

KANJI & CO

ABN 61 553 393 384
SOLICITORS
Shan Kanji

Writer: R.Lim
Principal: S. Kanji
Our Reference: 230301

Level 33 Aurora Place
88 Phillip Street, Sydney
NSW, 2000 Australia
Phone (02) 9251 4244
Fax (02) 9247 2322
kanjico@kanjisolicitors.com

6 March 2025

Company Secretary
Spirit Technology Solutions Ltd
Level 4, 100 Albert Road
South Melbourne VIC 3205

By email: Stefan.Ross@vistra.com
Copy to: Julian.Challingsworth@spirit.com.au

and

Copy to: ASX Market Announcements Office
By email: MAOGroup@asx.com.au

Dear Sir/Madam

Spirit Technology Solutions Ltd (ASX: ST1) – notice of change of interests of substantial holder – Form 604

We attach a Notice of change of interests of substantial holder (Form 604) on behalf of 263 Finance Pty Ltd, in accordance with section 671B of the *Corporations Act 2001*.

Yours faithfully



KANJI & CO

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Form 604Corporations Act 2001
Section 671B**Notice of change of interests of substantial holder**To Company Name/Scheme **Spirit Technology Solutions Ltd**ACN/ARSN **089 224 402****1. Details of substantial holder (1)**Name **263 Finance Pty Ltd**ACN/ARSN (if applicable) **626 872 115**

There was a change in the interests of the substantial holder on

04/03/2025

The previous notice was given to the company on

04/09/2024

The previous notice was dated

04/09/2024**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 Fully Paid Shares	581,105,314 (pre 10/12/2024 share consolidation)	36.07%	73,753,441 (post 10/12/2024 share consolidation)	39.01%

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
Please 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
263 Finance Pty Ltd	263 Finance Pty Ltd	263 Finance Pty Ltd	Relevant interest under section	73,753,441 Ordinary Fully Paid	73,753,441

			608(1)(a) of the Corporations Act 2001.	Shares	
Shan Kanji	AS above	As above	Relevant interest under section 608(1)(b) and (c) of the Corporations Act 2001.	As above	As above

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
Blackanco Nominees Pty Ltd ACN 008 751 755	Had a holding in the Company as nominee of 263 Finance Pty Ltd until 14/11/2024. Parent Company of 263 Finance Ltd is owned by the trustee of a trust of which Shan Kanji is a potential beneficiary.

6. Addresses

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

Name	Address
263 Finance Pty Ltd	c/o Kanji Group Pty Ltd, Level 33, Aurora Place, 88 Phillip Street, Sydney NSW 2000
Shan Kanji	Level 33, Aurora Place, 88 Phillip Street, Sydney NSW 2000

Signature

print name **Shan Kanji** capacity **Director**

sign here  date **06/03/2025**

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 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).

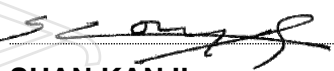
See the definition of "relevant agreement" in section 9 of the Corporations Act 2001.

- (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.

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Annexure A – Changes in relevant interests

This is Annexure A of 1 page referred to in Form 604 (Notice of change of interests of substantial holder), signed by me and dated 6 March 2025.



SHAN KANJI

Director

263 Finance Pty Ltd (ACN 626 872 115)

	Date of change	Person whose relevant interest changed	Nature of change	Consideration given in relation to change	Class and number of securities affected	Person's votes affected
1.	20/09/2024	263 Finance Pty Ltd and Shan Kanji	Take up of shortfall securities pursuant to sub-underwriting the non-renounceable Entitlement Offer announced to ASX on 23 August 2024.	\$0.053 per share (pre-consolidation share price – see item 3 below)	89,539,175 Ordinary Fully Paid Shares (pre-consolidation number – see item 3 below)	89,539,175 (pre-consolidation number – see item 3 below)
2.	14/11/2024	263 Finance Pty Ltd and Blackanco Nominees Pty Ltd	All 6,149,608 shares in the Company held by Blackanco Nominees Pty Ltd were transferred to 263 Finance Pty Ltd.	N/A	6,149,608 Ordinary Fully Paid Shares (pre-consolidation number – see item 3 below)	6,149,608 (pre-consolidation number – see item 3 below)
3.	10/12/2024	N/A	Completion of share consolidation of the issued capital of the Company on a 10:1 basis announced to ASX on 10 December 2024.	N/A	N/A	N/A
4.	27/02/2025	263 Finance Pty Ltd and Shan Kanji	On-market trade.	\$0.54 per share (post-consolidation share price – see item 3 above)	81,981 Ordinary Fully Paid Shares (post-consolidation number – see item 3 above)	81,981 (post-consolidation number – see item 3 above)
5.	28/02/2025	263 Finance Pty Ltd and Shan Kanji	On-market trade.	\$0.56 per share	7,010 Ordinary Fully Paid Shares	7,010
6.	04/03/2025	263 Finance Pty Ltd and Shan Kanji	On-market trade.	\$0.57 per share	6,600,000 Ordinary Fully Paid Shares	6,600,000