



8 October 2014

**Attention:**

Eureka Group Holdings Limited  
Unit 7, 486 Scottsdale Drive,  
Varsity Lakes, Qld, 4227

**Copy:**

Company Announcements Office  
ASX Limited  
20 Bridge St  
Sydney, NSW, 2000  
Dear Sir/Madam,

**Re: Notice of change of interest of substantial holder in Eureka Group Holdings Limited (EGH)**

Ignition Capital Pty Ltd and Ignition Capital No.2 Pty Ltd (collectively, the "Robin Levison entities"), advise of a change of interest in substantial holding in EGH due to a recently completed share placement and conversion of EGH convertible notes.

The Robin Levison entities note that they hold \$400,000 of convertible notes, which, if converted at the date of this notice, would result in the Robin Levison entities holding approximately 10.3% of EGH's outstanding ordinary shares.

We enclose Form 604 – Notice of change of interest of substantial holder.

Yours faithfully

A handwritten signature in blue ink, appearing to read "Robin Levison", written over a horizontal line.

Robin Levison  
Director

**Form 604**Corporations Act 2001  
Section 671B**Notice of change of interests of substantial holder**To Company Name/Scheme Eureka Group Holdings LimitedACN/ARSN ACN 097 241 159**1. Details of substantial holder(1)**Name IGNITION CAPITAL PTY LTD & IGNITION CAPITAL No.2 PTY LTD & MR ROBIN LEVSIONACN/ARSN (if applicable) ACN 101 417 896 & ACN 154 886 530There was a change in the interests of the substantial holder on 08 / 10 / 14The previous notice was given to the company on 11 / 10 / 13The previous notice was dated 11 / 10 / 13**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	5,338,132	6.68%	5,637,942	4.98%

**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
	SEE ANNEXURE A				

**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
	SEE ANNEXURE B				

**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
NA	

**6. Addresses**

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

Name	Address
IGNITION CAPITAL PTY LTD & IGNITION CAPITAL NO 2 PTY LTD	137 HILDA STREET, CORINDA QLD 4075
MR ROBIN LEVISON	137 HILDA STREET, CORINDA QLD 4075

**Signature**

print name OLIVER SCHWEIZER

capacity COMPANY SECRETARY

sign here



date 08 / 10 / 2014

**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.

**ANNEXURE A**

This is Annexure A of 1 page referred to in the Form 604 (Notice of change of interest of substantial holder), signed by me and dated 8 October 2014.



Oliver Schweizer  
(Company secretary)  
8 October 2014

**EUREKA GROUP HOLDINGS LIMITED**  
ACN 097 241 159

<b>Date of change</b>	<b>Person whose relevant interest changed</b>	<b>Nature of change</b>	<b>Consideration given in relation to change</b>	<b>Class and number of securities affected</b>	<b>Person's votes affected</b>
30/10/2013	IGNITION CAPITAL PTY LTD & IGNITION CAPITALNo.2 PTY LTD & MR ROBIN LEVISON	Dilution from convertible note conversion	NA	5,637,942 Ordinary shares	5,637,942
09/04/2014	IGNITION CAPITAL PTY LTD & IGNITION CAPITALNo.2 PTY LTD & MR ROBIN LEVISON	Dilution from sophisticated investor placement	NA	5,637,942 Ordinary shares	5,637,942
10/04/2014	IGNITION CAPITAL No.2 PTY LTD	Purchase of shares under shareholder purchase plan	\$15,000 Cash	150,000 Ordinary shares	150,000
10/04/2014	IGNITION CAPITAL PTY LTD & IGNITION CAPITALNo.2 PTY LTD & MR ROBIN LEVISON	Dilution from shareholder purchase plan	NA	5,637,942 Ordinary shares	5,637,942
16/04/2014	IGNITION CAPITAL PTY LTD & IGNITION CAPITALNo.2 PTY LTD & MR ROBIN LEVISON	Dilution from sophisticated investor placement	NA	5,637,942 Ordinary shares	5,637,942
23/06/2014	IGNITION CAPITAL PTY LTD & IGNITION CAPITALNo.2 PTY LTD & MR ROBIN LEVISON	Dilution from sophisticated investor placement and new share issue	NA	5,637,942 Ordinary shares	5,637,942
06/08/2014	IGNITION CAPITAL PTY LTD & IGNITION CAPITALNo.2 PTY LTD & MR ROBIN LEVISON	Dilution from sophisticated investor placement	NA	5,637,942 Ordinary shares	5,637,942
21/08/2014	IGNITION CAPITAL PTY LTD & IGNITION CAPITALNo.2 PTY LTD & MR ROBIN LEVISON	Dilution from convertible note conversion	NA	5,637,942 Ordinary shares	5,637,942
17/09/2014	IGNITION CAPITAL PTY LTD & IGNITION CAPITALNo.2 PTY LTD & MR ROBIN LEVISON	Dilution from convertible note conversion	NA	5,637,942 Ordinary shares	5,637,942
06/10/2014	IGNITION CAPITAL PTY LTD & IGNITION CAPITALNo.2 PTY LTD & MR ROBIN LEVISON	Dilution from sophisticated investor placement	NA	5,637,942 Ordinary shares	5,637,942
08/10/2014	IGNITION CAPITAL PTY LTD & IGNITION CAPITALNo.2 PTY LTD & MR ROBIN LEVISON	Dilution from sophisticated investor placement and convertible note conversion	NA	5,637,942 Ordinary shares	5,637,942

**ANNEXURE B**

This is Annexure B of 1 page referred to in the Form 604 (Notice of change of interest of substantial holder), signed by me and dated 8 October 2014.



Oliver Schweizer  
 (Company secretary)  
 8 October 2014

**EUREKA GROUP HOLDINGS LIMITED**  
 ACN 097 241 159

<b>Holder of relevant interest</b>	<b>Registered holder of securities</b>	<b>Person entitled to be registered as holder</b>	<b>Nature of relevant interest</b>	<b>Class and number of securities</b>	<b>Person's votes</b>
IGNITION CAPITAL PTY LTD	IGNITION CAPITAL PTY LTD	IGNITION CAPITAL PTY LTD	ORDINARY SHARES	4,715,029 Ordinary share	4,715,029
IGNITION CAPITAL No.2 PTY LTD	IGNITION CAPITAL No.2 PTY LTD	IGNITION CAPITAL No.2 PTY LTD	ORDINARY SHARES	773,103 Ordinary shares	773,103
MR ROBIN LEVISON	MR ROBIN LEVISON	MR ROBIN LEVISON	ORDINARY SHARES	149,810 Ordinary shares	149,810