

Form 604

Corporations Act 2001
Section 671B

Notice of change of interests of substantial holder

To Company Name/Scheme MEGAPORT LIMITED

ACN/ARSN 607 301 959

1. Details of substantial holder (1)

Name ECP Asset Management Pty Ltd (and its associated entities)

ACN/ARSN (if applicable) 158 527 582

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

3/08/2023

The previous notice was given to the company on

21/12/2022

The previous notice was dated

21/12/2022

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 | 9,682,145 | 6.1% | 8,006,429 | 5.0% |
| | | | | |

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 |
|----------------|--|----------------------|---|---|-------------------------|
| | SEE ANNEXURE "A" | | | | |
| | | | | | |

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 |
|-----------------------------|---------------------------------|--|---------------------------------|--------------------------------|----------------|
| | SEE ANNEXURE "B" | | | | |
| | | | | | |

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. | n.a. |

6. Addresses

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

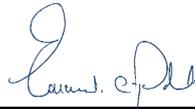
| Name | Address |
|------------------------------|--|
| ECP Asset Management Pty Ltd | Suite 5, Level 3, 343 George St, Sydney NSW 2000 |
| EC Pohl & Co Pty Ltd | Level 12, 2 Corporate Court Bundall QLD 4217 |

Signature

print name Emmanuel Pohl

Capacity Director

sign here



Date 07 August 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 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.

Megaport Limited (ACN 607 301 959)

Annexure A

| Date of Change | Person whose relevant interest changed | Nature of change | Consideration | Number of Securities | Class |
|-----------------------|---|-------------------------|--------------------------|-----------------------------|--------------|
| 10/01/2023 | Citicorp Nominees Limited | On-market trades - BUY | \$ 12,829.38 | 2,000 | Ord F/P |
| 17/01/2023 | Citicorp Nominees Limited | On-market trades - BUY | \$ 5,587.50 | 750 | Ord F/P |
| 3/02/2023 | Citicorp Nominees Limited | On-market trades - BUY | \$ 9,030.75 | 1,500 | Ord F/P |
| 6/02/2023 | Citicorp Nominees Limited | On-market trades - SELL | -\$ 6,031.98 | 1,019 | Ord F/P |
| 6/03/2023 | BNP Paribas Ltd | On-market trades - BUY | \$ 1,322,255.49 | 230,881 | Ord F/P |
| 6/03/2023 | Citicorp Nominees Limited | On-market trades - SELL | -\$ 1,322,255.49 | 230,881 | Ord F/P |
| 16/03/2023 | Citicorp Nominees Limited | On-market trades - SELL | -\$ 10,355.00 | 2,375 | Ord F/P |
| 23/03/2023 | Societe Generale | On-market trades - BUY | \$ 100,215.60 | 23,000 | Ord F/P |
| 11/04/2023 | BNP Paribas Ltd | On-market trades - BUY | \$ 3,834,699.22 | 941,377 | Ord F/P |
| 11/04/2023 | Citicorp Nominees Limited | On-market trades - BUY | \$ 71,445.12 | 17,539 | Ord F/P |
| 11/04/2023 | JP Morgan Chase Nominees Pty Ltd | On-market trades - SELL | -\$ 3,971,173.68 | 974,880 | Ord F/P |
| 11/04/2023 | National Asset Servicing | On-market trades - BUY | \$ 65,029.35 | 15,964 | Ord F/P |
| 2/05/2023 | Citicorp Nominees Limited | On-market trades - BUY | \$ 319,209.51 | 57,025 | Ord F/P |
| 4/05/2023 | Citicorp Nominees Limited | On-market trades - BUY | \$ 61,842.03 | 11,631 | Ord F/P |
| 8/05/2023 | Societe Generale | On-market trades - BUY | \$ 186,693.39 | 33,798 | Ord F/P |
| 18/05/2023 | Citicorp Nominees Limited | On-market trades - BUY | \$ 13,763.47 | 2,471 | Ord F/P |
| 5/07/2023 | BNP Paribas Ltd | On-market trades - SELL | -\$ 153,705.73 | 21,123 | Ord F/P |
| 5/07/2023 | JP Morgan Chase Nominees Pty Ltd | On-market trades - SELL | -\$ 377,318.73 | 51,853 | Ord F/P |
| 6/07/2023 | JP Morgan Chase Nominees Pty Ltd | On-market trades - SELL | -\$ 1,291,269.21 | 183,876 | Ord F/P |
| 6/07/2023 | BNP Paribas Ltd | On-market trades - SELL | -\$ 526,020.36 | 74,905 | Ord F/P |
| 10/07/2023 | Citicorp Nominees Limited | On-market trades - BUY | \$ 177,523.86 | 26,036 | Ord F/P |
| 19/07/2023 | Citicorp Nominees Limited | On-market trades - BUY | \$ 14,712.75 | 1,509 | Ord F/P |
| 24/07/2023 | BNP Paribas Ltd | On-market trades - SELL | -\$ 872,435.49 | 89,864 | Ord F/P |
| 24/07/2023 | National Asset Servicing | On-market trades - SELL | -\$ 7,892.87 | 813 | Ord F/P |
| 25/07/2023 | BNP Paribas Ltd | On-market trades - SELL | -\$ 660,154.08 | 70,610 | Ord F/P |
| 25/07/2023 | National Asset Servicing | On-market trades - SELL | -\$ 5,974.20 | 639 | Ord F/P |
| 26/07/2023 | BNP Paribas Ltd | On-market trades - SELL | -\$ 1,859,153.61 | 198,033 | Ord F/P |
| 26/07/2023 | National Asset Servicing | On-market trades - SELL | -\$ 16,823.48 | 1,792 | Ord F/P |
| 27/07/2023 | BNP Paribas Ltd | On-market trades - SELL | -\$ 8,530,195.13 | 830,731 | Ord F/P |
| 27/07/2023 | National Asset Servicing | On-market trades - SELL | -\$ 77,197.08 | 7,518 | Ord F/P |
| 3/08/2023 | BNP Paribas Ltd | On-market trades - SELL | -\$ 3,106,816.61 | 300,285 | Ord F/P |
| TOTAL | | | -\$ 16,599,935.31 | - 1,675,716 | |

The investment portfolios managed by ECP Asset Management Pty Ltd are constructed from high quality growth businesses that we believe are able to generate above-average economic returns over the long term. The allocation of capital between investments is determined by our forecast IRR. Any individual movements should not be construed as an endorsement or criticism for a particular company.

This is Annexure "A" of 1 page as mentioned in form 604 Notice of change of interests of substantial holder



Emmanuel Pohl

Date: 7-Aug-23

Megaport Limited (ACN 607 301 959)

Annexure B

| Holder of Relevant Interest | Registered Holder of Securities | Person entitled to be Registered as Holder | Nature of Relevant Interest | Holding Class |
|-----------------------------|----------------------------------|--|--|-------------------------------|
| ECP Asset Management | BNP Paribas Ltd | BNP Paribas Ltd | Investment Discretion and Voting Power | 5,797,490 Ordinary Fully Paid |
| ECP Asset Management | Citicorp Nominees Limited | Citicorp Nominees Limited | Investment Discretion and Voting Power | 170,668 Ordinary Fully Paid |
| EC Pohl & Co | Citicorp Nominees Limited | Citicorp Nominees Limited | Investment Discretion and Voting Power | 951,817 Ordinary Fully Paid |
| ECP Asset Management | JP Morgan Chase Nominees Pty Ltd | JP Morgan Chase Nominees Pty Ltd | Investment Discretion and Voting Power | 963,619 Ordinary Fully Paid |
| ECP Asset Management | National Asset Servicing | National Asset Servicing | Investment Discretion and Voting Power | 66,037 Ordinary Fully Paid |
| EC Pohl & Co | Societe Generale | Societe Generale | Investment Discretion and Voting Power | 56,798 Ordinary Fully Paid |

8,006,429

This is Annexure "B" of 1 page as mentioned in form 604 Notice of change of interests of substantial holder



Emmanuel Pohl

Date: 07-August-2023