

Form 604
Corporations Act 2001
Section 671B

Notice of change of interests of substantial holder

To Company Name/Scheme Camplify Holdings Limited (**Company**)

ACN/ARSN 647 333 962

1. Details of substantial holder (1)

Name Tourism Holdings Rentals Limited ARBN 655 142 028, a foreign company registered in its original jurisdiction of New Zealand as Tourism Holdings Limited (**thl**) and each of its related bodies corporate listed in the attached Annexure A of this notice (the **Relevant Parties**)

ACN/ARSN (if applicable) ARBN 655 142 028

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

2/12/2022

The previous notice was given to the company on

28/10/2022

The previous notice was dated

28/10/2022

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) |
| Fully paid ordinary shares | 7,954,782 | 18.97% (based on 41,930,880 ordinary shares being on issue in the Company) | 8,087,790 | 11.85% (based on 68,266,581 ordinary shares being on issue in the Company) |

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 |
|----------------|--|---|---|---|--|
| 02/12/22 | thl and the Relevant Parties | Dilution as a consequence of the Company's issue of shares under Tranche 2 of the institutional placement and as consideration for the acquisition of the securities in PaulCamper GmbH announced to ASX on 19 October 2022 | N/A | All ordinary shares held by thl and the Relevant Parties in the Company at this time | Votes attaching to all ordinary shares held by thl and the Relevant Parties in the Company at this time |
| 02/12/22 | thl and the Relevant Parties | Issue of 133,008 shares under Tranche 2 of the institutional placement announced to ASX on 19 October 2022 and approved at the extraordinary general meeting of the Company held on 30 November 2022 | A\$226,113.60 (being A\$1.70 per share) | 133,008 ordinary shares | 133,008 |

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 |
|-----------------------------|---------------------------------|--|---------------------------------|--------------------------------|----------------|
|-----------------------------|---------------------------------|--|---------------------------------|--------------------------------|----------------|

| | | | | | |
|-------------------------------------|---|---|--|---|-----------|
| thl and the Relevant Parties | TH2Connect LP | TH2Connect LP | Relevant interest under section 608(1) of the <i>Corporations Act 2001</i> (Cth) (Corporations Act) because TH2Connect LP is the registered holder of the securities. | 1,192,170 fully paid ordinary shares in the Company | 1,192,170 |
| thl and the Relevant Parties | Apollo Motorhome Holdings (Aus) Pty Ltd | Apollo Motorhome Holdings (Aus) Pty Ltd | Relevant interest under section 608(1) of the <i>Corporations Act</i> because Apollo Motorhome Holdings (Aus) Pty Ltd is the registered holder of the securities. | 6,895,620 fully paid ordinary shares in the Company | 6,895,620 |

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 |
|---|---|
| Relevant Parties listed in Part B of Annexure A | Became subsidiaries of thl on 30 November 2022 following the implementation of the scheme of arrangement in relation to the proposed acquisition by thl Group (Australia) Pty. Ltd., a wholly-owned subsidiary of Tourism Holdings Rentals Limited, a foreign company registered in its original jurisdiction of New Zealand as Tourism Holdings Limited, of all of the ordinary shares in Apollo Tourism & Leisure Ltd not already owned by the thl Entities, as described in the Replacement Scheme Booklet released to ASX on 26 October 2022. Subsidiaries of thl are associates of thl by virtue of s 11 of the Corporations Act. The Relevant Parties are also controlled (whether directly or indirectly) by thl for the purposes of section 12(2)(a) of the Corporations Act. |

6. Addresses

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

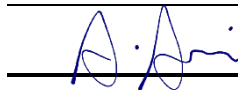
| Name | Address |
|-------------------------------------|---|
| thl and the Relevant Parties | Level 1, 83 Beach Street, Auckland City, Auckland 1140, New Zealand |

Signature

print name Amir Ansari

capacity Company Secretary

sign here



date 6 December 2022

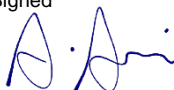
DIRECTIONS

- (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 on 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.
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Annexure A

This is Annexure A of 1 page referred to in Form 604 – Notice of change of interests of substantial holder.

Signed



Name: Amir Ansari

Capacity: Secretary of *thl*

Date: 6 December 2022

Relevant Parties

Part A

1. Maui Rentals Pty Ltd
2. THL Motorhomes Ltd
3. THL Motorhomes UK Ltd
4. Waitomo Caves Ltd
5. Waitomo Caves Holdings Ltd
6. TH2Connect GP Limited
7. Geozone Ltd
8. Action Manufacturing GP Ltd
9. The Green Bus Company Pty Ltd
10. THL Oz Pty Ltd
11. Tourism Holdings Australia Pty Ltd
12. World Travel Headquarters Ltd
13. Tourism Holdings Rental Vehicles Pty Ltd
14. THL Group (Australia) Pty Ltd
15. Road Bear NZ Ltd
16. Tourism Holdings USA Inc
17. TH2Connect LP
18. Action Manufacturing Limited Partnership
19. Highway USA Inc
20. El Monte Rents Inc
21. JJ Motorcars Inc
22. Skewbald Ltd
23. TH2Connect Ltd Partnership
24. Outdoria Pty Ltd

Part B

25. Apollo Tourism & Leisure Ltd
26. Apollo Motorhome Holdings (Aus) Pty Ltd
27. Apollo Motorhome Holidays Pty Ltd
28. Sydney RV Group Pty Ltd
29. Apollo Investments Pty Ltd
30. Apollo RV West Pty Ltd
31. Apollo Motorhome Holdings (NZ) Pty Ltd
32. Apollo Motorhome Ultimate Holdings Pty Ltd
33. Apollo Finance Pty Ltd
34. Winnebago RV Pty Ltd
35. Cheapa Campa Pty Ltd
36. G R L Enterprises Pty Ltd
37. Talvor Motorhomes Pty Ltd
38. Apollo Motorhome Industries Pty. Ltd.
39. Hippie Camper Pty Ltd
40. AMH Products Pty Ltd
41. Apollo RV Service & Repair Centre Pty Ltd
42. Apollo Tourism & Leisure (EU) Ltd
43. Apollo Motorhome Holidays GMBH
44. Apollo Motorhome Holidays SARL

45. ATL Canada Ltd
46. CanaDream Corporation
47. Canadream INC
48. 1032779 BC Ltd
49. Apollo Motorhome Holidays LLC
50. Apollo Tourism & Leisure UK Ltd
51. Camperco Group Limited
52. Bunk Campers Limited
53. Nomad Campervans Limited
54. Campreco Ltd
55. Camperworks Limited
56. Blue Quadrant Leisure Ltd
57. Apollo Motorhome Holidays Ltd
58. Talvor Motorhomes Ltd
59. Hippie Camper Ltd
60. Cheapa Campa Ltd
61. Apollo Car Hire Ltd
62. Caravans Away Pty Ltd