

Form604

Corporations Act 2001

Section 671B

Notice of change of interests of substantial holderTo Company/Name/Scheme ULTRACHARGE LIMITEDACN/ARSN 140 316 463**1. Details of substantial holder(1)**Name ULTRACHARGE LIMITEDACN/ARSN (if applicable) 140 316 463There was a change in the interests of the substantial holder on 04 / 04 / 17The previous notice was given to the company on 19 / 12 / 16The previous notice was dated 19 / 12 / 16**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	475,741,642	63.45%	380,473,859	50.75%

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	Person's votes affected
04/04/17	UltraCharge Limited	Release of ASX Escrow	Nil	95,267,783 ords fp	95,267,783

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	Nature of relevant interest (6)	Class and number of securities
UltraCharge Limited	The company entered into restriction agreements with some of its shareholders as required by the ASX listing rules in connection with the company's reinstatement to official quotation on ASX. The agreements are in the form of Appendix 9A to the ASX Listing Rules. Under the restriction agreements, the relevant shareholders are restricted from disposing of the relevant shares for the period imposed by ASX. Details of the relevant shareholders, number of shares and restriction periods are set out in Annexure A to this Form.	239,453,420 Fully Paid Ordinary Shares
UltraCharge Limited	The company also entered into restriction agreements with some of its shareholders in excess of the requirements of the ASX listing rules in connection with the company's reinstatement to official quotation on ASX. The agreements are in the form of Appendix 9A to the ASX Listing Rules. Under the restriction agreements, the relevant shareholders are voluntarily restricted from disposing of the relevant shares for a period in excess of that which was imposed by ASX. Details of the relevant shareholders, number of shares and restriction periods are set out in Annexure A to this Form.	141,020,439 Fully Paid Ordinary Shares

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:

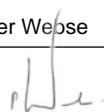
Name and ACN/ARSN (if applicable)	Nature of association
n/a	n/a

6 Addresses

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

Name	Address
UltraCharge Limited	Level6, 105 St Georges Terrace, Perth WA 6000

Signature

print name Peter Weisse capacity Company Secretary
 sign here  date 05 / 04 / 2017

DIRECTIONS

- ⓪ 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.
- ⓪ See the definition of "associate" in section 9 of the Corporations Act 2001.
- ⓪ See the definition of "relevant interest" in sections 608 and 671B(7) of the Corporations Act 2001.
- ⓪ The voting shares of a company constitute one class unless divided into separate classes.
- ⓪ The person's votes divided by the total votes in the body corporate or scheme multiplied by 100.
- ⓪ Included details of:
 - ⓪ 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
 - ⓪ any qualification of the power of a person to exercise, control the exercise of, or influence the exercise of, the voting power or disposal of these 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.
- ⓪ 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.
- ⓪ 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".
- ⓪ Give details, if appropriate, of the present association and any change in that association since the last substantial holding notice.

ase consult your accountant or solicitor for further advice.

Ultracharge Limited ACN 140 316 463

This is **Annexure A** of 2 pages referred to in Form 604 – Notice of change of interests of substantial holder

Signed:  _____

Peter Webse

Date: 5/04/2017

Holder of relevant interest	Registered holder	Person entitled to be registered as holder	Class and number of securities	ASX-imposed escrow period	Additional voluntary escrow period
Ultracharge Limited	102 Capital Management	Yury Nehustan	14,009,968	24 months from re-quotation	-
Ultracharge Limited	102 Capital Management	Dr. Borenstien Ltd	51,836,882	-	24 months from re-quotation
Ultracharge Limited	102 Capital Management	Ariel Malik	54,638,875	-	24 months from re-quotation
Ultracharge Limited	102 Capital Management	Kobi Ben-Shabath	14,009,968	24 months from re-quotation	-
Ultracharge Limited	Tamarind Investment Inc	Tamarind Investment Inc	30,821,930	-	24 months from re-quotation
Ultracharge Limited	Dragon Innovation Ltd.	Dragon Innovation Ltd.	2,801,994	-	24 months from re-quotation
Ultracharge Limited	Libertine Investments Pty Ltd	Libertine Investments Pty Ltd	11,207,974	24 months from re-quotation	-
Ultracharge Limited	Reblaze Singapore Pte Ltd	Reblaze Singapore Pte Ltd	21,547,331	24 months from re-quotation	-
Ultracharge Limited	102 Capital Management	Michael Shtein	8,405,981	Until 26/6/17	-
Ultracharge Limited	102 Capital Management	Eran Gilboa	7,004,984	Until 26/6/17	-
Ultracharge Limited	102 Capital Management	Kobi Ben-Shabath	11,011,835	24 months from re-quotation	-
Ultracharge Limited	102 Capital Management	Eran Cohen Tzion	2,185,555	Until 26/6/17	-
Ultracharge Limited	102 Capital Management	Sharon Ben-Shabat	5,900,999	Until 26/6/17	-
Ultracharge Limited	102 Capital Management	Daniel Hacohen	5,900,999	Until 26/6/17	-
Ultracharge Limited	Gabriel Hewitt	Gabriel Hewitt	8,405,981	Until 11/7/17	-
Ultracharge Limited	Nanyang Technological University - NTUitive Pte. Ltd.	Nanyang Technological University - NTUitive Pte. Ltd.	14,009,968	Until 11/7/17	-
Ultracharge Limited	Prof. Xiaodong Chen	Prof. Xiaodong Chen	28,019,936	Until 11/7/17	-
Ultracharge Limited	102 Capital Management	Linoam Eliad	2,482,004	Until 26/9/17	-
Ultracharge Limited	Dana Cohen	Dana Cohen	2,499,939	Until 26/6/17	-
Ultracharge Limited	Gabriel Hewitt	Gabriel Hewitt	1,041,196	Until 16/6/17	-
Ultracharge Limited	Silver Horizon Pty Ltd	Silver Horizon Pty Ltd	21,420,933	Until 11/7/17	-
Ultracharge Limited	S L Investors Pty Ltd	S L Investors Pty Ltd	1,214,729	Until 11/7/17	-
Ultracharge Limited	Bin Liu	Bin Liu	8,676,635	Until 11/7/17	-
Ultracharge Limited	102 Capital Management	Yoav Eros	200,332	Until 11/7/17	-
Ultracharge Limited	102 Capital Management	Rakefet Investment Limited	2,001,994	Until 11/7/17	-
Ultracharge Limited	Global Megacorp Pty Ltd	Global Megacorp Pty Ltd	1,245,995	Until 19/9/17	-
Ultracharge Limited	Michael Shaw-Taylor	Michael Shaw-Taylor	178,000	Until 19/9/17	-
Ultracharge Limited	Dreampt Pty Ltd	Dreampt Pty Ltd	711,997	Until 19/9/17	-
Ultracharge Limited	Chifley Portfolios Pty Ltd	Chifley Portfolios Pty Ltd	1,423,994	Until 19/9/17	-

Holder of relevant interest	Registered holder	Person entitled to be registered as holder	Class and number of securities	ASX-imposed escrow period	Additional voluntary escrow period
Ultracharge Limited	Dead Knick Pty Ltd	Dead Knick Pty Ltd	1,423,994	Until 19/9/17	-
Ultracharge Limited	Kobia Holdings Pty Ltd	Kobia Holdings Pty Ltd	1,067,996	Until 19/9/17	-
Ultracharge Limited	Greatcity Corporation Pty Ltd	Greatcity Corporation Pty Ltd	1,245,995	Until 19/9/17	-
Ultracharge Limited	The Stephens Group Pty Ltd	The Stephens Group Pty Ltd	1,245,995	Until 19/9/17	-
Ultracharge Limited	Sassey Pty Ltd	Sassey Pty Ltd	1,245,995	Until 19/9/17	-
Ultracharge Limited	Khaza Nominees Pty Ltd	Khaza Nominees Pty Ltd	1,245,995	Until 19/9/17	-
Ultracharge Limited	Bark (NSW) Pty Ltd	Bark (NSW) Pty Ltd	711,997	Until 19/9/17	-
Ultracharge Limited	Libertine Investments Pty Ltd	Libertine Investments Pty Ltd	711,997	24 months from re-quotatation	-
Ultracharge Limited	Mr Jason Peterson + Mrs Lisa Peterson	Mr Jason Peterson + Mrs Lisa Peterson	2,559,666	24 months from re-quotatation	-
Ultracharge Limited	Stonehurst (WA) Pty Ltd	Stonehurst (WA) Pty Ltd	1,354,325	Until 19/9/17	-
Ultracharge Limited	Brazilliant Pty Ltd	Brazilliant Pty Ltd	406,266	Until 19/9/17	-
Ultracharge Limited	Mr Jodet Durak	Mr Jodet Durak	812,531	Until 19/9/17	-
Ultracharge Limited	Australian Trade Access Pty Ltd	Australian Trade Access Pty Ltd	270,897	Until 19/9/17	-
Ultracharge Limited	Grazian Pty Ltd	Grazian Pty Ltd	270,897	Until 19/9/17	-
Ultracharge Limited	Mr Keith Douglas Bowker + Mrs Nyssa Louise Bowker	Mr Keith Douglas Bowker + Mrs Nyssa Louise Bowker	270,897	Until 19/9/17	-
Ultracharge Limited	Gemelli Nominees Pty Ltd	Gemelli Nominees Pty Ltd	1,236,579	Until 19/9/17	-
Ultracharge Limited	Palla Nominees Pty Ltd	Palla Nominees Pty Ltd	1,137,576	Until 19/9/17	-
Ultracharge Limited	Jakory Pty Ltd	Jakory Pty Ltd	1,137,576	Until 19/9/17	-
Ultracharge Limited	Pentin Pty Ltd	Pentin Pty Ltd	568,868	Until 19/9/17	-
Ultracharge Limited	Ms Maria McLean	Ms Maria McLean	284,514	Until 19/9/17	-
Ultracharge Limited	Mr John Ceccon + Ms Maria Lynn McLean	Mr John Ceccon + Ms Maria Lynn McLean	284,354	Until 19/9/17	-
Ultracharge Limited	Mr Nick Tsagaris	Mr Nick Tsagaris	568,868	Until 19/9/17	-
Ultracharge Limited	Mr Stewart James Washer	Mr Stewart James Washer	483,482	Until 19/9/17	-
Ultracharge Limited	Mr Derek Anthony Barlow	Mr Derek Anthony Barlow	270,897	Until 19/9/17	-
Ultracharge Limited	Naley Pty Ltd	Naley Pty Ltd	270,897	Until 19/9/17	-
Ultracharge Limited	Ms Sally Louise Reading	Ms Sally Louise Reading	270,897	Until 19/9/17	-
Ultracharge Limited	CPS Capital Group Pty Ltd	CPS Capital Group Pty Ltd	3,644,250	24 months from re-quotatation	-
Ultracharge Limited	Armada Capital & Equities Pty Ltd	Armada Capital & Equities Pty Ltd	12,147,500	24 months from re-quotatation	-
Ultracharge Limited	Cityscape Asset Pty Ltd	Cityscape Asset Pty Ltd	8,503,250	24 months from re-quotatation	-