

## Form 604

Corporations Act 2001  
Section 671B

## Notice of change of interests of substantial holder

To Company Name/Scheme REDCAPE HOTEL GROUP (RDC) (consisting of REDCAPE HOTEL GROUP MANAGEMENT LIMITED AS RESPONSIBLE ENTITY OF REDCAPE HOTEL TRUST I AND REDCAPE HOTEL TRUST II)

ACN/ARSN REDCAPE HOTEL GROUP MANAGEMENT LIMITED ACN 610 990 004 as responsible entity of REDCAPE HOTEL TRUST I ARSN 629 354 614 and REDCAPE HOTEL TRUST II ARSN 629 354 696

## 1. Details of substantial holder (1)

Name MA FINANCIAL GROUP LIMITED and the entities listed in Annexure A (MAF)

ACN/ARSN (if applicable) 142 008 428

There was a change in the interests of the substantial holder on 27/10/2021

The previous notice was given to the company on 04/12/2018

The previous notice was dated 04/12/2018

## 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)
Ordinary fully paid stapled securities (Ordinary)	219,698,917	39.79%	240,720,493	53.23%

## 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
See Annexure B				

## 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	Nature of relevant interest (6)	Class and number of securities	Person's votes
Western Funds Management Pty Ltd ACN 169 019 765 (WFM)	WFM and The Trust Company (Australia) Limited	Power to dispose of, or control the exercise of a power to dispose of, the shares under section 608(1) of the Corporations Act	72,947,384 ordinary	16.13%
MA Visa Fund Manager Pty Ltd ACN 142 008 482 (MAVFM)	J.P. Morgan Nominees Australia Pty Ltd ACN 002 899 961 (JPM)	Relevant interest pursuant to section 608(1) as investment manager of MA SIV Property Fund (PF) due to the power to exercise, or control the exercise of, a right to vote attached to the securities and the power to dispose of, or control	131,528,581 ordinary	29.07%

		the exercise of a power to dispose of, the securities		
MA Asset Management Ltd ACN 142 008 535 (MAAM)	MAAM and JPM	Relevant interest pursuant to section 608(1) as trustee of PF and MA Hotel Investment Fund due to the power to exercise, or control the exercise of, a right to vote attached to the securities and the power to dispose of, or control the exercise of a power to dispose of the securities	167,773,109 ordinary	37.10%
MAF		Relevant interest pursuant to section 608(3) due to holding voting power of above 20% in MAAM and WFM	240,720,493 ordinary	53.23%

#### 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
Not applicable	

#### 6. Addresses

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

Name	Address
See Annexure A	

**Signature** PRINT NAME: REBECCA ONG

CAPACITY: COMPANY SECRETARY

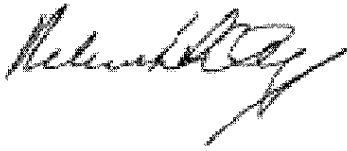
DATE: 2 November 2021

SIGNATURE:



**ANNEXURE A TO FORM 604 NOTICE OF CHANGE OF INTERESTS OF SUBSTANTIAL HOLDER**

*This is annexure A of two pages referred to in Form 604 Notice of change of interests of substantial holder dated 2 November 2021.*




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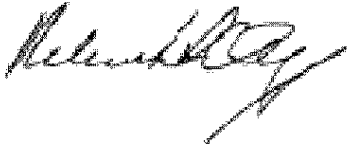
 REBECCA ONG, COMPANY SECRETARY

Name	Address
A.C.N. 167 316 109 Pty Ltd ACN 167 316 109	Level 27, Governor Phillip Tower, 1 Farrer Place, Sydney NSW 2000
Armada Funds Management Pty Ltd ACN 124 754 847	Level 27, Governor Phillip Tower, 1 Farrer Place, Sydney NSW 2000
Eastern Credit Management Pty Ltd ACN 623 243 336	Level 27, Governor Phillip Tower, 1 Farrer Place, Sydney NSW 2000
Global Wealth Aged Care Pty Ltd ACN 610 989 994	Level 27, Governor Phillip Tower, 1 Farrer Place, Sydney NSW 2000
Global Wealth Residential Pty Ltd ACN 607 039 216	Level 27, Governor Phillip Tower, 1 Farrer Place, Sydney NSW 2000
KCF ST Pty Ltd ACN 623 251 196	Level 27, Governor Phillip Tower, 1 Farrer Place, Sydney NSW 2000
MA Asset Management Ltd ACN 142 008 535	Level 27, Governor Phillip Tower, 1 Farrer Place, Sydney NSW 2000
MA Credit Investments Pty Ltd ACN 631 017 037	Level 27, Governor Phillip Tower, 1 Farrer Place, Sydney NSW 2000
MA Hotel Management Pty Ltd ACN 619 297 228	Level 27, Governor Phillip Tower, 1 Farrer Place, Sydney NSW 2000
MA Investment Management Pty Ltd ACN 621 552 896	Level 27, Governor Phillip Tower, 1 Farrer Place, Sydney NSW 2000
MA Visa Fund Manager Pty Ltd ACN 142 008 482	Level 27, Governor Phillip Tower, 1 Farrer Place, Sydney NSW 2000
MAAM GP Pty Ltd ACN 164 411 607	Level 27, Governor Phillip Tower, 1 Farrer Place, Sydney NSW 2000
MAAM Holdings Pty Ltd ACN 621 215 450	Level 27, Governor Phillip Tower, 1 Farrer Place, Sydney NSW 2000
MAAM TT Pty Ltd ACN 629 587 560	Level 27, Governor Phillip Tower, 1 Farrer Place, Sydney NSW 2000
MACDF TT Pty Ltd ACN 169 652 742	Level 27, Governor Phillip Tower, 1 Farrer Place, Sydney NSW 2000
MAF Credit Pty Ltd ACN 623 716 503	Level 27, Governor Phillip Tower, 1 Farrer Place, Sydney NSW 2000
MAAM RE Limited ACN 135 855 186	Level 27, Governor Phillip Tower, 1 Farrer Place, Sydney NSW 2000
MA Moelis Australia Advisory Pty Ltd ACN 142 008 446	Level 27, Governor Phillip Tower, 1 Farrer Place, Sydney NSW 2000
Moelis Australia Finance Pty Ltd ACN 621 554 845	Level 27, Governor Phillip Tower, 1 Farrer Place, Sydney NSW 2000
MA Foundation Pty Ltd ACN 622 860 904	Level 27, Governor Phillip Tower, 1 Farrer Place, Sydney NSW 2000
MAFG Operations Pty Ltd ACN 138 030 289	Level 27, Governor Phillip Tower, 1 Farrer Place, Sydney NSW 2000
MA Moelis Australia Securities Pty Ltd ACN 122 781 560	Level 27, Governor Phillip Tower, 1 Farrer Place, Sydney NSW 2000
MAFG Share Plan Pty Ltd ACN 610 383 590	Level 27, Governor Phillip Tower, 1 Farrer Place, Sydney NSW 2000

Redcape Hotel Group Management Ltd ACN 610 990 004	Level 27, Governor Phillip Tower, 1 Farrer Place, Sydney NSW 2000
Rockford Capital Pty Ltd ACN 116 067 497	Level 27, Governor Phillip Tower, 1 Farrer Place, Sydney NSW 2000
TMASL Finance Pty Ltd ACN 623 313 057	Level 27, Governor Phillip Tower, 1 Farrer Place, Sydney NSW 2000
Western Funds Management Pty Ltd ACN 169 019 765	Level 27, Governor Phillip Tower, 1 Farrer Place, Sydney NSW 2000
Moelis Australia Partners Holdings Pty Ltd ACN 622 353 191	Level 27, Governor Phillip Tower, 1 Farrer Place, Sydney NSW 2000
Moelis Australia Partners Pty Ltd ACN 622 354 152	Level 27, Governor Phillip Tower, 1 Farrer Place, Sydney NSW 2000
MAAM TT (Figtree) Pty Ltd ACN 630 343 261	Level 27, Governor Phillip Tower, 1 Farrer Place, Sydney NSW 2000
MAAM TT (Marion) Pty Ltd ACN 636 257 835	Level 27, Governor Phillip Tower, 1 Farrer Place, Sydney NSW 2000
MAAM TT (Marion) Advertising Pty Ltd ACN 637 793 563	Level 27, Governor Phillip Tower, 1 Farrer Place, Sydney NSW 2000
BHBB TT Pty Ltd ACN 637 771 647	Level 27, Governor Phillip Tower, 1 Farrer Place, Sydney NSW 2000
MAAM Holdings Pty Ltd ACN 638 953 661	Level 27, Governor Phillip Tower, 1 Farrer Place, Sydney NSW 2000
Grassroots Childcare Developments Holdings Pty Ltd ACN 637 595 914	Level 27, Governor Phillip Tower, 1 Farrer Place, Sydney NSW 2000
Grassroots Childcare Developments Pty Ltd ACN 637 596 019	Level 27, Governor Phillip Tower, 1 Farrer Place, Sydney NSW 2000
MAKM Holdings Pty Ltd ACN 638 953 661	Level 27, Governor Phillip Tower, 1 Farrer Place, Sydney NSW 2000
Avena Holdings Pty Ltd ACN 644 907 791	Level 27, Governor Phillip Tower, 1 Farrer Place, Sydney NSW 2000
Courthouse Fund TT Pty Ltd ACN 135 855 186	Level 27, Governor Phillip Tower, 1 Farrer Place, Sydney NSW 2000
MADT Corporate Pty Ltd ACN 645 649 654	Level 27, Governor Phillip Tower, 1 Farrer Place, Sydney NSW 2000
Retpro Management Pty Ltd ACN 155 736 771	Level 27, Governor Phillip Tower, 1 Farrer Place, Sydney NSW 2000
Retpro Pty Limited ACN 140 217 796	Level 27, Governor Phillip Tower, 1 Farrer Place, Sydney NSW 2000
MA Bendigo TT I Pty Ltd ACN 651 045 939	Level 27, Governor Phillip Tower, 1 Farrer Place, Sydney NSW 2000
MA Bendigo TT II Pty Ltd ACN 651 046 383	Level 27, Governor Phillip Tower, 1 Farrer Place, Sydney NSW 2000
WFM Financial Holdings Pty Ltd ACN 651 052 372	Level 27, Governor Phillip Tower, 1 Farrer Place, Sydney NSW 2000

## ANNEXURE B TO FORM 604 NOTICE OF CHANGE OF INTERESTS OF SUBSTANTIAL HOLDER

*This is annexure B of three pages referred to in Form 604 Notice of change of interests of substantial holder dated 2 November 2021.*



REBECCA ONG, COMPANY SECRETARY

Holder of relevant interest	Date of change	Consideration (9)	Class and number of securities
		Cash	Ordinary
MAAM, MAVFM, MAF	11/03/2019	177,860	(171,250)
MAAM, MAVFM, MAF	12/03/2019	167,664	(161,838)
MAAM, MAVFM, MAF	13/03/2019	148,922	(143,678)
MAAM, MAVFM, MAF	14/03/2019	103,166	(99,677)
MAAM, MAVFM, MAF	15/03/2019	960,499	(923,557)
MAAM, MAVFM, MAF	29/08/2019	2,648,510	(2,451,852)
MAAM, MAVFM, MAF	30/08/2019	155,406	(142,522)
MAAM, MAVFM, MAF	02/09/2019	188,937	(172,498)
MAAM, MAVFM, MAF	03/09/2019	30,582	(28,057)
MAAM, MAVFM, MAF	04/09/2019	49,833	(45,718)
MAAM, MAVFM, MAF	05/09/2019	111,775	(102,546)
MAAM, MAVFM, MAF	11/09/2019	4,619	(4,257)
MAAM, MAVFM, MAF	19/09/2019	40,574	(37,920)
MAAM, MAVFM, MAF	24/09/2019	25,916	(23,897)
MAAM, MAVFM, MAF	24/09/2019	147,991	(137,029)
MAAM, MAVFM, MAF	26/02/2020	295	266
MAAM, MAVFM, MAF	27/02/2020	3,258,343	2,928,848
MAAM, MAVFM, MAF	28/02/2020	2,066,800	1,870,886
MAAM, MAVFM, MAF	02/03/2020	217,949	200,000
MAAM, MAVFM, MAF	07/09/2020	58,523	(71,369)
MAAM, MAVFM, MAF	10/09/2020	19,573	(23,869)
MAAM, MAVFM, MAF	15/09/2020	400,040	(500,050)
MAAM, MAVFM, MAF	18/02/2021	181,031	(188,378)
MAAM, MAVFM, MAF	19/02/2021	210,966	(221,999)
MAAM, MAVFM, MAF	22/02/2021	171,005	(181,284)
MAAM, MAVFM, MAF	22/02/2021	34,807	(36,639)
MAAM, MAVFM, MAF	23/02/2021	235,705	(254,816)
MAAM, MAVFM, MAF	24/02/2021	210,437	(226,813)
MAAM, MAVFM, MAF	25/02/2021	224,650	(244,477)
MAAM, MAVFM, MAF	26/02/2021	148,927	(162,691)
MAAM, MAVFM, MAF	01/03/2021	37,664	(41,163)

MAAM, MAVFM, MAF	02/03/2021	190,654	(207,933)
MAAM, MAVFM, MAF	03/03/2021	66,085	(72,114)
MAAM, MAVFM, MAF	04/03/2021	68,689	(76,228)
MAAM, MAVFM, MAF	05/03/2021	538,466	(598,295)
MAAM, MAVFM, MAF	19/03/2021	2,258,831	2,328,692
MAAM, MAVFM, MAF	22/03/2021	5,657,238	6,171,308
MAAM, MAVFM, MAF	27/10/2021	4,912,465	(4,271,709)
MAAM, MAVFM, MAF	27/10/2021	14,543,639	12,646,643
MAAM, MAVFM, MAF	27/10/2021	14,543,638	12,646,642