



Top Shelf International Holdings Ltd

Principal Place of Business:
16-18 National Boulevard
Campbellfield
Victoria
Australia 3061

24 March 2022

ASX ANNOUNCEMENT (ASX:TSI)

Appendix 3Y – Change in Director’s Interest Notice

In accordance with ASX Listing Rule 3.19A2, Top Shelf International Holdings Ltd (**ASX:TSI**) (“**Top Shelf**” or the “**Company**”) advises that entities related to the Company’s Managing Director, Drew Fairchild, have sold a portion of their shares in the Company in an Off Market Transfer to a major shareholder.

In the spirit of full and complete disclosure, Drew Fairchild wishes to clarify that he was required to make the sale to satisfy a tax payment. Approval has been provided for this transaction in accordance with the Company’s Securities Dealing Policy. An Appendix 3Y in relation to the transaction is attached.

Ends

This announcement was approved by Top Shelf’s Executive Chair, Adem Karafili, on behalf of the Top Shelf Board.

For more information (investors and media)

For further information, please visit our investor website <https://www.topshelfgroup.com.au/investors> or contact investor relations at info@topshelfgroup.com.au or on (03) 8317 9990.

Media enquiries, please contact Matt Slade 0409 916 474.

About Top Shelf

Top Shelf International is a Melbourne based distiller and marketer of premium Australian spirits, with distinctive brands in NED Australian Whisky and Grainshaker Hand Made Australian Vodka. The Company has a track record of success creating high quality, premium Australian products and brands; each in its own way encapsulating a distinctive Aussie attitude, social experience and flavour profile.

The Company has expertise in the development and production of distilled spirits, undertakes a significant level of research and development and operates modern fermentation, distillation and packaging facilities in Campbellfield, Victoria.

The Company is creating Australia's first agave spirit range and is developing an Agave farm in The Whitsundays region of Queensland specifically chosen for the suitability of its climate for growing blue agave. In development of the farm the Company has committed to the application of up-to-date and innovative horticultural practices.

In addition to distilling and manufacturing its own portfolio of spirit brands, Top Shelf also provides canning, bottling and packaging services to a range of customers.

Appendix 3Y

Change of Director's Interest Notice

*Information or documents not available now must be given to ASX as soon as available.
Information and documents given to ASX become ASX's property and may be made public.*

Introduced 30/09/01 Amended 01/01/11

Name of entity	TOP SHELF INTERNATIONAL HOLDINGS LTD (TSI)
ABN	22 164 175 535

We (the entity) give ASX the following information under listing rule 3.19A.2 and as agent for the director for the purposes of section 205G of the Corporations Act.

Name of Director	Drew Fairchild
Date of last notice	23 February 2022

Part 1 - Change of director's relevant interests in securities

In the case of a trust, this includes interests in the trust made available by the responsible entity of the trust

Note: In the case of a company, interests which come within paragraph (i) of the definition of "notifiable interest of a director" should be disclosed in this part.

Direct or indirect interest	Indirect
Nature of indirect interest (including registered holder) Note: Provide details of the circumstances giving rise to the relevant interest.	Drew Fairchild has the power to exercise, or control the exercise of, a right to vote attached to the securities and to dispose of, or control the exercise of a power to dispose of, the securities of Fairchild Advisory Pty Ltd <Fairchild Family A/C> and Dandrewfairchild Pty Ltd <Dandrewfairchild SF A/C>
Date of change	21 March 2023
No. of securities held prior to change Drew Fairchild	154,520 Service Rights 180,370 Performance Rights
AFMFDF Pty Ltd <Fairchild Family A/C>*	1,238,093 Premium Priced Options (as defined in the Prospectus)
Fairchild Advisory Pty Ltd*	62,500 Fully Paid Ordinary Shares (Shares)

+ See chapter 19 for defined terms.

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Fairchild Advisory Pty Ltd <Fairchild Family A/C>	1,768,704 Shares
Dandrewfairchild Pty Ltd <Dandrewfairchild SF A/C>*	1,022,166 Shares
*Drew Fairchild has the power to exercise, or control the exercise of, a right to vote attached to the securities and to dispose of, or control the exercise of a power to dispose of, the securities of each entity.	
Number acquired	Nil
Number disposed	437,500 Shares
Value/Consideration Note: If consideration is non-cash, provide details and estimated valuation	AUD \$ 350,000, being \$0.80 per Share
No. of securities held after change	
Drew Fairchild	154,520 Service Rights
	180,370 Performance Rights
AFMFDF Pty Ltd <Fairchild Family A/C>	1,238,093 Premium Priced Options (as defined in the Prospectus)
Fairchild Advisory Pty Ltd	62,500 Shares
Fairchild Advisory Pty Ltd <Fairchild Family A/C>	1,406,204 Shares
Dandrewfairchild Pty Ltd <Dandrewfairchild SF A/C>	947,166 Shares
Nature of change Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back	Off market transfers

Part 2 – Change of director's interests in contracts

Note: In the case of a company, interests which come within paragraph (ii) of the definition of “notifiable interest of a director” should be disclosed in this part.

Detail of contract	N/A
Nature of interest	N/A
Name of registered holder (if issued securities)	N/A

+ See chapter 19 for defined terms.

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Change of Director's Interest Notice

Date of change	N/A
No. and class of securities to which interest related prior to change Note: Details are only required for a contract in relation to which the interest has changed	N/A
Interest acquired	N/A
Interest disposed	N/A
Value/Consideration Note: If consideration is non-cash, provide details and an estimated valuation	N/A
Interest after change	N/A

Part 3 – ⁺Closed period

Were the interests in the securities or contracts detailed above traded during a ⁺closed period where prior written clearance was required?	NO
If so, was prior written clearance provided to allow the trade to proceed during this period?	
If prior written clearance was provided, on what date was this provided?	

⁺ See chapter 19 for defined terms.