

Form 604Corporations Act 2001
Section 671B**Notice of change of interests of substantial holder**

To Company Name/Scheme Big River Industries Limited

ACN/ARSN ACN 609 901 377

1. Details of substantial holder(1)

Name Anacacia Partnership II, LP

ACN/ARSN (if applicable)

There was a change in the interests of the substantial holder on 8 / 11 / 2017The previous notice was given to the company on 24 / 10 / 2017The previous notice was dated 24 / 10 / 2017**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	34,000,001	64.46%	31,700,001	60.10%

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
8 November 2017	Anacacia Partnership II, LP	Sale	\$2.05 per share	1,150,000 Ordinary Fully Paid	1,150,000
8 November 2017	Pantheon Global Co-Investment Opportunities Fund II, LP	Sale	\$2.05 per share	512,389 Ordinary Fully Paid	512,389
8 November 2017	Pantheon International PLC	Sale	\$2.05 per share	282,389 Ordinary Fully Paid	282,389
8 November 2017	Pantheon Global Co-Investment Opportunities Fund III, LP	Sale	\$2.05 per share	256,833 Ordinary Fully Paid	256,833
8 November 2017	Pantheon Multi Strategy Co-Investment Program 2014	Sale	\$2.05 per share	61,972 Ordinary Fully Paid	61,972
8 November 2017	Pantheon Asia Fund VI LP	Sale	\$2.05 per share	36,417 Ordinary Fully Paid	36,417

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
Anacacia Partnership II, LP	Anacacia Partnership II, LP	Anacacia Partnership II, LP	Direct holder	15,850,001 Ordinary Shares	15,850,001
Anacacia Partnership II, LP and Pantheon Global Co-Investment Opportunities Fund II, LP	Pantheon Global Co-Investment Opportunities Fund II, LP	Pantheon Global Co-Investment Opportunities Fund II, LP	Anacacia Partnership II has the power to control the voting and disposal of securities held by Pantheon Global Co-Investment Opportunities Fund II, LP	7,062,056 Ordinary Shares	7,062,056
Anacacia Partnership II, LP and Pantheon International PLC	Pantheon International PLC	Pantheon International PLC	Anacacia Partnership II has the power to control the voting and disposal of securities held by Pantheon International PLC	3,892,055 Ordinary Shares	3,892,055
Anacacia Partnership II, LP and Pantheon Global Co-Investment Opportunities Fund III, LP	Pantheon Global Co-Investment Opportunities Fund III, LP	Pantheon Global Co-Investment Opportunities Fund III, LP	Anacacia Partnership II has the power to control the voting and disposal of securities held by Pantheon Global Co-Investment Opportunities Fund III, LP	3,539,834 Ordinary Shares	3,539,834
Anacacia Partnership II, LP and Pantheon Multi Strategy Co-Investment Program 2014	Pantheon Multi Strategy Co-Investment Program 2014	Pantheon Multi Strategy Co-Investment Program 2014	Anacacia Partnership II has the power to control the voting and disposal of securities held by Pantheon Multi Strategy Co-Investment Program 2014	854,139 Ordinary Shares	854,139
Anacacia Partnership II, LP and Pantheon Asia Fund VI LP	Pantheon Asia Fund VI LP	Pantheon Asia Fund VI LP	Anacacia Partnership II has the power to control the voting and disposal of securities held by Pantheon Asia Fund VI LP	501,916 Ordinary Shares	501,916

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 persons named in this form are as follows:

Name	Address
Anacacia Partnership II, LP	Level 2, 53 Cross Street, Double Bay NSW 2028
Pantheon Global Co-Investment Opportunities Fund II, LP	Pantheon Ventures (US) LP, Transamerica Center, 600 Montgomery Street, 23rd Floor, San Francisco, CA 94111, USA
Pantheon International PLC	Pantheon Ventures (UK) LLP, 4th Floor, 10 Finsbury Square, London, EC2A 1AF, United Kingdom.
Pantheon Global Co-Investment Opportunities Fund III, LP	Pantheon Ventures (US) LP, Transamerica Center, 600 Montgomery Street, 23rd Floor, San Francisco, CA 94111, USA
Pantheon Multi Strategy Co-Investment Program 2014	Pantheon Ventures (US) LP, Transamerica Center, 600 Montgomery Street, 23rd Floor, San Francisco, CA 94111, USA
Pantheon Asia Fund VI LP	Pantheon Ventures (US) LP, Transamerica Center, 600 Montgomery Street, 23rd Floor, San Francisco, CA 94111, USA

Signature

print name Jeremy Samuel

Capacity MD, Anacacia Capital Pty Ltd

8 Nov 2017

sign here

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.