

Form 605

Corporations Act 2001

Section 671B

Notice of ceasing to be a substantial holder

To	Company Name/Scheme	Selfwealth Ltd
	ACN/ARSN	154 324 428
1.	Details of substantial holder (1)	
	Name	Graham Newman Pty Ltd ACN 128 187 164, Nicholas Michael Kephala and Virginia Wallace as trustees for the Berkshire Super Fund, Nicholas Michael Kephala as trustee for Stella Wallace Kephala, Nicholas Michael Kephala as trustee for Athena Rose Kephala and Nicholas Michael Kephala as trustee for Harry Gus Kephala

ACN/ARSN (if applicable)

There holder ceased to be a substantial holder on

26 / 05 / 2022

The previous notice was given to the company on

04 / 04 / 2022

The previous notice was dated

04 / 04 / 2022

2. Changes in relevant interests

Particulars of each change in, or change in the nature of, a relevant interest (2) of the substantial holder or an associate (3) 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 (4)	Consideration given in relation to change (5)	Class (6) and number of securities affected	Person's votes affected
26 May 2022	Kephala Group	As specified in the section titled 'Nature of Change' in Annexure A	Nil	As specified in the section titled 'Class and number of securities affected and affected votes' in Annexure A	

3. Changes in association

The persons who have become associates (3) of, ceased to be associates of, or have changed the nature of their association (7) 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
Andrew Ward	The parties were associates by virtue of section 12(2) of the Act by executing the Notices.
ESC Pty Ltd ACN 163 861 229 as trustee for Ward Superannuation Fund	The general meeting of Selfwealth for which the parties were associates was held on 26 May 2022 and all of the issues set out
Anthony Philip Woolley	

Janet Dawn Kencian	in the Notices were resolved. Accordingly, the parties are no longer associates by virtue of section 12(2) of the Act. Defined terms used in this section have the meaning given to them in Annexure A .
T.W. Investments Pty Limited ACN 064 914 174	
WK Super Pty Ltd ACN 600 478 475	
FTM Super Services Pty Ltd ACN 148 941 477	
F.T.M. Nominees Proprietary Limited ACN 005 031 470	
Yang Liu	

4. Addresses

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

Name	Address
Graham Newman Pty Ltd ACN 128 187 164	67 Beaver Street, Malvern East VIC 3145
Nicholas Michael Kephala and Virginia Wallace as trustees for the Berkshire Super Fund	c/- ESUPERFUND, PO Box 401, North Melbourne VIC 3051
Nicholas Michael Kephala as trustee for Stella Wallace Kephala	c/- BB Accountants, Level 1, 466 Malvern Road, Prahran VIC 3181
Nicholas Michael Kephala as trustee for Athena Rose Kephala	c/- BB Accountants, Level 1, 466 Malvern Road, Prahran VIC 3181
Nicholas Michael Kephala as trustee for Harry Gus Kephala	c/- BB Accountants, Level 1, 466 Malvern Road, Prahran VIC 3181
Andrew Bruce Ward	4 Somers Avenue, Malvern VIC 3144
ESC Pty Ltd ACN 163 861 229 as trustee for Ward Superannuation Fund	c/- Accru Melbourne Pty Ltd, 50 Camberwell Road, Hawthorn East VIC 3123
Anthony Philip Woolley	c/- Mary Van Mourik, G 183 North Quay, Brisbane QLD 4000
Janet Dawn Kencian	c/- Mary Van Mourik, G 183 North Quay, Brisbane QLD 4000
T.W. Investments Pty Limited ACN 064 914 174	c/- Mary Van Mourik, G 183 North Quay, Brisbane QLD 4000
WK Super Pty Ltd ACN 600 478 475	c/- Mary Van Mourik, G 183 North Quay, Brisbane QLD 4000
FTM Super Services Pty Ltd ACN 148 941 477	4 Staniland Avenue, Malvern VIC 3144
F.T.M. Nominees Proprietary Limited ACN 005 031 470	4 Staniland Avenue, Malvern VIC 3144
Yang Liu	14 Hawkins Place, Thornlands, Queensland 4164

Signature

print name

Nicholas Michael
Kephala

capacity

Authorised signatory of the
substantial holders

sign here



date

27 / 05 / 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 4 of the form.
See the definition of "associate" in section 9 of the Corporations Act 2001.
- (2) See the definition of "relevant interest" in sections 608 and 671B(7) of the Corporations Act 2001.
- (3) See the definition of "associate" in section 9 of the Corporations Act 2001.
- (4) 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.
- (5) 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.
- (6) The voting shares of a company constitute one class unless divided into separate classes.
- (7) Give details, if appropriate, of the present association and any change in that association since the last substantial holding notice

Annexure A

This Annexure A of 1 page referred to in the Form 605 Notice of change of interests of substantial holder dated 27 May 2022

Signature

print name

Nicholas Michael Kephala

capacity

Authorised
signatory of the
substantial holders

sign here



27 May 2022

Nature of Change

The Kephala Group has ceased to be an associate of any Other Requisitionists, and has no relevant agreement with any of them, as the issues set out in the Notices were resolved at the general meeting of Selfwealth held on 26 May 2022.

Class and number of securities affected and affected votes

At the time of the Previous Notice, the Kephala Group had a relevant interest in 39,609,598 ordinary shares of Selfwealth. Pursuant to the change in association specified in Item 3 of this Form 605, the Kephala Group no longer has an interest in the 32,679,827 shares in Selfwealth owned by the Other Requisitionists. Accordingly, as of the date of this Form 605,

- the Kephala Group has an interest in 6,929,771 fully paid ordinary shares of Selfwealth; and
- the Kephala Group has 6,929,771 votes.

Definitions

In this Form 604 Notice of change of interests of substantial holder:

1. **'Act'** means the *Corporations Act 2001* (Cth);
2. **'Kephala Group'** means:
 - 2.1 Graham Newman Pty Ltd ACN 128 187 164;
 - 2.2 Nicholas Michael Kephala and Virginia Wallace as trustees for the Berkshire Super Fund;
 - 2.3 Nicholas Michael Kephala as trustee for Stella Wallace Kephala;
 - 2.4 Nicholas Michael Kephala as trustee for Athena Rose Kephala; and
 - 2.5 Nicholas Michael Kephala as trustee for Harry Gus Kephala;
3. **'Notices'** means:
 - 3.1 a notice issued pursuant to section 203D of the Act dated 18 February 2022 giving notice to Selfwealth of resolutions that the requisitioning shareholders intended to move at the next Selfwealth general meeting, signed by Graham Newman Pty Ltd ACN 128 187 164 and Andrew Ward;
 - 3.2 a notice issued pursuant to section 249D of the Act dated 31 March 2022 (**'249D Notice'**) requisitioning a general meeting of Selfwealth to consider resolutions specified in the 249D Notice; and
 - 3.3 a notice issued pursuant to section 249P of the Act for distribution of a statement of members by Selfwealth to all of the members of Selfwealth; and
4. **'Other Requisitionists'** means the parties identified in Item 3 of this Form 605; and
5. **'Selfwealth'** means Selfwealth Limited ACN 154 324 428.