

**Form 605**Corporations Act 2001  
Section 671B**Notice of ceasing to be a substantial holder****To** Company Name/Scheme **NANOVEU LIMITED (NVU)**ABN/ACN/ARSN **ABN 97 624 421 085****1. Details of substantial holder (1)**Name **Xplore Wealth Limited (Xplore) and its wholly owned subsidiary, Investment Administration Services Pty Ltd (IAS)**ACN/ARSN/ABN (if applicable) **Xplore Wealth (ABN 34 128 316 441)/ IAS (ACN 109 199 108)**The holder ceased to be a substantial holder on **05 June 2020 (IAS became aware of the change on 9 June 2020)**The previous notice was given to the company on **28 May 2020**The previous notice was dated **28 May 2020****2. Changes in relevant interests**

Particulars of each change in, or change in the nature of, a relevant interest (2) of the substantial holder or an associate (3) 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 (4)	Consideration given in relation to change (5)	Class (6) and number of securities affected	Person's votes affected
05 June 2020	Xplore Wealth and IAS	Dilution due to shares issue	As set out in Annexure A	As set out in Annexure A	As set out in Annexure A

**3. Changes in association**

The persons who have become associates (3) of, ceased to be associates of, or have changed the nature of their association (7) 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
Xplore and IAS	IAS is a wholly owned subsidiary of Xplore

**4. Addresses**

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

Name	Address
Xplore and IAS	Suite 1, Level 5, 28 Margaret Street, Sydney NSW 2000
JP Morgan	Level 15, 85 Castlereagh Street, Sydney. NSW 2000.

**Signature**print name **Craig Giffin**capacity **Company Secretary**

sign here

Date **9 June 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 4 of the form.
- (2) See the definition of 'relevant interest' in sections 608 and 671B(7) of the Corporations Act 2001.
- (3) See the definition of 'associate' in section 9 of the Corporations Act 2001.
- (4) 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.
- (5) 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.
- (6) The voting shares of a company constitute one class unless divided into separate classes.
- (7) Give details, if appropriate, of the present association and any change in that association since the last substantial holding notice.

# GUIDE

**This guide does not form part of the prescribed form and is included by ASIC to assist you in completing and lodging form 605.**

## Signature

This form must be signed by either a director or a secretary of the substantial holder.

## Lodging period

Nil

## Lodging Fee

Nil

## Other forms to be completed

Nil

## Additional information

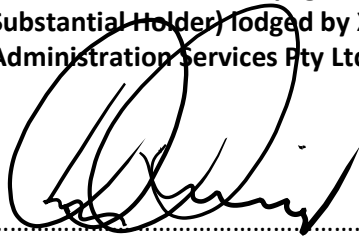
- (a) If additional space is required to complete a question, the information may be included on a separate piece of paper annexed to the form.
- (b) This notice must be given to a listed company, or the responsible entity of a listed managed investment scheme. A copy of this notice must also be given to each relevant securities exchange.
- (c) The person must give a copy of this notice:
  - (i) within 2 business days after they become aware of the information; or
  - (ii) by 9.30am on the next trading day of the relevant securities exchange after they become aware of the information if:
    - (A) a takeover bid is made for voting shares in the company or voting interests in the scheme; and
    - (B) the person becomes aware of the information during the bid period.

## Annexures

To make any annexure conform to the regulations, you must

- 1 use A4 size paper of white or light pastel colour with a margin of at least 10mm on all sides
- 2 show the corporation name and A.C.N. or A.R.B.N.
- 3 number the pages consecutively
- 4 print or type in BLOCK letters in dark blue or black ink so that the document is clearly legible when photocopied
- 5 identify the annexure with a mark such as A, B, C, etc
- 6 endorse the annexure with the words:  
*This is annexure (mark) of (number) pages referred to in form (form number and title)*
- 7 sign and date the annexure. The annexure must be signed by the same person(s) who signed the form.

This is Annexure A of 1 page referred to in ASIC Form 605 (Notice of Ceasing to be a Substantial Holder) lodged by Xplore Wealth Limited and Investment Administration Services Pty Ltd.



Craig Giffin

Company Secretary

Dated: 09 June 2020

**Changes in Relevant Interests in Shares through Managed Discretionary Account service for IAS clients.**

Trade date	Settlement date	Trade type	Share Price	Quantity of shares	Consideration
2/08/2019	6/08/2019	Buy	\$0.062	73,741	\$4,571.94
15/08/2019	19/08/2019	Buy	\$0.061	252,970	\$15,431.17
5/09/2019	5/09/2019	Sell	\$0.045	68,531	\$3,083.90
13/09/2019	17/09/2019	Sell	\$0.035	15,109	\$528.82
31/10/2019	4/11/2019	Buy	\$0.044	13,275	\$584.10
11/11/2019	13/11/2019	Buy	\$0.052	2,683	\$139.52
12/11/2019	14/11/2019	Buy	\$0.052	46,362	\$2,410.82
25/11/2019	27/11/2019	Buy	\$0.052	2,000	\$104.00
27/11/2019	29/11/2019	Buy	\$0.052	7,755	\$403.26
13/01/2020	13/01/2020	Sell	\$0.045	215,973	\$9,718.79
18/03/2020	20/03/2020	Sell	\$0.037	21,744	\$804.53
25/03/2020	25/03/2020	Sell	\$0.030	45,588	\$1,367.64
20/04/2020	22/04/2020	Sell	\$0.072	45,588	\$3,282.34
22/05/2020	26/05/2020	Sell	\$0.085	64,890	\$5,515.65
3/06/2020	5/06/2020	Sell	\$0.087	678,890	\$59,063.43