

Form 603

Corporations Act 2001

Section 671B

Notice of initial substantial holderTo Company Name/Scheme **SCALARE PARTNERS HOLDINGS LIMITED**ACN/ARSN **629 598 778****1. Details of substantial holder (1)**Name **BURRILL SKIES PTY LTD**ACN/ARSN (if applicable) **622 283 587**The holder became a substantial holder on **06/11/2024****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)
Fully paid ordinary shares	10,895,485	10,895,485	11.79%

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
See Annexure A		

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
See Annexure A			

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:

Holder of relevant interest	Date of acquisition	Consideration (9)		Class and number of securities
		Cash	Non-cash	
See Annexure A				

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
BURRILL SKIES PTY LTD and KIRRI COVE PTY LIMITED and KIRRI COVE PTY LTD	Common directors

7. Addresses

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

Name	Address
See Annexure A	

Signature

print name **JAMES WALKER**

capacity **DIRECTOR**

sign here

date **21 NOV 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 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, 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.

THIS IS ANNEXURE A TO THE NOTICE OF INITIAL SUBSTANTIAL SHAREHOLDER LODGED ON BEHALF OF BURRILL SKIES PTY LTD

3. Details of Relevant Interests

Holder of Relevant Interest	Nature of Relevant Interest	Class and Number of Securities
Burrill Skies Pty Ltd <Burrill Skies A/C>	Registered holder	10,732,324 fully paid ordinary shares
Kirri Cove Pty Limited <Kirri Cove Super Fund A/C>	Associate of Burrill Skies Pty Ltd by virtue of common directors	40,000 fully paid ordinary shares
Kirri Cove Pty Ltd <Kirri Cove Super Fund A/C>	Associate of Burrill Skies Pty Ltd by virtue of common directors	123,161 fully paid ordinary shares

4. Details of present registered holders

Holder of registered interest	Registered holder of securities	Person entitled to be registered as holder	Class and number of securities
Burrill Skies Pty Ltd <Burrill Skies A/C>	Burrill Skies Pty Ltd	Burrill Skies Pty Ltd	10,732,324 fully paid ordinary shares
Kirri Cove Pty Limited <Kirri Cove Super Fund A/C>	Kirri Cove Pty Limited	Kirri Cove Pty Limited	40,000 fully paid ordinary shares
Kirri Cove Pty Ltd <Kirri Cove Super Fund A/C>	Kirri Cove Pty Ltd	Kirri Cove Pty Ltd	123,161 fully paid ordinary shares

5. Consideration

Holder of registered interest	Date of acquisition	Consideration		Class and number of securities
		Cash	Non-cash	
Burrill Skies Pty Ltd	6 November 2024		Shares issued in consideration for shares in Scalare Partners Pty Ltd	10,732,324 fully paid ordinary shares
Kirri Cove Pty Limited	6 November 2024	\$10,000		40,000 fully paid ordinary shares

Kirri Cove Pty Ltd	6 November 2024		Shares issued in consideration for shares in Scalare Partners Pty Ltd	123,161 fully paid ordinary shares
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7. Addresses

Name	Address
Burrill Skies Pty Ltd	47 Range Road West Pennant Hills NSW 2125
Kirri Cove Pty Limited	47 Range Road West Pennant Hills NSW 2125
Kirri Cove Pty Ltd	47 Range Road West Pennant Hills NSW 2125