

Form 603

Corporations Act 2001
Section 671B

Notice of initial substantial holder

To Company Name/Scheme Collaborate Corporation Limited (ASX: CL8)

ACN/ARSN 066 153 982

1. Details of substantial holder (1)

Name SG Fleet Group Limited (ASX: SGF)

ACN/ARSN (if applicable) 167 554 574

The holder became a substantial holder on 15 / 11 / 2019

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	157,144,197	157,144,197	13.70%

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
Refer to 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
Refer to 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	
Refer to Annexure A				

6. Associates

The reasons the persons named in paragraph 3 above are associates of the substantial holder are as follows:

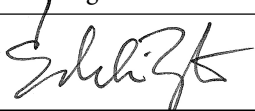
Name and ACN/ARSN (if applicable)	Nature of association
Refer to Annexure B	

7. Addresses

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

Name	Address
Refer to Annexure B	

Signature

print name	Edelvine Rigato	capacity	Company Secretary
sign here		date	18 / 11 / 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 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** of 1 page referred to in Form 603 Notice of initial substantial holder.



Edelvine Rigato
Company Secretary
Dated: 18/11/2019

Details of Relevant Interest and Registered Holder

Holder of relevant interest	Nature of relevant interest	Registered holder of securities	Class and number of securities
SG Fleet Group Limited and SGF Subsidiary entities, as listed in Annexure B	Relevant interest pursuant to Section 608(3)(a) and (b) of Corporations Act, having 100% voting power over and control of SG Fleet Management.	SG Fleet Management Pty Limited	157,144,197 Shares
SG Fleet Management Pty Limited	Relevant interest pursuant to Section 608(1)(a) as the holder of the securities issued arising from the Shortfall in the Entitlement Issue of the Company dated 22 July 2019 and acquired pursuant the Company's Placement announced on 14 November 2019		157,144,197 Shares

Consideration

Date of Acquisition	Consideration	Class and number of securities
14/11/2019	42,286,518 shares issued at \$0.01 issued arising from the Shortfall in the Entitlement Issue of the Company dated 22 July 2019; and 80,000,000 Shares issued at \$0.016, pursuant to the Company's Placement announced on 14 November 2019	157,144,197 Fully Paid Ordinary Shares
15/11/2019	30,857,679 shares issued upon conversion of the Shortfall Options issued, exercisable at \$0.015, arising from the Shortfall in the Entitlement Issue of the Company dated 22 July 2019.	

SG FLEET GROUP LIMITED
ABN 40 167 55 4574

This is **Annexure B** of 1 page referred to in Form 603 Notice of initial substantial holder.



Edelvine Rigato
Company Secretary
Dated: 18/11/2019

	ACN	Registered address
SG FLEET GROUP LIMITED	40 167 55 4574	Level 2, Building 3, 20 Bridge St, Pymble NSW 2073
Wholly-Owned Subsidiaries of SG Fleet Group Limited		
SG FLEET SOLUTIONS PTY LIMITED	46 167 557 468	Level 2, Building 3, 20 Bridge St, Pymble NSW 2073
SG FLEET HOLDINGS PTY LIMITED	85 147 536 409	Level 2, Building 3, 20 Bridge St, Pymble NSW 2073
SG FLEET INVESTMENTS PTY LTD	60 108 173 904	Level 2, Building 3, 20 Bridge St, Pymble NSW 2073
SG FLEET MANAGEMENT PTY LIMITED	50 108 174 296	Level 2, Building 3, 20 Bridge St, Pymble NSW 2073