

Form 605

Corporations Act 2001

Section 671B

Notice of ceasing to be a substantial holder

To Company Name/Scheme Swoop Holdings Limited

ACN/ARSN ACN 009 256 535

1. Details of substantial holder(1)

Name Details of each former substantial holder are annexed at Annexure A (Former Substantial Holders)

ACN/ARSN (if applicable) _____

The holder ceased to be a substantial holder on

20/05/2021

The previous notice was given to the company on

26/02/2021

The previous notice was dated

26/02/2021

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
20 May 2021	Former Substantial Holders	The Former Substantial Holders are no longer considered to be associates of the other vendors named in the previous notice following completion of the acquisitions under the share purchase agreements referred to in that notice.	Not applicable.	1,222,961 fully paid ordinary shares (28,128,108 pre-consolidation)	1,222,961

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
Each of the entities listed at Annexure A are no longer considered to be associates of the other vendors named in the previous notice following completion of the acquisitions under the share purchase agreements referred to in that notice.	

4. Addresses

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

Name	Address
Details of each holder are annexed at Annexure A.	

Signature

print name Alex West –

capacity CEO Swoop Holdings Limited

sign here



date 25th May 2021

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 A

Name	ACN/ABN/Registration number	Address	Country
Todebe Pty Ltd as trustee for the TDB Trust	608 543 335	25 McIntoshs Road, Strzelecki, Victoria 3950	Australia
FJ Chops Pty Ltd as trustee for the Rachel & Jacob Family Trust	608 114 325	16 Montgomery Street, Warragul, Victoria 3820	Australia
Eric Christopher Heyde	Not applicable	3 Cheltenham Road, Cheltenham, New South Wales 2119	Australia
James Douglas Reid	Not applicable	96 Carrington Road, Wahroonga, New South Wales 2076	Australia
Matthew John Hollis	Not applicable	57 Argyle Street, Seventeen Mile Rocks, Queensland 4073	Australia
S. Marriott Pty Ltd as trustee for the Stuart Marriott Family Trust	169 231 145	2050 Old Sale Road, Shady Creek, Victoria 3821	Australia
Alexander John West	Not applicable	42 Bilston Street, Berowra, New South Wales 2081	Australia
D & R Whitford Pty Ltd as trustee for the Whitford Family Trust	614 359 858	152 West Street, Crows Nest New South Wales 2065	Australia
Demand Investments Pty Ltd as trustee for the Hollis Family Trust	616 913 930	35 Avenell Street, Wishart, Queensland 4122	Australia
Paul McClean	Not applicable	2 Woods Parade, Fairlight, New South Wales 2094	Australia
Cosamar Consulting Pty Ltd	001 428 888	10 Bangalow Avenue, Mona Vale, New South Wales 2103	Australia
Christopher Edwin Howells	Not applicable	10 Bangalow Avenue, Mona Vale, New South Wales 2103	Australia
VCF Capital Investments Pty Limited	636 421 120	Level 1, 165 Phillip Street, Sydney, New South Wales 2000	Australia
Karnang II Pty Ltd	603 426 624	11 Amaroo Crescent, Mosman, New South Wales 2088	Australia
Graeme Smith	Not applicable	3 Whaling Road, North Sydney, New South Wales 2060	Australia
MicJay LLC	Not applicable	PO Box 6805, Snowmass Village Col, 81615	United States of America
Robert Stuart Boyers as trustee for the Boyers Family Trust	Not applicable	Unit 15, 809-811 Pacific Highway, Chatswood, New South Wales 2067	Australia
Jared Sean Balkin as trustee for the Balkin Family Trust	Not applicable	5 Haig Street, Maroubra, New South Wales 2035	Australia
Lightwave Solutions Pty Ltd as trustee for the Boardbury Discretionary Trust	006 435 883	Unit 1102, 70 Queens Road, Melbourne, Victoria 3004	Australia
Andrew William Pink	Not applicable	13 Glover Street, Albert Park, South Melbourne, Victoria 3205	Australia
John Niels Almgren and Yvonne Majorie Almgren	Not applicable	122 Murray Farm Road, Beecroft, New South Wales 2119	Australia
Jane Jeffrey	Not applicable	112 Fuller Street, Collaroy Plateau, New South Wales 2097	Australia
Brian Kench	Not applicable	PO Box 357, Avalon, New South Wales 2107	Australia
Janet Kench	Not applicable	PO Box 357, Avalon, New South Wales 2107	Australia
Susan Kench	Not applicable	PO Box 357, Avalon, New South Wales 2107	Australia
Walsh & Company Investments Limited as trustee for the CVC Emerging Companies Fund	152 367 649	Level 15, 100 Pacific Highway, North Sydney, New South Wales 2060	Australia
Wallcliffe Holdings Pty Ltd as trustee for the Whiting Trust	009 310 472	18 Aruma Way, City Beach, Western Australia 6015	Australia
Stella Equity Pty Ltd as trustee for the Stella Trust	623 763 726	Unit 2, 73 Troy Terrace, Jolimont, Western Australia 6014	Australia
Tisia Nominees Pty Ltd as trustee for the Henderson Family Trust	008 919 346	Unit 8-9, 88 Forrest Street, Cottesloe, Western Australia 6011	Australia
JK Nominees Pty Ltd as trustee for the JK Trust	064 939 546	Unit 8-9, 88 Forrest Street, Cottesloe, Western Australia 6011	Australia