

White Outsourcing Pty Limited

Level 3, 99 Bathurst St

Sydney

NSW 2000

**FROM****TO**

Anthony MAWER

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Sent: 1/7/15 at 12:25:52 PM

7 page(s) (including cover)

Subject: Substantial Notice

Comments:

Kind Regards,

**Anthony Mawer**

Senior, Investment Operations



**WHITE OUTSOURCING**

Accounting & Investment Administration Services

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**Please send all mail to: GPO Box  
5482, Sydney NSW 2001**

**Steadfast**

*A Steadfast Group company*

**Form 605**Corporations Law  
Section 671B**Notice of ceasing to be a substantial holder**To Company Name/Scheme XTD LIMITED

ACN/ARSN \_\_\_\_\_

**1. Details of substantial holder(1)**Name Terra Capital Pty LtdACN/ARSN (if applicable) 141 792 592The holder ceased to be a  
substantial holder on 29/12/14The previous notice was given  
to the company on \_\_\_\_\_The previous notice was dated 11/07/14**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
29/12/14	Terra Capital Pty Ltd	Total shares on issue increase to 123,986,051 due to merger of WEG to XTD	n/a	5,768,583 FPO	5,768,583

**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 CAN/ARSN (if applicable)	Nature of association
N/A	

**4. Addresses**

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

Name	Address
Terra Capital Pty Ltd	Level 12, 139 Macquarie Street Sydney NSW 2000

**Signature**print name Jeremy Bondcapacity Directorsign here date 30 / 12 / 2014

**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 section 608 and 671B(7) of the *Corporations Law*.
- (3) See the definition of 'associate' in section 9 of the *Corporations Law*.
- (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 Law*.
- (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.