

Form 604

Corporations Act 2001

Section 671B

Notice of change of interests of substantial holder

To Company Name/Scheme Booktopia Group Limited (BKG)

ACN/ARSN 612 421 388

1. Details of substantial holder (1)

Name Regal Funds Management Pty Ltd (RFM)

ACN/ARSN (if applicable) 107 576 821

There was a change in the interests of the substantial holder on

4/05/2022

The previous notice was given to the company on

8/12/2021

The previous notice was dated

6/12/2021

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		Current notice	
	Person's votes	Voting power (5)	Person's votes	Voting power (5)
ORDINARY	9,733,879	7.09%	8,232,743	*5.99%

*The % substantial is based on the shares on issue of 137,359,299 as disclosed by the Company on 01-04-2022.

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:

Holder of relevant interest	Date of acquisition	Consideration (9)	Class and number of securities
	See Annexure 1		

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 (8)	Nature of relevant interest (6)	Class and number of securities	Person's votes
UBS AG, AUSTRALIA BRANCH	UBS NOMINEES PTY LTD	UBS AG, AUSTRALIA BRANCH	HOLDER OF SHARES	3,065,203 ORDINARY	3,065,203
MERRILL LYNCH INTERNATIONAL LIMITED	MERRILL LYNCH (AUS) NOMINEES PTY LTD	MERRILL LYNCH INTERNATIONAL LIMITED	HOLDER OF SHARES	2,029,936 ORDINARY	2,029,936
J.P MORGAN SECURITIES PLC	J.P. MORGAN PRIME NOMINEES LTD	J.P MORGAN SECURITIES PLC	HOLDER OF SHARES	633,288 ORDINARY	633,288
CREDIT SUISSE AG	CS THIRD NOMINEES PTY LIMITED	CREDIT SUISSE AG	HOLDER OF SHARES	2,504,316 ORDINARY	2,504,316

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
NOT APPLICABLE	

6. Addresses

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

Name	Address
Kenny Ho	LEVEL 47 GATEWAY 1 MACQUARIE PLACE SYDNEY NSW 2000

Signature

print name Kenny Ho capacity Company Secretary

sign here  date 6/05/2022

Annexure 1

Changes in relevant interests

Date	Person whose relevant interest changed	Nature of Change	Consideration given in relation to change	Number of securities affected	Class of securities	Persons votes affected
7/12/2021	Regal Funds Management	Sell	19116.00	10800	Ordinary	10800
8/12/2021	Regal Funds Management	Sell	77140.13	44070	Ordinary	44070
9/12/2021	Regal Funds Management	Sell	18839.52	10800	Ordinary	10800
9/12/2021	Regal Funds Management	Sell	7741.35	4394	Ordinary	4394
10/12/2021	Regal Funds Management	Sell	7713.81	4364	Ordinary	4364
13/12/2021	Regal Funds Management	Sell	8972.83	5078	Ordinary	5078
14/12/2021	Regal Funds Management	Sell	25563.00	15000	Ordinary	15000
14/12/2021	Regal Funds Management	Sell	49535.15	28828	Ordinary	28828
15/12/2021	Regal Funds Management	Sell	9000.00	5000	Ordinary	5000
16/12/2021	Regal Funds Management	Sell	16985.79	9953	Ordinary	9953
16/12/2021	Regal Funds Management	Sell	141561.95	83360	Ordinary	83360
17/12/2021	Regal Funds Management	Sell	16806.35	9944	Ordinary	9944
20/12/2021	Regal Funds Management	Sell	17497.73	10624	Ordinary	10624
23/12/2021	Regal Funds Management	Sell	14300.00	10000	Ordinary	10000
23/12/2021	Regal Funds Management	Sell	109869.92	77773	Ordinary	77773
23/12/2021	Regal Funds Management	Sell	3556.71	2411	Ordinary	2411
24/12/2021	Regal Funds Management	Sell	22747.73	16676	Ordinary	16676
29/12/2021	Regal Funds Management	Sell	36537.74	27067	Ordinary	27067
6/01/2022	Regal Funds Management	Sell	85251.60	63000	Ordinary	63000
19/01/2022	Regal Funds Management	Sell	1282.80	1016	Ordinary	1016
24/01/2022	Regal Funds Management	Sell	12830.49	11559	Ordinary	11559
25/01/2022	Regal Funds Management	Sell	20720.90	19010	Ordinary	19010

28/01/2022	Regal Funds Management	Sell	18183.33	16989	Ordinary	16989
31/01/2022	Regal Funds Management	Sell	54783.62	46478	Ordinary	46478
1/02/2022	Regal Funds Management	Sell	51035.88	37959	Ordinary	37959
2/02/2022	Regal Funds Management	Sell	27573.60	21271	Ordinary	21271
7/02/2022	Regal Funds Management	Sell	16299.12	13496	Ordinary	13496
11/02/2022	Regal Funds Management	Sell	3872.72	3353	Ordinary	3353
24/02/2022	Regal Funds Management	Sell	3295.04	2942	Ordinary	2942
25/02/2022	Regal Funds Management	Sell	2299.55	2035	Ordinary	2035
17/03/2022	Regal Funds Management	Sell	2913.78	3528	Ordinary	3528
22/03/2022	Regal Funds Management	Sell	21865.42	28083	Ordinary	28083
24/03/2022	Regal Funds Management	Sell	16400.00	20000	Ordinary	20000
25/03/2022	Regal Funds Management	Sell	6474.48	8144	Ordinary	8144
28/03/2022	Regal Funds Management	Sell	6527.95	8300	Ordinary	8300
7/04/2022	Regal Funds Management	Sell	6084.93	8393	Ordinary	8393
8/04/2022	Regal Funds Management	Sell	5446.80	7565	Ordinary	7565
26/04/2022	Regal Funds Management	Sell	6127.92	8511	Ordinary	8511
28/04/2022	Regal Funds Management	Sell	3704.64	5444	Ordinary	5444
29/04/2022	Regal Funds Management	Sell	6019.36	8852	Ordinary	8852
3/05/2022	Regal Funds Management	Sell	95038.50	198162	Ordinary	198162
4/05/2022	Regal Funds Management	Sell	171901.98	380904	Ordinary	380904
4/05/2022	Regal Funds Management	Sell	90000.00	200000	Ordinary	200000