

**Form 603**  
Corporations Act 2001  
Section 671B

**Notice of initial substantial holder**

To Company Name/Scheme Probiotec Limited (*Probiotec*)

ACN/ARSN 075 170 151

**1. Details of substantial holder (1)**

Name Ganter Corporation Pty Ltd, Rudi Ganter and Laurel Ganter

ACN/ARSN (if applicable)

The holder became a substantial holder on 22/09/2016

**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 (2) had a relevant interest (3) in on the date the substantial holder became a substantial holder are as follows:

Class of securities (4)	Number of securities	Person's votes (5)	Voting power (6)
Ordinary Shares	12,460,845	12,460,845	23.54%

**3. Details of relevant interests**

The nature of the relevant interest the substantial holder or an associate had in the following voting securities on the date the substantial holder became a substantial holder are as follows:

Holder of relevant interest	Nature of relevant interest (7)	Class and number of securities
Ganter Corporation Pty Ltd ( <i>Ganter Corporation</i> ), Rudi Ganter and Laurel Ganter	Ganter Corporation is the registered holder of the relevant shares and Rudi Ganter and Laurel Ganter each have a relevant interest in Probiotec shares in which Ganter Corporation has a relevant interest by reason of s608(3) of the Corporations Act 2001 (Cth) (the <i>Act</i> )	Ordinary 2,436,003
Rudi Ganter	Rudi Ganter is the registered holder of the relevant shares	Ordinary 26,437
Charles Wayne Stringer	Charles Wayne Stringer is the registered holder of the relevant shares	Ordinary 2,688,574
Charles Wayne Stringer, Jane Stringer and Inston Pty Ltd ( <i>Inston</i> )	Inston is the registered holder of the relevant shares and Charles Wayne Stringer and Jane Stringer each have a relevant interest in Probiotec shares in which Inston has a relevant interest by reason of s608(3) of the Act	Ordinary 7,309,831

**4. Details of present registered holders**

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

Holder of relevant interest	Registered holder of securities	Person entitled to be registered as holder (8)	Class and number of securities
Ganter Corporation, Rudi Ganter and Laurel Ganter	Ganter Corporation	Ganter Corporation	Ordinary 2,436,003
Rudi Ganter	Rudi Ganter	Rudi Ganter	Ordinary 26,437
Charles Wayne Stringer	Charles Wayne Stringer	Charles Wayne Stringer	Ordinary 2,688,574
Charles Wayne Stringer, Jane Stringer and Inston	Inston	Inston	Ordinary 7,309,831

## 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:

Not applicable.

## 6. Associates

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

Name and ACN/ARSN (if applicable)	Nature of association
Charles Wayne Stringer and Inston	<p>Ganter Corporation, Rudi Ganter, Charles Wayne Stringer and Inston may be considered associates by virtue of Inston and Ganter Corporation jointly signing section 249N notices and section 203D notices on 22 September 2016 in respect of the Company and a nomination of directors notice in respect of the forthcoming annual general meeting of the Company (the <b>Notices</b>).</p> <p>The Notices are attached in Annexure A to this form and the Notices (or the consents of Notices) have been publically disclosed by the Company including in the notice of annual general meeting dated 27 October 2016.</p> <p>The Notices set out the full extent of the association between: (1) Charles Wayne Stringer and Inston and (2) Ganter Corporation and Rudi Ganter.</p> <p>The association will cease following the annual general meeting on 29 November 2016. There is no agreement, arrangement or understanding between the substantial holders and such associated (or any other party) in relation to the exercise of votes attached to their respective shareholdings in the Company or any other matter relating to the Company.</p>

## 7. Addresses

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

Name	Address
Ganter Corporation Pty Ltd	12 Uplands Street, Balwyn North VIC 3104
Rudi Ganter	12 Uplands Street, Balwyn North VIC 3104
Laurel Ganter	12 Uplands Street, Balwyn North VIC 3104
Charles Wayne Stringer	11/23 Beaconsfield Parade, Port Melbourne VIC 3207
Jane Stringer	11/23 Beaconsfield Parade, Port Melbourne VIC 3207
Inston Pty Ltd	11/23 Beaconsfield Parade, Port Melbourne VIC 3207

## Signature

print name Rudi Ganter

capacity

sign here

date 09 / 11 / 2016

## 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 7 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 total number of votes attached to all the voting shares in the company or voting interests in the scheme (if any) that the person or an associate has a relevant interest in.
- (6) The person's votes divided by the total votes in the body corporate or scheme multiplied by 100.

- (7) Include details of:
- (a) any relevant agreement or other circumstances by which the relevant interest was acquired. 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.
- (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) Details of the consideration must include any and all benefits, moneys 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.
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## ANNEXURE 'A'

This is annexure 'A' of 7 pages (including this page) referred to in Form 603 – Notification of initial substantial holder.

**Company name:** Probiotec Limited

**ACN:** 075 170 151

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Signed by: \_\_\_\_\_



Rudi Ganter

Print Name

Date: 9 November 2016



TO: Probiotec Limited  
Attention: The Company Secretary, Jared Stringer  
[jared\\_stringer@probiotec.com.au](mailto:jared_stringer@probiotec.com.au)

**NOTICE OF RESOLUTIONS PROPOSED TO BE MOVED AT A GENERAL MEETING**  
**Removal of Robert Maxwell Johnston as a director**  
**Removal of Richard David Kuo as a director**

This notice is given in accordance with s249N(1) of the Corporations Act.

The following members, namely:

- (a) Inston Pty Ltd, the holder of 13.105% of the shares on issue by Probiotec Limited ("Probiotec"); and
- (b) Ganter Corporation Pty Ltd, the holder of 3.765% of the shares on issue by of the shares on issue by the company,

being members with at least 5% of the votes that may be cast on each of the following resolutions, give Probiotec notice of resolutions they propose to move at a general meeting, namely:


- 1 That Robert Maxwell Johnston be removed as a director of the company at the close of the meeting at which this resolution is passed.
- 2 That Richard David Kuo be removed as a director of the company effective at the close of the meeting at which this resolution is passed.

Dated: 22 September 2016

EXECUTED by INSTON PTY LTD



CHARLES WAYNE STRINGER, director



JANE ELISABETH STRINGER, director

EXECUTED by GANTER CORPORATION  
PTY LTD



RUDOLF ANDREW GANTER, director



LAUREL MARY GANTER, director

Note:

- 1. s249O of the Corporations Act provides:
  - (2) If a company has been given notice of a resolution under section 249N, the resolution is to be considered at the next general meeting that occurs more than 2 months after the notice is given.
  - (3) The company must give all its members notice of the resolution at the same time, or as soon as practicable afterwards, and in the same way, as it gives notice of a meeting.
- 2. ASX Listing Rule 3.17A provides that Probiotec:
  - must give ASX, within two business days of receipt:
  - 3.17A.1 Information about the material terms of any notice which it receives under section ... 249N ... of the Corporations Act ... from a holder ... of securities calling, or requesting the calling of, or proposing to move a resolution at, a general meeting; ...
- 3. The notes to ASX Listing Rule 3.17A.1 include the following:
  - It should be noted that if a reasonable person would expect information about such a notice to have a material effect on the price or value of the entity's securities, the information must be given to ASX immediately under the Listing Rule 3.1 and not within two business days of receipt.

TO: Probiotec Limited  
Attention: The Company Secretary, Jared Stringer  
[jared\\_stringer@probiotec.com.au](mailto:jared_stringer@probiotec.com.au)

**NOTICE OF RESOLUTIONS PROPOSED TO BE MOVED AT A GENERAL MEETING**

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**Removal of Richard David Kuo as a director**

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TO: Probiotec Limited  
Attention: The Company Secretary, Jared Stringer  
[jared\\_stringer@probiotec.com.au](mailto:jared_stringer@probiotec.com.au)

**NOTICE OF INTENTION TO MOVE RESOLUTION FOR REMOVAL OF DIRECTOR –  
ROBERT MAXWELL JOHNSTON AS A DIRECTOR**

This notice is given under s203D of the Corporations Act.

Inston Pty Ltd and Ganter Corporation Pty Ltd intend to move the following resolution at the next general meeting of the company which is held more than two months after this notice is given (or, if possible, at a general meeting of the company which is held less than two months after this notice is given):


*That Robert Maxwell Johnston be removed as a director of the company effective at the close of the meeting at which this resolution is passed.*

Dated: 22 September 2016

EXECUTED by INSTON PTY LTD



CHARLES WAYNE STRINGER, director



JANE ELISABETH STRINGER, director

EXECUTED by GANTER CORPORATION  
PTY LTD



RUDOLF ANDREW GANTER, director



LAUREL MARY GANTER, director

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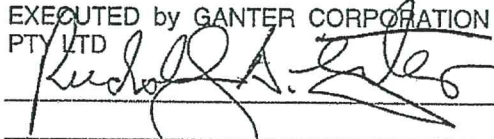
Dated: 22 September 2016

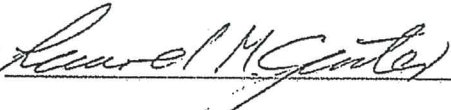
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*That Richard David Kuo be removed as a director of the company effective at the close of the meeting at which this resolution is passed.*

Dated: 22 September 2016

EXECUTED by INSTON PTY LTD



CHARLES WAYNE STRINGER, director



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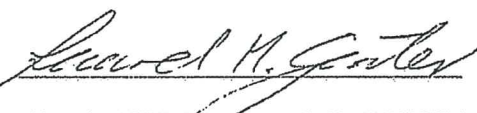
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