

Form 604

Corporations Act 2001
Section 671B

Notice of change of interests of substantial holder

To Company Name/Scheme INVESTSMART GROUP LIMITED

ACN/ARSN ACN 111 772 359

1. Details of substantial holder(1)

Name RON HODGE

ACN/ARSN (if applicable) N/A

There was a change in the interests of the substantial holder on 17 DECEMBER 2020

The previous notice was given to the company on 3 JUNE 2020

The previous notice was dated 3 JUNE 2020

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)
FULLY PAID ORDINARY	8,404,362	6.17%	12,300,000	8.88%

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 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
	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
	Annexure B				

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
Webabout Pty Ltd ACN 129 499 207 (Webabout)	Mr Hodge is a director of Webabout
Robin Owles	Mr Hodge and Ms Owles are married

6. Addresses

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

Name	Address
Ron Hodge, Robin Owles and Webabout	Suite 2, Level 2, 66 Clarence Street, Sydney NSW 2000

Signature

print name RON HODGE

capacity

sign here

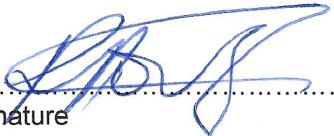
date 18 DECEMBER 2020

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".
- (9) Give details, if appropriate, of the present association and any change in that association since the last substantial holding notice.

This is Annexure A of 1 page (including this page) referred to in the Form 604 ('Notice of change of interests of substantial holder') signed by me and dated 18 December 2020

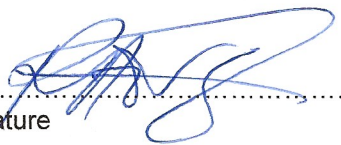

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Signature

RON HODGE

.....
Name

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 (all fully paid ordinary)	Person's votes affected
10 June 2020	Webabout	On market purchase	\$8,768.88	92,304	92,304
31 August 2020	Robin Owles	On market purchase	\$23,100.00	300,000	300,000
11 December 2020	Ron Hodge	On market purchase	\$4,958.39	58,334	58,334
15 December 2020	Ron Hodge	On market purchase	\$20,541.61	241,666	241,666
15 December 2020	Webabout	On market purchase	\$47,458.39	558,334	558,334
16 December 2020	Buy (Robin's NAME)	On market purchase	\$17,000.00	200,000	200,000
16 December 2020	Buy (RH NAME)	On market purchase	\$3,541.61	41,666	41,666
17 December 2020	Buy (RH NAME)	On market purchase	\$76,500.00	900,000	900,000
17 December 2020	Buy	On market purchase	\$127,783.39	1,503,334	1,503,334

This is Annexure B of 1 page (including this page) referred to in the Form 604 ('Notice of change of interests of substantial holder') signed by me and dated 18 December 2020

Signature 

RON HODGE

Name

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
Ron Hodge	Ron Hodge	Ron Hodge	Relevant interest under section 608(1)(a) of the <i>Corporations Act</i> 2001 (Corporations Act), being the registered holder of securities.	500,000 fully paid ordinary shares	500,000
Ron Hodge	Webabout	Webabout	Relevant interest under section 608(3) of the <i>Corporations Act</i> , as a result of having the power to control the securities held by Webabout.	6,933,334 fully paid ordinary shares	6,933,334
Ron Hodge and Robin Owles as joint trustees of the Hodge Family Trust No.2	Ron Hodge and Robin Owles as joint trustees of the Hodge Family Trust No.2	Ron Hodge and Robin Owles as joint trustees of the Hodge Family Trust No.2	Relevant interest under section 608(1)(a) of the <i>Corporations Act</i> , being the registered holder of securities.	4,566,666 fully paid ordinary shares	4,566,666
Ron Hodge and Robin Owles	Robin Owles	Robin Owles	Relevant interest under section 608(1) of the <i>Corporations Act</i> , being the registered holder of securities.	300,000 fully paid ordinary shares	300,000