Substantial Holder in WOTSO Property (Stapled entity comprising WOTSO Limited, BlackWall Property Trust and Planloc Limited dated 19 February 2021.



Annexure A

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
Pelorus Private Equity Limited	Pelorus Private Equity Limited	Pelorus Private Equity Limited	Registered Owner	13,208,976 ORD	13,208,976