

Form 604

Corporations Act 2001
Section 671B

Notice of change of interests of substantial holder

To Company Name/Scheme Quantum Health Group Limited

ACN/ARSN 003 677 245

1. Details of substantial holder(s)
Name Crisp Holdings Pty Limited and Drew Townsend

ACN/ARSN (if applicable) _____

There was a change in the interests of the substantial holder on: 1 July 2020

The previous notice was given to the company on: 17 December 2019

The previous notice was dated: 17 December 2019

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 details | | Present notice | |
|-------------------------|-------------------------|------------------|----------------|------------------|
| | Person's votes | Voting power (5) | Person's votes | Voting power (5) |
| Ordinary Shares | 311,791,885 | 28.39% | 273,431,121 | 24.23% |

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 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 |
|----------------|--|---|---|---|-------------------------|
| 1 July 2020 | Crisp Holdings Pty Limited and Drew Townsend | On 1 July 2020 Crisp Holdings Pty Limited transferred by off-market transfer 46,147,686 shares under an internal reorganisation of its shareholding, 7,786,922 of which were transferred to Drew Townsend | \$576,846.08 being 1.25 cents per share | 38,360,764 | 4.16% |

The previous Form 604 dated 17 December 2019 disclosed that as part of the internal reorganisation of its shareholding on 17 December 2019, Crisp Holdings Pty Limited had also entered into certain Put and Call Option arrangements detailed in that Form 604, and 31,147,686 of the shares transferred above result from the option arrangements exercisable on 1 July 2020 having been so exercised on 1 July 2020.

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 |
|-----------------------------|---------------------------------------|--|--|--------------------------------|----------------|
| Crisp Holdings Pty Limited | Crisp Holdings Pty Limited | Crisp Holdings Pty Limited | Registered Holder | 253,534,257 Ordinary Shares | 253,534,257 |
| Chicago Holdings Limited | Chicago Holdings Limited | Chicago Holdings Limited | Registered Holder | 4,642,267 Ordinary Shares | 4,642,267 |
| Drew Townsend | As above | As Above | D Townsend's power to control the voting and disposal rights of shares held by each of Crisp Holdings Pty Limited and Chicago Holdings Limited | | |
| Drew Townsend | D Townsend, P Sidney, J Walstab | D Townsend, P Sidney, J Walstab | Registered Holder | 863,550 Ordinary Shares | 863,550 |
| Drew Townsend | D & C Townsend; & Townsend Super Fund | D & C Townsend; & Townsend Super Fund | Registered Holder | 14,391,047 Ordinary Shares | 14,391,047 |
| | | | | 273,431,121 Ordinary Shares | 273,431,121 |

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:

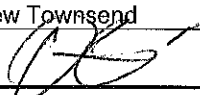
| Name | Address |
|---------------------------------------|--|
| Crisp Holdings Pty Limited | c/- Level 40, 2 Park Street, Sydney, NSW |
| Chicago Holdings Limited | c/- Level 40, 2 Park Street, Sydney, NSW |
| D Townsend, P Sidney, J Walstab | c/- Level 40, 2 Park Street, Sydney, NSW |
| D & C Townsend; & Townsend Super Fund | c/- Level 40, 2 Park Street, Sydney, NSW |

Signature

Print name

Drew Townsend

Sign here



Capacity: Personal Capacity and Authorised Signatory of Crisp Holdings Pty Limited

Date: 1 July 2020

Put and Call Option Arrangements entered into by Crisp Holdings Pty Limited

- The Form 604 dated 17 December 2019 disclosed that as part of the internal reorganisation of its shareholding on 17 December 2019, Crisp Holdings Pty Limited had also entered into certain Put and Call Option arrangements detailed in that Form 604. The first of those option arrangements were exercisable on 1 July 2020 and have been so exercised with the resulting transfer of shares being included in Sections 2-4 of this Form 604 above. The second of those option arrangements as set out in Form 604 dated 17 December 2019, provide that those option arrangements, if to be exercised, must be exercised on 1 July 2021 and if so exercised would result in Crisp Holdings Pty Limited transferring on 1 July 2021 10,292,562 shares at 1.25 cents per share, 2,573,141 shares of which would be transferred to Drew Townsend. If so exercised the number of shares referred to in Section 2 of this Notice above would on 1 July 2021 reduce from 273,431,121 (24.23%) per above to 263,138,559 (23.32%) (assuming no other share acquisitions or disposals and that the Company's issued shares remained unchanged)

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.