

1 August 2023

By e-lodgement

ASX Market Announcements Office
Australian Securities Exchange
20 Bridge Street
Sydney NSW 2000

NOT FOR RELEASE TO THE MARKET

Dear Sir/Madam

Notice of Initial Substantial Holder in ImpediMed Limited (ACN 089 705 144)

I am director of the undersigned member of ImpediMed Limited (ACN 089 705 144) (the **Company**).

Pursuant to section 671B(1)(a) of the *Corporations Act 2001* (Cth), please find attached a Notice of Initial Substantial Holder (Form 603) on behalf of the undersigned member and the Substantial Shareholders as set out in the attached Notice.

Stephen Atkinson

Your sincerely,
Stephen Atkinson
Director
Acadia Park Pty Ltd
78 Provincial Road
Lindfield NSW 2070

Form 603

Corporations Act 2001
Section 671B

Notice of initial substantial holder

To Company Name/Scheme **IMPEDIMED LIMITED**

ACN/ARSN **ACN 089 705 144**

1. Details of substantial holder (1)

Name **Acadia Park Pty Ltd and each of the Parties listed in Annexure B (together the Substantial Shareholders)**

ACN/ARSN (if applicable) **629 581 326 (see Annexure B)**

The holder became a substantial holder on **28/07/2023**

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)
ORD	161,653,990	161,653,990	8.008%

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
See 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
See Annexure B			

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	
See Annexure C				

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
	The association between the Substantial Shareholders arises under s 12(2)(b) of the Corporations Act due to having entered into the Association Agreement at Annexure D, for the purpose of controlling or influencing the composition of the Company's board of directors pursuant to notices under s 203D(2) and 249(1) of the Corporations Act.

7. Addresses

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

Name	Address
See Annexure A	

Signature

print name	Stephen Atkinson	capacity	On behalf of the Substantial Shareholders
sign here	<i>Stephen Atkinson</i>	date	1/08/2023

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.

Annexure A

ImpediMed ACN 089 705 144

**This is Annexure A of three (3) pages referred to in Form 603 Notice of Initial Substantial Holding –
completed on behalf of the Substantial Shareholders**

Stephen Atkinson

Stephen Atkinson

1 August 2023

Holder of relevant interest	Nature of relevant interest (7)	Class and number of securities	Address
Matra Capital Pty Ltd (ACN 619 614 541) ATF Namur Unit Trust	Relevant interest as the holder of the securities under s 608(1)(a) of the <i>Corporations Act 2001</i> (Cth) (Corporations Act)	2,230,770 Ordinary Shares	Ellice-Flint & Co Level 13 23-25 Hunter Street Sydney NSW 2000
Jonnola Pty Ltd (ACN 104 557 842) ATF Scales Super Fund	Relevant interest as the holder of the securities under s 608(1)(a) of the <i>Corporations Act</i>	10,232,704 Ordinary Shares	Ellice-Flint & Co Level 13 23-25 Hunter Street Sydney NSW 2000
Jonnola Pty Ltd (ACN 104 557 842) ATF The Scales Unit Trust	Relevant interest as the holder of the securities under s 608(1)(a) of the <i>Corporations Act</i>	2,250,000 Ordinary Shares	Ellice-Flint & Co Level 13 23-25 Hunter Street Sydney NSW 2000
Jonnola Pty Ltd (ACN 104 557 842)	Relevant interest under s 608(3)(b) of the <i>Corporations Act</i>	2,230,770 Ordinary Shares	Ellice-Flint & Co Level 13 23-25 Hunter Street Sydney NSW 2000
Nola Hodgson	Relevant interest under s 608(3)(b) of the <i>Corporations Act</i>	14,713,474 Ordinary Shares	24 Ponsonby Parade Seaforth NSW 2092
Jonathan Peter Scales	Relevant interest under s 608(3)(b) of the <i>Corporations Act</i>	14,713,474 Ordinary Shares	24 Ponsonby Parade Seaforth NSW 2092
Pakasoluto Pty Limited (ACN 078 860 572) as trustee for the Barkl Family Super Fund A/C	Relevant interest as the holder of the securities under s 608(1)(a) of the <i>Corporations Act 2001</i> (Cth)	17,011,422 Ordinary Shares	8A Esther Road Mosman NSW 2088
Paul John Barkl	Relevant interest under s 608(3)(b) of the <i>Corporations Act</i>	17,011,422 Ordinary Shares	8A Esther Road Mosman NSW 2088
Henderson International Pty Limited (ACN 060 565 291) as trustee for the Henderson Super Fund	Relevant interest as the holder of the securities under s 608(1)(a) of the <i>Corporations Act</i>	7,823,461 Ordinary Shares	Wynn & Bennett Pty Ltd Level 17 111 Elizabeth Street Sydney NSW 2000
Henderson International Pty Ltd (ACN 060 565 291) as trustee for the Skibo Super Fund	Relevant interest as the holder of the securities under s 608(1)(a) of the <i>Corporations Act</i>	9,470,590 Ordinary Shares	Wynn & Bennett Pty Ltd Level 17 111 Elizabeth Street Sydney NSW 2000

Henderson International Pty Ltd (ACN 060 565 291) as trustee for the Sowers & Reapers Family Account	Relevant interest as the holder of the securities under s 608(1)(a) of the Corporations Act	2,942,116 Ordinary Shares	Wynn & Bennett Pty Ltd Level 17 111 Elizabeth Street Sydney NSW 2000
Barry Henderson	Relevant interest under s 608(3)(b) of the Corporations Act	20,236,167 Ordinary Shares	Unit 10 19A-21 Addison Road Manly NSW 2095
Heather Henderson	Relevant interest under s 608(3)(b) of the Corporations Act	20,236,167 Ordinary Shares	Unit 10 19A-21 Addison Road Manly NSW 2095
Stephen Mahnken and Dior Mahnken ATF Three Fish Trust	Relevant interest as the holder of the securities under s 608(1)(a) of the Corporations Act 2001	20,446,363 Ordinary Shares	240A Woollooware Road Burraneer NSW 2230
MBA Investments Pty Ltd (ACN 152 926 531)	Relevant interest as the holder of the securities under s 608(1)(a) of the Corporations Act	22,490,000 Ordinary Shares	Pinn Deavin & Co Level 2 2-4 Northumberland Avenue Taren Point NSW 2229
Stephen Edward Mahnken	Relevant interest under ss 608(3)(a) and 608(3)(b) of the Corporations Act	50,243,340 Ordinary Shares	240A Woollooware Road Burraneer NSW 2230
Dior Mahnken	Relevant interest under ss 608(3)(a) and 608(3)(b) of the Corporations Act	50,243,340 Ordinary Shares	240A Woollooware Road Burraneer NSW 2230
Sunlora Pty Limited (ACN 067 298 006) ATF Three Fish Superannuation	Relevant interest as the holder of the securities under s 608(1)(a) of the Corporations Act	27,753,340 Ordinary Shares	240A Woollooware Road Cronulla NSW 2230
Sunlora Pty Limited (ACN 067 298 006)	Relevant interest under s 608(3)(a) of the Corporations Act	22,490,000 Ordinary Shares	240A Woollooware Road Cronulla NSW 2230
Moore Family Nominee Pty Limited (ACN 081 330 832) as trustee of the Moore Family Super Fund and Moore Family Trust	Relevant interest as the holder of the securities under s 608(1)(a) of the Corporations Act	22,500,000 Ordinary Shares	20A Redan Lane Mosman NSW 2088
Ian Moore	Relevant interest under s 608(3)(b) of the Corporations Act	22,500,000 Ordinary Shares	20A Redan Lane Mosman NSW 2088
Peter Warne	Relevant interest under s 608(1)(c) and s 608(8) of the Corporations Act	22,500,000 Ordinary Shares	Care of 20A Redan Lane Mosman NSW 2088
Standard Company Pty Ltd (ACN 149 923 311) as trustee for the 26 Broadway Trust	Relevant interest as the holder of the securities under s 608(1)(a) of the Corporations Act	2,927,492 Ordinary Shares	78 Provincial Road Lindfield NSW 2070
Standard Company Pty Ltd	Relevant interest under s 608(3)(b) of the Corporations Act	7,945,858 Ordinary Shares	78 Provincial Road Lindfield NSW 2070
Acadia Park Pty Ltd (ACN 629 581 326)	Relevant interest as the holder of the securities under s 608(1)(a) of the Corporations Act	7,945,858 Ordinary Shares	78 Provincial Road Lindfield NSW 2070

SA Funds Pty Limited (ACN 111 818 752) as trustee for the SA Super Fund	Relevant interest as the holder of the securities under s 608(1)(a) of the Corporations Act	2,302,096 Ordinary Shares	78 Provincial Road Lindfield NSW 2070
Siew Luan Atkinson	Relevant interest under s 608(3)(a) and s 608(3)(b) of the Corporations Act	13,323,226 Ordinary Shares	78 Provincial Road Lindfield NSW 2070
Stephen Atkinson	Relevant interest under s 608(3)(b) of the Corporations Act	13,175,446 Ordinary Shares	78 Provincial Road Lindfield NSW 2070
LAYF Pty Ltd (ACN 124 962 956) as trustee for the Luan & Yoong Foundation	Relevant interest as the holder of the securities under s 608(1)(a) of the Corporations Act	147,780 Ordinary Shares	78 Provincial Road Lindfield NSW 2070
Siew Yoong Low	Relevant interest under s 608(3)(a) of the Corporations Act	147,780 Ordinary Shares	30 Minora Road Dalkeith WA 6009
Boon Chin Low	Relevant interest under s 608(3)(a) of the Corporations Act	147,780 Ordinary Shares	Unit 3 1 Via Torre Northbridge WA 6003
Mun Kit Low	Relevant interest under s 608(3)(a) of the Corporations Act	147,780 Ordinary Shares	Unit 3 1 Via Torre Northbridge Wa 6003
Wales Corporation Pty Ltd (ACN 078 446 867) as trustee of the John Anthony Nolan Superannuation Fund	Relevant interest as the holder of the securities under s 608(1)(a) of the Corporations Act	3,179,998 Ordinary Shares	5 Iona Avenue Toorak VIC 3142
John Anthony Nolan	Relevant interest under s 608(3)(b) of the Corporations Act	3,179,998 Ordinary Shares	5 Iona Avenue Toorak VIC 3142

Annexure B

ImpediMed ACN 089 705 144

**This is Annexure B of two (2) pages referred to in Form 603 Notice of Initial Substantial Holding –
completed on behalf of the Substantial Shareholders**

Stephen Atkinson

Stephen Atkinson

1 August 2023

Holder of relevant interest	Registered holder of securities	Persons entitled to be registered as holder (8)	Class and number of securities
Matra Capital Pty Ltd (ACN 619 614 541) ATF Namur Unit Trust	Per first column	N/A	2,230,770 Ordinary Shares
Jonnola Pty Ltd (ACN 104 557 842) ATF Scales Super Fund	Per first column	N/A	10,232,704 Ordinary Shares
Jonnola Pty Ltd (ACN 104 557 842) ATF The Scales Unit Trust	Per first column	N/A	2,250,000 Ordinary Shares
Pakasoluto Pty Limited (ACN 078 860 572) as trustee for the Barkl Family Super Fund A/C	Per first column	N/A	17,011,422 Ordinary Shares
Henderson International Pty Limited (ACN 060 565 291) as trustee for the Henderson Super Fund	Per first column	N/A	7,823,461 Ordinary Shares
Henderson International Pty Ltd (ACN 060 565 291) as trustee for the Skibo Super Fund	Per first column	N/A	9,470,590 Ordinary Shares
Henderson International Pty Ltd (ACN 060 565 291) as trustee for the Sowers & Reapers Family Account	Per first column	N/A	2,942,116 Ordinary Shares
Stephen Mahnken and Dior Mahnken ATF Three Fish Trust	Per first column	N/A	20,446,363 Ordinary Shares
MBA Investments Pty Ltd (ACN 152 926 531)	Per first column	N/A	22,490,000 Ordinary Shares
Sunlora Pty Limited (ACN 067 298 006) ATF Three Fish Superannuation	Per first column	N/A	27,753,340 Ordinary Shares
Moore Family Nominee Pty Limited (ACN 081 330 832) as	Per first column	N/A	22,500,000 Ordinary Shares

trustee of the Moore Family Super Fund and Moore Family Trust			
Standard Company Pty Ltd (ACN 149 923 311) as trustee for the 26 Broadway Trust	Per first column	N/A	2,927,492 Ordinary Shares
Acadia Park Pty Ltd (ACN 629 581 326)	Per first column	N/A	7,945,858 Ordinary Shares
SA Funds Pty Limited (ACN 111 818 752) as trustee for the SA Super Fund	Per first column	N/A	2,302,096 Ordinary Shares
LAYF Pty Ltd (ACN 124 962 956) as trustee for the Luan & Yoong Foundation	Per first column	N/A	147,780 Ordinary Shares
Wales Corporation Pty Ltd (ACN 078 446 867)	Per first column	N/A	3,179,998 Ordinary Shares

Annexure C

ImpediMed ACN 089 705 144

**This is Annexure C of one (1) page referred to in Form 603 Notice of Initial Substantial Holding –
completed on behalf of the Substantial Shareholders**

Stephen Atkinson

Stephen Atkinson

1 August 2023

Holder of relevant interest	Date of acquisition	Consideration (9)	Class and number of securities
Matra Capital Pty Ltd (ACN 619 614 541) ATF Namur Unit Trust	21 June 2023	\$30,000.1 Cash	230,770 ORD
Jonnola Pty Ltd (ACN 104 557 842) ATF Scales Super Fund	21 June 2023	\$30,000.1 Cash	230,770 ORD
Pakasoluto Pty Limited (ACN 078 860 572) as trustee for the Barkl Family Super Fund A/C	29 May 2023	\$100,000.03 Cash	769,231 ORD
	21 June 2023	\$30,000.1 Cash	230,770 ORD
Henderson International	21 June 2023	\$30,000.1 Cash	230,770 ORD
MBA Investments Pty Ltd (ACN 152 926 531)	19 May 2023	\$65,000 Cash	500,000 ORD
Moore Family Nominee Pty Limited (ACN 081 330 832) as trustee of the Moore Family Super Fund and Moore Family Trust	26 May 2023	\$130,000 Cash	1,000,000 ORD
SA Funds Pty Limited (ACN 111 818 752) as trustee for the SA Super Fund	21 June 2023	\$30,000.1 Cash	230,770 ORD
Standard Company Pty Ltd (ACN 149 923 311) as trustee for the 26 Broadway Trust	21 June 2023	\$30,000.1 Cash	230,770 ORD
Acadia Park Pty Ltd (ACN 629 581 326)	21 June 2023	\$30,000.1 Cash	230,770 ORD
	26 June 2023	\$160,000 Cash	1,000,000 ORD
	4 July 2023	\$108,001.8 Cash	600,010 ORD
	5 July 2023	\$71,998.2 Cash	399,990 ORD
LAYF Pty Ltd (ACN 124 962 956) as trustee for the Luan & Yoong Foundation	21 June 2023	\$5,094.7 Cash	39,190 ORD
Wales Corporation Pty Ltd (ACN 078 446 867)	21 June 2023	\$30,000.1 Cash	230,770 ORD

Annexure D

ImpediMed ACN 089 705 144

**This is Annexure D of three (3) pages referred to in Form 603 Notice of Initial Substantial Holding –
completed on behalf of the Substantial Shareholders**

Stephen Atkinson

Stephen Atkinson

1 August 2023

Parties

- 1 Matra Capital Pty Ltd (ACN 619 614 541) as trustee for the Namur Unit Trust;
- 2 Jonnola Pty Ltd (ACN 104 557 842) as trustee for the Scales Super Fund;
- 3 Jonnola Pty Ltd (ACN 104 557 842) as trustee for the Scales Unit Trust;
- 4 Pakasoluto Pty Limited (ACN 078 860 572) as trustee for the Barkl Family Super Fund A/C;
- 5 Henderson International Pty. Limited (ACN 060 565 291) as trustee for the Henderson Super Fund;
- 6 Henderson International Pty. Limited (ACN 060 565 291) as trustee for the Skibo Super Fund;
- 7 Henderson International Pty. Limited (ACN 060 565 291) as trustee for the Sowers & Reapers Family Account;
- 8 Stephen Mahnken and Dior Mahnken as trustees for the Three Fish Trust;
- 9 MBA Investments Pty Ltd (ACN 152 926 531);
- 10 Sunlora Pty. Limited (ACN 067 298 006) as trustee for Three Fish Superannuation;
- 11 Moore Family Nominee Pty Limited (ACN 081 330 832) as trustee for the Moore Family Super Fund;
- 12 Standard Company Pty Ltd (ACN 149 923 311) as trustee for the 26 Broadway Trust;
- 13 Acadia Park Pty Ltd (ACN 629 581 326);
- 14 S A Funds Pty Limited (ACN 111 818 752) as trustee for the SA Super Fund;
- 15 LAYF Pty Ltd (ACN 124 962 956) as trustee for the Luan & Yoong Foundation; and
- 16 Wales Corporation Pty. Ltd. (ACN 078 446 867)

Background

- 1 The parties have agreed to:
 - (a) move a resolution to remove and appoint directors of ImpediMed Limited (ACN 089 705 144) (the **Company**) pursuant to s 203D of the *Corporations Act 2001* (Cth) (the **Corporations Act**) and clause 16.3 of the Company's Constitution, attached in draft form at Annexure A (the **Section 203D Notice**); and
 - (b) request that the directors of the Company call and arrange to hold a general meeting of the Company pursuant to s 249D(1) of the *Corporations Act* to move the resolutions to remove and appoint directors of the Company, attached in draft form at Annexure B (the **Section 249D Request**).
- 2 The parties acknowledge that the matters in this agreement will make them Associates.

The parties agree

1 Association and Substantial Holding

- (a) Each party agrees to execute the Section 203D Notice and the Section 249D Request substantially in the form attached.
- (b) Each party acknowledges and agrees that:
 - (i) entry into this Agreement will make it an Associate of each of the other parties in respect of the affairs of the Company, and that each party will have voting power in the shares in the Company in which the other parties have a relevant interest; and
 - (ii) to the extent a party is not a Substantial Holder of the Company as at the date of this Agreement, the entry into this Agreement will make it a Substantial Holder of the Company.
- (c) Each party:
 - (i) undertakes to comply with its obligations to give the Company and the ASX notice of its Substantial Holding in the Company under section 671B of the Corporations Act;
 - (ii) undertakes to notify each other party in the event that their shareholding in the Company changes;
 - (iii) acknowledges and agrees that a copy of this Agreement may be disclosed as an attachment to a Substantial Holding Notice; and
 - (iv) authorises Stephen Atkinson to sign a Substantial Holding Notice on their behalf as an authorised signatory.

2 Termination

- (a) This Agreement will terminate at the close of the general meeting requisitioned under the Section 249D Request.
- (b) Upon termination of this Agreement in accordance with clause 2.1, the association formed between the parties under this Agreement will terminate.

3 General

- (a) This Agreement may be executed in any number of counterparts and all those counterparts taken together will constitute one instrument.
- (b) This Agreement is governed by the laws of New South Wales. Each party submits to the non-exclusive jurisdictions of the courts of New South Wales.
- (c) The rights and obligations of each party under this Agreement are personal. They cannot be assigned, charged or otherwise dealt with, and no party shall attempt or purport to do so, without the prior written consent of the other parties.

Schedule 1 Dictionary

In this Agreement, the following definitions apply:

Agreement means this association agreement.

Associate has the meaning given in section 12 of the Corporations Act.

ASX means the Australian Securities Exchange.

Corporations Act means the *Corporations Act 2001* (Cth).

Section 203D Notice has the meaning given in the Background section.

Section 249D Request has the meaning given in the Background section.

Substantial Holder means a person with a Substantial Holding.

Substantial Holding has the meaning given in section 9 of the Corporations Act.

Substantial Holding Notice means a notice given under section 671B of the Corporations Act.