

Form 603

Corporations Act 2001

Section 671B

Notice of initial substantial holderTo Company Name/Scheme **ALTERRA LIMITED**ACN/ARSN **129 035 221****1. Details of substantial holder (1)**Name **PENAGRI HOLDINGS PTY LTD**ACN/ARSN (if applicable) **650 108 080**The holder became a substantial holder on **14/05/2021****2. Details of 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 on the date the substantial holder became a substantial holder are as follows:

Class of securities (4)	Number of securities	Person's votes (5)	Voting power (6)
FULLY PAID ORDINARY SHARES ("ORD")	35,022,803	35,022,803	15.83%

3. Details of relevant interests

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 (7)	Class and number of securities
REFER TO ANNEXURE "A"		

4. Details 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 (8)	Class and number of securities
REFER TO ANNEXURE "A"			

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 (9)		Class and number of securities
		Cash	Non-cash	
PENAGRI HOLDINGS PTY LTD	14/05/2021	\$1,400,912	–	35,022,803 ORD

6. Associates

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

Name and ACN/ARSN (if applicable)	Nature of association
REFER TO ANNEXURE "A"	

7. Addresses

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

Name	Address
PENAGRI HOLDINGS PTY LTD	PO BOX 1982, WEST PERTH, WA 6872

Signature

print name **Mark Fogarty** capacity **Company Secretary**

sign here  date **17/05/2021**

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 7 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 total number of votes attached to all the voting shares in the company or voting interests in the scheme (if any) that the person or an associate has a relevant interest in.
- (6) The person's votes divided by the total votes in the body corporate or scheme multiplied by 100.
- (7) Include details of:
 - (a) any relevant agreement or other circumstances by which the relevant interest was acquired. 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.
- (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) 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.

FORM 603 – Notice of Initial substantial holder
Penagri Holdings Pty Ltd & Associates

ANNEXURE “A”

3. Details of relevant interests

Details of relevant interests	Nature of Relevant Interest	Class and number of Shares
Penagri Holdings Pty Ltd	Relevant interest under s608(1) of the Corporations Act (Registered Holder)	35,022,803 ORD
Humdinger Pty Ltd ATF Fogarty Investment Trust (“ Humdinger Pty Ltd ”)	Relevant interest under s608(3) of the Corporations Act (Power to control voting rights attaching to securities held by Penagri Holdings Pty Ltd) (“ Section 608(3) ”)	14,622,800 ORD
Shannas Enterprises Pty Ltd ATF The Shannahan Family Trust (“ Shannas Enterprises Pty Ltd ”)	Relevant interest under Section 608(3)	14,575,003 ORD
HHY Capital Pty Ltd	Relevant interest under Section 608(3)	5,825,000 ORD

4. Details of present registered holders

Details of relevant interests	Registered holder of securities	Person entitled to be registered as holder	Class and number of Shares
Penagri Holdings Pty Ltd	Penagri Holdings Pty Ltd	Penagri Holdings Pty Ltd as trustee for the ‘Associates’.	35,022,803 ORD
Humdinger Pty Ltd	Penagri Holdings Pty Ltd	Penagri Holdings Pty Ltd and Humdinger Pty Ltd	14,622,800 ORD
Shannas Enterprises Pty Ltd	Penagri Holdings Pty Ltd	Penagri Holdings Pty Ltd and Shannas Enterprises Pty Ltd	14,575,003 ORD
HHY Capital Pty Ltd	Penagri Holdings Pty Ltd	Penagri Holdings Pty Ltd and HHY Capital Pty Ltd	5,825,000 ORD

6. Associates

Name and ACN/ARSN (If applicable)	Nature of Association
Penagri Holdings Pty Ltd (ACN 650 108 080)	The registered holder of securities on trust for each of Humdinger Pty Ltd, Shannas Enterprises Pty Ltd and HHY Capital Pty Ltd.
Humdinger Pty Ltd (ACN 009 008 100)	Humdinger Pty Ltd ATF Fogarty Investment Trust, being the beneficial owner of 14,622,800 ORD Shares, held on trust by Penagri Holdings Pty Ltd.
Shannas Enterprises Pty Ltd (ACN 009 057 292)	Shannas Enterprises Pty Ltd ATF The Shannahan Family Trust, being the beneficial owner of 14,575,003 ORD Shares, held on trust by Penagri Holdings Pty Ltd.
HHY Capital Pty Ltd (ACN 648 055 805)	The beneficial owner of 5,825,000 ORD Shares held on trust by Penagri Holdings Pty Ltd.