

**Form 604**Corporations Act 2001  
Section 671B**Notice of change of interests of substantial holder**

To Company Name/Scheme **Keybridge Capital Limited (ASX: KBC)**

ACN/ARSN **088 267 190**

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

Name **Wilson Asset Management Group (refer to entities listed in Annexure A)**

ACN/ARSN (if applicable)

There was a change in the interests of the substantial holder on **23/07/2020**

The previous notice was given to the company on **29/04/2020**

The previous notice was dated **29/04/2020**

**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)
<b>Ordinary Shares</b>	<b>45,438,354</b>	<b>25.37%</b>	<b>77,118,354</b>	<b>43.05%</b>
	Note: WAM Active has a relevant interest in 51,303,252 shares. As a result of orders of the Takeovers Panel dated 9 April 2020, WAM Active may only exercise voting rights for 45,438,354 shares. These restrictions end no later than 9 October 2020.		Note: WAM Active has a relevant interest in 82,983,252 shares. For further details on WAM Active and its Associates' interest in KBC refer to section 8.3 of the Replacement Bidders Statement dated 6 July 2020.	Percentages based on 179,136,486 quoted securities on issue in KBC

**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
<b>23 Jul-20</b>	<b>WAM Active Limited</b>	<b>Increase in relevant interest as a result of WAM</b>	<b>The consideration described in the</b>	<b>31,680,000 ordinary shares</b>	<b>31,680,000 ordinary shares</b>

		Active's receipt of acceptances to its takeover offer dated 6 July 2020	Replacement Bidder's Statement dated 6 July 2020.		

#### 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
Refer to Annexure B					

#### 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
N/A	

#### 6. Addresses

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

Name	Address
Refer to Annexure A	

### Signature

print name **Geoff Wilson**

capacity **Director**

sign here



date **24 / 07 / 2020**

#### 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.

## Annexure A

### Wilson Asset Management Group

#### 1. Details of Wilson Asset Management Group

Name	ACN / ARSN
Wilson Asset Management (International) Pty Limited	(ACN 081 047 118)
MAM Pty Limited	(ACN 100 276 542)
WAM Capital Limited	(ACN 086 587 395)
WAM Research Limited	(ACN 100 504 541)
WAM Active Limited	(ACN 126 420 719)
Botanical Nominees Pty Limited as trustee of the Wilson Asset Management Equity Fund	(ACN 081 032 000)
WAM Leaders Limited	(ACN 611 053 751)
WAM Microcap Limited	(ACN 617 838 418)
WAM Global Limited	(ACN 624 572 925)

#### 6. Addresses


Name	Address
Wilson Asset Management (International) Pty Limited	Level 26,1 Farrer Place, Sydney, NSW 2000
MAM Pty Limited	Level 26,1 Farrer Place, Sydney, NSW 2000
WAM Capital Limited	Level 26,1 Farrer Place, Sydney, NSW 2000
WAM Research Limited	Level 26,1 Farrer Place, Sydney, NSW 2000
WAM Active Limited	Level 26,1 Farrer Place, Sydney, NSW 2000
Botanical Nominees Pty Limited	Level 26,1 Farrer Place, Sydney, NSW 2000
WAM Leaders Limited	Level 26,1 Farrer Place, Sydney, NSW 2000
WAM Microcap Limited	Level 26,1 Farrer Place, Sydney, NSW 2000
WAM Global Limited	Level 26,1 Farrer Place, Sydney, NSW 2000

Signed: \_\_\_\_\_

Date: 24 / 07 / 2020

**ANNEXURE B**

Holder of relevant interest	Registered Holder of Securities	Person entitled to be the registered as holder (8)	Nature of relevant interest (6)	Class and Number of Securities	Person's votes
WAM Capital Limited	WAM Capital Limited	WAM Capital Limited	Management of portfolio of WAM Capital Limited	31,645,808 ordinary shares	31,645,808 ordinary shares
WAM Active Limited	WAM Active Limited	WAM Active Limited	Management of portfolio of WAM Active Limited	49,993,663 ordinary shares	44,128,765 ordinary shares
Botanical Nominees Pty Limited ATF Wilson Asset Management Equity Fund	Botanical Nominees Pty Limited ATF Wilson Asset Management Equity Fund	Botanical Nominees Pty Limited ATF Wilson Asset Management Equity Fund	Management of portfolio of Botanical Nominees Pty Limited ATF Wilson Asset Management Equity Fund	1,343,781 ordinary shares	1,343,781 ordinary shares

**Signed:** **Date:** 24 / 07 / 2020