

17 February 2022

ASX Market Announcements
ASX Limited
Exchange Centre
20 Bridge Street, Sydney NSW 2000

Dear Sir/Madam,

**Re: Notice of change of interests of substantial holder – Powerhouse Ventures Limited
ASX: PVL**

Please find attached a HUB24 Limited Form 604 for Powerhouse Ventures Limited.

HUB24 Limited's relevant interest is obtained by wholly owning Xplore Wealth Pty Limited (**Xplore**), which in turn wholly owns Investment Administration Services Pty Ltd (**IAS**).

Yours sincerely,



Andrew Brown
Company Secretary
HUB24 Limited

Form 604

Corporations Act 2001
Section 671B

Notice of change of interests of substantial holder

To Company Name/Scheme Powerhouse Ventures Limited
ACN/ARSN ARBN 612 076 169

1. Details of substantial holder(1)

Name HUB24 Limited ABN 87 124 891 685 (**HUB**)
Investment Administration Services Pty Ltd ABN 86 109 199 108 (**IAS**)
Xplore Wealth Limited ABN 34 128 316 441 (**Xplore**)
ACN/ARSN (if applicable) 124 891 685 (**HUB**)

There was a change in the interests of the substantial holder on 15 Feb 2022
(IAS became aware of the change on 16 Feb 2022)

The previous notice was given to the company on 09 Feb 2022

The previous notice was dated 09 Feb 2022

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 | 14,361,826 | 12.57% | 15,861,826 | 13.88% (as at the date of this notice) |

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 |
|--------------------------|----------------------------------------|----------------------------------------------------------------------------------------------------------------------------|-----------------------------------------------|-----------------------------------------|--------------------------|
| As set out in Annexure A | IAS | Increase in relevant interest through Managed Discretionary Account service for clients of IAS (as set out in Annexure A). | As set out in Annexure A | As set out in Annexure A | As set out in 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 |
|----------------------------------------|---------------------------------------------------------------------------|---------------------------------------------------------------------------|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-----------------------------------------------------------|-----------------------------------------------------------|
| Xplore Wealth Pty Ltd ("Xplore") / IAS | JP Morgan (held as nominee for IAS Managed Discretionary Account clients) | JP Morgan (held as nominee for IAS Managed Discretionary Account clients) | <p>Relevant interest through Managed Discretionary Account service for IAS clients and the IDPS-like Scheme known as the Xplore Managed Account. In practice these powers are delegated to and exercised by the relevant investment manager appointed by IAS to manage the client's portfolio for both the Xplore Managed Account and the Managed Discretionary Account services.</p> <p>HUB24 has the same relevant interest as Xplore and IAS as Xplore and IAS are wholly owned subsidiary and therefore it controls IAS (section 608(3)(b) Corporations Act).</p> | 15,861,826 for the group (as at the date of this notice). | 15,861,826 for the group (as at the date of this notice), |

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:

| Name | Address |
|--------------------|-----------------------------------------------------|
| HUB / Xplore / IAS | Level 2, 7 Macquarie Place, Sydney NSW 2000 |
| JP Morgan | Level 15, 85 Castlereagh Street, Sydney. NSW. 2000. |

Signature

print name

Andrew Brown

capacity **Company Secretary**

sign here



date 17 February 2022

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 referred to in ASIC Form 604 lodged by HUB24 Limited.



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Andrew Brown
Company Secretary
HUB24 Limited
17 February 2022

Increase in Relevant Interests in Shares through Managed Discretionary Account service for IAS clients

| Trade date | Settlement date | Trade type | Share Price | Quantity of shares |
|-------------------|------------------------|-------------------|--------------------|---------------------------|
| 14/02/2022 | 14/02/2022 | Buy | \$0.11 | 1,500,000 |