

**Form 604**  
Corporations Act 2001  
Section 671B

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

To: Company Name/Scheme Finexia Financial Group Limited (ASX: FNX)  
ACN/ARSN ACN 106 760 418

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

Name Factory Capital GP Ltd, a non-cellular company limited by shares registered in Guernsey (registration number 71740) on its own behalf and in its capacity as general partner of Factory Capital LP, a Guernsey limited partnership (registration number 4582) (Factory Capital)  
Factory Capital Pty Ltd ACN 653 186 219

ACN/ARSN (if applicable) \_\_\_\_\_

There was a change in the interests of the substantial holder on

19 / 11 / 24

The previous notice was given to the company on

04 / 09 / 24

The previous notice was dated

04 / 09 / 24

**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 of scheme, are as follows:

Class of securities (4)	Previous notice		Present notice (see Note (1) below)	
	Person's votes	Voting power (5)	Person's votes	Voting power (5)
Fully Paid Ordinary Shares	10,773,312	17.77%	12,460,713	19.99%

**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 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
19 November 2024	Factory Capital GP Ltd, as general partner of Factory Capital LP and Factory Capital Pty Ltd ACN 653 186 219	Acquisition of securities pursuant to the Share Subscription Agreement between Factory Capital and FNX dated 26 August 2024, a copy of which is set out as Annexure 'A' to the ASIC Form 603 given (and released) on 4 September 2024.	\$506,220.30	1,687,401 ordinary shares	1,687,401

**4. Present relevant interest**

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
Factory Capital GP Ltd, as general partner of Factory Capital LP	Factory Capital GP Ltd, as general partner of Factory Capital LP	Factory Capital GP Ltd, as general partner of Factory Capital LP	Relevant interest under section 608(1)(a) of the Corporations Act 2001 (Cth)	12,460,713 ordinary shares	19.99%
Factory Capital Pty Ltd ACN 653 186 219	Factory Capital GP Ltd, as general partner of Factory Capital LP	Factory Capital GP Ltd, as general partner of Factory Capital LP	Relevant interest under section 608(3)(a) of the Corporations Act, as the holder of 100% of the issued shares in Factory Capital GP Ltd	12,460,713 ordinary shares	19.99%

**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
Not applicable.	

## 6. Addresses

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

Name	Address
Factory Capital GP Ltd, as general partner of Factory Capital LP	4th Floor, Royal Bank Place, Gategny Esplanade, St Peter Port, Guernsey GY1 2HJ
Factory Capital Pty Ltd ACN 653 186 219	Level 4, Suite 4.02, Grafton Bond Building, 201 Kent Street, Sydney NSW 2000

## Signature

print name	Robert Coombes	Capacity	Director
sign here		date	20 November 2024

## DIRECTIONS

- (1) If there are a number of substantial holders with similar or related relevant issues (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 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, 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.