

Form 604
Corporations Act 2001
Section 671B
Notice of change of interests of substantial holder

To: **Company Name/Scheme:** HMC Capital Limited
ACN/ARSN: 138 990 593

1. Details of substantial holder

Name: CW Property Nominees Pty Ltd
ACN/ARSN (if applicable): 614 388 171

There was a change in the interests of the substantial holder on: **5 April 2023**

The previous notice was given to the company on: **14 December 2020**

The previous notice was dated: **14 December 2020**

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 had a relevant interest 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	Previous notice		Present notice	
	Person's votes	Voting power (%)	Person's votes	Voting power (%)
Fully Paid ordinary shares	92,593,343	31.92%	92,593,343	28.42%

3. Changes in relevant interest

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
5/04/2023	CW Property Nominees Pty Ltd	Dilution of interest following the issue of fully paid ordinary shares by HMC Capital Limited under a placement announced on the ASX on 30 March 2023	N/A	92,593,343 Fully Paid ordinary shares	92,593,343 Fully Paid ordinary shares

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
CW Property Nominees Pty Ltd	CW Property Nominees Pty Ltd	CW Property Nominees Pty Ltd	CW Property Nominees Pty Ltd is the registered holder of securities, so has a relevant interest under section 608(1)(a) of the Corporations Act 2001.	2,238,806 Fully Paid ordinary shares	2,238,806

CW Property Nominees Pty Ltd	Home Investment Consortium Company Pty Ltd as trustee for the Home Investment Consortium Trust	Home Investment Consortium Company Pty Ltd as trustee for the Home Investment Consortium Trust	<p>CW Property Nominees Pty Ltd holds a 10.71% interest in Home Investment Consortium Company Pty Ltd (HICC) and the Home Investment Consortium Trust (HICT).</p> <p>CW Property Nominees Pty Ltd is deemed to have "voting power" in HICC of more than 20% by virtue of a Term Sheet entered into by each HICC shareholder (Term Sheet).</p> <p>As a result, CW Property Nominees Pty Ltd is deemed to have a relevant interest in all Fully Paid ordinary shares held by HICC under section 608(3)(a) of the Corporations Act 2001. HICC is the registered holder of 61,819,465 securities. CW Property Nominees Pty Ltd's ability to vote or dispose of the securities is qualified as it is not the holder of the securities.</p> <p>A copy of the Term Sheet was attached as Annexure A of the Form 603 lodged by CW Property Nominees on 18 October 2019.</p>	61,819,465 Fully Paid ordinary shares	61,819,465
CW Property Nominees Pty Ltd	HICC 2 Pty Ltd as bare trustee for the Home Acquisition Trust	Home Investment Consortium Company Pty Ltd as trustee for the Home Investment Consortium Trust	<p>CW Property Nominees Pty Ltd holds a 10.71% interest in Home Investment Consortium Company Pty Ltd (HICC) and the Home Investment Consortium Trust (HICT).</p> <p>CW Property Nominees Pty Ltd is deemed to have "voting power" in HICC of more than 20% by virtue of a Term Sheet entered into by each HICC shareholder (Term Sheet).</p> <p>As a result, CW Property Nominees Pty Ltd is deemed to have a relevant interest in all Fully Paid ordinary shares held by HICC under section 608(3)(a) of the Corporations Act 2001. HICC 2 Pty Ltd controls the voting and disposal of 28,535,072 securities as nominee for HICC. CW Property Nominees Pty Ltd's ability to vote or dispose of the securities is qualified as it is not the holder of the securities.</p> <p>A copy of the Term Sheet was attached as Annexure A of the Form 603 lodged by CW Property Nominees on 18 October 2019.</p>	28,535,072 Fully Paid ordinary shares	28,535,072

5. Changes in association

The persons who have become associates of, ceased to be associates of, or have changed the nature of their association 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
CW Property Nominees Pty Ltd	Level 5, 484 St Kilda Road, Melbourne VIC 3004

Signature

DocuSigned by:

Damien Gance

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Dated 6 April 2023

Damien Gance

- Authorised signatory