

Form 604

Corporations Act 2001
Section 671B

Notice of change of interests of substantial holder

To Company Name/ Scheme Vonex Limited

ACN/ARSN 063 074 635

1. Details of substantial holders(1)

Name Swoop Telecommunications Pty Ltd ACN 109 931 731 (**Swoop Telecommunications**)
Swoop Holdings Limited ACN 009 256 535 (**Swoop Holdings**) and its associates as set out in Annexure A (together with Swoop Holdings, the **Swoop Entities**)

There was a change in the interests of the substantial holder on 07 / 02 / 2025

The previous notice was given to the company on 12 / 12 / 2024

The previous notice was dated 12 / 12 / 2024

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	78,292,718	21.64%	85,626,773	22.75%

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
07 / 02 / 2025	Swoop Telecommunications and Swoop Entities	Acquisitions of relevant interests in ordinary shares in Vonex Limited as a result of acceptances of takeover offers made by Swoop Telecommunications dated 9 December 2024 which were included in its bidder's statement dated 22 November 2024 (as supplemented by its supplementary bidder's statement dated 9 December 2024) (Offer).	1 Swoop Holdings ordinary share for every 3.8 Vonex Limited ordinary share, subject to the terms of the Offer.	800,000 ordinary shares	800,000

05 / 02 / 2025	Swoop Telecommunications and Swoop Entities	Acquisitions of relevant interests in ordinary shares in Vonex Limited as a result of acceptances of takeover offers made by Swoop Telecommunications dated 9 December 2024 which were included in its bidder's statement dated 22 November 2024 (as supplemented by its supplementary bidder's statement dated 9 December 2024) (Offer) .	1 Swoop Holdings ordinary share for every 3.8 Vonex Limited ordinary share, subject to the terms of the Offer.	13,333 ordinary shares	13,333
04 / 02 / 2025	Swoop Telecommunications and Swoop Entities	Acquisitions of relevant interests in ordinary shares in Vonex Limited as a result of acceptances of takeover offers made by Swoop Telecommunications dated 9 December 2024 which were included in its bidder's statement dated 22 November 2024 (as supplemented by its supplementary bidder's statement dated 9 December 2024) (Offer) .	1 Swoop Holdings ordinary share for every 3.8 Vonex Limited ordinary share, subject to the terms of the Offer.	138,659 ordinary shares	138,659
03 / 02 / 2025	Swoop Telecommunications and Swoop Entities	Acquisitions of relevant interests in ordinary shares in Vonex Limited as a result of acceptances of takeover offers made by Swoop Telecommunications dated 9 December 2024 which were included in its bidder's statement dated 22 November 2024 (as supplemented by its supplementary bidder's statement dated 9 December 2024) (Offer) .	1 Swoop Holdings ordinary share for every 3.8 Vonex Limited ordinary share, subject to the terms of the Offer.	11,479 ordinary shares	11,479
29 / 01 / 2025	Swoop Telecommunications and Swoop Entities	Acquisitions of relevant interests in ordinary shares in Vonex Limited as a result of acceptances of takeover offers made by Swoop Telecommunications dated 9 December 2024 which were included in its bidder's statement dated 22 November 2024 (as supplemented by its supplementary bidder's statement dated 9 December 2024) (Offer) .	1 Swoop Holdings ordinary share for every 3.8 Vonex Limited ordinary share, subject to the terms of the Offer.	23,391 ordinary shares	23,391
28 / 01 / 2025	Swoop Telecommunications and Swoop Entities	Acquisitions of relevant interests in ordinary shares in Vonex Limited as a result of acceptances of takeover offers made by Swoop Telecommunications dated 9 December 2024 which were included in its bidder's statement dated 22 November 2024 (as supplemented by its supplementary bidder's statement dated 9 December 2024) (Offer) .	1 Swoop Holdings ordinary share for every 3.8 Vonex Limited ordinary share, subject to the terms of the Offer.	4,027,520 ordinary shares	4,027,520

22 / 01 / 2025	Swoop Telecommunications and Swoop Entities	Acquisitions of relevant interests in ordinary shares in Vonex Limited as a result of acceptances of takeover offers made by Swoop Telecommunications dated 9 December 2024 which were included in its bidder's statement dated 22 November 2024 (as supplemented by its supplementary bidder's statement dated 9 December 2024) (Offer) .	1 Swoop Holdings ordinary share for every 3.8 Vonex Limited ordinary share, subject to the terms of the Offer.	833 ordinary shares	833
16 / 01 / 2025	Swoop Telecommunications and Swoop Entities	Acquisitions of relevant interests in ordinary shares in Vonex Limited as a result of acceptances of takeover offers made by Swoop Telecommunications dated 9 December 2024 which were included in its bidder's statement dated 22 November 2024 (as supplemented by its supplementary bidder's statement dated 9 December 2024) (Offer) .	1 Swoop Holdings ordinary share for every 3.8 Vonex Limited ordinary share, subject to the terms of the Offer.	210,804 ordinary shares	210,804
15 / 01 / 2025	Swoop Telecommunications and Swoop Entities	Acquisitions of relevant interests in ordinary shares in Vonex Limited as a result of acceptances of takeover offers made by Swoop Telecommunications dated 9 December 2024 which were included in its bidder's statement dated 22 November 2024 (as supplemented by its supplementary bidder's statement dated 9 December 2024) (Offer) .	1 Swoop Holdings ordinary share for every 3.8 Vonex Limited ordinary share, subject to the terms of the Offer.	1,683,996 ordinary shares	1,683,996
14 / 01 / 2025	Swoop Telecommunications and Swoop Entities	Dilution of relevant interests in ordinary shares in Vonex Limited as a result of vesting rights for directors of Vonex Limited being converted into ordinary shares.	N/A	14,473,143 ordinary shares	Decrease in the total voting power of Swoop Telecommunications and Swoop Entities to 21.36%.
14 / 01 / 2025	Swoop Telecommunications and Swoop Entities	Acquisitions of relevant interests in ordinary shares in Vonex Limited as a result of acceptances of takeover offers made by Swoop Telecommunications dated 9 December 2024 which were included in its bidder's statement dated 22 November 2024 (as supplemented by its supplementary bidder's statement dated 9 December 2024) (Offer) .	1 Swoop Holdings ordinary share for every 3.8 Vonex Limited ordinary share, subject to the terms of the Offer.	30,000 ordinary shares	30,000
13 / 01 / 2025	Swoop Telecommunications and Swoop Entities	Acquisitions of relevant interests in ordinary shares in Vonex Limited as a result of acceptances of takeover offers made by Swoop Telecommunications	1 Swoop Holdings ordinary share for every 3.8 Vonex Limited ordinary share, subject to the	100,000 ordinary shares	100,000

		dated 9 December 2024 which were included in its bidder's statement dated 22 November 2024 (as supplemented by its supplementary bidder's statement dated 9 December 2024) (Offer).	terms of the Offer.		
10 / 01 / 2025	Swoop Telecommunications and Swoop Entities	Acquisitions of relevant interests in ordinary shares in Vonex Limited as a result of acceptances of takeover offers made by Swoop Telecommunications dated 9 December 2024 which were included in its bidder's statement dated 22 November 2024 (as supplemented by its supplementary bidder's statement dated 9 December 2024) (Offer).	1 Swoop Holdings ordinary share for every 3.8 Vonex Limited ordinary share, subject to the terms of the Offer.	29,090 ordinary shares	29,090
07 / 01 / 2025	Swoop Telecommunications and Swoop Entities	Acquisitions of relevant interests in ordinary shares in Vonex Limited as a result of acceptances of takeover offers made by Swoop Telecommunications dated 9 December 2024 which were included in its bidder's statement dated 22 November 2024 (as supplemented by its supplementary bidder's statement dated 9 December 2024) (Offer).	1 Swoop Holdings ordinary share for every 3.8 Vonex Limited ordinary share, subject to the terms of the Offer.	48,217 ordinary shares	48,217
02 / 01 / 2025	Swoop Telecommunications and Swoop Entities	Acquisitions of relevant interests in ordinary shares in Vonex Limited as a result of acceptances of takeover offers made by Swoop Telecommunications dated 9 December 2024 which were included in its bidder's statement dated 22 November 2024 (as supplemented by its supplementary bidder's statement dated 9 December 2024) (Offer).	1 Swoop Holdings ordinary share for every 3.8 Vonex Limited ordinary share, subject to the terms of the Offer.	17,322 ordinary shares	17,322
30 / 12 / 2024	Swoop Telecommunications and Swoop Entities	Acquisitions of relevant interests in ordinary shares in Vonex Limited as a result of acceptances of takeover offers made by Swoop Telecommunications dated 9 December 2024 which were included in its bidder's statement dated 22 November 2024 (as supplemented by its supplementary bidder's statement dated 9 December 2024) (Offer).	1 Swoop Holdings ordinary share for every 3.8 Vonex Limited ordinary share, subject to the terms of the Offer.	3,616 ordinary shares	3,616
23 / 12 / 2024	Swoop Telecommunications and Swoop Entities	Acquisitions of relevant interests in ordinary shares in Vonex Limited as a result of acceptances of takeover offers made by Swoop Telecommunications	1 Swoop Holdings ordinary share for every 3.8 Vonex Limited ordinary share,	17,198 ordinary shares	17,198

		dated 9 December 2024 which were included in its bidder's statement dated 22 November 2024 (as supplemented by its supplementary bidder's statement dated 9 December 2024) (Offer).	subject to the terms of the Offer.		
20 / 12 / 2024	Swoop Telecommunications and Swoop Entities	Acquisitions of relevant interests in ordinary shares in Vonex Limited as a result of acceptances of takeover offers made by Swoop Telecommunications dated 9 December 2024 which were included in its bidder's statement dated 22 November 2024 (as supplemented by its supplementary bidder's statement dated 9 December 2024) (Offer).	1 Swoop Holdings ordinary share for every 3.8 Vonex Limited ordinary share, subject to the terms of the Offer.	23,500 ordinary shares	23,500
19 / 12 / 2024	Swoop Telecommunications and Swoop Entities	Acquisitions of relevant interests in ordinary shares in Vonex Limited as a result of acceptances of takeover offers made by Swoop Telecommunications dated 9 December 2024 which were included in its bidder's statement dated 22 November 2024 (as supplemented by its supplementary bidder's statement dated 9 December 2024) (Offer).	1 Swoop Holdings ordinary share for every 3.8 Vonex Limited ordinary share, subject to the terms of the Offer.	101,392 ordinary shares	101,392
17 / 12 / 2024	Swoop Telecommunications and Swoop Entities	Acquisitions of relevant interests in ordinary shares in Vonex Limited as a result of acceptances of takeover offers made by Swoop Telecommunications dated 9 December 2024 which were included in its bidder's statement dated 22 November 2024 (as supplemented by its supplementary bidder's statement dated 9 December 2024) (Offer).	1 Swoop Holdings ordinary share for every 3.8 Vonex Limited ordinary share, subject to the terms of the Offer.	15,000 ordinary shares	15,000
16 / 12 / 2024	Swoop Telecommunications and Swoop Entities	Acquisitions of relevant interests in ordinary shares in Vonex Limited as a result of acceptances of takeover offers made by Swoop Telecommunications dated 9 December 2024 which were included in its bidder's statement dated 22 November 2024 (as supplemented by its supplementary bidder's statement dated 9 December 2024) (Offer).	1 Swoop Holdings ordinary share for every 3.8 Vonex Limited ordinary share, subject to the terms of the Offer.	17,074 ordinary shares	17,074
13 / 12 / 2024	Swoop Telecommunications and Swoop Entities	Acquisitions of relevant interests in ordinary shares in Vonex Limited as a result of acceptances of takeover offers made by Swoop Telecommunications	1 Swoop Holdings ordinary share for every 3.8 Vonex Limited ordinary share,	10,335 ordinary shares	10,335

		dated 9 December 2024 which were included in its bidder's statement dated 22 November 2024 (as supplemented by its supplementary bidder's statement dated 9 December 2024) (Offer).	subject to the terms of the Offer.		
12 / 12 / 2024	Swoop Telecommunications and Swoop Entities	Acquisitions of relevant interests in ordinary shares in Vonex Limited as a result of acceptances of takeover offers made by Swoop Telecommunications dated 9 December 2024 which were included in its bidder's statement dated 22 November 2024 (as supplemented by its supplementary bidder's statement dated 9 December 2024) (Offer).	1 Swoop Holdings ordinary share for every 3.8 Vonex Limited ordinary share, subject to the terms of the Offer.	11,296 ordinary shares	11,296

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
Swoop Telecommunications	Swoop Holdings	Swoop Telecommunications	Pursuant to s 608(1)(a) of the Corporations Act 2001 (Cth) (Corporations Act) as the holder of the securities.	85,626,773 Ordinary Shares	22.75%
Swoop Holdings	Swoop Holdings	Swoop Telecommunications	Pursuant to s 608(3) of the Corporations Act, as Swoop Holdings owns all the shares in and controls Swoop Telecommunications	85,626,773 Ordinary Shares	22.75%
Other Swoop Entities	Swoop Holdings	Swoop Telecommunications	Pursuant to s 608(3) of the Corporations Act, as the other Swoop Entities are associates of Swoop Telecommunications and Swoop Holdings and therefore have voting power of more than 20% in Swoop Telecommunications	85,626,773 Ordinary Shares	22.75%

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 of AC/ARSN (if applicable)	Nature of association
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N/A	N/A

6. Addresses

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

Name	Address
Swoop Telecommunications	'MADDOCKS' Level 27, 123 Pitt Street, Sydney NSW 2000
Swoop Holdings	Level 5, 126 Phillip Street, SYDNEY, NSW, AUSTRALIA, 2000
Other Swoop Entities	See Annexure A

Signed for and on behalf of each substantial holder by:

Signature

print name Louise Bolger capacity Company Secretary

sign here *L. Bolger* date 10/02/2025

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 contact, 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 referred to in Form 604 Notice of change of interests of substantial holder.

Signed for and on behalf of **Swoop**)
Telecommunications Pty Ltd ACN 109 931 731)

L. Bolger

.....
 Signature of signatory

Louise Bolger

.....
 Print full name of signatory

Company Secretary

.....
 Title of signatory

Swoop Entity	Address
Anycast Holdings Pty Ltd ACN 128 650 635	'MADDOCKS' Level 27, 123 Pitt Street, Sydney NSW 2000
Anycast Networks NZ Limited NZ Company Number 7644916	'HARTS CHARTERED ACCOUNTANTS' Level 1, 320 Ti Rakau Drive, Burswood, Manukau, 2013
Blue Coco Investments Pty Ltd ACN 649 002 059	'MADDOCKS' Level 27, 123 Pitt Street, Sydney NSW 2000
Bosley Holdings Pty Ltd ACN 613 948 575	'MADDOCKS' Level 27, 123 Pitt Street, Sydney NSW 2000
Cirrus Integration Pty Limited ACN 111 818 896	'MADDOCKS' Level 27, 123 Pitt Street, Sydney NSW 2000
Countrytell Holdings Pty Ltd ACN 623 906 178	'MADDOCKS' Level 27, 123 Pitt Street, Sydney NSW 2000
Countrytell Management Pty Limited ACN 113 494 769	'MADDOCKS' Level 27, 123 Pitt Street, Sydney NSW 2000
Fiwi Pty Ltd ACN 627 923 577	Suite 11, 232 Churchill Avenue, Subiaco WA 6008
Kallistrate Pty. Ltd. ACN 110 945 009	'MADDOCKS' Level 27, 123 Pitt Street, Sydney NSW 2000
Luminet Fibre Pty Ltd ACN 600 756 116	'MADDOCKS' Level 27, 123 Pitt Street, Sydney NSW 2000
Luminet Pty Ltd ACN 131 318 646	'MADDOCKS' Level 27, 123 Pitt Street, Sydney NSW 2000
MyStem Kits, Inc.	1209 Orange Street, Wilmington, County of New Castle, Delaware, USA, 19801
N1 Telecommunications Pty Ltd ACN 638 547 476	Equiti Corporate Pty Ltd, Suite 2, 232 Churchill Avenue, Subiaco WA 6008
N1 Wholesale Pty Ltd ACN 628 474 260	Suite 11, 232 Churchill Avenue, Subiaco WA 6008
Node1 Pty Ltd ACN 620 671 374	Suite 11, 232 Churchill Avenue, Subiaco WA 6008
Seventeen Services Pty Ltd 619 510 342	'MADDOCKS' Level 27, 123 Pitt Street, Sydney NSW 2000
Stem Education Holdings Pty Ltd ACN 608 650 317	Automic Legal, Level 5, 126-130 Phillip Street, Sydney NSW 2000
Swoop Infrastructure Pty Ltd ACN 671 420 607	'MADDOCKS' Level 27, 123 Pitt Street, Sydney NSW 2000
Telco Pay Pty Ltd 610 525 856	'MADDOCKS' Level 27, 123 Pitt Street, Sydney NSW 2000

Wan Solutions Pty Ltd ACN 150 294 143

'MADDOCKS' Level 27, 123 Pitt Street,
Sydney NSW 2000