

Form 603

Corporations Act 2001

Section 671B

Notice of initial substantial holder

To Company Name/Scheme Bigtincan Holdings Limited

ACN/ARSN ACN 154 944 797

1. Details of substantial holder (1)

Southern Cross IIF Trusco Pty Ltd as trustee for the Southern Cross IIF Commonwealth Participation Trust, SBCVC Fund IV Pte Ltd, SBCVC Fund IV, L.P., Southern Cross Venture Partners Pty Ltd, John Scull, Timana Holdings Pty Ltd atf The Christiansen Family Trust and Exmouth Partners Pty Ltd as trustee for Bonnar Investments Trust.

Name This Form 603 is filed by Southern Cross Venture Partners Pty Ltd on behalf of it, Southern Cross IIF Trusco Pty Ltd as trustee for the Southern Cross IIF Commonwealth Participation Trust, SBCVC Fund IV Pte Ltd, SBCVC Fund IV, L.P., John Scull, Timana Holdings Pty Ltd atf The Christiansen Family Trust and Exmouth Partners Pty Ltd as trustee for Bonnar Investments Trust,

ACN/ARSN (if applicable) 119 678 125

The holder became a substantial holder on 15 March 2017

2. Details of 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 on the date the substantial holder became a substantial holder are as follows:

Class of securities (4)	Number of securities	Person's votes (5)	Voting power (6)
Ordinary Shares	30,567,424	30,567,424	17.34%

3. Details of relevant interests

The nature of the relevant interest the substantial holder or an associate had in the following voting securities on the date the substantial holder became a substantial holder are as follows:

Holder of relevant interest	Nature of relevant interest (7)	Class and number of securities
Southern Cross IIF Trusco Pty Ltd as trustee for the Southern Cross IIF Commonwealth Participation Trust	Southern Cross IIF Trusco Pty Ltd as trustee for the Southern Cross IIF Commonwealth Participation Trust has a direct relevant interest in 15,283,712 Shares in the Company (s608(1)(a) of the Corporations Act).	15,283,712 Ordinary Shares
SBCVC Fund IV Pte Ltd	SBCVC Fund IV Pte Ltd has a direct relevant interest in 15,283,712 Shares in the Company (s608(1)(a) of the Corporations Act), as well as a relevant interest in 15,283,712 Shares in the Company which are held by Southern Cross IIF Trusco Pty Ltd as trustee for the Southern Cross IIF Commonwealth Participation Trust by virtue of a cooperation deed (s 608(1)(c) of the Corporations Act) between the parties.	30,567,424 Ordinary Shares
SBCVC Fund IV, L.P.	SBCVC Fund IV, L.P. owns 100% of SBCVC Fund IV Pte Ltd. As such, SBCVC Fund IV, LP has a relevant interest in 30,567,424 Shares in the Company, in which Southern Cross IIF Trusco Pty	30,567,424 Ordinary Shares

	Ltd as trustee for the Southern Cross IIF Commonwealth Participation Trust, SBCVC Fund IV Pte Ltd and SBCVC Fund IV Pte Ltd hold a relevant interest (section 608(3)(a) of the Corporations Act)..	
Southern Cross Venture Partners Pty Ltd	Southern Cross Venture Partners Pty Ltd has a relevant interest in 30,567,424 Shares in the Company (s608(1)(b) and s608(1)(c) of the Corporations Act) as the manager of Southern Cross IIF Trusco Pty Ltd as trustee for the Southern Cross IIF Commonwealth Participation Trust and SBCVC Fund IV Pte Ltd pursuant to a cooperation deed between the parties.	30,567,424 Ordinary Shares
John Scull	John Scull has voting power of greater than 20% in Southern Cross Venture Partners Pty Ltd. As such John Scull has a relevant interest in 30,567,424 Shares in the Company, in which Southern Cross IIF Trusco Pty Ltd as trustee for the Southern Cross IIF Commonwealth Participation Trust, SBCVC Fund IV Pte Ltd and SBCVC Fund IV Pte Ltd hold a relevant interest (section 608(3)(a) of the Corporations Act).	30,567,424 Ordinary Shares
Timana Holdings Pty Ltd atf The Christiansen Family Trust	Timana Holdings Pty Ltd atf The Christiansen Family Trust has voting power of greater than 20% in Southern Cross Venture Partners Pty Ltd. As such Timana Holdings Pty Ltd atf The Christiansen Family Trust has a relevant interest in 30,567,424 Shares in the Company, in which Southern Cross IIF Trusco Pty Ltd as trustee for the Southern Cross IIF Commonwealth Participation Trust, SBCVC Fund IV Pte Ltd and SBCVC Fund IV Pte Ltd hold a relevant interest (section 608(3)(a) of the Corporations Act).	30,567,424 Ordinary Shares
Exmouth Partners Pty Ltd as trustee for Bonnar Investments Trust	Exmouth Partners Pty Ltd as trustee for Bonnar Investments Trust has voting power of greater than 20% in Southern Cross Venture Partners Pty Ltd. As such Exmouth Partners Pty Ltd as trustee for Bonnar Investments Trust has a relevant interest in 30,567,424 Shares in the Company, in which Southern Cross IIF Trusco Pty Ltd as trustee for the Southern Cross IIF Commonwealth Participation Trust, SBCVC Fund IV Pte Ltd and SBCVC Fund IV Pte Ltd hold a relevant interest (section 608(3)(a) of the Corporations Act).	30,567,424 Ordinary Shares

4. Details of present registered holders

The persons registered as holders of the securities referred to in paragraph 3 above are as follows:

Holder of relevant interest	Registered holder of securities	Person entitled to be registered as holder (8)	Class and number of securities
Southern Cross IIF Trusco Pty Ltd as trustee for the Southern Cross IIF Commonwealth Participation Trust, SBCVC Fund IV Pte Ltd, SBCVC Fund IV, LP, Southern Cross Venture Partners Pty Ltd, John Scull, Timana Holdings Pty Ltd atf The Christiansen Family Trust, Exmouth Partners Pty Ltd as trustee for Bonnar Investments Trust	Southern Cross IIF Trusco Pty Ltd as trustee for the Southern Cross IIF Commonwealth Participation Trust	Southern Cross IIF Trusco Pty Ltd as trustee for the Southern Cross IIF Commonwealth Participation Trust	15,283,712 Ordinary Shares
Southern Cross IIF Trusco Pty Ltd as trustee for the Southern Cross IIF Commonwealth Participation Trust, SBCVC Fund IV Pte Ltd, SBCVC Fund IV, LP, Southern Cross Venture Partners Pty Ltd, John Scull, Timana Holdings Pty Ltd atf The Christiansen Family Trust,	SBCVC Fund IV Pte Ltd	SBCVC Fund IV Pte Ltd	15,283,712 Ordinary Shares

Exmouth Partners Pty Ltd as trustee for Bonnar Investments Trust			
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5. Consideration

The consideration paid for each relevant interest referred to in paragraph 3 above, and acquired in the four months prior to the day that the substantial holder became a substantial holder is as follows:

Holder of relevant interest	Date of acquisition	Consideration (9)		Class and number of securities
		Cash	Non-cash	
Southern Cross IIF Trusco Pty Ltd as trustee for the Southern Cross IIF Commonwealth Participation Trust	15 March 2017 in relation to 14,947,174 Ordinary Shares	\$87,499.88 in relation to 336,538 shares brought at IPO	14,947,174 Ordinary Shares were issued on conversion of preference shares and convertible notes]	15,283,712 Ordinary Shares
	17 March 2017 in relation to 336,538 Ordinary Shares			
SBCVC Fund IV Pte Ltd	15 March 2017 in relation to 14,947,174 Ordinary Shares	\$87,499.88 in relation to 336,538 shares brought at IPO	14,947,174 Ordinary Shares were issued on conversion of preference shares and convertible notes	15,283,712 Ordinary Shares
	17 March 2017 in relation to 336,538 Ordinary Shares			
SBCVC Fund IV, L.P.	As above	As above	As above	As above
Southern Cross Venture Partners Pty Ltd	As above	As above	As above	As above
John Scull	As above	As above	As above	As above
Timana Holdings Pty Ltd atf The Christiansen Family Trust	As above	As above	As above	As above
Exmouth Partners Pty Ltd as trustee for Bonnar Investments Trust	As above	As above	As above	As above

6. Associates

The reasons the persons named in paragraph 3 above are associates of the substantial holder are as follows:

Name and ACN/ARSN (if applicable)	Nature of association
Southern Cross IIF Trusco Pty Ltd as trustee for the Southern Cross IIF Commonwealth Participation Trust and Southern Cross Venture Partners Pty Ltd	Southern Cross IIF Trusco Pty Ltd as trustee for the Southern Cross IIF Commonwealth Participation Trust and Southern Cross Venture Partners Pty Ltd are associates of one another by virtue of sections 12(2)(a)(i) and 12(2)(a)(ii) of the Corporations Act.
SBCVC Fund IV Pte Ltd and Southern Cross Venture Partners Pty Ltd	SBCVC Fund IV Pte Ltd and Southern Cross Venture Partners Pty Ltd are associates of one another by virtue of sections 12(2)(a)(i) and 12(2)(a)(ii) of the Corporations Act.
Southern Cross IIF Trusco Pty Ltd as trustee for the Southern Cross IIF Commonwealth Participation Trust and SBCVC Fund IV Pte Ltd	Southern Cross IIF Trusco Pty Ltd as trustee for the Southern Cross IIF Commonwealth Participation Trust and SBCVC Fund IV Pte Ltd are associates of one another by virtue of sections 12(2)(a)(c) of the Corporations Act.
SBCVC Fund IV, L.P. and SBCVC Fund IV Pte Ltd	SBCVC Fund IV, LP and SBCVC Fund IV Pte Ltd are associates of one another by virtue of sections 12(2)(a)(i) and 12(2)(a)(ii) of the Corporations Act.

7. Addresses

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

Name	Address

Southern Cross IIF Trusco Pty Ltd as trustee for the Southern Cross IIF Commonwealth Participation Trust	Level 7, 80 Mount Street, North Sydney, NSW 2060.
SBCVC Fund IV Pte Ltd	8 TEMASEK BOULEVARD, #40-03A, SUNTEC TOWER THREE, SINGAPORE (038988)
SBCVC Fund IV, L.P.	CAYMAN ADDRESS: CRICKET SQUARE, HUTCHINS DR., PO BOX 2681GT, GEORGE TOWN, GRAND CAYMAN, CAYMAN ISLANDS KY1-111
Southern Cross Venture Partners Pty Ltd	Level 7, 80 Mount Street, North Sydney, NSW 2060.
John Scull	454 Racquel Lane, Los Altos, Ca 94022, USA
Timana Holdings Pty Ltd atf The Christiansen Family Trust	Level 18, 300 Queen Street, BRISBANE QLD 4000
Exmouth Partners Pty Ltd as trustee for Bonnar Investments Trust.	1 Woorarra Avenue, ELANORA HEIGHTS NSW 2101

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Signature

print name Robert Christiansen capacity Director

sign here



date 27 /03/ 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 7 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 total number of votes attached to all the voting shares in the company or voting interests in the scheme (if any) that the person or an associate has a relevant interest in.
- (6) The person's votes divided by the total votes in the body corporate or scheme multiplied by 100.
- (7) 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.
- (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".
- (9) 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.

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