

# Form 604

## Corporations Act 2001 Section 671B

### Notice of change of interests of substantial holder

To: Company Name/Scheme CBG Capital Limited (CBC)  
ACN/ARSN ACN 168 936 249

#### 1. Details of substantial holder (1)

Name Clime Capital Limited (ACN106 282 777) (CAM)  
ACN/ARSN (if applicable) ACN 106 282 777

There was a change in the interests of the  
substantial holder on 20/08/2019  
The previous notice was given to the company on 20/08/2019  
The previous notice was dated 20/08/2019

#### 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)
Ordinary shares	14,367,931	54.86%	15,271,495	58.31%

#### 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 (6)	Consideration given in relation to change (7)	Class and number of securities affected	Person's votes affected
See Annexure A	CAM	Increase in relevant interest in as a result of CAM's receipt of acceptances to its off-market takeover offer for the ordinary shares in CBG on the terms and conditions set out in the bidder's statement and offers dated 19 July 2019 (Offer)	The Offer Consideration described in the Offer	See Annexure A	See Annexure A

#### 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
CAM	CAM	CAM	Registered owner	391,419 ordinary shares	391,419

CAM	CBG shareholders to whom the Offer was made and who have accepted the Offer	Subject to the terms of the Offer, CAM	Relevant interest under s 608(1) and/or s 608(8) of the Corporations Act pursuant to acceptances of the Offer. The ordinary shares which are the subject of the acceptances have not yet been transferred into the name of CAM. The power of CAM to vote or dispose of the ordinary shares that are the subject of the acceptances of the Offer is qualified since the Offer has not been declared unconditional and CAM is not presently registered as the holder of ordinary shares.	14,880,076 ordinary shares	14,880,076

**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 the persons named in this form are as follows:

Name	Address
CAM	Level 13, 20 Hunter Street, Sydney NSW, 2000

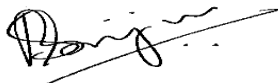
**Signature**

print name Biju Vikraman

Capacity Company Secretary

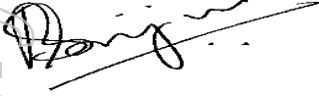
sign here

Date 21 August 2019



## Annexure "A" to Form 604

*This is Annexure "A" of 1 page referred to in Form 604 signed by me and dated 21 August 2019.*



Biju Vikraman  
Company Secretary

### Details of changes in relevant interests pursuant to acceptances of the Offer

Date of change	Class and number of securities affected	Person's votes affected
20/08/2019	903,564 fully paid ordinary shares	903,564
<b>Total</b>	<b>903,564 fully paid ordinary shares</b>	<b>903,564</b>