



# email

**To:** ASX Company Announcements Platform      **Fax:** (02) 9347 0005  
**From:** Alyson Sosa      **Fax:** (02) 8225 5114  
Citigroup Global Markets Australia Pty Limited  
**Date:** 13 March 2023      **Pages:** 6 (including cover sheet)  
**Subject:** Submission of Form 603 re: InvoCare Ltd [IVC.AX]

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**Notice of initial substantial shareholder****Form 603  
Corporations Act  
Section 671B**

To: ("IVC", Ordinary Fully Paid)

**1. Details of substantial shareholder**

Citigroup Global Markets Australia Pty Limited (ACN 003 114 832) and each of the related bodies corporate in the Citigroup group of companies worldwide (for more details please visit [www.citigroup.com](http://www.citigroup.com)).

The holder became a substantial holder on 9 March 2023.

**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 had a relevant interest in on the date the substantial holder became a substantial holder are as follows:

| <b>Class of securities</b> | <b>Number of securities</b> | <b>Person's vote</b> | <b>Voting Power</b> |
|----------------------------|-----------------------------|----------------------|---------------------|
| IVC, Ordinary Fully Paid   | 7,360,314                   | 7,360,314            | 5.1092%             |

**3. Details of relevant interests**

| <b>Holder of relevant interest</b>             | <b>Nature of relevant interest</b>   | <b>Class and number of securities</b> |
|--|--|---------------------------------------|
| Citigroup Global Markets Limited               | Citigroup Global Markets Limited holds a relevant interest in these shares pursuant to contracts entered into in the ordinary course of business on a stock market of a stock exchange, containing no terms and conditions other than standard terms and conditions.               | 3,659,705<br>IVC Ordinary Fully Paid  |
| Citigroup Global Markets Australia Pty Limited | Citigroup Global Markets Australia Pty Limited holds a relevant interest in these shares pursuant to contracts entered into in the ordinary course of business on a stock market of a stock exchange, containing no terms and conditions other than standard terms and conditions. | 184,551<br>IVC Ordinary Fully Paid    |
| Citibank, N.A. Sydney Branch                   | Citibank, N.A. Sydney Branch holds a relevant interest in these shares acting as Agent Lender and as the holder of securities subject to an obligation to return under a securities lending agreement.   | 3,516,058<br>IVC Ordinary Fully Paid  |

#### 4. Details of present registered holders

The persons registered as holders of the securities referred to in paragraph 3 above are as follows:

| <b>Holder of relevant interest</b>             | <b>Registered holder of securities</b>         | <b>Class and number of securities</b> |
|--|--|---------------------------------------|
| Citigroup Global Markets Limited               | Citigroup Global Markets Limited               | 3,659,705<br>IVC Ordinary Fully Paid  |
| Citigroup Global Markets Australia Pty Limited | Citigroup Global Markets Australia Pty Limited | 184,551<br>IVC Ordinary Fully Paid    |
| Citibank, N.A. Sydney Branch                   | Citibank, N.A. Sydney Branch                   | 3,516,058<br>IVC Ordinary Fully Paid  |

#### 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:

| <b>Holder of relevant interest</b>             | <b>Date of acquisition</b> | <b>Consideration</b>          | <b>Class and number of securities</b> |
|--|----------------------------|-------------------------------|---------------------------------------|
| Citigroup Global Markets Limited               | Various                    | Various                       | 3,659,705<br>IVC Ordinary Fully Paid  |
| Citigroup Global Markets Australia Pty Limited | Various                    | Various                       | 184,551<br>IVC Ordinary Fully Paid    |
| Citibank, N.A. Sydney Branch                   | Various                    | Various<br>(Refer Annexure A) | 3,516,058<br>IVC Ordinary Fully Paid  |

## 6. Associates

The reasons the persons named in paragraph 3 above are associates of the substantial holder are as follows:

| <b>Name and ACN/ARSN (if applicable)</b>                        | <b>Nature of association</b>  |
|---|---|
| Citigroup Global Markets Limited                                | Each of the related bodies corporate in the Citigroup group of companies worldwide (for more details please visit <a href="http://www.citigroup.com">www.citigroup.com</a> ). |
| Citigroup Global Markets Australia Pty Limited, ACN 003 114 832 | Each of the related bodies corporate in the Citigroup group of companies worldwide (for more details please visit <a href="http://www.citigroup.com">www.citigroup.com</a> ). |
| Citibank, N.A. Sydney Branch                                    | Each of the related bodies corporate in the Citigroup group of companies worldwide (for more details please visit <a href="http://www.citigroup.com">www.citigroup.com</a> ). |

## 7. Addresses

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

| <b>Name</b>                                    | <b>Address</b>   |
|--|--|
| Citigroup Global Markets Limited               | Citigroup Centre<br>33 Canada Square<br>London, E14 5LB    |
| Citigroup Global Markets Australia Pty Limited | Level 22, Citigroup Centre<br>2 Park St<br>Sydney NSW 2000 |
| Citibank, N.A. Sydney Branch                   | Level 22, Citigroup Centre<br>2 Park St<br>Sydney NSW 2000 |

Dated this day, 13 March 2023.



Alyson Sosa

Markets & Securities Services Compliance Australia  
**Citigroup Global Markets Australia Pty Limited**

## Annexure A

This is Annexure A of 2 pages referred to in Form 603 'Notice of initial substantial holder'



Alyson Sosa

13 March 2023

| Schedule (Loan)                                   |   |
|---|---|
| Type of Agreement                                 | AMSLA / GMSLA / MSLA  |
| Parties to Agreement                              | Various   |
| Transfer date                                     | Various   |
| Holder of voting rights                           | Borrower  |
| Are there any restrictions on voting rights?      | No  |
| Scheduled return date                             | Unknown   |
| Does the borrower have the right to return early? | Yes   |
| If yes, details                                   | Standard AMSLA / GMSLA / MSLA terms   |
| Does the lender have the right to recall early?   | Yes   |
| If yes, details                                   | Standard AMSLA / GMSLA / MSLA terms   |
| Will the securities be returned on settlement?    | n/a   |
| Statement   | If requested by IVC to whom the prescribed form must be given, or if requested by ASIC, Citi will give a copy of the AMSLA / GMSLA / MSLA to IVC or ASIC. |

| <b>Schedule (Agency Lending Agreement)</b>  |   |
|---|---|
| <b>Type of Agreement</b>  | Securities Lending Agency Agreement (SLAA)  |
| <b>Parties to Agreement</b>   | Various   |
| <b>Circumstances under which the agent lender can exercise the authorisations in relation to the securities</b>         | Agent Lender can only exercise authority, as agent, in relation to the lender's securities as defined and agreed in the Securities Lending Agency Agreement.  |
| <b>Circumstances under which the agent lender is subject to any restrictions in how it can deal with the securities</b> | Lenders will define the restrictions and/or securities lending parameters in the Securities Lending Agency Agreement entered into with the lending agent. Such restrictions/parameters include specific designated accounts, lendable limits, acceptable collateral and/or cash reinvestment guidelines.                    |
| <b>Does the agent lender have the right to return early?</b>  | Agent Lenders have the right to early recall on behalf of Lender's instructions. However, the expectation is the Lender and Borrower would have mutually agreed no sales/recall of the securities during the duration of the loan term. Hence, borrowers are not obligated to return the securities early for termed loans. |
| <b>If yes, details</b>  | Authorised under the standard Securities Lending Agency Agreement terms.  |
| <b>Statement</b>  | If requested by company name to whom the prescribed form must be given, or if requested by ASIC, Citi will give a copy of the Authorisation Agreement to IVC or ASIC.   |