

Form 604

Corporations Act 2001
Section 671B

Notice of change of interests of substantial holder

To Company Name/Scheme FACTOR THERAPEUTICS LIMITED

ACN/ARSN 101 955 088

1. Details of substantial holder (1)

Name and Pura Vida Energy NL ACN 150 624 169

ACN/ARSN (if applicable) Freshero Pty Ltd ACN 627 761 988

Steven Scott Day

Canadian Nickel Corporation Pty Ltd ACN 628 440 013

Pamela Christine Neesham

Alitime Nominees Pty Ltd <Honeyham Family A/C> ACN 158 130 468

Mr David Charles Neesham + Mrs Pamela Christine Neesham <DC & PC Neesham Super A/C>

There was a change in the interests of the
substantial holder on05/02/2019

The previous notice was given to the company on

05/02/2019

The previous notice was dated

05/02/2019

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	100,078,397	11.99%	155,078,397	14.87%

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
05/02/2019	Pamela Christine Neesham	Acquisition of shares	\$15,000	5,000,000 fully paid ordinary shares	5,000,000
05/02/2019	Alitime Nominees Pty Ltd <Honeyham Family A/C>	Acquisition of shares	\$15,000	5,000,000 fully paid ordinary shares	5,000,000
05/02/2019	Mr David Charles Neesham + Mrs Pamela Christine Neesham <DC & PC Neesham Super A/C>	Acquisition of shares	\$15,000	5,000,000 fully paid ordinary shares	5,000,000

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
Pura Vida Energy NL	Pura Vida Energy NL	Pura Vida Energy NL	Legal and beneficial owner of shares	40,000,000 fully paid ordinary shares	40,000,000
Freshero Pty Ltd	Freshero Pty Ltd	Freshero Pty Ltd	Legal and beneficial owner of shares	30,078,397 fully paid ordinary shares	30,078,397
Steven Scott Day	Steven Scott Day	Steven Scott Day	Legal and beneficial owner of shares	20,000,000 fully paid ordinary shares	20,000,000
Canadian Nickel Corporation Pty Ltd	Canadian Nickel Corporation Pty Ltd	Canadian Nickel Corporation Pty Ltd	Legal and beneficial owner of shares	10,000,000 fully paid ordinary shares	10,000,000
Pamela Christine Neesham	Pamela Christine Neesham	Pamela Christine Neesham	Legal and beneficial owner of shares	5,000,000 fully paid ordinary shares	5,000,000
Alitime Nominees Pty Ltd <Honeyham Family A/C>	Alitime Nominees Pty Ltd <Honeyham Family A/C>	Alitime Nominees Pty Ltd <Honeyham Family A/C>	Legal owner of shares	25,000,000 fully paid ordinary shares	25,000,000
Mr David Charles Neesham + Mrs Pamela Christine Neesham <DC & PC Neesham Super A/C>	Mr David Charles Neesham + Mrs Pamela Christine Neesham <DC & PC Neesham Super A/C>	Mr David Charles Neesham + Mrs Pamela Christine Neesham <DC & PC Neesham Super A/C>	Legal owner of shares	25,000,000 fully paid ordinary shares	25,000,000

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
Pamela Christine Neesham	Association pursuant to section 12(2)(c) of the Corporations Act by reason of shareholders proposing to act in concert in relation to resolutions pursuant to section 249D of the Corporations Act to remove Dr Cherrell Hirst, Mr Timothy Richard Hughes and Mr John Michailidis as directors of the company and to appoint Mr Bruce James Lane and Mr David Sanders as directors of the company
Alitime Nominees Pty Ltd <Honeyham Family A/C>	Association pursuant to section 12(2)(c) of the Corporations Act by reason of shareholders proposing to act in concert in relation to resolutions pursuant to section 249D of the Corporations Act to remove Dr Cherrell Hirst, Mr Timothy Richard Hughes and Mr John Michailidis as directors of the company and to appoint Mr Bruce James Lane and Mr David Sanders as directors of the company
Mr David Charles Neesham + Mrs Pamela Christine Neesham <DC & PC Neesham Super A/C>	Association pursuant to section 12(2)(c) of the Corporations Act by reason of shareholders proposing to act in concert in relation to resolutions pursuant to section 249D of the Corporations Act to remove Dr Cherrell Hirst, Mr Timothy Richard Hughes and Mr John Michailidis as directors of the company and to appoint Mr Bruce James Lane and Mr David Sanders as directors of the company

6. Addresses

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

Name	Address
Pura Vida Energy NL	Level 1, 89 St Georges Terrace, Perth WA 6000
Freshero Pty Ltd	Level 1, 89 St Georges Terrace, Perth WA 6000
Steven Scott Day	Al Zubarah Tower, Apartment 603, Abu Dhabi, United Arab Emirates
Canadian Nickel Corporation Pty Ltd	61/369 Hay Street, Perth WA 6000
Pamela Christine Neesham	137 Stoneham Road, Attadale WA 6156
Alitime Nominees Pty Ltd <Honeyham Family A/C>	PO Box 8292, South Perth WA 6151
Mr David Charles Neesham + Mrs Pamela Christine Neesham <DC & PC Neesham Super A/C>	137 Stoneham Road, Attadale WA 6156

Signature

print name **David Grant Sanders**

capacity **Director of Substantial Holder**

sign here

date **06/02/2019**

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 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.