

Form 603Corporations Act 2001
Section 671B**Notice of initial substantial holder**To Company Name/Scheme Quantum Graphite LimitedACN/ARSN 008 101 979**1. Details of substantial holder (1)**Name Ms Rochelle J Pattison

ACN/ARSN (if applicable) _____

The holder became a substantial holder on 7 / 12 / 2022**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)
Ordinary Shares	28,525,661	28,525,661	8.49%

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 Attached		

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 Attached			

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 Attached				

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
See Attached	

7. Addresses

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

Name	Address
Chimaera Capital Limited	Level 4, 349 Collins Street

Signature

print name **Rochelle J Pattison** capacity **Individual**

sign here



date **8/12/2022/**

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 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 – Annexure

Substantial Holder: Rochelle Pattison

Date of Form 603: 8 December 2022

Sections 2, 3 and 4:

Details of Voting Power/Relevant Interests/Registered Holders	Nature of Interest	Number and nature of interests
Entity	Nature of Interest	Quantity of Interests
Anne Pattison Pty Ltd	Indirect	1,500,000 Ordinary Shares
Beas Investments Pty Ltd	Indirect	1,500,000 Ordinary Shares
Bedriacum Pty Ltd <Inchtuthil Trust>	Indirect	7,825,000 Ordinary Shares
Cablerand Pty Ltd <Pattison A/c>	Indirect	6,250,000 Ordinary Shares
Cablerand Pty Ltd	Indirect	589,995 Ordinary Shares
Fuddy Pty Ltd <Pattison Superannuation Fund>	Indirect	150,000 Ordinary Shares
Inverarey Pty Ltd <Kilchurn>	Indirect	6,490,178 Ordinary Shares
Rochelle Pattison & Katherine Forrest atf the Sylvan Super Fund	Indirect	4,131,797 Ordinary Shares
Rochelle Pattison	Indirect	88,691 Ordinary Shares
		28,525,661 Ordinary Shares

Section 5: Transactions and considerations

Transaction	Date	Entity	Quantity	Consideration
Opening	1/1/2022		11,167,867	
Purchase	3/8/2022	Beas Investments Pty Ltd	1,387,367	\$568,820.62
Purchase	5/8/2022	Rochelle Pattison & Katherine Forrest atf the Sylvan Super Fund	1,184,796	\$471,999.98
Issuance	6/12/2022	Cablerand Pty Ltd (granted pursuant to AGM resolutions)	97,687	As per 2022 AGM resolutions
Purchase	5/12/2022	Bedriacum Pty Ltd	7,825,000	\$4,695,000.00
Option	5/12/22	Cablerand Pty Ltd <Pattison A/c>	4,239,993	\$2,543,995.80
Exercise		(Consideration was acquisition cost of options)		
Purchase	5/12/2022	Inverarey Pty Ltd <Kilchurn> (Consideration was acquisition cost of options)	2,622,951	\$1,573,770.60
			28,525,661	

Form 603 – Annexure (cont)

Substantial Holder: Rochelle Pattison

Date of Form 604: 8 December 2022

Section 6: Associates

Associates named in the notice are:

- Anne Pattison Pty Ltd
- Beas Investments Pty Ltd
- Bedriacum Pty Ltd <Inchtuthil Trust>
- Cablerand Pty Ltd <Pattison A/c>
- Cablerand Pty Ltd
- Fuddy Pty Ltd <Pattison Superannuation Fund>
- Inverarey Pty Ltd <Kilchurn>
- Rochelle Pattison & Katherine Forrest atf the Sylvan Super Fund
- Rochelle Pattison