

Form 604
Corporations Act 2001
Section 671B

Notice of change of interests of substantial holder

To Company Name/Scheme	LiveHire Limited (LiveHire)
ACN/ARSN	153 266 605

1. Details of substantial holder (1)

Name	Humanforce Holdings Pty Ltd (Humanforce) on behalf of itself and each of its associates listed in Annexure A to this notice (Humanforce Group).
ACN/ARSN (if applicable)	618 020 401

There was a change in the interests of the substantial holder on	14/08/2024
The previous notice was given to the company on	14/08/2024
The previous notice was dated	14/08/2024

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 (Shares)	73,882,619	19.99% based on 369,597,897 Shares.	104,610,585	28.30% based on 369,597,897 Shares

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
14/08/2024	Humanforce	Acquisition of a relevant interest resulting from on market acquisitions of Shares made by the bidder and during the bid period in connection with Humanforce's unconditional on-market takeover bid to acquire all of the Shares not already owned by Humanforce announced on 14/08/2024.	\$0.045 per Share	18,915,709 Shares	18,915,709
14/08/2024	Humanforce	Deemed acquisition of relevant interest under section 608(3)(a) of the Corporations Act 2001 (Cth) (Corporations Act) in Shares in respect of which LiveHire has a relevant interest by virtue of Humanforce's voting power in LiveHire exceeding 20% (see section 7.6 of Humanforce's bidder's statement dated 14/08/2024).	Nil	11,812,257 Shares	11,812,257

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
Humanforce	Humanforce	Humanforce	Relevant interest pursuant to section 608(1) of the Corporations Act.	18,915,709 Shares	18,915,709
Humanforce	Christy Forest	Humanforce	Relevant interest pursuant to section 608(8) of the Corporations Act as a result of the execution of each of the share purchase agreements dated 14/08/2024 between various LiveHire shareholders and Humanforce, copies of which are annexed to Humanforce's 'Form 603 – Notice of initial substantial holder' dated 14/08/2024, which remain on foot and are yet to complete.	35,291,598 Shares	35,291,598
Humanforce	Cornelis (Cris) Fernand Buningh	Humanforce		2,176,082 Shares	2,176,082
Humanforce	Henry Ludski	Humanforce		5,003,000 Shares	5,003,000
Humanforce	Andrew Rutherford	Humanforce		932,392 Shares	932,392
Humanforce	Shorebrook Pty Ltd ACN 010 465 586	Humanforce		10,350,983 Shares	10,350,983
Humanforce	Tosh Cook	Humanforce		6,010,178 Shares	6,010,178
Humanforce	RAC & JD Brice Superannuation Pty Ltd as trustee for Brice Superannuation Fund	Humanforce		7,244,529 Shares	7,244,529
Humanforce	UBS Nominees Pty Ltd as custodian for Thorney Technologies Ltd	Humanforce		3,436,929 Shares	3,436,929
Humanforce	UBS Nominees Pty Ltd as custodian for TIGA Trading Pty Ltd	Humanforce		3,436,928 Shares	3,436,928

Humanforce	Patrick Grant Galvin	Unknown	Relevant interest pursuant to section 608(3)(a) of the Corporations Act by reason of LiveHire having a relevant interest pursuant to section 608(1)(c) as the Shares held by Mr Galvin are subject to a limited recourse loan and under the loan terms Mr Galvin is restricted from disposing of the Shares while the loan remains outstanding and the Shares are subject to a holding lock restricting their disposal (see section 7.6 of Humanforce's bidder's statement dated 14/08/2024).	11,812,257 Shares	11,812,257
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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
N/A	N/A

6. Addresses

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

Name	Address
Humanforce	Level 14/90 Arthur St, North Sydney NSW 2060
Each member of the Humanforce Group	2180 Sand Hill Rd Suite 300, Menlo Park, CA 94025, United States

Signature

print name

David Pullini

capacity

Authorised person

sign here

Signed by:

David Pullini

005F0FD00000100...

date

15/08/2024

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' dated 15/08/2024

Signature

print name

David Pullini

capacity

Authorised person

sign here

Signed by:

David Pullini

date

15/08/2024

Humanforce Group

No.	Entity
1	Accel-KKR Growth Capital Partners IV LP
2	AKKR Growth Management Company IV LP
3	AKKR Management Company, LLC
4	Accel-KKR Holdings GP, LLC
5	AKKR Fund II Management Company, LP