

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 30/05/2024
The previous notice was given to the company on 05/04/2023
The previous notice was dated 05/04/2023

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)	98,668,418	29.32%	99,104,505	27.22%

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
30/05/2024	HICT	Dilution of voting power as a result of the issue of additional Shares in connection with the Placement announced by HMC on 24 May 2024. (Diluting Event)	N/A	N/A	N/A

28/04/2023		Purchase under HMC Share Purchase Plan announced by HMC on 30 March 2023 (HMC SPP)	\$30,002	8,572 Shares	8,572
28/04/2023		Purchase by HICC2 under HMC SPP	N/A	8,572 Shares	8,572
30/05/2024		Diluting Event, as above.	N/A	N/A	N/A
28/04/2023	HICC 2 Pty Ltd ACN 621 961 779 as bare trustee for the Home Acquisition Trust (HICC2)	Purchase by under HMC SPP	\$30,002	8,572 Shares	8,572
30/05/2024		Diluting Event as above.	N/A	N/A	N/A
28/04/2023	Aurrum Holdings Investment Company Pty Ltd ACN 614 090 603 as trustee for the Aurrum Holdings Investment Trust (Aurrum)	Purchases by HICT and HICC under HMC SPP	N/A	17,144 Shares	17,144
30/05/2024		Diluting Event, as above.	N/A	N/A	N/A
30/05/2024	Aurrum Investments Pty Ltd (ACN 619 972 315) (Investment Company)				
30/05/2024		Diluting Event, as above.	N/A	N/A	N/A
28/04/2023	Aurrum Holdings Pty Ltd (ACN 168 679 123) (Aurrum Holdings)	Purchase under HMC SPP	\$30,002	8,572 Shares	8,572
30/05/2024		As above.	N/A	N/A	N/A
28/04/2023		Purchase under HMC SPP	\$30,002	8,572 Shares	8,572
28/04/2023	Mez Pty Limited ACN 166 758 032 as trustee for Di Pilla Family Trust (Mez)	Purchase under SPP by Aurrum Holdings	N/A	8,572 Shares	8,572
28/04/2023		Purchases under HMC SPP by HICT, HICC2, Aurrum Holdings. DDPC	N/A	34,288 Shares	34,288
30/05/2024		Diluting Event, as above.	N/A	N/A	N/A
	ZEM Super Pty Ltd ACN 635 321 907 as trustee for Di Pilla Superannuation Fund (ZEM)				

28/04/2023		Purchase under HMC SPP	\$30,002	8,572 Shares	8,572
30/05/2024	DDP Capital Pty Ltd ACN 163 122 978 (DDPC)	Diluting Event, as above.	N/A	N/A	N/A
28/04/2023		Purchase under HMC SPP	\$30,002	8,572 Shares	8,572
30/05/2024	David Di Pilla (DDP)	Diluting Event, as above.	N/A	N/A	N/A
26/09/2023		Exercise of rights to acquire Shares issued under HMC's Employee Equity Plan	Nil	376,083 Shares	376,083
28/04/2023		Purchase under HMC SPP	\$30,002	8,572 Shares	8,572
28/04/2023		Purchases under HMC SPP described above by HICT, HICC2, ZEM, Mez, DDPC, Aurrum Holdings	N/A	51,432 Shares	51,432

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 61,828,037 Shares) HICC2 (as to 28,543,644 Shares)	HICT (as to 61,828,037 Shares) HICC2 (as to 28,543,644 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 61,828,037 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 28,543,644 Shares. HICT is also the sole beneficiary of the Home Acquisition Trust.	90,371,681 Shares	61,828,037
HICC 2	HICC2 (as to 28,543,644 Shares)	HICC2 (as to 28,543,644 Shares)	Relevant interest under section 608(1)(a) of the Corporations Act as a result of HICC2 being the registered holder of 28,543,644 Shares.	28,543,644 Shares	28,543,644
Aurrum	HICT (as to 61,828,644 Shares) HICC2 (as to 28,543,644 Shares)	HICT (as to 61,828,644 Shares) HICC2 (as to 28,543,644 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 HICC2 and hence having the power to exercise, or control the exercise of, a right to vote attached to the relevant securities.	90,371,681 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

Aurum Holdings	Investment Company (as to 6,944,444 Shares) Aurum Holdings (as to 74,546 Shares)	Investment Company (as to 6,944,444 Shares) Aurum Holdings (as to 74,546 Shares)	Relevant interest under sections 608(1)(b) and 608(1)(c) of the Corporations Act, being a relevant interest arising from Aurum 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 74,546 Shares.	7,018,990 Shares	74,546
Mez	HICT (as to 61,828,037 Shares) HICC2 (as to 28,543,644 Shares) Mez (as to 619,552 Shares) DDPC (as to 76,057 Shares) Investment Company (as to 6,944,444 Shares) Aurum Holdings (as to 74,546 Shares)	HICT (as to 61,828,037 Shares) HICC2 (as to 28,543,644 Shares) Mez (as to 619,552 Shares) DDPC (as to 76,057 Shares) Investment Company (as to 6,944,444 Shares) Aurum Holdings (as to 74,546 Shares)	Relevant interest under section 608(1)(a) of the Corporations Act as a result of being the registered holder of 619,552 Shares and under sections 608(1)(b) and 608(1)(c) of the Corporations Act in respect of 97,466,728 Shares, being a relevant interest arising from Mez having control over Aurum, DDPC, Aurum Holdings and Investment Company and hence the power to exercise, or control the exercise of, a right to vote attached to the relevant securities.	98,086,280 Shares	619,552
ZEM	ZEM	ZEM	Relevant interest under section 608(1)(a) of the Corporations Act as a result of being the registered holder of 320,893 Shares.	320,893 Shares	320,893
DDP	HICT (as to 61,828,037 Shares) HICC2 (as to 28,543,644 Shares) ZEM (as to 320,893 Shares) Mez (as to 619,552 Shares) DDPC (as to 76,057 Shares) Investment Company (as to 6,944,444 Shares) Aurum Holdings (as to 74,546 Shares) DDP (as to 697,332 Shares)	HICT (as to 61,828,037 Shares) HICC2 (as to 28,543,644 Shares) ZEM (as to 320,893 Shares) Mez (as to 619,552 Shares) DDPC (as to 76,057 Shares) Investment Company (as to 6,944,444 Shares) Aurum Holdings (as to 74,546 Shares) DDP (as to 697,332 Shares)	Relevant interest under sections 608(1)(b) and 608(1)(c) of the Corporations Act, being a relevant interest arising from having control over Mez, DDPC, ZEM, Aurum Holdings and Investment Company and 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 697,332 Shares.	99,104,505 Shares	697,332

DDPC	DDPC	DDPC	Relevant interest under section 608(1)(a) of the Corporations Act as a result of being the registered holder of 76,057 Shares.	76,057 Shares	76,057
------	------	------	--	---------------	--------

5. Changes in association

N/A

6. Addresses


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

Name	Address
See Annexure A.	

Signature

print name ANDREW SELIM

capacity SECRETARY

sign here 

date 3 June 2024

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
 - (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 3 June 2024



Company Secretary

3 June 2024

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	17 Bay Street, Double Bay NSW 2028
Investment Company	C/- Aurum Holdings Pty Ltd, 17 Bay Street, Double Bay NSW 2028