

Form 604
Corporations Act 2001
Section 671B

Notice of change of interests of substantial holder

To Company Name/Scheme Home Consortium Limited (HCL) and Home Consortium Developments Limited (HCDL) (together, HomeCo)

ACN/ARSN 138 890 593 (HCL) and 635 859 700 (HCDL)

1. Details of substantial holder (1)

Name Spotlight Group Holdings Pty Ltd (ACN 113 517 990) (SGH) and each of the persons set out in Annexure A (each a Substantial Holder)

ACN/ARSN (if applicable) _____

There was a change in the interests of the substantial holder on 7 July 2020

The previous notice was given to the company on 18 October 2019

The previous notice was dated 16 October 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		Present notice	
	Person's votes	Voting power (5)	Person's votes	Voting power (5)
Stapled securities, comprising one fully paid ordinary share in HCL stapled to one fully paid ordinary share in HCDL (Stapled Securities)	103,442,889	52.29%	104,308,728	42.31%

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	Consideration given in relation to change	Class and number of securities affected	Person's votes affected
See Annexure B					

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	Nature of relevant interest	Class and number of securities	Person's votes
See Annexure C					

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:

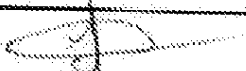
Name and ACN/ARSN (if applicable)	Nature of association
N/A	

6. Addressees

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

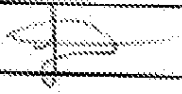
Name	Address
SGH	Level 1, 199 Toorak Road, South Yarra VIC 3141
each other Substantial Holder	See Annexure A

Signature

print name	Leigh Gratzer	capacity	Company Secretary
sign here		date	9/07/2020

Annexure A – Substantial Holders

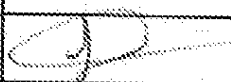
This is Annexure A of 1 page referred to in the Form 604 (Notice of change of interests of substantial holders).

print name	Leigh Grotzer	capacity	Company Secretary
sign here		date	9/07/2020

Name	ACN	Address
DBT Nominees Pty Ltd as trustee for the Danawell Business Trust (DBT)	006 417 947	Level 1, 199 Toorak Road, South Yarra VIC 3141
Fralara Pty Ltd as trustee for the Fralara Investment Trust (Fralara)	132 822 970	Level 1, 199 Toorak Road, South Yarra VIC 3141
Fralara Pty Ltd as trustee for the Fried Alara Family Trust (Fralara)	132 822 989	Level 1, 199 Toorak Road, South Yarra VIC 3141
Spotlight Superannuation Pty Ltd (SS) as trustee for the Spotlight Provident Fund (SPF)	614 355 058	Level 1, 199 Toorak Road, South Yarra VIC 3141
IF Nominees Pty Ltd as trustee for the IF Family Trust (IF Nominees)	602 591 579	Level 1, 199 Toorak Road, South Yarra VIC 3141
Isaac Jacob Fried (IJF)	n/a	Level 6, 111 Cecil Street, South Melbourne VIC 3205
Morry Fried (MF)	n/a	Level 6, 111 Cecil Street, South Melbourne VIC 3205
Vivienne Fried (VF)	n/a	Level 6, 111 Cecil Street, South Melbourne VIC 3205

Annexure B - Changes in relevant interests


This is Annexure B of 1 page referred to in the Form 604 (Notice of change of interests of substantial holders).

print name	Leigh Gratzar	capacity	Company Secretary
sign here		date	13/07/2020

Date of change	Person whose relevant interest changed	Nature of change	Consideration given in relation to change	Class and number of securities affected	Person's votes affected
28/02/2020	IJF, VF, Fralara	On market acquisition	\$3.8149 per Stapled Security	43,555 Stapled Securities	43,555
2/03/2020	IJF, VF, Fralara	On market acquisition	\$3.79 per Stapled Security	74,998 Stapled Securities	74,998
3/03/2020	IJF, VF, Fralara	On market acquisition	\$3.906 per Stapled Security	32,176 Stapled Securities	32,176
4/03/2020	IJF, VF, Fralara	On market acquisition	\$3.9104 per Stapled Security	60,860 Stapled Securities	60,860
5/03/2020	IJF, VF, Fralara	On market acquisition	\$3.9034 per Stapled Security	85,411 Stapled Securities	85,411
10/03/2020	IJF, VF, Fralara	On market acquisition	\$3.5983 per Stapled Security	115,282 Stapled Securities	115,282
11/03/2020	IJF, VF, Fralara	On market acquisition	\$3.6045 per Stapled Security	109,114 Stapled Securities	109,114
12/03/2020	IJF, VF, Fralara	On market acquisition	\$3.5156 per Stapled Security	52,037 Stapled Securities	52,037
28/02/2020	MF, Fralara	On market acquisition	\$3.8149 per Stapled Security	37,102 Stapled Securities	37,102
2/03/2020	MF, Fralara	On market acquisition	\$3.7658 per Stapled Security	34,696 Stapled Securities	34,696
3/03/2020	MF, Fralara	On market acquisition	\$3.9143 per Stapled Security	13,114 Stapled Securities	13,114
4/03/2020	MF, Fralara	On market acquisition	\$3.9186 per Stapled Security	23,501 Stapled Securities	23,501
5/03/2020	MF, Fralara	On market acquisition	\$3.937 per Stapled Security	27,063 Stapled Securities	27,063
6/03/2020	MF, Fralara	On market acquisition	\$3.9104 per Stapled Security	83,511 Stapled Securities	83,511
9/03/2020	MF, Fralara	On market acquisition	\$3.6566 per Stapled Security	31,013 Stapled Securities	31,013
30/03/2020	IJF, IF Nominees	On market acquisition	\$1.9212 per Stapled Security	23,874 Stapled Securities	23,874
31/03/2020	IJF, IF Nominees	On market acquisition	\$2.072 per Stapled Security	13,532 Stapled Securities	13,532
7/07/2020	DBT, SS, SPF, MF, VF, IJF, SGH	Dilution due to issue of new Stapled Securities	n/a	102,288,559 Stapled Securities	102,288,559
7/07/2020	IJF, VF, Fralara	Dilution due to issue of new Stapled Securities	n/a	1,439,419 Stapled Securities	1,439,419
7/07/2020	IJF, IF Nominees	Dilution due to issue of new Stapled Securities	n/a	37,406 Stapled Securities	37,406
7/07/2020	MF, Fralara	Dilution due to issue of new Stapled Securities	n/a	541,344 Stapled Securities	541,344

Annexure C – Present relevant interests

This is Annexure C of 1 page referred to in the Form 604 (Notice of change of interests of substantial holders).

print name	Leigh Gratzler	capacity	Company Secretary
sign here		date	9/07/2020

Holder of relevant interest	Registered holder of securities	Person entitled to be registered as holder	Nature of relevant interest	Class and number of securities	Person's votes
DBT	Home Investment Consortium Company Pty Ltd (HICC) as trustee for the Home Investment Consortium Trust (HICT).	HICC trustee as for HICT	DBT holds a 10.71% interest in HICC and HICT. DBT is deemed to have "voting power" in HICC of more than 20% by virtue of a Term Sheet entered into by each HICC shareholder (see Annexure B to the Substantial Holders' previous notice).	62,222,223 Stapled Securities	62,222,223
	HICC 2 Pty Ltd as bare trustee for the Home Acquisition Trust (HICC2)	HICC2	As a result, DBT is deemed to have a relevant interest in all Stapled Securities held by HICC under section 608(3)(a) of the Corporations Act 2001 (Cth) (Act). HICC has a relevant interest under section 608(1)(a) of the Act as the registered holder of 62,222,223 Stapled Securities and under sections 608(1)(b) and 608(1)(c) of the Act as the sole shareholder of HICC2 which is the registered holder of 31,111,112 Stapled Securities. HICT is also the sole beneficiary of the Home Acquisition Trust.	31,111,112 Staped Securities	31,111,112
	HSBC Custody Nominees (Australia) Limited	DBT	Relevant interest under sections 608(1)(b) and (c) of the Act as the beneficial owner of Stapled Securities.	8,956,224 Staped Securities	8,956,224
SS as trustee for the SPF	As above	As above	Relevant interest under section 608(3)(b) of the Act as the sole unitholders of the Denewell Business Trust.	102,288,559 Staped Securities	102,288,559
MF, VF	As above	As above	Relevant interest under section 608(3)(b) of the Act as the sole members of SPF.	102,288,559 Staped Securities	102,288,559
SGH	As above	As above	Relevant interest under section 608(3)(b) of the Act as the sole shareholder of both DBT and SS.	102,288,559 Staped Securities	102,288,559
IJF, MF	As above	As above	Under section 608(3)(b) of the Act, both IJF and MF are deemed to have a relevant interest in all Stapled Securities in which SGH has a relevant interest as IJF and MF jointly control SGH.	102,288,559 Staped Securities	102,288,559
Fralara	HSBC Custody Nominees (Australia) Limited	Fralara	Relevant interest under sections 608(1)(b) and (c) of the Act as the beneficial owner of Stapled Securities.	1,439,419 Staped Securities	1,439,419
IJF, VF	HSBC Custody Nominees (Australia) Limited	Fralara	Relevant interest under section 608(3)(b) of the Act as a joint holder of all the shares on issue in Fralara.	1,439,419 Staped Securities	1,439,419
IF Nominees	HSBC Custody Nominees (Australia) Limited	IF Nominees	Relevant interest under sections 608(1)(b) and (c) of the Act as the beneficial owner of Stapled Securities.	37,406 Staped Securities	37,406
IJF	HSBC Custody Nominees (Australia) Limited	IF Nominees	Relevant interest under section 608(3)(b) of the Act as IJF controls IF Nominees.	37,406 Staped Securities	37,406
Fralara	HSBC Custody Nominees (Australia) Limited	Fralara	Relevant interest under sections 608(1)(b) and (c) of the Act, as the beneficial owner of Stapled Securities.	541,344 Staped Securities	541,344
MF	HSBC Custody Nominees (Australia) Limited	Fralara	Relevant interest under section 608(3)(b) of the Act as the sole shareholder of Fralara.	541,344 Staped Securities	541,344