

Form 604
Corporations Act 2001
Section 671B

Notice of change of interests of substantial holder

To Company Name/Scheme HMC Capital Limited (HMC)

ACN/ARSN 138 990 593

1. Details of substantial holder (1)

Name Home Investment Consortium Company Pty Ltd ACN 614 090 818 as trustee for the Home Investment Consortium Trust (HICT) and the persons listed in Annexure A.

ACN/ARSN (if applicable) As stated above and in Annexure A.

There was a change in the interests of the substantial holder on 05/04/2023
The previous notice was given to the company on 10/12/2021
The previous notice was dated 09/12/2021

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 share (Shares)	98,289,767	33.86%	98,668,418	29.32%

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
05/04/2023	HICT	Dilution of voting power as a result of the issue of additional Shares in connection with the Placement announced by HMC on 30 March 2023.	N/A	N/A	N/A

05/04/2023	HICC 2 Pty Ltd ACN 621 961 779 as bare trustee for the Home Acquisition Trust (HICC2)	As above.	N/A	N/A	N/A
05/04/2023	Aurum Holdings Investment Company Pty Ltd ACN 614 090 603 as trustee for the Aurum Holdings Investment Trust (Aurum)	As above.	N/A	N/A	N/A
05/04/2023	Aurum Investments Pty Ltd (ACN 619 972 315) (Investment Company)	As above.	N/A	N/A	N/A
05/04/2023	Aurum Holdings Pty Ltd (ACN 168 679 123) (Aurum Holdings)	As above.	N/A	N/A	N/A
22/12/2021		On-market purchase of Shares by Aurum Holdings	\$202,466.35	27,891 Shares	27,891
23/12/2021			\$10,655.20	1,402 Shares	1,402
29/12/2021			\$52,514.06	6,728 Shares	6,728
30/12/2021			\$4,153.80	516 Shares	516
31/12/2021			\$233,273.50	29,437 Shares	29,437
05/04/2023	Mez Pty Limited ACN 166 758 032 as trustee for Di Pilla Family Trust (Mez)		As above.	N/A	N/A
Various dates between 22/12/2021 to 31/12/2021 as set out above for Aurum Holdings		On-market purchase of Shares by Aurum Holdings	On-market purchase of Shares by Aurum Holdings	On-market purchase of Shares by Aurum Holdings	On-market purchase of Shares by Aurum Holdings
05/04/2023	ZEM Super Pty Ltd ACN 635 321 907 as trustee for Di Pilla Superannuation Fund (ZEM)	As above.	N/A	N/A	N/A
05/04/2023	DDP Capital Pty Ltd ACN 163 122 978 (DDPC)	As above.	N/A	N/A	N/A
05/04/2023	David Di Pilla (DDP)	As above.	N/A	N/A	N/A
29/08/2022		Exercise of rights to acquire Shares issued under HMC's Employee Equity Plan	Nil	260,848 Shares	260,848

16/12/2022		Exercise of rights to acquire Shares issued under HMC's Employee Equity Plan	Nil	51,829 Shares	51,829
Various dates between 22/12/2021 to 31/12/2021 as set out above for Aurrum Holdings		On-market purchase of Shares by Aurrum Holdings	N/A	29,437 Shares	29,437

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
HICT	HICT (as to 61,819,465 Shares) HICC2 (as to 28,535,072 Shares)	HICT (as to 61,819,465 Shares) HICC2 (as to 28,535,072 Shares)	Relevant interest under section 608(1)(a) of the Corporations Act 2001 (Cth) (Corporations Act) as a result of being the registered holder of 61,819,465 Shares, and under sections 608(1)(b) and 608(1)(c) of the Corporations Act by being the sole shareholder of HICC 2 Pty Ltd which (in its capacity as bare trustee for the Home Acquisition Trust) is the registered holder of 28,535,072 Shares. HICT is also the sole beneficiary of the Home Acquisition Trust.	90,354,537 Shares	61,819,465
HICC 2	HICC2 (as to 28,535,072 Shares)	HICC2 (as to 28,535,072 Shares)	Relevant interest under section 608(1)(a) of the Corporations Act as a result of HICC2 being the registered holder of 28,535,072 Shares.	28,535,072 Shares	28,535,072
Aurrum	HICT (as to 61,819,465 Shares) HICC2 (as to 28,535,072 Shares)	HICT (as to 61,819,465 Shares) HICC2 (as to 28,535,072 Shares)	Relevant interest under sections 608(1)(b) and 608(1)(c) of the Corporations Act, being a relevant interest arising from Aurrum having control over HICT and hence having the power to exercise, or control the exercise of, a right to vote attached to the relevant securities.	90,354,537 Shares	N/A
Investment Company	Investment Company	Investment Company	Relevant interest under section 608(1)(a) of the Corporations Act as a result of being the registered holder of 6,944,444 Shares.	6,944,444 Shares	6,944,444
Aurrum Holdings	Investment Company (as to 6,944,444 Shares) Aurrum Holdings (as to 65,974 Shares)	Investment Company (as to 6,944,444 Shares) Aurrum Holdings (as to 65,974 Shares)	Relevant interest under sections 608(1)(b) and 608(1)(c) of the Corporations Act, being a relevant interest arising from Aurrum Holdings having control over Investment Company hence the power to exercise, or control the exercise of, a right to vote attached to the relevant securities. Relevant interest under section 608(1)(a) of the Corporations Act as a result of being the registered holder of 65,974 Shares.	7,010,418 Shares	65,974
Mez	HICT (as to 61,819,465 Shares) HICC2 (as to 28,535,072 Shares) Mez (as to 610,980 Shares) DDPC (as to 67,485 Shares) Investment Company (as to 6,944,444 Shares) Aurrum Holdings (as to 65,974 Shares)	HICT (as to 61,819,465 Shares) HICC2 (as to 28,535,072 Shares) Mez (as to 610,980 Shares) DDPC (as to 67,485 Shares) Investment Company (as to 6,944,444 Shares) Aurrum Holdings (as to 65,974 Shares)	Relevant interest under section 608(1)(a) of the Corporations Act as a result of being the registered holder of 610,980 Shares and under sections 608(1)(b) and 608(1)(c) of the Corporations Act in respect of 97,366,466 Shares, being a relevant interest arising from Mez having control over Aurrum, DDPC, Aurrum Holdings and Investment Company and hence the power to exercise, or control the exercise of, a right to vote attached to the relevant securities.	98,043,420 Shares	610,980

(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
- (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

This is annexure A referred to in Form 604, Notice of change of interests of substantial holder dated 5 April 2023



COMPANY SECRETARY

5 April 2023

Signature

**Capacity (director / company
secretary)**

Date

Print name: ANDREW SELIM

Name	Address
HICT	c/- Baker McKenzie, Tower One – International Towers Sydney, Level 46, 100 Barangaroo Avenue, Barangaroo NSW 2000
HICC2	c/- Baker McKenzie, Tower One – International Towers Sydney, Level 46, 100 Barangaroo Avenue, Barangaroo NSW 2000
Aurum	c/- Baker McKenzie, Tower One – International Towers Sydney, Level 46, 100 Barangaroo Avenue, Barangaroo NSW 2000
Mez	c/- Frank Clune & Son, Level 8, 60 Carrington Street, Sydney NSW 2000
ZEM	c/- Frank Clune & Son, Level 8, 60 Carrington Street, Sydney NSW 2000
DDP	c/- Frank Clune & Son, Level 8, 60 Carrington Street, Sydney NSW 2000
DDPC	c/- Frank Clune & Son, Level 8, 60 Carrington Street, Sydney NSW 2000
Aurum Holdings	Suite 2, Level 11, 1 Macquarie Place, Sydney NSW 2000
Investment Company	C/- Suite 2, Level 11, 1 Macquarie Place, Sydney NSW 2000