

Form 604
Corporations Act 2001
Section 671B

Notice of change of interests of substantial holder

To Company Name/Scheme Camplify Holdings Limited (Company)

ACN/ARSN 647 333 962

1. Details of substantial holder (1)

Name Tourism Holdings Rentals Limited ARBN 655 142 028, a foreign company registered in its original jurisdiction of New Zealand as Tourism Holdings Limited (**thl**) and each of its related bodies corporate listed in the attached Annexure A of this notice (the **Relevant Parties**)

ACN/ARSN (if applicable) ARBN 655 142 028

There was a change in the interests of the substantial holder on 01/05/2023

The previous notice was given to the company on 06/12/2022

The previous notice was dated 06/12/2022

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 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)
Fully paid ordinary shares	8,087,790	11.85% (based on 68,266,581 ordinary shares being on issue in the Company)	10,111,401	14.15% (based on 71,466,699 ordinary shares being on issue in the Company)

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
01/05/2023	thl and the Relevant Parties	2,023,611 fully paid ordinary shares in the Company issued to TH2Connect LP	The new shares are the second of two tranches of shares issued as consideration for the acquisition of the Highway and SHAREaCAMPER businesses and assets from thl as described in previous announcements made to ASX by the Company. Based on the announcement made by the Company to ASX on 1 May 2023, the estimated value of the value being provided per share for the shares issued as part of this second tranche is A\$3,763,916.46 (being A\$1.86 per share). The shares will be subject to a period of voluntary escrow for a period of six months from the date of issue.	2,023,611 ordinary shares	2,023,611

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
thl and the Relevant Parties	TH2Connect LP	TH2Connect LP	Relevant interest under section 608(1) of the <i>Corporations Act 2001</i> (Cth) (Corporations Act) because TH2Connect LP is the registered holder of the securities	3,215,781 fully paid ordinary shares in the Company	3,215,781

thl and the Relevant Parties	Apollo Motorhome Holdings (Aus) Pty Ltd	Apollo Motorhome Holdings (Aus) Pty Ltd	Relevant interest under section 608(1) of the Corporations Act because Apollo Motorhome Holdings (Aus) Pty Ltd is the registered holder of the securities	6,895,620 fully paid ordinary shares in the Company	6,895,620
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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
No changes to association since previous notice	

6. Addresses

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

Name	Address
thl and the Relevant Parties	Level 1, 83 Beach Street, Auckland City, Auckland 1140, New Zealand

Signature

print name Amir Ansari capacity Company Secretary

sign here



date 2 May 2023

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 1 page referred to in Form 604 – Notice of change of interests of substantial holder.

Signed



Name: Amir Ansari

Capacity: Company Secretary of **thl**

Date: 2 May 2023

Relevant Parties

1. Action Manufacturing Group GP Ltd
2. Action Manufacturing Limited Partnership
3. AMH Products Pty Limited ACN 646 775 386
4. Apollo Car Hire Ltd
5. Apollo Finance Pty Ltd ACN 096 814 112
6. Apollo Investments Pty Ltd ACN 618 096 352
7. Apollo Motorhome Holdings (Aus) Pty Ltd ACN 122 072 673
8. Apollo Motorhome Holdings (NZ) Pty Ltd ACN 122 072 682
9. Apollo Motorhome Holidays GMBH
10. Apollo Motorhome Holidays LLC
11. Apollo Motorhome Holidays Ltd
12. Apollo Motorhome Holidays Pty Ltd ACN 051 584 153
13. Apollo Motorhome Holidays SARL
14. Apollo Motorhome Industries Pty. Ltd. ACN 101 079 127
15. Apollo Motorhome Ultimate Holdings Pty Ltd ACN 122 107 180
16. Apollo RV Service & Repair Centre Pty Ltd 648 798 789
17. Apollo RV West Pty Ltd ACN 620 922 287
18. Apollo Tourism & Leisure (EU) Ltd
19. Apollo Tourism & Leisure Ltd ACN 614 714 742
20. Apollo Tourism & Leisure UK Ltd
21. ATL Canada Ltd
22. Blue Quadrant Leisure Ltd
23. Bunk Campers Limited
24. Camperco Group Limited
25. Camperworks Limited
26. Campreco Limited
27. CanaDream Corporation
28. CanaDream Inc
29. Caravans Away Pty Ltd ACN 648 017 930
30. Cheapa Campa Ltd
31. Cheapa Campa Pty Ltd ACN 101 214 082
32. El Monte Rents Inc
33. G R L Enterprises Pty Ltd ACN 112 862 496
34. Hippie Camper Ltd
35. Hippie Camper Pty Ltd ACN 120 667 236
36. JJ Motorcars Inc
37. Maui Rentals Pty Ltd ACN 067 996 552
38. Nomad Campervans Limited
39. Outdoria Pty Ltd ACN 605 113 835
40. Road Bear NZ Ltd
41. THL UK and Ireland Ltd
42. Sydney RV Group Pty Ltd ACN 112 316 560
43. Talvor Motorhomes Ltd
44. Talvor Motorhomes Pty Ltd ACN 114 188 466
45. TH2Connect GP Limited
46. TH2Connect LP
47. The Green Bus Company Pty Ltd ACN 070 214 238
48. THL Group (Australia) Pty Ltd ACN 055 966 222
49. THL Motorhomes Ltd
50. THL Motorhomes UK Ltd
51. THL Oz Pty Ltd ACN 058 694 143
52. Tourism Holdings Australia Pty Ltd ACN 001 789 957
53. Tourism Holdings Rental Vehicles Pty Limited ACN 088 732 870
54. Tourism Holdings USA Inc
55. Waitomo Caves Holdings Ltd
56. Waitomo Caves Ltd
57. Winnebago RV Pty Ltd ACN 169 971 760
58. World Travel Headquarters Pty Limited ACN 009 669 158