

Form 604Corporations Act 2001
Section 671B**Notice of change of interests of substantial holder**To Company Name/Scheme **CardieX Limited**ACN/ARSN **113 252 234****1. Details of substantial holder (1)**Name **C2 Ventures Pty Limited, Niall Cairns and Craig Cooper**ACN/ARSN (if applicable) **625 301 528**There was a change in the interests of the
substantial holder on07/02/2024

The previous notice was given to the company on

21/12/2022

The previous notice was dated

21/12/2022**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)
FPO	27,234,394	20.95%	68,689,830	23.35%

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
	Refer "Annexure A"				

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 "Annexure A"				

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
Refer "Annexure A"	

6. Addresses

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

Name	Address
	Refer "Annexure A"

Signature

print name **Niall Cairns**

capacity **DIRECTOR**

sign here



date **08/02/2024**

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 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.
- (7) 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.
- (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.

C2 Ventures Pty Limited (ACN 625 301 528) Annexure A to Form 604 Notice of Change of Interests of Substantial Shareholder for CardieX Limited (ACN 113 252 234)

Changes in Relevant Interests

Date of Change	Person whose relevant interest changed	Nature of Change	Consideration given in relation to change	Class & Number of securities affected	Persons votes affected
06/02/24	C2 Ventures Pty Limited	December 2023 Placement	\$790,000	9,875,000 FPO	9,875,000
06/02/24	C2 Ventures Pty Limited	Conversion of Convertible Note	\$750,000 face value converted	9,375,000 FPO	9,375,000
06/02/24	Carnethy Evergreen Pty Ltd	Conversion of Convertible Note	\$100,000 face value converted	1,250,000 FPO	1,250,000
07/02/24	C2 Ventures Pty Limited	December 2023 Entitlement Offer	\$711,481.44	8,893,518 FPO	8,893,518
07/02/24	C2 Ventures Pty Limited	December 2023 Entitlement Offer (Underwriting)	\$924,012.48	11,675,156 FPO	11,675,156
07/02/24	Carnethy Evergreen Pty Ltd	December 2023 Entitlement Offer	\$14,216.16	177,702 FPO	177,702
07/02/24	Carnethy Investments Pty Ltd	December 2023 Entitlement Offer	\$16,724.80	209,060 FPO	209,060

Present relevant interests

Holder of relevant interest	Registered holder of securities	Person entitled to be registered as holder	Nature of relevant interest	Class and Number of securities/ Persons Votes
C2 Ventures Pty Limited (C2V)	C2 Ventures Pty Limited	C2 Ventures Pty Limited	Registered holder of shares	65,343,068 FPO
Craig Cooper	Craig Cooper C2V	Craig Cooper C2V	Registered holder Controls C2V	600,000 FPO 65,343,068 FPO
Niall Cairns	C2V Carnethy Investments Carnethy Evergreen	C2V Carnethy Investments Carnethy Evergreen	Controls C2V Controls Carnethy Investments Controls Carnethy Evergreen	65,343,068 FPO 809,060 FPO 1,937,702 FPO

Carnethy Investments Pty Ltd (Carnethy Investments)	Carnethy Investments Pty Ltd	Carnethy Investments Pty Ltd	Registered holder	809,060 FPO
Carnethy Evergreen Pty Ltd (Carnethy Evergreen)	Carnethy Evergreen Pty Ltd	Carnethy Evergreen Pty Ltd	Registered holder	1,937,702 FPO

Associations

Niall Cairns and Craig Cooper are associates in relation to the CardieX Limited shares held by:

- C2V
- Carnethy Investments
- Carnethy Evergreen
- Craig Cooper

by reason of having a relevant agreement in relation to the voting and/or disposal of those shares.

Niall Cairns and Craig Cooper therefore each have voting power in relation to a total of 68,689,830 FPO.

Addresses

Name	Address
C2 Ventures Pty Limited	Suite 301, 55 Lime Street, Sydney NSW 2000
Craig Cooper	Suite 301, 55 Lime Street, Sydney NSW 2000
Niall Cairns	Suite 301, 55 Lime Street, Sydney NSW 2000
Carnethy Investments Pty Ltd	Suite 301, 55 Lime Street, Sydney NSW 2000
Carnethy Evergreen Pty Ltd	Suite 301, 55 Lime Street, Sydney NSW 2000

This is Annexure A referred to in Form 604 Notice of Change of Interests of Substantial Shareholder for CardieX Limited lodged by C2 Ventures Pty Limited, Niall Cairns, and Craig Cooper