

# Form 603

## Corporations Act Section 671B

### Notice of initial substantial holder

To: Gooroo Ventures Limited (GOO)

ACN: 613 924 744

#### 1. Details of Substantial Holder

Name: Emmanuel Foundas

ACN:

The Holder became a substantial holder on: 12/10/2016

#### 2. Detail of Voting Power and relevant interest

The total number of votes attached to all the voting shares in the company or voting interest in the scheme that the substantial holder or an associate and a relevant interest in on the date the substantial holder become a substantial holder are as follows:

Class of securities	Number of securities	Person's votes	Voting power
Fully paid ordinary shares	4,397,236	4,397,236	7.16% (based on 61,423,125 shares on issue)

#### 3. Detail of relevant interest

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	Class and number of securities
Emmanuel Foundas	Relevant interest under section 608(1)(a) of the <i>Corporations Act</i>	1,319,171 fully paid ordinary shares
Kathleen Foundas	Relevant interest under section 608(1)(b) of the <i>Corporations Act</i>	1,319,171 fully paid ordinary shares
Foundas Super Fund	Relevant interest under section 608(1)(b) of the <i>Corporations Act</i>	1,758,894 fully paid ordinary shares

#### 4. Detail 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	Class and number of securities
Emmanuel Foundas	Emmanuel Foundas	Emanuel Foundas	1,319,171 fully paid ordinary shares
Kathleen Foundas	Kathleen Foundas	Kathleen Foundas	1,319,171 fully paid ordinary shares
Foundas Super Fund	Foundas Investments Pty Ltd	Foundas Investments Pty Ltd	1,758,894 fully paid ordinary shares

## 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		Class and number of securities
		Cash	Non-Cash	
Emmanuel Foundas	12/10/16		Shares issued under the Share Purchase Agreement	1,319,171 fully paid ordinary shares
Kathleen Foundas	12/10/16		Same as above	1,319,171 fully paid ordinary shares
Foundas Super Fund	12/10/16		Same as above	1,758,894 fully paid ordinary shares

## 6. Associates

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

Name of associate	Nature of association
Kathleen Foundas	Kathleen is a spouse
Foundas Super Fund	Emmanuel is a director of the superfund's trustee company

## 7. Addresses

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

Name	Address
Emmanuel Foundas	21 WRIGHT STREET, MIDDLE PARK VIC 3206
Kathleen Foundas	21 WRIGHT STREET, MIDDLE PARK VIC 3206
Foundas Super Fund	330 NEPEAN HIGHWAY, FRANKSTON VIC 3199

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## Signature

print name    DONALD STEPHENS                      capacity    COMPANY SECRETARY

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sign here



date            24 /    10    /    2016

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**GOOROO VENTURES LIMITED**  
**ACN 613 924 744**

**ANNEXURE A**

This is Annexure A of one (1) page referred to in form 603 Notice of Initial Substantial Holder

Item 1 -	<b>Nature of relevant interest</b> Relevant interest under section 608(1)(a) of the <i>Corporations Act</i>
Item 2 -	<b>Nature of relevant interest</b> Relevant interest under section 608(1)(b) of the <i>Corporations Act</i>



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Donald Stephens  
Company Secretary

24 October 2016