

**Form604**

Corporations Act 2001

Section 671B

**Notice of change of interests of substantial holder**To Company/Name/Scheme ULTRACHARGE LIMITEDACN/ARSN 140 316 463**1. Details of substantial holder(1)**Name ULTRACHARGE LIMITEDACN/ARSN (if applicable) 140 316 463

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

06/12/17

The previous notice was given to the company on

13/11/17

The previous notice was dated

13/11/17**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)
Fully paid ordinary shares	159,980,717	21.90%	173,105,717	23.28%

**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	Person's votes affected
06/12/17	UltraCharge Limited	Vesting and conversion of escrowed performance rights into shares	Nil	13,125,000 ords fp	13,125,000

**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	Nature of relevant interest (6)	Class and number of securities
UltraCharge Limited	The company entered into restriction agreements with some of its shareholders as required by the ASX listing rules in connection with the company's reinstatement to official quotation on ASX. The agreements are in the form of Appendix 9A to the ASX Listing Rules. Under the restriction agreements, the relevant shareholders are restricted from disposing of the relevant shares for the period imposed by ASX. Details of the relevant shareholders, number of shares and restriction periods are set out in Annexure A to this Form.	89,045,909 Fully Paid Ordinary Shares
UltraCharge Limited	The company also entered into restriction agreements with some of its shareholders in excess of the requirements of the ASX listing rules in connection with the company's reinstatement to official quotation on ASX. The agreements are in the form of Appendix 9A to the ASX Listing Rules. Under the restriction agreements, the relevant shareholders are voluntarily restricted from disposing of the relevant shares for a period in excess of that which was imposed by ASX. Details of the relevant shareholders, number of shares and restriction periods are set out in Annexure A to this Form.	84,059,808 Fully Paid Ordinary Shares

## 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	n/a

## 6 Addresses

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

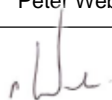
Name	Address
UltraCharge Limited	Level 6, 105 St Georges Terrace, Perth WA 6000

## Signature

print name Peter Webse

capacity Company Secretary

sign here



date 06 / 12 / 2017

## DIRECTIONS

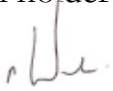
- ① If there are a number of substantial holders with similar or related relevant interests (eg. a corporation and its related corporations, or the manager and trustee of an equity trust), the names could be included in an annexure to the form. If the relevant interests of a group of persons are essentially 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 Included detail of:
  - ⑥ 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
  - ⑥ any qualification of the power of a person to exercise, control the exercise of, or influence the exercise of, the voting power or disposal of these 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.

**ase consult your accountant or solicitor for further advice.**

## UltraCharge Limited ACN 140 316 463

This is **Annexure A** of 2 pages referred to in Form 604 – Notice of change of interests of substantial holder

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

Peter Webse

Date: 06/12/2017

Holder of relevant interest	Registered holder	Person entitled to be registered as holder	Class and number of securities	ASX-imposed escrow period	Additional voluntary escrow period
UltraCharge Limited	102 Capital Management	Yury Nehushtan	10,905,981	24 months from re-quotation	-
UltraCharge Limited	102 Capital Management	Dr. Borenstien Ltd	31,102,129	-	24 months from re-quotation
UltraCharge Limited	102 Capital Management	Ariel Malik	32,783,325	-	24 months from re-quotation
UltraCharge Limited	102 Capital Management	Kobi Ben-Shabath	7,751,247	24 months from re-quotation	-
UltraCharge Limited	Tamarind Investment Inc	Tamarind Investment Inc	18,493,158		24 months from re-quotation
UltraCharge Limited	Dragon Innovation Ltd.	Dragon Innovation Ltd.	1,681,196		24 months from re-quotation
UltraCharge Limited	Libertine Investments Pty Ltd	Libertine Investments Pty Ltd	6,724,784	24 months from re-quotation	-
UltraCharge Limited	Reblaze Singapore Pte Ltd	Reblaze Singapore Pte Ltd	17,928,399	24 months from re-quotation	-
UltraCharge Limited	102 Capital Management	Kobi Ben-Shabath	11,011,835	24 months from re-quotation	-
UltraCharge Limited	Prof. Xiaodong Chen	Prof. Xiaodong Chen	1,500,000	24 months from re-quotation	-
UltraCharge Limited	Silver Horizon Pty Ltd	Silver Horizon Pty Ltd	5,000,000	24 months from re-quotation	-
UltraCharge Limited	Libertine Investments Pty Ltd	Libertine Investments Pty Ltd	711,997	24 months from re-quotation	-
UltraCharge Limited	Mr Jason Peterson + Mrs Lisa Peterson	Mr Jason Peterson + Mrs Lisa Peterson	2,559,666	24 months from re-quotation	-
UltraCharge Limited	CPS Capital Group Pty Ltd	CPS Capital Group Pty Ltd	2,186,550	24 months from re-quotation	-
UltraCharge Limited	Armada Capital & Equities Pty Ltd	Armada Capital & Equities Pty Ltd	7,288,500	24 months from re-quotation	-

UltraCharge Limited	Cityscape Asset Pty Ltd	Cityscape Asset Pty Ltd	5,101,950	24 months from re-quotation	-
UltraCharge Limited	Gideon Grader	Gideon Grader	1,500,000	24 months from re-quotation	-
UltraCharge Limited	JPINTLServices Pty Ltd	JPINTLServices Pty Ltd	4,500,000	24 months from re-quotation	-
UltraCharge Limited	Doron Nevo	Doron Nevo	2,500,000	24 months from re-quotation	-
UltraCharge Limited	Rachid Yazami	Rachid Yazami	1,250,000	24 months from re-quotation	-
UltraCharge Limited	Eynav Kats	Eynav Kats	156,250	24 months from re-quotation	-
UltraCharge Limited	Gal Hami Ben-Yehuda	Gal Hami Ben-Yehuda	62,500	24 months from re-quotation	-
UltraCharge Limited	Ifat Tal	Ifat Tal	156,250	24 months from re-quotation	-
UltraCharge Limited	Shaha Kozokaro	Shaha Kozokaro	62,500	24 months from re-quotation	-
UltraCharge Limited	Tang Yuxin	Tang Yuxin	187,500	24 months from re-quotation	-

**173,105,717**