

**Form 604**  
Corporations Act 2001  
Section 671B

## Notice of change of interests of substantial holder

To Company Name/Scheme INTELLIHR HOLDINGS LIMITED

ACN/ARSN ACN 600 548 516

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

Name INTELLIHR HOLDINGS LIMITED

ACN/ARSN (if applicable) ACN 600 548 516

There was a change in the interests of the

substantial holder on 23 JULY 2018

The previous notice was given to the company on 23 JANUARY 2018

The previous notice was dated 24 JANUARY 2018

### 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 shares	66,757,598	64.27%	46,715,437	44.65%

### 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
23 July 2018	IntelliHR Holdings Limited	Shares released from voluntary escrow arrangements. intelliHR had a technical relevant interest in those shares under section 608(1)(c) Corporations Act.	Not applicable	20,735,809 fully paid ordinary shares	20,735,809

### 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
intelliHR Holdings Limited	Registered holders of securities listed in Annexure A	Registered holders of securities listed in Annexure A	Restriction on the disposal of shares under ASX mandatory restriction agreements gives intelliHR a technical relevant interest in its own securities under section 608(1)(c) Corporations Act. However, intelliHR has no right to acquire these shares or to control the voting rights attached to these shares. A copy of the pro forma Appendix 9A restriction agreement is contained in Annexure B.	46,715,437 fully paid ordinary shares	46,715,437

### 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
N/A	N/A

### 6. Addresses

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

Name	Address
intelliHR Holdings Limited	Level 32, 12 Creek Street, Brisbane QLD 4000
Registered holders of securities listed in Annexure A	c/- intelliHR Holdings Limited. Level 32, 12 Creek Street, Brisbane QLD 4000

## Signature

print name Suzanne Yeates

capacity Company Secretary

sign here



date 27/07/2018

### 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 on 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.

# Annexure A

Registered holders of securities

---

1. Shareholders (24 month mandatory restriction agreement)

ANNEXURE A

Holder of relevant interest	Registered holder of securities	Person entitled to be registered as holder	Number of securities	Class of securities
intelliHR Holdings Limited	ROBERT JON BROMAGE	ROBERT JON BROMAGE	20,809,190	Fully paid ordinary shares
intelliHR Holdings Limited	JEREMY FONG	JEREMY FONG	3,378,945	Fully paid ordinary shares
intelliHR Holdings Limited	INTERCONTINENTAL PTY LIMITED	INTERCONTINENTAL PTY LIMITED	2,195,232	Fully paid ordinary shares
intelliHR Holdings Limited	CHATTERTON PTY LTD	CHATTERTON PTY LTD	2,013,744	Fully paid ordinary shares
intelliHR Holdings Limited	WENDY LAURA HOPSICK	WENDY LAURA HOPSICK	1,103,371	Fully paid ordinary shares
intelliHR Holdings Limited	MARILYN BROMAGE	MARILYN BROMAGE	1,838,951	Fully paid ordinary shares
intelliHR Holdings Limited	SCOTT WISEMAN	SCOTT WISEMAN	1,316,183	Fully paid ordinary shares
intelliHR Holdings Limited	AG & M BELLAS SUPER FUND PTY LTD	AG & M BELLAS SUPER FUND PTY LTD	1,193,891	Fully paid ordinary shares
intelliHR Holdings Limited	JD INVESTMENTS HOLDING PTY LTD	JD INVESTMENTS HOLDING PTY LTD	1,819,234	Fully paid ordinary shares
intelliHR Holdings Limited	04NRG PTY LTD	04NRG PTY LTD	1,316,183	Fully paid ordinary shares
intelliHR Holdings Limited	HELEN DIANNE PRYOR	HELEN DIANNE PRYOR	1,316,183	Fully paid ordinary shares
intelliHR Holdings Limited	DONALD ANDERSON & BEVERLEY ANDERSON	DONALD ANDERSON & BEVERLEY ANDERSON	789,710	Fully paid ordinary shares
intelliHR Holdings Limited	CARL EDWARD LAWBACK	CARL EDWARD LAWBACK	295,349	Fully paid ordinary shares
intelliHR Holdings Limited	TONI MICHELLE LAWBACK	TONI MICHELLE LAWBACK	295,349	Fully paid ordinary shares
intelliHR Holdings Limited	ALLEGRO CAPITAL NOMINEES PTY LTD	ALLEGRO CAPITAL NOMINEES PTY LTD	662,662	Fully paid ordinary shares
intelliHR Holdings Limited	JACQUELINE BARKER & KEVIN BARKER	JACQUELINE BARKER & KEVIN BARKER	526,473	Fully paid ordinary shares
intelliHR Holdings Limited	STEPHEN BRUNELL & DEBBIE BRUNNELL	STEPHEN BRUNELL & DEBBIE BRUNNELL	526,473	Fully paid ordinary shares
intelliHR Holdings Limited	TIMOTHY HEATH ROQUERBRE BARKER	TIMOTHY HEATH ROQUERBRE BARKER	263,237	Fully paid ordinary shares
intelliHR Holdings Limited	GAVIN JOHN STUTZ	GAVIN JOHN STUTZ	201,374	Fully paid ordinary shares
		<b>Subtotal</b>	<b>41,861,734</b>	

2. Shareholders (12 month mandatory restriction agreement)

Holder of relevant interest	Registered holder of securities	Person entitled to be registered as holder	Number of securities	Class of securities
intelliHR Holdings Limited	BLACK DUCK HOLDINGS PTY LTD	BLACK DUCK HOLDINGS PTY LTD	242,424	Fully paid ordinary shares
intelliHR Holdings Limited	ANTDEL PTY LTD	ANTDEL PTY LTD	60,000	Fully paid ordinary shares
intelliHR Holdings Limited	TNWDG PTY LTD	TNWDG PTY LTD	122,667	Fully paid ordinary shares
intelliHR Holdings Limited	STARLINE RENTALS PTY LTD	STARLINE RENTALS PTY LTD	121,213	Fully paid ordinary shares
intelliHR Holdings Limited	COLINTON CAPITAL PTY LIMITED	COLINTON CAPITAL PTY LIMITED	121,212	Fully paid ordinary shares
intelliHR Holdings Limited	BASIL ATHANASSIADIS	BASIL ATHANASSIADIS	121,212	Fully paid ordinary shares
intelliHR Holdings Limited	DAVID CARLETON	DAVID CARLETON	121,212	Fully paid ordinary shares
intelliHR Holdings Limited	CA & MD PTY LTD	CA & MD PTY LTD	120,000	Fully paid ordinary shares
intelliHR Holdings Limited	BBW FUNDS PTY LTD	BBW FUNDS PTY LTD	116,364	Fully paid ordinary shares
intelliHR Holdings Limited	WAITARA INVESTMENTS PTY LTD	WAITARA INVESTMENTS PTY LTD	103,636	Fully paid ordinary shares
intelliHR Holdings Limited	ANSTON PTY LTD	ANSTON PTY LTD	80,000	Fully paid ordinary shares
intelliHR Holdings Limited	NORSTATE GLOBAL CAPITAL PTY LTD	NORSTATE GLOBAL CAPITAL PTY LTD	66,667	Fully paid ordinary shares
intelliHR Holdings Limited	JULIE ATHANASSIADIS	JULIE ATHANASSIADIS	66,667	Fully paid ordinary shares
intelliHR Holdings Limited	MAREN PTY LTD	MAREN PTY LTD	24,243	Fully paid ordinary shares
intelliHR Holdings Limited	MR GUY JOHN HUMBLE & MRS JOCELYN ANN HUMBLE	MR GUY JOHN HUMBLE & MRS JOCELYN ANN HUMBLE	60,800	Fully paid ordinary shares
intelliHR Holdings Limited	BARKLEY LAND PTY LTD	BARKLEY LAND PTY LTD	60,607	Fully paid ordinary shares
intelliHR Holdings Limited	M WHITNEY SUPER PTY LTD	M WHITNEY SUPER PTY LTD	60,607	Fully paid ordinary shares
intelliHR Holdings Limited	NAYLOR FAMILY SUPERFUND PTY LTD	NAYLOR FAMILY SUPERFUND PTY LTD	60,607	Fully paid ordinary shares
intelliHR Holdings Limited	ANDREW JASON GUARRERA & NEDA GUARRERA	ANDREW JASON GUARRERA & NEDA GUARRERA	60,607	Fully paid ordinary shares
intelliHR Holdings Limited	OIL OF HEULIN PTY LTD	OIL OF HEULIN PTY LTD	60,607	Fully paid ordinary shares
intelliHR Holdings Limited	TEE THREE PTY LTD	TEE THREE PTY LTD	60,607	Fully paid ordinary shares
intelliHR Holdings Limited	PLEIADE PTY LTD	PLEIADE PTY LTD	60,606	Fully paid ordinary shares
intelliHR Holdings Limited	SWEMB PTY LIMITED	SWEMB PTY LIMITED	60,606	Fully paid ordinary shares
intelliHR Holdings Limited	KILLAWARRA PTY LTD	KILLAWARRA PTY LTD	60,606	Fully paid ordinary shares
intelliHR Holdings Limited	LINDSAY SUPER CO PTY LTD	LINDSAY SUPER CO PTY LTD	60,606	Fully paid ordinary shares
intelliHR Holdings Limited	BOLTON GEM MERCHANTS PTY LTD	BOLTON GEM MERCHANTS PTY LTD	60,606	Fully paid ordinary shares
intelliHR Holdings Limited	HUME SUPERANNUATION PTY LTD	HUME SUPERANNUATION PTY LTD	60,606	Fully paid ordinary shares
intelliHR Holdings Limited	TIGERSHARK INVESTMENTS PTY LTD	TIGERSHARK INVESTMENTS PTY LTD	60,606	Fully paid ordinary shares

intelliHR Holdings Limited	NORCAM HOLDINGS PTY LTD	NORCAM HOLDINGS PTY LTD	60,606	Fully paid ordinary shares
intelliHR Holdings Limited	PM INVESTMENTS (QLD) PTY LTD	PM INVESTMENTS (QLD) PTY LTD	60,606	Fully paid ordinary shares
intelliHR Holdings Limited	FUTURE LAND LIMITED	FUTURE LAND LIMITED	42,480	Fully paid ordinary shares
intelliHR Holdings Limited	MRS ALISON MAREE HEDDITCH	MRS ALISON MAREE HEDDITCH	49,597	Fully paid ordinary shares
intelliHR Holdings Limited	JIMLORI PTY LIMITED	JIMLORI PTY LIMITED	48,000	Fully paid ordinary shares
intelliHR Holdings Limited	MR ALLAN BAUNBAEK MOLLER & MRS DIANE ELIZABETH MOLLER	MR ALLAN BAUNBAEK MOLLER & MRS DIANE ELIZABETH MOLLER	4,849	Fully paid ordinary shares
intelliHR Holdings Limited	LABOR HOLDINGS PTY LTD	LABOR HOLDINGS PTY LTD	40,000	Fully paid ordinary shares
intelliHR Holdings Limited	ALR INVESTMENTS PTY LTD	ALR INVESTMENTS PTY LTD	36,533	Fully paid ordinary shares
intelliHR Holdings Limited	E G STAFFORD CORPORATION PTY LTD	E G STAFFORD CORPORATION PTY LTD	36,364	Fully paid ordinary shares
intelliHR Holdings Limited	BEEBEE HOLDINGS PTY LTD	BEEBEE HOLDINGS PTY LTD	36,364	Fully paid ordinary shares
intelliHR Holdings Limited	MACQUARIE RIVER HOLDINGS PTY LTD	MACQUARIE RIVER HOLDINGS PTY LTD	36,364	Fully paid ordinary shares
intelliHR Holdings Limited	GREGORY PAVLO PAPAVALASSILOU	GREGORY PAVLO PAPAVALASSILOU	6,061	Fully paid ordinary shares
intelliHR Holdings Limited	ASCS CHRISTOFIDES PTY LTD	ASCS CHRISTOFIDES PTY LTD	40,000	Fully paid ordinary shares
intelliHR Holdings Limited	ANGEL FIRE INVESTMENTS PTY LTD	ANGEL FIRE INVESTMENTS PTY LTD	40,000	Fully paid ordinary shares
intelliHR Holdings Limited	MR BRIAN WILLIAM NORRIS & MRS ANNE ELIZABETH NORRIS	MR BRIAN WILLIAM NORRIS & MRS ANNE ELIZABETH NORRIS	37,333	Fully paid ordinary shares
intelliHR Holdings Limited	HOOK PTY LTD	HOOK PTY LTD	36,365	Fully paid ordinary shares
intelliHR Holdings Limited	MIZI SUPERANNUATION PTY LTD	MIZI SUPERANNUATION PTY LTD	36,267	Fully paid ordinary shares
intelliHR Holdings Limited	MR KAI BRAENDSTRUP HANSEN & MRS VANESSA PATRICE HANSEN	MR KAI BRAENDSTRUP HANSEN & MRS VANESSA PATRICE HANSEN	36,000	Fully paid ordinary shares
intelliHR Holdings Limited	ELSLIFF PTY LTD	ELSLIFF PTY LTD	30,303	Fully paid ordinary shares
intelliHR Holdings Limited	MR BRUCE HEDDITCH	MR BRUCE HEDDITCH	33,333	Fully paid ordinary shares
intelliHR Holdings Limited	MR VERNON LOW & MRS KATHRYN MARGARET LOW	MR VERNON LOW & MRS KATHRYN MARGARET LOW	26,667	Fully paid ordinary shares
intelliHR Holdings Limited	PHILIP BACON GALLERIES PTY LTD	PHILIP BACON GALLERIES PTY LTD	33,333	Fully paid ordinary shares
intelliHR Holdings Limited	M/S BELINDA JANE MOORE	M/S BELINDA JANE MOORE	30,303	Fully paid ordinary shares
intelliHR Holdings Limited	MR DAVID JOHN COLLECOTT & MRS SHEILA KAY COLLECOTT	MR DAVID JOHN COLLECOTT & MRS SHEILA KAY COLLECOTT	30,667	Fully paid ordinary shares
intelliHR Holdings Limited	PANAM SUPER PTY LTD	PANAM SUPER PTY LTD	30,667	Fully paid ordinary shares
intelliHR Holdings Limited	MR JOHN WARWICK LAWRENCE & MRS WENDY PRISCILLA LAWRENCE	MR JOHN WARWICK LAWRENCE & MRS WENDY PRISCILLA LAWRENCE	30,667	Fully paid ordinary shares
intelliHR Holdings Limited	MR DAVID JOHN COLLECOTT	MR DAVID JOHN COLLECOTT	30,667	Fully paid ordinary shares
intelliHR Holdings Limited	R D THORPE PTY LTD	R D THORPE PTY LTD	30,667	Fully paid ordinary shares
intelliHR Holdings Limited	SIMKAR PTY LTD	SIMKAR PTY LTD	30,303	Fully paid ordinary shares
intelliHR Holdings Limited	ENAYEM PTY LTD	ENAYEM PTY LTD	30,303	Fully paid ordinary shares
intelliHR Holdings Limited	OUR HEAVENLY SUPERANNUATION PTY LTD	OUR HEAVENLY SUPERANNUATION PTY LTD	30,303	Fully paid ordinary shares
intelliHR Holdings Limited	ROBERTS SUPERFUND PTY LTD	ROBERTS SUPERFUND PTY LTD	24,267	Fully paid ordinary shares
intelliHR Holdings Limited	THE PURPLE ONION PTY LTD	THE PURPLE ONION PTY LTD	26,667	Fully paid ordinary shares
intelliHR Holdings Limited	DR JOHN GRAHAM FRASER	DR JOHN GRAHAM FRASER	26,667	Fully paid ordinary shares
intelliHR Holdings Limited	VENTOUX PTY LTD	VENTOUX PTY LTD	26,667	Fully paid ordinary shares
intelliHR Holdings Limited	RICKIRK PTY LTD	RICKIRK PTY LTD	26,667	Fully paid ordinary shares
intelliHR Holdings Limited	EXOE INVESTMENTS PTY LTD	EXOE INVESTMENTS PTY LTD	6,133	Fully paid ordinary shares
intelliHR Holdings Limited	DR THOMAS PETER CLARKE & MRS GILDA FRANCES CLARKE	DR THOMAS PETER CLARKE & MRS GILDA FRANCES CLARKE	24,267	Fully paid ordinary shares
intelliHR Holdings Limited	PATERSON SUPER SERVICES PTY LTD	PATERSON SUPER SERVICES PTY LTD	24,267	Fully paid ordinary shares
intelliHR Holdings Limited	IDAVALE PTY LTD	IDAVALE PTY LTD	18,182	Fully paid ordinary shares
intelliHR Holdings Limited	MR JAMES MITCHELL ANDERSEN RALPH	MR JAMES MITCHELL ANDERSEN RALPH	24,267	Fully paid ordinary shares
intelliHR Holdings Limited	MR SAMUEL DAVID GETHIN-JONES	MR SAMUEL DAVID GETHIN-JONES	24,267	Fully paid ordinary shares
intelliHR Holdings Limited	MR IVANO EZIO FARINAZZO & MRS JULIET CARGILL FARINAZZO	MR IVANO EZIO FARINAZZO & MRS JULIET CARGILL FARINAZZO	24,267	Fully paid ordinary shares
intelliHR Holdings Limited	MR JOHN RICHARD GETHIN-JONES	MR JOHN RICHARD GETHIN-JONES	24,267	Fully paid ordinary shares
intelliHR Holdings Limited	LESTRIB PTY LTD	LESTRIB PTY LTD	24,243	Fully paid ordinary shares
intelliHR Holdings Limited	NORTHERN RURAL PTY LTD	NORTHERN RURAL PTY LTD	24,243	Fully paid ordinary shares
intelliHR Holdings Limited	MR DAVID FREDERICK OAKLEY	MR DAVID FREDERICK OAKLEY	24,243	Fully paid ordinary shares
intelliHR Holdings Limited	MRS REBECCA SHAY DOUGLAS	MRS REBECCA SHAY DOUGLAS	24,133	Fully paid ordinary shares
intelliHR Holdings Limited	MR IAN GORDON CAREY	MR IAN GORDON CAREY	20,000	Fully paid ordinary shares
intelliHR Holdings Limited	K BENSON PTY LTD	K BENSON PTY LTD	20,000	Fully paid ordinary shares
intelliHR Holdings Limited	REST AND RECREATION PTY LTD	REST AND RECREATION PTY LTD	24,000	Fully paid ordinary shares
intelliHR Holdings Limited	MRS LYNDAL BARBARA ATKINSON & MR GEORGE HENRY ATKINSON	MRS LYNDAL BARBARA ATKINSON & MR GEORGE HENRY ATKINSON	24,000	Fully paid ordinary shares
intelliHR Holdings Limited	MR DAVID GRAETZ & MRS JOYCE GRAETZ & MRS KIRSTY LOUISE WINTER	MR DAVID GRAETZ & MRS JOYCE GRAETZ & MRS KIRSTY LOUISE WINTER	18,667	Fully paid ordinary shares
intelliHR Holdings Limited	AMALFI TRADING PTY LTD	AMALFI TRADING PTY LTD	20,000	Fully paid ordinary shares
intelliHR Holdings Limited	R & W SUPER HOLDINGS PTY LTD	R & W SUPER HOLDINGS PTY LTD	20,000	Fully paid ordinary shares

intelliHR Holdings Limited	DIDDS INVESTMENTS PTY LTD	DIDDS INVESTMENTS PTY LTD	20,000	Fully paid ordinary shares
intelliHR Holdings Limited	MR LEONARDO SENESE & MRS FIONA SENESE	MR LEONARDO SENESE & MRS FIONA SENESE	22,667	Fully paid ordinary shares
intelliHR Holdings Limited	GORMAN PTY LTD	GORMAN PTY LTD	21,333	Fully paid ordinary shares
intelliHR Holdings Limited	X F HOLDINGS PTY LTD	X F HOLDINGS PTY LTD	18,182	Fully paid ordinary shares
intelliHR Holdings Limited	MR DAVID JOHN EVANS & MRS KATHRYN LESLEY EVANS	MR DAVID JOHN EVANS & MRS KATHRYN LESLEY EVANS	20,000	Fully paid ordinary shares
intelliHR Holdings Limited	GREENSLEEVE SUPERANNUATION PTY LTD	GREENSLEEVE SUPERANNUATION PTY LTD	20,000	Fully paid ordinary shares
intelliHR Holdings Limited	DR MURRAY WILLIAM ELLIOTT & MRS GILLIAN ELLIOTT	DR MURRAY WILLIAM ELLIOTT & MRS GILLIAN ELLIOTT	20,000	Fully paid ordinary shares
intelliHR Holdings Limited	MR IAN BUTTERWORTH & MRS SUSAN HEATHER BUTTERWORTH	MR IAN BUTTERWORTH & MRS SUSAN HEATHER BUTTERWORTH	18,667	Fully paid ordinary shares
intelliHR Holdings Limited	STRONGEST AND GREATEST PTY LTD	STRONGEST AND GREATEST PTY LTD	18,187	Fully paid ordinary shares
intelliHR Holdings Limited	MRS MEGAN HALINA SMITH	MRS MEGAN HALINA SMITH	18,187	Fully paid ordinary shares
intelliHR Holdings Limited	P EWART INVESTMENTS PTY LTD	P EWART INVESTMENTS PTY LTD	18,187	Fully paid ordinary shares
intelliHR Holdings Limited	S W POWER PTY LTD	S W POWER PTY LTD	18,182	Fully paid ordinary shares
intelliHR Holdings Limited	WESTCLASSIC NOMINEES PTY LTD	WESTCLASSIC NOMINEES PTY LTD	12,267	Fully paid ordinary shares
intelliHR Holdings Limited	SHEILA BLIDGE PTY LTD	SHEILA BLIDGE PTY LTD	12,267	Fully paid ordinary shares
intelliHR Holdings Limited	RG & AJ CAMILLERI SUPER PTY LTD	RG & AJ CAMILLERI SUPER PTY LTD	14,667	Fully paid ordinary shares
intelliHR Holdings Limited	D J INVESTMENTS (QLD) PTY LTD	D J INVESTMENTS (QLD) PTY LTD	14,667	Fully paid ordinary shares
intelliHR Holdings Limited	MRS REBECCA JANE LEAD	MRS REBECCA JANE LEAD	14,546	Fully paid ordinary shares
intelliHR Holdings Limited	MR XINYU LI	MR XINYU LI	12,267	Fully paid ordinary shares
intelliHR Holdings Limited	MR THOMAS ROBERT SARTOR	MR THOMAS ROBERT SARTOR	12,121	Fully paid ordinary shares
intelliHR Holdings Limited	MR SCOTT MURRAY FORBES MURDOCH	MR SCOTT MURRAY FORBES MURDOCH	12,121	Fully paid ordinary shares
intelliHR Holdings Limited	MR NICHOLAS ANTHONY HARRIS & MRS ELENA HARRIS	MR NICHOLAS ANTHONY HARRIS & MRS ELENA HARRIS	12,121	Fully paid ordinary shares
intelliHR Holdings Limited	MRS FIONA RICHARDSON	MRS FIONA RICHARDSON	12,121	Fully paid ordinary shares
intelliHR Holdings Limited	MRS JACQUELINE KANG YEN HUNG	MRS JACQUELINE KANG YEN HUNG	12,067	Fully paid ordinary shares
intelliHR Holdings Limited	MJREAD PTY LTD	MJREAD PTY LTD	13,333	Fully paid ordinary shares
intelliHR Holdings Limited	MR ROBERT FRANCIS SHIELDS & MRS MAUREEN LESLEY SHIELDS	MR ROBERT FRANCIS SHIELDS & MRS MAUREEN LESLEY SHIELDS	13,333	Fully paid ordinary shares
intelliHR Holdings Limited	MR GEOFFREY DOUGLAS KEEN & MRS JENNIFER DAWN KEEN	MR GEOFFREY DOUGLAS KEEN & MRS JENNIFER DAWN KEEN	13,333	Fully paid ordinary shares
intelliHR Holdings Limited	PEDECONFERENCE PTY LTD	PEDECONFERENCE PTY LTD	13,333	Fully paid ordinary shares
intelliHR Holdings Limited	A A M ADELAIDE PTY LTD	A A M ADELAIDE PTY LTD	13,333	Fully paid ordinary shares
intelliHR Holdings Limited	KROLDIN PTY LTD	KROLDIN PTY LTD	13,333	Fully paid ordinary shares
intelliHR Holdings Limited	NORTH OF THE RIVER INVESTMENTS PTY LTD	NORTH OF THE RIVER INVESTMENTS PTY LTD	13,333	Fully paid ordinary shares
intelliHR Holdings Limited	MR KEVIN THOMAS CARLILE & MRS JUDITH MARGARET CARLILE	MR KEVIN THOMAS CARLILE & MRS JUDITH MARGARET CARLILE	13,333	Fully paid ordinary shares
intelliHR Holdings Limited	MR PETER JAMES KIRK & MRS FEONA CAROLINE KIRK	MR PETER JAMES KIRK & MRS FEONA CAROLINE KIRK	13,333	Fully paid ordinary shares
intelliHR Holdings Limited	LOUNGE MARKET PTY LTD	LOUNGE MARKET PTY LTD	13,333	Fully paid ordinary shares
intelliHR Holdings Limited	MR ANTONIO CAPUTO & MRS MARA CAPUTO	MR ANTONIO CAPUTO & MRS MARA CAPUTO	13,333	Fully paid ordinary shares
intelliHR Holdings Limited	MR CRAIG IAN MC CLOUD & MR PAUL JAMES SMITH	MR CRAIG IAN MC CLOUD & MR PAUL JAMES SMITH	13,333	Fully paid ordinary shares
intelliHR Holdings Limited	MR PETER WILLIAM BERESFORD & MRS WENDY GAI BERESFORD	MR PETER WILLIAM BERESFORD & MRS WENDY GAI BERESFORD	13,333	Fully paid ordinary shares
intelliHR Holdings Limited	SOUTHAM SUPER PTY LTD	SOUTHAM SUPER PTY LTD	13,333	Fully paid ordinary shares
intelliHR Holdings Limited	MRS HELEN HAY PRIDMORE	MRS HELEN HAY PRIDMORE	13,333	Fully paid ordinary shares
intelliHR Holdings Limited	MR DAVID ALAN HILL & MRS HARRIETTE ANN HILL	MR DAVID ALAN HILL & MRS HARRIETTE ANN HILL	13,333	Fully paid ordinary shares
intelliHR Holdings Limited	LITTLE OWL CAPITAL PTY LTD	LITTLE OWL CAPITAL PTY LTD	13,333	Fully paid ordinary shares
intelliHR Holdings Limited	MR KENNETH WAYNE BRADEY & MRS JULIE ANN BRADEY	MR KENNETH WAYNE BRADEY & MRS JULIE ANN BRADEY	13,333	Fully paid ordinary shares
intelliHR Holdings Limited	C & B SIBLEY PTY LIMITED	C & B SIBLEY PTY LIMITED	13,333	Fully paid ordinary shares
intelliHR Holdings Limited	PECRIBB PTY LTD	PECRIBB PTY LTD	13,333	Fully paid ordinary shares
intelliHR Holdings Limited	MS TRACEY POHLE	MS TRACEY POHLE	12,122	Fully paid ordinary shares
intelliHR Holdings Limited	MR IAIN DAVID WILKIE	MR IAIN DAVID WILKIE	12,121	Fully paid ordinary shares
intelliHR Holdings Limited	MR BRIAN GERARD SHEAHAN	MR BRIAN GERARD SHEAHAN	12,121	Fully paid ordinary shares
intelliHR Holdings Limited	GLENCOL SUPER PTY LTD	GLENCOL SUPER PTY LTD	12,121	Fully paid ordinary shares
intelliHR Holdings Limited	CRISJEFF PTY LTD	CRISJEFF PTY LTD	12,121	Fully paid ordinary shares
intelliHR Holdings Limited	MR ANDREW LOOK	MR ANDREW LOOK	12,121	Fully paid ordinary shares
intelliHR Holdings Limited	MR CHARLES LAWRENCE	MR CHARLES LAWRENCE	12,121	Fully paid ordinary shares
intelliHR Holdings Limited	HAVANAH INVESTMENTS PTY LTD	HAVANAH INVESTMENTS PTY LTD	12,121	Fully paid ordinary shares
intelliHR Holdings Limited	JTR CORPORATION NO 2 PTY LTD	JTR CORPORATION NO 2 PTY LTD	12,121	Fully paid ordinary shares
intelliHR Holdings Limited	SUZANNE YEATES	SUZANNE YEATES	12,121	Fully paid ordinary shares
intelliHR Holdings Limited	MR PEDRAM BIDHENDI & DR ISMAIL MORADI BIDHENDI & MRS HIDEH BIDHENDI	MR PEDRAM BIDHENDI & DR ISMAIL MORADI BIDHENDI & MRS HIDEH BIDHENDI	12,000	Fully paid ordinary shares
intelliHR Holdings Limited	MR ANDREW HON-BOR TANG	MR ANDREW HON-BOR TANG	9,707	Fully paid ordinary shares

intelliHR Holdings Limited	4YATES PTY LTD	4YATES PTY LTD	10,667	Fully paid ordinary shares
intelliHR Holdings Limited	MR JAMES THOMAS BARKER	MR JAMES THOMAS BARKER	7,273	Fully paid ordinary shares
intelliHR Holdings Limited	MR SCOTT GIBSON RUSSELL	MR SCOTT GIBSON RUSSELL	9,333	Fully paid ordinary shares
intelliHR Holdings Limited	J W ADAMS INVESTMENTS PTY LTD	J W ADAMS INVESTMENTS PTY LTD	9,091	Fully paid ordinary shares
intelliHR Holdings Limited	MR DANIEL GETHIN-JONES & MRS KRISTY GETHIN-JONES	MR DANIEL GETHIN-JONES & MRS KRISTY GETHIN-JONES	9,091	Fully paid ordinary shares
intelliHR Holdings Limited	T S ADAMS SUPER PTY LTD	T S ADAMS SUPER PTY LTD	9,091	Fully paid ordinary shares
intelliHR Holdings Limited	MRS WENDY MAREE RICHARDS	MRS WENDY MAREE RICHARDS	6,667	Fully paid ordinary shares
intelliHR Holdings Limited	DIVINE NOMINEES PTY LTD	DIVINE NOMINEES PTY LTD	6,000	Fully paid ordinary shares
intelliHR Holdings Limited	MR NICHOLAS KAR WAI SEETO	MR NICHOLAS KAR WAI SEETO	7,267	Fully paid ordinary shares
intelliHR Holdings Limited	MISS SHARON MYERS & MR RODNEY NAUMBURGER	MISS SHARON MYERS & MR RODNEY NAUMBURGER	6,667	Fully paid ordinary shares
intelliHR Holdings Limited	CROWTHORNE SUPER PTY LTD	CROWTHORNE SUPER PTY LTD	6,133	Fully paid ordinary shares
intelliHR Holdings Limited	BOB STRUTHERS FURNITURE PTY LTD	BOB STRUTHERS FURNITURE PTY LTD	6,000	Fully paid ordinary shares
intelliHR Holdings Limited	MR RALPH JUSTIN BRYANT	MR RALPH JUSTIN BRYANT	6,000	Fully paid ordinary shares
intelliHR Holdings Limited	MR THOMAS WILLIAM ROBERTS	MR THOMAS WILLIAM ROBERTS	4,800	Fully paid ordinary shares
intelliHR Holdings Limited	JUNCTION CAPITAL PTY LTD	JUNCTION CAPITAL PTY LTD	2,667	Fully paid ordinary shares
		<b>Subtotal</b>	<b>4,853,703</b>	
<hr/>				
<hr/>				
		<b>Total number of shares on issue</b>	<b>104,616,908</b>	
		<b>Voting power</b>	<b>44.65%</b>	

# Annexure B

Appendix 9A restriction agreement

---



# Appendix 9A

## Restriction agreement

Introduced 01/07/96 Origin: Appendix 11 Amended 01/07/98, 11/03/02, 24/10/05, 20/07/07

We, the persons in:

- Item 1 of the schedule (“entity”);
- Item 2 of the schedule (“holder”);
- Item 3 of the schedule (“controller”),

agree as follows.

### Introduction

- \*A. The entity intends to issue restricted securities to the holder. The holder will hold the restricted securities as set out in this agreement. It is a condition of the issue of the restricted securities that we will comply with this agreement.
- \*A. The entity wants to be listed and has issued restricted securities. The holder will hold the restricted securities as set out in this agreement on the basis that the entity will take the steps necessary to be admitted to the <sup>+</sup>official list of ASX.
- B. We have provided ASX with all the information necessary to properly form an opinion about who is a <sup>+</sup>controller of the holder and who is required to execute this agreement.
- C. We enter this agreement for the purpose of complying with chapter 9 of the listing rules.

(\* delete as applicable)

### Agreement

#### Escrow restrictions

1. During the escrow period, the holder will not do any of the following.
  - (a) <sup>+</sup>Dispose of, or agree or offer to <sup>+</sup>dispose of, the restricted securities.

---

<sup>+</sup> See chapter 19 for defined terms.

## Appendix 9A Restriction agreement

---

- (b) Create, or agree or offer to create, any security interest in the restricted securities.
  - (c) Do, or omit to do, any act if the act or omission would have the effect of transferring effective ownership or control of the restricted securities.
  - (d) Participate in a return of capital made by the entity.  
Amended 24/10/05
2. During the escrow period, a controller will not do any of the following.
- (a) <sup>+</sup>Dispose of, or agree or offer to <sup>+</sup>dispose of, the controller interests.
  - (b) Create, or agree or offer to create, any security interest in the controller interests.
  - (c) Do, or omit to do, any act if the act or omission would have the effect of transferring effective ownership or control of the controller interests.
3. We will comply with chapter 9 of the listing rules. If any of us is not a listed entity, we will comply as if we were a listed entity. Each of us will take any steps we are able to take that are necessary to enable any of the others to comply.
4. (a) If the restricted securities are kept on the <sup>+</sup>certificated subregister, the holder will deposit the certificates for the restricted securities with a bank or <sup>+</sup>recognised trustee for the escrow period.
- (b) If the restricted securities are kept on the <sup>+</sup>issuer sponsored subregister, the holder hereby agrees in writing to the application of a <sup>+</sup>holding lock to the restricted securities.

## Warranties

5. If only the holder and the entity are parties to this agreement, one of the following applies.
- (a) The holder is an individual.
  - (b) The holder has no <sup>+</sup>controller.
  - (c) The holder has the <sup>+</sup>controllers set out in item 3 with the interests identified in item 6, and each <sup>+</sup>controller comes within an exception set out in rule 9.1.4.

---

<sup>+</sup> See chapter 19 for defined terms.

The holder gives this warranty.

6. If the holder, the entity and any +controller are parties to this agreement, the holder has the +controllers set out in item 3 with the controller interests identified in item 6, and any +controller who is not a party to this agreement comes within an exception set out in rule 9.1.4. The holder and each +controller give this warranty.
7. If item 7 of the schedule is completed, the full particulars of security interests which have been created, or are agreed or offered to be created, in the restricted securities are set out. A release of the security interests is attached. Apart from this, before the escrow period begins, the holder has not done, or omitted to do, any act which would breach clause 1 if done or omitted during the escrow period. The holder gives this warranty.
8. If item 8 of the schedule is completed, the full particulars of security interests which have been created, or are agreed or offered to be created, in the controller interests are set out. A release of the security interests is attached. Apart from this, before the escrow period begins, the +controller has not done, or omitted to do, any act which would breach clause 2 if done or omitted during the escrow period. Each +controller gives this warranty.
9. A breach of any of these warranties is a breach of this agreement.

### **Consequences of breaching this agreement**

10. If it appears to the entity that the holder or a +controller may breach this agreement, the entity must take the steps necessary to prevent the breach, or to enforce the agreement.
11. If the holder or a +controller breach this agreement, each of the following applies.
  - (a) The entity must take the steps necessary to enforce the agreement, or to rectify the breach.
  - (b) The entity must refuse to acknowledge, deal with, accept or register any sale, assignment, transfer or +conversion of any of the +restricted securities. This is in addition to other rights and remedies of the entity.
  - (c) The holder of the +restricted securities ceases to be entitled to any dividends, distributions or voting rights while the breach continues.

### **Amendment**

12. This agreement will not be changed or waived without ASX's written consent.

---

+ See chapter 19 for defined terms.

## **Jurisdiction**

13. The laws of the State of the home branch of the entity apply to this agreement. We submit to the jurisdiction of the courts of that State.

## **Definitions and interpretation**

In this agreement:

**ASX** means ASX Limited.

**controller interests** means the <sup>+</sup>securities, substantial economic interest or other interests in the restricted securities and each intermediate entity through which that interest occurs, full particulars of which are set out in item 6 of the schedule.

**escrow period** means the period set out in item 4 of the schedule.

**restricted securities** means the <sup>+</sup>securities set out in item 5 of the schedule and any <sup>+</sup>securities attaching to or arising out of those <sup>+</sup>securities that are restricted securities because of the definition of restricted securities in the listing rules.

The singular includes the plural and vice versa.

A reference to a party includes its successors, personal representatives and transferees.

Words and expressions defined in the listing rules of ASX, and not in this agreement, have the meanings given to them in the listing rules.

Every warranty or agreement (expressed or implied) in which more than one person joins, binds them individually and any combination of them as a group.

---

<sup>+</sup> See chapter 19 for defined terms.

**Schedule**

- 1. Entity's name and address:**  
  
INTELLIHR HOLDINGS LIMITED  
C/- MCCULLOUGH ROBERTSON LAWYERS  
LEVEL 11, 66 EAGLE STREET  
BRISBANE QLD 4000
- 2. Holder's name and address:**
- 3. Each +controllers' name and address:**
- 4. Escrow period (the date from which the initial restricted securities are escrowed):**
- 5. Particulars of restricted securities:**
- 6. Particulars of controller interests:**
- 7. Particulars of security interests over restricted securities:**
- 8. Particulars of security interests over controller interests:**

---

+ See chapter 19 for defined terms.

**Appendix 9A**  
**Restriction agreement**

---

Dated:

EXECUTED as a deed

Signed sealed and delivered  
by intelliHR Holdings Limited ACN 600 548 516  
by:

^ \_\_\_\_\_  
Director

^ \_\_\_\_\_  
Director/Secretary

^ \_\_\_\_\_  
Full name of Director

^ \_\_\_\_\_  
Full name of Director/Secretary

*\*Complete applicable execution clause for holder(s) and controller(s)*

**For a corporate holder with more than one director (or a director and different company secretary):**

Signed sealed and delivered  
for and on behalf of the holder by:

^ \_\_\_\_\_  
Director

^ \_\_\_\_\_  
Director/Secretary

^ \_\_\_\_\_  
Full name of Director

^ \_\_\_\_\_  
Full name of Director/Secretary

**For a corporate holder with only one director (and no company secretary):**

Signed sealed and delivered  
for and on behalf of the holder by:

^ \_\_\_\_\_  
Signature of Director

^ \_\_\_\_\_  
Full name of Director

---

+ See chapter 19 for defined terms.



**Appendix 9A**  
**Restriction agreement**

---

**For joint controllers:**

Signed sealed and delivered by:

▲ \_\_\_\_\_  
Signature of controller

▲ \_\_\_\_\_  
Signature of controller

▲ \_\_\_\_\_  
Full name of controller

▲ \_\_\_\_\_  
Full name of controller

---

+ See chapter 19 for defined terms.