

Form 604

Corporations Act 2001
Section 671B

Notice of change of interests of substantial holder

To Company Name/Scheme Beforepay Group Limited (B4P)

ACN/ARSN (ACN 633 925 505)

1. Details of substantial holder(1)

Name B4P
ACN/ARSN (if applicable) (ACN 633 925 505)

There was a change in the interests of the
substantial holder on 01 / 09 / 2022

The previous notice was given to the company on 05 / 05 / 2022

The previous notice was dated 05 / 05 / 2022

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)
Fully paid ordinary shares in B4P (Shares)	12,602,793	27.2%	11,633,064	25.04%

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 changed	Nature of change (6)	Consideration given in relation to change (7)	Class and number of securities affected	Person's votes affected
01/09/2022	B4P	Release of Securities from voluntary escrow.	No consideration was paid by B4P. B4P has no right to acquire the Shares that are subject to the escrow arrangements.	969,729 Shares	969,729

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
B4P	Refer to Annexure A.	Refer to Annexure A.	Restrictions on the disposal of Shares under mandatory escrow arrangements imposed in accordance with the ASX Listing Rules disclosed in the Replacement Prospectus dated 29 November 2022, give B4P a deemed relevant interest in these Shares under section 608(1)(c) of the Corporations Act 2001 (Cth) (Act). However, B4P has no right to acquire these Shares or to exercise or control the exercise of, a right to vote attached to these Shares. See Annexure B for a template of the Appendix 9A Restriction Deed and Annexure C for a template of the Appendix 9C Restriction Notice.	11,633,064 Shares	11,633,064

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:

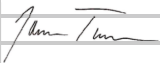
Name and ACN/ARSN (if applicable)	Nature of association
N/A	

6. Addresses

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

Name	Address
B4P	Suite 2, Level 6, 50 Carrington Street, Sydney NSW 2000, Australia

Signature

Print name	Jamie Twiss		Capacity	Chief Executive Officer
Sign here			Date	1 September 2022

Annexure A – Restricted securities

The following is a break-down of the number of Shares subject to ASX imposed mandatory escrow and the escrow period applying to those Shares and options to acquire Shares (**Options**).

There are 11,633,064 Shares and 2,073,900 Options held by the existing shareholders which are subject to ASX mandatory escrow arrangements as disclosed in the prospectus dated 29 November 2021:

- 63,500 Options classified by ASX as restricted securities and to be held in escrow until 21 October 2022, being 12 months from the date on which the restricted securities were issued.
- 11,633,064 Shares classified by ASX as restricted securities and to be held in escrow until 17 January 2024, being 24 months from the date of commencement of official quotation.
- 2,010,400 Options classified by ASX as restricted securities and to be held in escrow until 17 January 2024, being 24 months from the date of commencement of official quotation.