

**Form 604**

Corporations Act 2001

Section 671B

**Notice of change of interests of substantial holder**

To Company Name/Scheme HOTCOPPER HOLDINGS LIMITED  
 ACN/ARSN 611 717 036

**1 Details of substantial holder (1)**

Name Somers Limited and each other entity listed in annexure "A"  
 ACN/ARSN (if applicable) See annexure "A"  
 There was a change in the interests of the substantial holder on 26/06/17  
 The previous notice was given to the company on 28/04/2017  
 The previous notice was dated 27/04/2017

**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	Previous notice		Present notice	
	Person's vote	Voting power (5)	Person's vote	Voting power (5)
Ordinary shares	57,349,200	52.1356%	11,122,267	10.3961%

**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 (6)	Consideration given in relation to change (7)	Class and number of securities affected	Person's votes affected
16/11/16	Somers & Partners Pty Ltd	On-market purchase	\$10,519.99 (form 604 dated 31/1/2017 lodged by Somers & Partners Pty Ltd in respect of a change of interests on 15/11/2016)	51,317 ordinary shares	51,317
17/1/17	Somers Limited	On-market purchase	\$36,720.00	200,000 ordinary shares	200,000
15/6/17	Somers Limited	On-market purchase	\$24,750.00	150,000 ordinary shares	150,000
20/6/17	Somers Limited	On-market purchase	\$314.00	1,901 ordinary shares	1,901
21/6/17	Somers Limited	On-market purchase	\$206,250.00	1,250,000 ordinary shares	1,250,000
22/6/17	Somers Limited	On-market purchase	\$123,750.00	750,000 ordinary shares	750,000
20/6/17	Somers Limited	No longer deemed under s.608(3)(a) of the Corporations Act to have the same relevant interests in the Company's securities as are held by Somers & Partners Pty Ltd, as Somers Limited's voting power in Somers & Partners Pty Ltd is now below 20%	N/A	49,130,151 ordinary shares	(49,130,151)
26/6/17	Somers Limited	On-market purchase	\$78,509.00	500,000 ordinary shares	500,000

#### 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 affected	Person's votes
Somers Limited	JP Morgan Nominees Australia Limited	Somers Limited	Beneficial owner	10,622,267 ordinary shares	10,622,267

#### 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

#### 6 Addresses

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

Name	Address
Each entity listed in annexure "A"	See annexure "A"
Somers & Partners Pty Ltd	Level 9, 190 St Georges Terrace, Perth Western Australia 6000
JP Morgan Nominees Australia Limited	Level 31, 101 Collins Street, Melbourne, Victoria 3000

#### Signature

print name

GREG REID

Capacity AUTHORISED SIGNATORY

sign here

*Greg Reid*

date

June 30/2017

#### 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 6 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 person's votes divided by the total votes in the body corporate or scheme multiplied by 100.
- (6) Include details of:
  - (a) any relevant agreement or other circumstances because of which the change in relevant interest occurred. 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.
- (7) 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.
- (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".

## Annexure "A"

This is the annexure of 1 page marked "A" mentioned to the Form 604 Notice of Change of Interest of Substantial Holder signed by me and dated June 2017

<b><u>Name of substantial holder</u></b>	<b><u>ACN/ARSN (for each)</u></b>	<b><u>Address (for each)</u></b>
<u>Part 1</u>		
Somers Limited & UIL Limited	Not applicable	34 Bermudiana Road, Hamilton HM11, Bermuda
<u>Part 2</u>		
Somers AM Pty Ltd & Somers Treasury Pty Ltd	607 996 681	UHY Haines Norton, level 11, 1 York Street, Sydney, Australia
SI Asset Management S.a.r.l. & Somers Luxembourg S.a.r.l.	Not applicable	6, rue Eugene Ruppert, L- 2453 Luxembourg
Somers Pte Ltd	Not applicable	896 Dunearn Road, #04-09, Sime Darby Centre, Singapore, 589472
Somers UK Holdings Limited	Not applicable	Suite 29, Forum House, Stirling Road, Chichester, West Sussex, PO19 7DN UK
Bermuda Commercial Bank Limited	Not applicable	34 Bermudiana Road, Hamilton HM11, Bermuda
Homeloans Limited	ABN 55 095 034 003	Level 9, 45 Clarence St Sydney Australia
RESIMAC Treasury Services (UK) Ltd	Not applicable	c/o Hackwood Secretaries Limited, One Silk Street, London, EC2Y 8HQ UK
Stockdale Securities Limited	Not applicable	Beaufort House, 15 St Botolph Street, London EC3A 7BB UK
Waverton Investment Management Limited	Not applicable	16 Babmaes Street, West End of London UK
West Hamilton Holdings Limited	Not applicable	71 Pitts Bay Road, Pembroke, Bermuda