

27 September 2024

By electronic lodgement

The Manager
Market Announcements Office
ASX Limited
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Sydney NSW 2000

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Our ref: 7392777.00031

Dear ASX

Form 604 – Notice of change of interests of substantial holder - Yumbah Aquaculture Ltd

We act for Yumbah Aquaculture Ltd (ACN 082 219 636) (**Yumbah**).

In accordance with section 671B(1)(b) of the *Corporations Act 2001* (Cth), we enclose a notice of change of interests of substantial holder on behalf of Yumbah and its associates in East 33 Limited (ASX: E33).

Yours faithfully



Harry Kingsley
Partner
K&L Gates

encl.

Form 604
Corporations Act 2001
Section 671B

Notice of change of interests of substantial holder

To Company Name/Scheme East 33 Limited (E33)

ACN/ARSN 636 173 281

1. Details of substantial holder (1)

Name Yumbah Aquaculture Ltd (YAL) and certain associated entities set out in Annexure 'A'
ACN/ARSN (if applicable) 082 219 636

There was a change in the interests of the
substantial holder on 26/09/2024
The previous notice was given to the company on 24/09/2024
The previous notice was dated 24/09/2024

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	505,515,558	65.21%	524,722,503	67.54%

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
26/09/2024	YAL and each entity listed in Annexure 'A'	Acquisition of a relevant interest in Shares pursuant to contracts arising as a result of acceptances of the offers made under YAL's off-market takeover offer to acquire all of the ordinary shares in E33 as set out in its Replacement Bidder's Statement dated 23 August 2024 (Offer)	Offer consideration payable under the terms of the Offer.	Ordinary shares – 1,936,382	1,936,382
26/09/2024	YAL and each entity listed in Annexure 'A'	Acquisition of a relevant interest in Shares pursuant to on-market acquisitions in accordance with section 611 item 2 of the Corporations Act 2001 (Cth) (On-Market Acquisitions)	2.2 cents per Share	Ordinary shares – 17,270,563	17,270,563

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'	See Annexure 'B'	See Annexure 'B'	See Annexure 'B'	See Annexure 'B'	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
See Annexure 'A'	See Annexure 'A'

Signature

print name

Richard Davey

capacity

Company secretary

sign here



date

27/09/2024

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' given by Yumbah Aquaculture Ltd (YAL)



Mr Richard Davey

27 September 2024

Item 1 - Details of substantial holder and Item 6 - Addresses

Name	ACN/ARSN (if applicable)	Address
YAL	082 219 636	Unit 2 / 69 Fullarton Road, Kent Town, South Australia, Australia
Yumbah Finance Pty Ltd	669 757 582	Unit 2 / 69 Fullarton Road, Kent Town, South Australia, Australia
Research Corporation Pty Lid as trustee for the Anthony Hall Family Trust	076 543 756	Level 44, 600 Bourke Street, Melbourne, Victoria, Australia
Mr Anthony Hall	N/A	Level 44, 600 Bourke Street, Melbourne, Victoria, Australia
Details of Yumbah Aquaculture Ltd's subsidiaries		
Name	ACN/ARSN (If applicable)	Address
Abalone com au Pty Ltd	085 662 853	Unit 2 / 69 Fullarton Road, Kent Town, South Australia, Australia
Abstraxion Pty Ltd	125 885 109	Unit 2 / 69 Fullarton Road, Kent Town, South Australia, Australia
Ausab Pty Ltd	110 905 596	Unit 2 / 69 Fullarton Road, Kent Town, South Australia, Australia
Cameron Of South Australia Pty Ltd	615 089 220	Unit 2 / 69 Fullarton Road, Kent Town, South Australia, Australia
Cameron Of Tasmania Pty Ltd	009 579 168	Unit 2 / 69 Fullarton Road, Kent Town, South Australia, Australia
Coastal Seafarms Holdings Pty Ltd	089 414 013	Unit 2 / 69 Fullarton Road, Kent Town, South Australia, Australia
Coatsworth Pty Ltd	009 579 337	Unit 2 / 69 Fullarton Road, Kent Town, South Australia, Australia
Yumbah Aquafeeds Pty Ltd	616 972 000	Unit 2 / 69 Fullarton Road, Kent Town, South Australia, Australia
Yumbah Bicheno Pty Ltd	009 487 469	Unit 2 / 69 Fullarton Road, Kent Town, South Australia, Australia
Yumbah Hatchery Pty Lid	620 399 671	Unit 2 / 69 Fullarton Road, Kent Town, South Australia, Australia
Yumbah Kangaroo Island Pty Lid	093 716 824	Unit 2 / 69 Fullarton Road, Kent Town, South Australia, Australia
Yumbah Mussels Holdings Pty Lid	668 817 267	Unit 2 / 69 Fullarton Road, Kent Town, South Australia, Australia
Yumbah Narrawong Pty Lid	083 638 199	Unit 2 / 69 Fullarton Road, Kent Town, South Australia, Australia
Yumbah Nyamal Pty Lid	615 067 797	Unit 2 / 69 Fullarton Road, Kent Town, South Australia, Australia
Yumbah Operations Pty Lid	668 788 225	Unit 2 / 69 Fullarton Road, Kent Town, South Australia, Australia
Yumbah Port Lincoln Pty Lid	103 135 486	Unit 2 / 69 Fullarton Road, Kent Town, South Australia, Australia
Yumbah Sea Farms Pty Ltd	169 726 827	Unit 2 / 69 Fullarton Road, Kent Town, South Australia, Australia

Annexure 'B'

This is Annexure 'B' of 1 page referred to in 'Form 604 - Notice of change of interests of substantial holder' given by Yumbah Aquaculture Ltd (**YAL**)



Mr Richard Davey

27 September 2024

Item 4 – Present relevant interests

Holder of relevant interest	Registered holder of securities	Person entitled to be registered holder	Nature of relevant interest	Class and number of securities	Person's votes
YAL's relevant interests					
YAL	YAL	YAL	Relevant interest pursuant to Section 608(1)(a) of the Corporations Act.	Ordinary – 52,000,000	52,000,000
YAL	Shareholders of E33 who have accepted the conditional offers under the Offer and On-Market Acquisitions	Shareholders of E33 who have accepted the conditional offers under the Offer and sold Shares under the On-Market Acquisitions	Relevant interest pursuant to Section 608(8) of the Corporations Act 2001 (Cth) resulting from acceptances of offers under the Offer. Shares the subject of these acceptances and the On-Market Acquisitions have not yet been transferred to YAL.	Ordinary – 92,351,072	92,351,072
YAL	RCPL and AH	RCPL and AH	Relevant interest pursuant to Section 608(8) of the Corporations Act resulting from acceptances of offers under the Offer. The Shares the subject of these acceptances have not yet been transferred to Yumbah Aquaculture Ltd.	Ordinary – 142,651,193	142,651,193
YAL	Yumbah Finance Pty Ltd (YF)	YF	Relevant interest pursuant to section 608(3)(b) of the Corporations Act and Section 608(8) of the Corporations Act resulting from acceptances of offers under the Offer. The Shares the subject of these acceptances have not yet been transferred to Yumbah Aquaculture Ltd.	Ordinary – 238,095,238	238,095,238
Associate's relevant interests					
YF	YF	YF	Relevant interest pursuant to Section 608(1)(a) of the Corporations Act.	Ordinary – 238,095,238	238,095,238
Mr Anthony Hall (AH)	AH	AH	Relevant interest pursuant to Section 608(1)(a) of the Corporations Act.	Ordinary – 626,398	626,398
AH	YAL	YAL	Relevant interest pursuant to section 608(3)(b) of the Corporations Act.	Ordinary – 52,000,000	52,000,000
AH	Shareholders of E33 who have accepted the conditional offers under the Offer and On-Market Acquisitions	Shareholders of E33 who have accepted the conditional offers under the Offer and sold Shares under the On-Market Acquisitions	Relevant interest pursuant to Section 608(8) of the Corporations Act 2001 (Cth) resulting from acceptances of offers under the Offer. Shares the subject of these acceptances and the On-Market Acquisitions have not yet been transferred to YAL.	Ordinary – 92,351,072	92,351,072
AH	Research Corporation Pty Ltd (RCPL)	RCPL	Relevant interest pursuant to section 608(3)(b) of the Corporations Act.	Ordinary – 142,024,795	142,024,795
AH	YF	YF	Relevant interest pursuant to section 608(3)(b) of the Corporations Act.	Ordinary – 238,095,238	238,095,238
RCPL	RCPL	RCPL	Relevant interest pursuant to Section 608(1)(a) of the Corporations Act.	Ordinary – 142,024,795	142,024,795
RCPL	YF	YF	Relevant interest pursuant to section 608(3)(b) of the Corporations Act.	Ordinary – 238,095,238	238,095,238