## **Form 604**

## Corporations Act 2001 Section 671B

# Notice of change of interests of substantial shareholder

To: Company Name/Scheme iProperty Group Limited

ACN / ARBN 126 188 538

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

Name Catcha Group Pte Ltd

ACN (if applicable)

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

19/12/2014

The previous notice was given to the company on

21/10/2014

The previous notice was dated

21/10/2014

### 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 shareholder 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)	
Ordinary	31,334,300	17.24%	31,334,300	16.78%	

#### 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
19/12/2014	Catcha Group Pte Ltd	Dilution of interest due to issue of shares as consideration for purchase of Squarefoot.com .hk business from REA Group	-	31,334,300	31,334,300

#### 4. Present relevant interests

Particulars of each relevant interest of the substantial shareholder 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
Patrick Grove & Lucas Elliott	Catcha Group Pte Ltd	Catcha Group Pte Ltd	Pursuant to S608(3) of the Corporations Act – Mr. Patrick Grove & Mr. Lucas Elliott are substantial	8,324,845 ordinary shares	4.46%

			shareholders & directors of Catcha Group Pte Ltd		
Catcha Group Pte Ltd.	Citicorp Nominees Pty Ltd	Catcha Group Pte Ltd	Shares held for the benefit of Mr. Patrick Grove & Mr. Lucas Elliott	23,000,000 ordinary shares	12.31%
Patrick Grove	Patrick Grove	Patrick Grove		9,455 ordinary shares	0.0050%
			TOTAL	31,334,300 ordinary shares	16.78 %

#### 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 shareholder in relation to voting interests in the company or scheme are as follows:

Name and ACN (if applicable)	Nature of Association

#### 6. Addresses

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

Name	Address
Catcha Group Pte Ltd	14 Robinson Road, #06-01 Far East Finance Building, Singapore 048545
Patrick Grove	45-7 The Boulevard, Mid Valley City, Lingkaran Syed Putra, 59200 Kuala Lumpur, Malaysia
Lucas Elliott	45-7 The Boulevard, Mid Valley City, Lingkaran Syed Putra, 59200 Kuala Lumpur, Malaysia
Citicorp Nominees Pty Ltd	GPO Box 764G, Melbourne VIC 3001

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print name	Lucas Elliott	capacity	Director
sign here	Allina	Date	19/12/2014

#### **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 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 gull and accurate details of any contra t, 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).

- (7) Details to 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.