

1 September 2021

The Manager
Company Announcements Office
ASX Limited
20 Bridge Street
SYDNEY NSW 2000

By electronic lodgement

Dear Sir/Madam

Re: Notice of becoming an initial substantial holder – Booktopia Group Limited (BKG)

We enclose notice of becoming an initial substantial holder in Booktopia Group Limited. This notice is given by Lennox Capital Partners Pty Limited.

Yours faithfully



Sophie Gowland
Company Secretary

Form 603

Corporations Act 2001
Section 671B

Notice of initial substantial holder

To CompanyName/Scheme	Booktopia Group Limited
ACN/ARSN	612 421 388
1. Details of substantial holder (1) Name	Lennox Capital Partners Pty Limited
ACN/ARSN (if applicable)	617 001 966

The holder became a substantial holder on 30/08/2021

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	Person's votes (5)	Voting power (6)
Ordinary Fully Paid	Same as persons votes	10,432,641	7.60%

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
Lennox Capital Partners Pty Limited	Ordinary Fully Paid securities purchased and sold on market by Lennox Capital Partners Pty Limited	Refer Annexure 1

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
Lennox Capital Partners Pty Limited	J. P. Morgan Nominees Australia Pty Limited	J. P. Morgan Nominees Australia Pty Limited	2,804,550 (Ordinary Fully Paid)
Lennox Capital Partners Pty Limited	HSBC Custody Nominees (Australia) Limited	HSBC Custody Nominees (Australia) Limited	1,467,536 (Ordinary Fully Paid)
Lennox Capital Partners Pty Limited	BNP Paribas Nominees Pty Limited	BNP Paribas Nominees Pty Limited	3,023,336 (Ordinary Fully Paid)
Lennox Capital Partners Pty Limited	Citicorp Nominees Pty Limited	Citicorp Nominees Pty Limited	3,137,219 (Ordinary Fully Paid)

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	
Lennox Capital Partners Pty Limited	Refer Annexure 1	Refer Annexure 1		Refer Annexure 1

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
Lennox Capital Partners Pty Limited	Level 2, 5 Martin Place, Sydney NSW 2000

Signature

print name

Sophie Gowland

capacity

Company Secretary



sign here

date

01/09/2021

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 section s608 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.



Sophie Gowland
Company Secretary of Lennox Capital Partners Pty Limited

Transactions:

Company

Name/Scheme: Booktopia Group Limited (BKG)

As at: 30/08/2021

Class of security: Ordinary Fully Paid

Date of Change	Holder of relevant interest	Nature of Change	Consideration	Number of Securities	Person's Votes Affected
30/04/2021	Lennox Capital Partners Pty Limited	Opening balance adjustment	423,383	398,757	398,757
30/04/2021	As above	Buy	209,522	86,000	86,000
14/05/2021	As above	Buy	1,204,714	449,520	449,520
14/05/2021	As above	Buy	1,077,907	402,204	402,204
14/05/2021	As above	Buy	2,194,435	818,819	818,819
14/05/2021	As above	Buy	1,954,945	729,457	729,457
19/05/2021	As above	Buy	363,797	139,922	139,922
19/05/2021	As above	Buy	325,504	125,194	125,194
19/05/2021	As above	Buy	662,444	254,786	254,786
19/05/2021	As above	Buy	594,246	228,556	228,556
09/06/2021	As above	Buy	639,784	241,428	241,428
09/06/2021	As above	Buy	572,466	216,025	216,025
09/06/2021	As above	Buy	1,168,457	440,927	440,927
09/06/2021	As above	Buy	1,026,048	387,188	387,188
16/07/2021	As above	Sell	64,989	-25,103	25,103
19/07/2021	As above	Sell	14,903	-5,835	5,835
18/08/2021	As above	Buy	906,760	327,350	327,350
18/08/2021	As above	Buy	2,323,061	838,650	838,650
30/08/2021	As above	Buy	2,261,504	807,680	807,680
30/08/2021	As above	Buy	2,027,516	724,113	724,113
30/08/2021	As above	Buy	4,224,651	1,508,804	1,508,804
30/08/2021	As above	Buy	3,746,957	1,338,199	1,338,199

Total Number of Securities

10,432,641