

**Form 603**Corporations Act 2001  
Section 671B**Notice of initial substantial holder**To Company Name/Scheme Eureka Group Holdings LimitedACN/ARSN ACN 097 241 159**1. Details of substantial holder (1)**Name PPK Investment Holdings Pty Ltd and its associates listed in Annexure A (collectively PPK Group)ACN/ARSN (if applicable) ACN 057 988 851The holder became a substantial holder on 24/11/2014**2. Details of 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 on the date the substantial holder became a substantial holder are as follows:

| Class of securities (4)    | Number of securities | Person's votes (5) | Voting power (6) |
|----------------------------|----------------------|--------------------|------------------|
| Fully paid ordinary shares | 9,140,883            | 9,140,883          | 6.68%            |

**3. Details of relevant interests**

The nature of the relevant interest the substantial holder or an associate had in the following voting securities on the date the substantial holder became a substantial holder are as follows:

| Holder of relevant interest  | Nature of relevant interest (7)  | Class and number of securities       |
|--|--|--------------------------------------|
| PPK Investment Holdings Pty Ltd (PPKIH)                            | power to exercise the voting rights attached to, and the disposal of, the shares as registered holder and beneficial owner | 9,140,883 fully paid ordinary shares |
| PPK Group Limited and PPK Aust Pty Ltd                             | deemed relevant interest arising from their ultimate and immediate control of PPKIH  | 9,140,883 fully paid ordinary shares |
| PPK Group other than PPK Group Limited, PPK Aust Pty Ltd and PPKIH | N/A  | N/A                                  |

**4. Details of present registered holders**

The persons registered as holders of the securities referred to in paragraph 3 above are as follows:

| Holder of relevant interest     | Registered holder of securities | Person entitled to be registered as holder (8) | Class and number of securities       |
|---------------------------------|---------------------------------|--|--------------------------------------|
| PPK Investment Holdings Pty Ltd | PPK Investment Holdings Pty Ltd | PPK Investment Holdings Pty Ltd                | 9,140,883 fully paid ordinary shares |

**5. Consideration**

The consideration paid for each relevant interest referred to in paragraph 3 above, and acquired in the four months prior to the day that the substantial holder became a substantial holder is as follows:

| Holder of relevant interest     | Date of acquisition                 | Consideration (9) |          | Class and number of securities       |
|---------------------------------|-------------------------------------|-------------------|----------|--------------------------------------|
|                                 |                                     | Cash              | Non-cash |                                      |
| PPK Investment Holdings Pty Ltd | 20 November 2014 & 24 November 2014 | \$0.15/share      |          | 8,540,883 fully paid ordinary shares |

**6. Associates**

The reasons the persons named in paragraph 3 above are associates of the substantial holder are as follows:

| Name and ACN/ARSN (if applicable)                           | Nature of association  |
|---|--|
| PPK Group Limited   | Ultimate holding company of PPKIH.                             |
| PPK Aust Pty Ltd  | Holding company of PPKIH.                                      |
| PPK Group other than PPK Group Limited and PPK Aust Pty Ltd | Each is a subsidiary of, and controlled by, PPK Group Limited. |

**7. Addresses**

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

| Name                       | Address   |
|----------------------------|---|
| PPKIH                      | PO Box H18, Australia Square, Sydney, NSW 1215                        |
| PPK Group other than PPKIH | c/- PPK Group Limited, Level 27, 10 Eagle Street, Brisbane. QLD. 4000 |

**Signature**

print name      **Jury Wowk**      capacity      **Director**

sign here            date      **26/11/014**

**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 7 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 total number of votes attached to all the voting shares in the company or voting interests in the scheme (if any) that the person or an associate has a relevant interest in.
- (6) The person's votes divided by the total votes in the body corporate or scheme multiplied by 100.
- (7) Include details of:
  - (a) any relevant agreement or other circumstances by which the relevant interest was acquired. 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.
- (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) 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.

## ANNEXURE "A"

This is Annexure "A" of 2 pages referred to in ASIC Form 603 "Notice of initial substantial holder dated 26 November 2014 signed by me:

.....  
 Jury Wowk

| COMPANY                                     | ACN         |
|---|-------------|
| Coaltec Pty Ltd                             | 122 314 103 |
| Dandenong South Property Pty Ltd            | 063 024 448 |
| Exlec Pty Ltd                               | 115 325 114 |
| Exlec Holdings Pty Ltd                      | 163 315 179 |
| PPK Aust Pty Ltd                            | 003 045 467 |
| PPK China Pty Ltd                           | 001 743 559 |
| PPK Finance Pty Ltd                         | 158 717 232 |
| PPK Group Ltd                               | 003 964 181 |
| PPK Investment Holdings Pty Ltd             | 057 988 851 |
| PPK (IP) Pty Ltd                            | 138 736 848 |
| PPK Mining Equipment Group Pty Ltd          | 121 201 705 |
| PPK Mining Equipment Hire Pty Ltd           | 075 069 439 |
| PPK Mining Equipment Pty Ltd                | 167 705 606 |
| PPK Mining Repairs Alternators Pty Ltd      | 167 904 618 |
| PPK Properties Pty Ltd                      | 003 295 332 |
| PPK Southport Pty Ltd                       | 126 504 292 |
| PPK Willoughby Holdings Pty Ltd             | 140 092 020 |
| PPK Willoughby Pty Ltd                      | 139 911 381 |
| QES Air Pty Ltd                             | 150 967 338 |
| Rambor Logistics & Asset Management Pty Ltd | 162 975 984 |

|                                       |             |
|---------------------------------------|-------------|
| Rambor Manufacturing Pty Ltd          | 104 424 419 |
| Rambor Pty Ltd                        | 105 301 184 |
| Rutuba Pty Ltd                        | 002 355 786 |
| Seven Hills Property Holdings Pty Ltd | 000 806 048 |
| York Group Pty Ltd                    | 010 693 919 |

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