

## ASX: LVH MARKET RELEASE

### Issue of EIP Securities

9 August 2019 | Melbourne, Victoria

LiveHire Limited (ASX: LVH) (“LiveHire” or the “Company”) advises that it has issued 174,948 unquoted performance rights (“Performance Rights”) under the EIP to a senior employee of the Company. The Performance Rights will vest in two equal tranches on the achievement of performance hurdles by 30 June 2020 and will expire on 8 August 2023. An Appendix 3B is attached.

The Company also attaches an Appendix 3Y in respect of Antonluigi Gozzi’s change in interests as a result of the cashless buyback and associated ASIC Forms relating to changes in interests of substantial shareholders.

#### For more information:

John Hurst - Investor Relations

[john.hurst@teneo.com](mailto:john.hurst@teneo.com) +61 418 708 663

Subscribe to LiveHire’s newsletter at: <http://eepurl.com/b2EMFL>

[www.livehire.com/investor](http://www.livehire.com/investor)

#### About LiveHire

LiveHire is a Human Capital performance platform that delivers a proactive sourcing and talent mobility solution called Live Talent Communities. The platform makes managing the flow of talent into and through businesses seamless, delivering value through detailed visibility of talent, shifting recruitment from reactive to proactive, improving fit, reducing time and cost to hire, with an unrivalled candidate experience.

Founded in 2011, LiveHire is an Australian company headquartered in Melbourne, with offices also in Sydney and Perth.

[www.livehire.com](http://www.livehire.com)

# Appendix 3B

## New issue announcement, application for quotation of additional securities and agreement

*Information or documents not available now must be given to ASX as soon as available. Information and documents given to ASX become ASX's property and may be made public.*

Introduced 01/07/96 Origin: Appendix 5 Amended 01/07/98, 01/09/99, 01/07/00, 30/09/01, 11/03/02, 01/01/03, 24/10/05, 01/08/12, 04/03/13

Name of entity

LiveHire Limited

ABN

59 153 266 605

We (the entity) give ASX the following information.

### Part 1 - All issues

*You must complete the relevant sections (attach sheets if there is not enough space).*

- |   |                                                                                                                                                                                                                                               |                                                                                                                                                                                                                                     |
|---|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| 1 | +Class of +securities issued or to be issued                                                                                                                                                                                                  | Unlisted performance rights ( <b>Performance Rights</b> )                                                                                                                                                                           |
| 2 | Number of +securities issued or to be issued (if known) or maximum number which may be issued                                                                                                                                                 | 174,948 Performance Rights                                                                                                                                                                                                          |
| 3 | Principal terms of the +securities (e.g. if options, exercise price and expiry date; if partly paid +securities, the amount outstanding and due dates for payment; if +convertible securities, the conversion price and dates for conversion) | Each Performance Right is issued under the EIP and will convert into one ordinary share for nil consideration upon satisfaction of certain performance-based vesting criteria. The Performance Rights will expire on 8 August 2023. |

4	<p>Do the +securities rank equally in all respects from the +issue date with an existing +class of quoted +securities?</p> <p>If the additional +securities do not rank equally, please state:</p> <ul style="list-style-type: none"> <li>• the date from which they do</li> <li>• the extent to which they participate for the next dividend, (in the case of a trust, distribution) or interest payment</li> <li>• the extent to which they do not rank equally, other than in relation to the next dividend, distribution or interest payment</li> </ul>	<p>No. The shares issued on conversion of the Performance Rights will rank equally with existing Shares on issue.</p>
5	Issue price or consideration	Nil.
6	Purpose of the issue (If issued as consideration for the acquisition of assets, clearly identify those assets)	The Performance Rights have been issued to a senior employee as an incentive to better align his interests with those of shareholders.
6a	<p>Is the entity an +eligible entity that has obtained security holder approval under rule 7.1A?</p> <p>If Yes, complete sections 6b – 6h <i>in relation to the +securities the subject of this Appendix 3B</i>, and comply with section 6i</p>	Yes.
6b	The date the security holder resolution under rule 7.1A was passed	7 November 2018
6c	Number of +securities issued without security holder approval under rule 7.1	Nil.
6d	Number of +securities issued with security holder approval under rule 7.1A	Nil.

---

+ See chapter 19 for defined terms.

6e	Number of +securities issued with security holder approval under rule 7.3, or another specific security holder approval (specify date of meeting)	Nil.						
6f	Number of +securities issued under an exception in rule 7.2	174,948 Performance Rights issued under the EIP						
6g	If +securities issued under rule 7.1A, was issue price at least 75% of 15 day VWAP as calculated under rule 7.1A.3? Include the +issue date and both values. Include the source of the VWAP calculation.	N/A						
6h	If +securities were issued under rule 7.1A for non-cash consideration, state date on which valuation of consideration was released to ASX Market Announcements	N/A						
6i	Calculate the entity's remaining issue capacity under rule 7.1 and rule 7.1A – complete Annexure 1 and release to ASX Market Announcements	7.1: 14,174,989 7.1A: 26,505,530						
7	+Issue dates  Note: The issue date may be prescribed by ASX (refer to the definition of issue date in rule 19.12). For example, the issue date for a pro rata entitlement issue must comply with the applicable timetable in Appendix 7A.  Cross reference: item 33 of Appendix 3B.	9 August 2019						
8	Number and +class of all +securities quoted on ASX (including the +securities in section 2 if applicable)	<table><tr><th>Number</th><th>+Class</th></tr><tr><td>290,055,303</td><td>Fully paid ordinary shares</td></tr></table>	Number	+Class	290,055,303	Fully paid ordinary shares		
Number	+Class							
290,055,303	Fully paid ordinary shares							
9	Number and +class of all +securities not quoted on ASX (including the +securities in section 2 if applicable)	<table><tr><th>Number</th><th>+Class</th></tr><tr><td>11,600,000</td><td>Unlisted Options (exercisable at \$0.25; expiring 1 June 2020)</td></tr><tr><td>1,000,000</td><td>Unlisted Options (exercisable at \$0.18446; expiring</td></tr></table>	Number	+Class	11,600,000	Unlisted Options (exercisable at \$0.25; expiring 1 June 2020)	1,000,000	Unlisted Options (exercisable at \$0.18446; expiring
Number	+Class							
11,600,000	Unlisted Options (exercisable at \$0.25; expiring 1 June 2020)							
1,000,000	Unlisted Options (exercisable at \$0.18446; expiring							

	14 October 2020; subject to vesting conditions)
5,079,727	Performance Rights (subject to vesting conditions)
1,000,000	Unlisted Options (exercisable at \$0.3814; expiring 12 January 2021; subject to vesting conditions)
1,000,000	Unlisted Options (exercisable at \$0.6927; expiring 10 August 2021; subject to various vesting conditions)

- 10 Dividend policy (in the case of a trust, distribution policy) on the increased capital (interests)

N/A

## Part 2 - Pro rata issue

- 11 Is security holder approval required?

N/A

- 12 Is the issue renounceable or non-renounceable?

N/A

- 13 Ratio in which the \*securities will be offered

N/A

- 14 \*Class of \*securities to which the offer relates

N/A

- 15 \*Record date to determine entitlements

N/A

- 16 Will holdings on different registers (or subregisters) be aggregated for calculating entitlements?

N/A

- 17 Policy for deciding entitlements in relation to fractions

N/A

---

+ See chapter 19 for defined terms.

18	Names of countries in which the entity has security holders who will not be sent new offer documents  Note: Security holders must be told how their entitlements are to be dealt with.  Cross reference: rule 7.7.	N/A
19	Closing date for receipt of acceptances or renunciations	N/A
20	Names of any underwriters	N/A
21	Amount of any underwriting fee or commission	N/A
22	Names of any brokers to the issue	N/A
23	Fee or commission payable to the broker to the issue	N/A
24	Amount of any handling fee payable to brokers who lodge acceptances or renunciations on behalf of security holders	N/A
25	If the issue is contingent on security holders' approval, the date of the meeting	N/A
26	Date entitlement and acceptance form and offer documents will be sent to persons entitled	N/A
27	If the entity has issued options, and the terms entitle option holders to participate on exercise, the date on which notices will be sent to option holders	N/A
28	Date rights trading will begin (if applicable)	N/A
29	Date rights trading will end (if applicable)	N/A
30	How do security holders sell their entitlements <i>in full</i> through a broker?	N/A
31	How do security holders sell <i>part</i>	N/A

of their entitlements through a broker and accept for the balance?

- 32 How do security holders dispose of their entitlements (except by sale through a broker)?

N/A

- 33 \*Issue date

N/A

## Part 3 - Quotation of securities

*You need only complete this section if you are applying for quotation of securities*

- 34 Type of \*securities  
(tick one)

(a) ☐ \*Securities described in Part 1

(b) ☐ All other \*securities

Example: restricted securities at the end of the escrowed period, partly paid securities that become fully paid, employee incentive share securities when restriction ends, securities issued on expiry or conversion of convertible securities

### Entities that have ticked box 34(a)

#### Additional securities forming a new class of securities

*Tick to indicate you are providing the information or documents*

- 35 ☐ If the \*securities are \*equity securities, the names of the 20 largest holders of the additional \*securities, and the number and percentage of additional \*securities held by those holders

- 36 ☐ If the \*securities are \*equity securities, a distribution schedule of the additional \*securities setting out the number of holders in the categories
- 1 - 1,000
  - 1,001 - 5,000
  - 5,001 - 10,000
  - 10,001 - 100,000
  - 100,001 and over

- 37 ☐ A copy of any trust deed for the additional \*securities

### Entities that have ticked box 34(b)

- 38 Number of \*securities for which \*quotation is sought

---

+ See chapter 19 for defined terms.

39      \*Class of \*securities for which quotation is sought

--

40      Do the \*securities rank equally in all respects from the \*issue date with an existing \*class of quoted \*securities?

If the additional \*securities do not rank equally, please state:

- the date from which they do
- the extent to which they participate for the next dividend, (in the case of a trust, distribution) or interest payment
- the extent to which they do not rank equally, other than in relation to the next dividend, distribution or interest payment

--

41      Reason for request for quotation now

Example: In the case of restricted securities, end of restriction period

(if issued upon conversion of another \*security, clearly identify that other \*security)

--

42      Number and *class of all *securities quoted on ASX ( <i>including</i> the *securities in clause 38)	Number	*Class



## Quotation agreement

1      \*Quotation of our additional \*securities is in ASX's absolute discretion. ASX may quote the \*securities on any conditions it decides.

2      We warrant the following to ASX.

- The issue of the \*securities to be quoted complies with the law and is not for an illegal purpose.
- There is no reason why those \*securities should not be granted \*quotation.
- An offer of the \*securities for sale within 12 months after their issue will not require disclosure under section 707(3) or section 1012C(6) of the Corporations Act.

Note: An entity may need to obtain appropriate warranties from subscribers for the securities in order to be able to give this warranty

- Section 724 or section 1016E of the Corporations Act does not apply to any applications received by us in relation to any \*securities to be quoted and that no-one has any right to return any \*securities to be quoted under sections 737, 738 or 1016F of the Corporations Act at the time that we request that the \*securities be quoted.
- If we are a trust, we warrant that no person has the right to return the \*securities to be quoted under section 1019B of the Corporations Act at the time that we request that the \*securities be quoted.

3      We will indemnify ASX to the fullest extent permitted by law in respect of any claim, action or expense arising from or connected with any breach of the warranties in this agreement.

4      We give ASX the information and documents required by this form. If any information or document is not available now, we will give it to ASX before \*quotation of the \*securities begins. We acknowledge that ASX is relying on the information and documents. We warrant that they are (will be) true and complete.

Sign here:      .....

Date: 9 August 2019

(Company secretary)

Print name:      Charly Duffy

== == == == ==

---

+ See chapter 19 for defined terms.

# Appendix 3B – Annexure 1

## Calculation of placement capacity under rule 7.1 and rule 7.1A for eligible entities

Introduced 01/08/12 Amended 04/03/13

### Part 1

Rule 7.1 – Issues exceeding 15% of capital	
<b>Step 1: Calculate “A”, the base figure from which the placement capacity is calculated</b>	
<b>Insert</b> number of fully paid +ordinary securities on issue 12 months before the +issue date or date of agreement to issue	263,240,748
<b>Add</b> the following: <ul style="list-style-type: none"> <li>Number of fully paid +ordinary securities issued in that 12 month period under an exception in rule 7.2</li> <li>Number of fully paid +ordinary securities issued in that 12 month period with shareholder approval</li> <li>Number of partly paid +ordinary securities that became fully paid in that 12 month period</li> </ul> <b>Note:</b> <ul style="list-style-type: none"> <li>Include only ordinary securities here – other classes of equity securities cannot be added</li> <li>Include here (if applicable) the securities the subject of the Appendix 3B to which this form is annexed</li> <li>It may be useful to set out issues of securities on different dates as separate line items</li> </ul>	1,422,828 Loan Back Shares issued on 11 September 2018 under the EIP. 460,000 Loan Back Shares issued on 2 October 2018 under the EIP. 1,500,000 Loan Back Shares issued on 2 October 2018 under the EIP as approved at the meeting held on 26 September 2018. 1,000,000 Loan Back Shares issued on 17 December 2018 under the EIP. 20,000 Shares issued on conversion of that number of performance rights on 17 December 2018. 838,857 Shares issued on exercise of 1,500,000 options pursuant to the cashless exercise facility on 15 January 2019. 400,000 Shares issued on exercise of that number of options on 29 January 2019. 284,493 Loan Back Shares issued on 1 March 2019 under the EIP. 1,230,046 Shares issued on exercise of options on 1 March 2019. 124,721 Shares issued on conversion of that number of performance rights on 2 March 2019. 1,200,000 Shares issued on exercise of options on 26 March 2019. 300,000 Loan Back Shares issued on 9 August 2019 under the EIP.
<b>Subtract</b> the number of fully paid +ordinary securities cancelled during that 12 month period	6,966,390 Loan Back Shares previously issued under the Company’s EIP cancelled 8 August 2019
<b>“A”</b>	265,055,303

+ See chapter 19 for defined terms.

<b>Step 2: Calculate 15% of “A”</b>	
<b>“B”</b>	0.15 <i>[Note: this value cannot be changed]</i>
<b>Multiply “A” by 0.15</b>	39,758,295
<b>Step 3: Calculate “C”, the amount of placement capacity under rule 7.1 that has already been used</b>	
<b>Insert</b> number of +equity securities issued or agreed to be issued in that 12 month period <i>not counting</i> those issued: <ul style="list-style-type: none"> <li>Under an exception in rule 7.2</li> <li>Under rule 7.1A</li> <li>With security holder approval under rule 7.1 or rule 7.4</li> </ul> <b>Note:</b> <ul style="list-style-type: none"> <li><i>This applies to equity securities, unless specifically excluded – not just ordinary securities</i></li> <li><i>Include here (if applicable) the securities the subject of the Appendix 3B to which this form is annexed</i></li> <li><i>It may be useful to set out issues of securities on different dates as separate line items</i></li> </ul>	123,299 Performance Rights issued on 2 October 2018.  338,352 Performance Rights issued on 17 December 2018  25,000,000 Shares issued on 26 March 2019.  121,655 Performance Rights issued on 26 March 2019
<b>“C”</b>	25,583,306
<b>Step 4: Subtract “C” from [“A” x “B”] to calculate remaining placement capacity under rule 7.1</b>	
<b>“A” x 0.15</b>  <i>Note: number must be same as shown in Step 2</i>	39,758,295
<b>Subtract “C”</b>  <i>Note: number must be same as shown in Step 3</i>	25,583,306
<b>Total [“A” x 0.15] – “C”</b>	14,174,989  <i>[Note: this is the remaining placement capacity under rule 7.1]</i>

+ See chapter 19 for defined terms.

## Part 2

Rule 7.1A – Additional placement capacity for eligible entities	
<b>Step 1: Calculate “A”, the base figure from which the placement capacity is calculated</b>	
<b>“A”</b>  <i>Note: number must be same as shown in Step 1 of Part 1</i>	265,055,303
<b>Step 2: Calculate 10% of “A”</b>	
<b>“D”</b>	0.10  <i>Note: this value cannot be changed</i>
<b>Multiply “A” by 0.10</b>	26,505,530
<b>Step 3: Calculate “E”, the amount of placement capacity under rule 7.1A that has already been used</b>	
<b>Insert</b> number of +equity securities issued or agreed to be issued in that 12 month period under rule 7.1A  <i>Notes:</i> <ul style="list-style-type: none"> <li>• This applies to equity securities – not just ordinary securities</li> <li>• Include here – if applicable – the securities the subject of the Appendix 3B to which this form is annexed</li> <li>• Do not include equity securities issued under rule 7.1 (they must be dealt with in Part 1), or for which specific security holder approval has been obtained</li> <li>• It may be useful to set out issues of securities on different dates as separate line items</li> </ul>	
<b>“E”</b>	Nil
<b>Step 4: Subtract “E” from [“A” x “D”] to calculate remaining placement capacity under rule 7.1A</b>	
<b>“A” x 0.10</b>  <i>Note: number must be same as shown in Step 2</i>	26,505,530
<b>Subtract “E”</b>  <i>Note: number must be same as shown in Step 3</i>	Nil

+ See chapter 19 for defined terms.

<b>Total</b> ["A" x 0.10] – "E"	26,505,530  <i>Note: this is the remaining placement capacity under rule 7.1A</i>
---------------------------------	-----------------------------------------------------------------------------------------

---

+ See chapter 19 for defined terms.

# Appendix 3Y

## Change of Director's Interest Notice

*Information or documents not available now must be given to ASX as soon as available.  
Information and documents given to ASX become ASX's property and may be made public.*

Introduced 30/09/01 Amended 01/01/11

<b>Name of entity</b>	LiveHire Limited
<b>ABN</b>	59 153 266 605

We (the entity) give ASX the following information under listing rule 3.19A.2 and as agent for the director for the purposes of section 205G of the Corporations Act.

<b>Name of Director</b>	Antonluigi Gozzi
<b>Date of last notice</b>	12 June 2018

### Part 1 - Change of director's relevant interests in securities

*In the case of a trust, this includes interests in the trust made available by the responsible entity of the trust*

Note: In the case of a company, interests which come within paragraph (i) of the definition of "notifiable interest of a director" should be disclosed in this part.

<b>Direct or indirect interest</b>	Direct
<b>Nature of indirect interest (including registered holder)</b> Note: Provide details of the circumstances giving rise to the relevant interest.	Antonluigi Gozzi
<b>Date of change</b>	8 August 2019
<b>No. of securities held prior to change</b>	
Antonluigi Gozzi	2,900,000 loan back shares
Antonluigi Gozzi <Voyager Trust A/C>	26,665,101 fully paid ordinary shares
	3,600,000 Options exercisable at \$0.25 on or before 2 June 2020
Endeavour Voyager Pty Ltd <Voyager Trust A/C>	200,000 fully paid ordinary shares

---

+ See chapter 19 for defined terms.

**Appendix 3Y**  
**Change of Director's Interest Notice**

---

<b>Class</b>	Fully paid ordinary shares (subject to loan arrangements under the Company's Employee Incentive Plan)
<b>Number acquired</b>	Nil
<b>Number disposed</b>	2,500,000
<b>Value/Consideration</b> Note: If consideration is non-cash, provide details and estimated valuation	N/A
<b>No. of securities held after change</b>  Antonluigi Gozzi  Antonluigi Gozzi <Voyager Trust A/C>     Endeavour Voyager Pty Ltd <Voyager Trust A/C>	400,000 loan back shares  26,665,101 fully paid ordinary shares  3,600,000 Options exercisable at \$0.25 on or before 2 June 2020  200,000 fully paid ordinary shares
<b>Nature of change</b> Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back	Cashless Buy back of loan back shares

---

+ See chapter 19 for defined terms.

## Part 2 – Change of director's interests in contracts

Note: In the case of a company, interests which come within paragraph (ii) of the definition of "notifiable interest of a director" should be disclosed in this part.

<b>Detail of contract</b>	N/A
<b>Nature of interest</b>	
<b>Name of registered holder (if issued securities)</b>	
<b>Date of change</b>	
<b>No. and class of securities to which interest related prior to change</b> <small>Note: Details are only required for a contract in relation to which the interest has changed</small>	
<b>Interest acquired</b>	
<b>Interest disposed</b>	
<b>Value/Consideration</b> <small>Note: If consideration is non-cash, provide details and an estimated valuation</small>	
<b>Interest after change</b>	

## Part 3 – <sup>+</sup>Closed period

<b>Were the interests in the securities or contracts detailed above traded during a <sup>+</sup>closed period where prior written clearance was required?</b>	NO
<b>If so, was prior written clearance provided to allow the trade to proceed during this period?</b>	
<b>If prior written clearance was provided, on what date was this provided?</b>	

---

<sup>+</sup> See chapter 19 for defined terms.



**Form 604**

Corporations Act 2001

Section 671B

**Notice of change of interests of substantial holder**

To Company Name/Scheme LiveHire Limited

ACN/ARSN 153 266 605

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

Name Antonluigi Gozzi ("Gozzi")

ACN/ARSN (if applicable)

There was a change in the interests of the substantial holder on 08/ 08/ 19

The previous notice was given to the company on 29 / 11/ 17

The previous notice was dated 29 / 11/ 17

**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)
Ordinary Shares	29,765,101	12.31%	27,265,101	9.40%

**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					

**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					

**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/AFSN (if applicable)	Nature of association


**6. Addresses**

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

Name	Address
Antonluigi Gozzi	56 Stuart Street, Armadale VIC 3143
Endeavour Voyager Pty Ltd	56 Stuart Street, Armadale VIC 3143

**Signature**

print name Antonluigi Gozzi capacity

sign here  date 8/8/2019 /

D87D697446CC443...

**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.

**ANNEXURE**

**This is the Annexure of two (2) pages referred to in Form 604 'Notice of change of interests of substantial holder'.**

**Company Name and ACN:** LiveHire Limited, ACN 153 266 605

**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:

<b>Date of change</b>	<b>Person whose relevant interest changed</b>	<b>Nature of change (4)</b>	<b>Consideration given in relation to change (5)</b>	<b>Class (6) and number of securities affected</b>	<b>Person's votes affected</b>
08.08.2019	Gozzi	Buy-back of shares	Extinguishment of loan in respect of issue price	2,500,000 ordinary shares	2,500,000

**4. Present relevant interests**

Particulars of each relevant interest of the substantial holder in voting securities after the change are as follows:

<b>Holder of relevant interest</b>	<b>Registered holder of securities</b>	<b>Person entitled to be registered as holder (8)</b>	<b>Nature of relevant interest (6)</b>	<b>Class and number of securities</b>	<b>Person's votes</b>
Gozzi	Gozzi	Gozzi	Holder of securities pursuant to section 608(1)(a) of the Corporations Act.	400,000 ordinary shares	400,000
Gozzi <Voyager A/C>	Gozzi <Voyager A/C>	Gozzi <Voyager A/C>	Power to control the exercise of a right to vote attached to securities and power to dispose of securities as trustee pursuant to sections 608(1)(b) & (c) of the Corporations Act.	26,665,101 ordinary shares	26,665,101

Endeavour Voyager Pty Ltd <Voyager A/C> and Gozzi	Endeavour Voyager Pty Ltd <Voyager A/C>	Endeavour Voyager Pty Ltd <Voyager A/C>	Power to control the exercise of a right to vote attached to securities and power to dispose of securities as trustee pursuant to sections 608(1)(b) & (c) of the Corporations Act.	200,000 ordinary shares	200,000
---------------------------------------------------------------	--------------------------------------------------	--------------------------------------------------	----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------	-------------------------------	---------

**Form 604**

Corporations Act 2001

Section 671B

**Notice of change of interests of substantial holder**

To Company Name/Scheme LiveHire Limited

ACN/ARSN 153 266 605

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

Name Michael Haywood ("Haywood")

ACN/ARSN (if applicable)

There was a change in the interests of the substantial holder on 08/ 08/ 19

The previous notice was given to the company on 29 / 11/ 17

The previous notice was dated 29 / 11/ 17

**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)
Ordinary Shares	28,146,555	11.64%	26,161,555	9.02%

**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					

**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					

**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/AFSN (if applicable)	Nature of association

**6. Addresses**

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

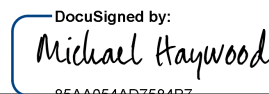
Name	Address
Michael Haywood	6/82 King Street, Perth WA 6000

**Signature**

print name Michael Haywood

capacity

sign here

DocuSigned by:  


date 8/8/2019

**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.

**ANNEXURE**

**This is the Annexure of two (2) pages referred to in Form 604 'Notice of change of interests of substantial holder'.**

**Company Name and ACN:** LiveHire Limited, ACN 153 266 605

**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:

<b>Date of change</b>	<b>Person whose relevant interest changed</b>	<b>Nature of change (4)</b>	<b>Consideration given in relation to change (5)</b>	<b>Class (6) and number of securities affected</b>	<b>Person's votes affected</b>
08.08.2019	Haywood	Buy-back of shares	Extinguishment of loan in respect of issue price	2,000,000 ordinary shares	2,000,000
01.06.2018	Haywood	On-market purchase	\$0.64 per ordinary shares	15,000 ordinary shares	15,000

**4. Present relevant interests**

Particulars of each relevant interest of the substantial holder in voting securities after the change are as follows:

<b>Holder of relevant interest</b>	<b>Registered holder of securities</b>	<b>Person entitled to be registered as holder (8)</b>	<b>Nature of relevant interest (6)</b>	<b>Class and number of securities</b>	<b>Person's votes</b>
Haywood	Haywood	Haywood	Holder of securities pursuant to section 608(1)(a) of the Corporations Act.	415,000 ordinary shares	415,000
Haywood <Haywood Family A/C>	Haywood <Haywood Family A/C>	Haywood <Haywood Family A/C>	Power to control the exercise of a right to vote attached to securities and power to dispose of securities as trustee pursuant to sections 608(1)(b) & (c)	25,746,555 ordinary shares	25,746,555

			of the Corporations Act.		
--	--	--	--------------------------------	--	--



**Form 605**Corporations Act 2001  
Section 671B**Notice of ceasing to be a substantial holder**To Company Name/Scheme LiveHire LimitedACN/ARSN 153 266 605**1. Details of substantial holder(1)**Name LiveHire LimitedACN/ARSN (if applicable) 153 266 605The holder ceased to be a  
substantial holder on 01 / 07 / 2019The previous notice was given to the company on 09 / 06 / 2018The previous notice was dated 09 / 06 / 2018**2. Changes in relevant interests**

Particulars of each change in, or change in the nature of, a relevant interest (2) of the substantial holder or an associate (3) 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 (4)	Consideration given in relation to change(5)	Class (6) and number of securities affected	Person's votes affected
See Annexure					

**3. Changes in association**

The persons who have become associates (3) of, ceased to be associates of, or have changed the nature of their association (7) 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
See Annexure	

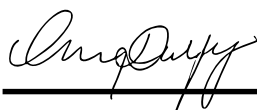
**4. Addresses**

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

Name	Address
See Annexure	

**Signature**print name Charly Stephenscapacity Company Secretary

sign here

date 8. / 8. / 2019

**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 4 of the form.
- (2) See the definition of "relevant interest" in sections 608 and 671B(7) of the Corporations Act 2001.
- (3) See the definition of "associate" in section 9 of the Corporations Act 2001.
- (4) 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.
- (5) 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.
- (6) The voting shares of a company constitute one class unless divided into separate classes.
- (7) Give details, if appropriate, of the present association and any change in that association since the last substantial holding notice.

## ANNEXURE

This is the Annexure of two (2) pages referred to in Form 605 'Notice of ceasing to be a substantial holder'.

**Company Name and ACN:** LiveHire Limited, ACN 153 266 605

### 2. Changes in relevant interests

Particulars of each change in, or change in the nature of, a relevant interest (2) of the substantial holder or an associate (3) 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 (4)	Consideration given in relation to change (5)	Class (6) and number of securities affected	Person's votes affected
01/07/2019	LiveHire Limited	Release of ordinary shares from voluntary escrow arrangements	Nil	52,019,265 fully paid ordinary shares	52,019,265

### 3. Changes in association

The persons who have become associates (3) of, ceased to be associates of, or have changed the nature of their association (7) 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
Antonluigi Gozzi <Voyager A/C>	Restrictions on the disposal of shares under the voluntary escrow arrangements that were disclosed in the Notice of annual General Meeting dated 23 October 2017 ( <b>Notice</b> ) gave LiveHire Limited a technical 'relevant interest' in its own shares under section 608(1) of the Corporations Act. LiveHire Limited had no right to acquire these shares or to control the voting rights attaching to these shares. The voluntary escrow arrangements have been released.
Michael Haywood <Haywood Family A/C>	Restrictions on the disposal of shares under the voluntary escrow arrangements that were disclosed in the Notice gave LiveHire Limited a technical 'relevant interest' in its own shares under section 608(1) of the Corporations Act. LiveHire Limited had no right to acquire these shares or to control the voting rights attaching to these shares. The voluntary escrow arrangements have been released.
Patrick Grant Galvin	Restrictions on the disposal of shares under the voluntary escrow arrangements that were disclosed in the Notice gave LiveHire Limited a technical 'relevant interest' in its own shares under section 608(1) of the Corporations Act. LiveHire Limited had no right to acquire these

	shares or to control the voting rights attaching to these shares. The voluntary escrow arrangements have been released.
--	-------------------------------------------------------------------------------------------------------------------------

#### 4. Addresses

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

Name	Address
LiveHire Limited	Level 10, 461 Bourke Street, Melbourne VIC 3000
Antonluigi Gozzi <Voyager A/C>	56 Stuart Street, Armadale VIC 3143
Michael Haywood <Haywood Family A/C>	6/82 King Street, Perth WA 6000
Patrick Grant Galvin	7 Crosby Street, Floreat WA 6014