Form 603

Corporations Act 2001
Section 671B

Notice of initial substantial holder

To Company Name/Scheme: QuickFee Limited

ACN/ARSN: 624 448 693

1. Details of substantial holder (1)

Name: QuickFee Limited

ACN/ARSN (if applicable): 624 448 693

The holder became a substantial holder on 8 / 07 / 19

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	Persons' votes (5)	Voting power (6)
Fully paid ordinary shares	29,923,381	29,923,381	21.29%

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
QuickFee Limited	A relevant interest arising pursuant to section 608(1)(c) through the entry into voluntary escrow agreements between QuickFee Limited and: 1. Derida Pty Limited; 2. Bruce Coombes; 3. Jamada Holdings Pty Limited; and 4. Bonec Pty Limited, on 5 July 2019 (see Annexure A) (**Voluntary Escrow Agreements**) in respect of fully paid ordinary shares issued on 8 July 2019, giving the Company power to control the exercise of a power to dispose of securities.	29,923,381 fully paid 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
QuickFee Limited	Derida Pty Limited	Derida Pty Limited	14,961,690 fully paid ordinary shares
QuickFee Limited	Bruce Coombes	Bruce Coombes	768,001 fully paid ordinary shares
QuickFee Limited	Jamada Holdings Pty Limited	Jamada Holdings Pty Limited	6,755,575 fully paid ordinary shares
QuickFee Limited	Bonec Pty Limited	Bonec Pty Limited	7,438,115 fully paid ordinary shares

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	
QuickFee Limited	8 July 2019	Nil	Nil	29,923,381 fully paid ordinary shares

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
N/A	N/A

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

Name	Address
QuickFee Limited	Suite 4.05, 10 Century Circuit, Baulkham Hills NSW 2153
Derida Pty Limited	3/480 St. Kilda Rd, Melbourne, VIC, Australia
Bruce Coombes	126/5 Wulumay Cl, Rozelle NSW 2013
Jamada Holdings Pty Limited	126/5 Wulumay Cl, Rozelle NSW 2013
Bonec Pty Limited	126/5 Wulumay Cl, Rozelle NSW 2013

Signature

print name: BRUCE COOMBES **Capacity:** Director

sign here  **Date:** 11 / 07 / 19

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.