

## Form 604

Corporations Act 2001  
Section 671B

## Notice of change of interests of substantial holder

To Company Name/Scheme OLIVER'S REAL FOODS LIMITEDACN/ARSN 166 495 441

## 1. Details of substantial holder(1)

Name GELBA PTY LIMITEDACN/ARSN (if applicable) 008 432 693There was a change in the interests of the substantial holder on 1/9/2020The previous notice was given to the company on 9/1/2020The previous notice was dated 9/1/2020

## 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)
<u>ORDINARY SHARES</u>	<u>15,866,231</u>	<u>6.33%</u>	<u>37,956,654</u>	<u>14.02%</u>
		<u>BASED ON 250,731,917</u>		<u>BASED ON 270,731,917</u>

## 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
<u>23/6 to 12/8</u>	<u>GELBA P/L</u>	<u>BUY</u>	<u>\$84,836.99</u>	<u>1,890,423</u>	<u>1,890,423</u>
<u>31/8</u>	<u>MICHAEL &amp; SUZANNE GREGG</u>	<u>AGREEMENT</u>	<u>NIL</u>	<u>18,200,000</u>	<u>18,200,000</u>
<u>31/8</u>	<u>MICHAEL GREGG</u>	<u>AGREEMENT</u>	<u>NIL</u>	<u>2,000,000</u>	<u>2,000,000</u>

## 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
<u>GELBA</u>	<u>GELBA P/L</u>			<u>ORDINARY 17,756,654</u>	<u>17,756,654</u>
<u>MICHAEL &amp; SUZANNE GREGG</u>	<u>GREGG</u>			<u>18,200,000</u>	<u>18,200,000</u>
<u>MICHAEL GREGG</u>	<u>GREGG</u>			<u>2,000,000</u>	<u>2,000,000</u>

**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:

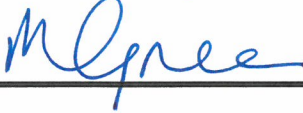
Name and ACN/ARSN (if applicable)	Nature of association
MICHAEL GREGG AND SUZANNE GREGG	ASSOCIATES OF SUBSTANTIAL HOLDER (GELBA P/L) AS AT 31 AUGUST 2020 PURSUANT TO SECTIONS 12(2)(b) AND/OR (c) OF THE CORPORATIONS ACT 2001 (Cth)

**6. Addresses**

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

Name	Address
GELBA PTY LTD	PO BOX 5000 NORTH ROCKS NSW 2151

**Signature**

print name MARTIN GREEN capacity DIRECTOR  
sign here  date 1/9/2020.

**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.

# GELBA PTY LTD

ABN: 93 008 432 693

**PO Box 5000**

**North Rocks NSW 2151**

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31/08/2020

Company Secretary  
Oliver's Real Foods Limited (**OLI**)

Email: [Julian.Rockett@boardroomlimited.com.au](mailto:Julian.Rockett@boardroomlimited.com.au)

I hereby wish to advise that Gelba Pty Limited (**Gelba**) has today entered into a relevant agreement with Michael and Suzanna Gregg (the **Greggs**) regarding OLI shares in which the Greggs have a relevant interest which, whilst informal, arguably gives rise to Gelba and the Greggs being associates for the purposes of sections 12(2)(b) and/or (c) of the *Corporations Act 2001* (Cth) and to Gelba and the Greggs having a relevant interest in each other's shares in OLI.

This agreement is subject to change at any time and may include any other shares in OLI in which the Greggs may have a relevant interest from time to time.

Please find enclosed a completed ASIC Form 604 which reflects the matters referred to above.

We recognise the requirements for us to keep the market informed of any changes in Gelba's relevant interest in shares in OLI as and when they occur and will submit further ASIC Form 604s as required.

Regards



Martin Green  
Director  
Gelba Pty. Ltd.

cc Australian Securities Exchange