

Form 604
Corporations Act 2001
Section 671B

Notice of change of interests of substantial holder

To Company Name/Scheme Top Shelf International Holdings Ltd

ACN/ARSN 164 175 535

1. Details of substantial holder (1)

Name Top Shelf International Holdings Ltd
ACN/ARSN (if applicable) 164 175 535

There was a change in the interests of the

substantial holder on 12 November 2021

The previous notice was given to the company on 31 August 2021

The previous notice was dated 31 August 2021

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)
Fully paid ordinary shares	8,817,554	17.73%	8,545,142	11.97%

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
3 September 2021	Top Shelf International Holdings Ltd	Release of mandatory escrow arrangements in respect of 232,932 fully paid ordinary shares as described in Top Shelf's ASX announcement dated 19 August 2021	Non-cash pursuant to the mandatory escrow deeds between Top Shelf International Ltd and certain registered holders listed in section 4. Form of voluntary escrow deed is attached to the Form 603 dated 10 December 2020.	232,932 fully paid ordinary shares	232,932
8 September 2021	Top Shelf International Holdings Ltd	Release of mandatory escrow arrangements in respect of 39,480 fully paid ordinary shares as described in Top Shelf's ASX announcement dated 19 August 2021	Non-cash pursuant to the mandatory escrow deeds between Top Shelf International Ltd and certain registered holders listed in section 4. Form of voluntary escrow deed is attached to the Form 603 dated 10 December 2020.	39,480 fully paid ordinary shares	39,480
28 October 2021	Top Shelf International Holdings Ltd	Dilution of relevant interest following the issue of 13,532,854 fully paid ordinary shares under the placement and institutional component of the accelerated entitlement offer by Top Shelf International Holdings Ltd on 28 October 2021.	N/A	8,545,142 fully paid ordinary shares	8,545,142

8 November 2021	Top Shelf International Holdings Ltd	Dilution of relevant interest following the issue of 199,781 fully paid ordinary shares under the institutional component of the accelerated entitlement offer by Top Shelf International Holdings Ltd on 8 November 2021.	N/A	8,545,142 fully paid ordinary shares	8,545,142
12 November 2021	Top Shelf International Holdings Ltd	Dilution of relevant interest following the issue of 8,142,365 fully paid ordinary shares under the placement and institutional component of the accelerated entitlement offer by Top Shelf International Holdings Ltd on 12 November 2021.	N/A	8,545,142 fully paid ordinary shares	8,545,142

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
Top Shelf International Holdings Ltd	James Mark Cargill Robins MJ East Group Pty Ltd Michael Hennessey & Angela Hennessey Baggio Investments Pty Ltd Maya Mateo Pty Ltd Dean Francis Teniswood Hydraservice-Hydraulic Hardware Pty Ltd Melinda Jayne McKenna Jason Redfern Matthew Slade Luke Victor Weyrich Saint Sofia Holdings Pty Ltd Littlecube Investments Pty Ltd Maria Palumbieri Chantal Lihua Aliitasi Glankara Investments Pty Ltd Dandrewfairchild Pty Ltd Fairchild Advisory Pty Ltd Light Keeper 2 Pty Ltd Ankara Holdings Pty Ltd Golden Moon Investments Pty Kim Graves Harpsichord Pty Ltd K & E Graves Pty Ltd Jayden Pertzal Tarita Giselle Nominees Brandon James Clover Malcolm Property Pty Ltd Timothy Cudlipp BPM International Pty Ltd Andrew Lewis Ruby Lewis Platform 77 Pty Ltd RKKC Pty Ltd Matthew White Michael Brain Sebastian Reaburn & Drevilla McGowan Asher Capital Pty Ltd Timmoo Pty Ltd Christopher James Monsour & Gaye Leanne Monsour Brett James Smail Peter Cudlipp & Sarah Cudlipp	James Mark Cargill Robins MJ East Group Pty Ltd Michael Hennessey & Angela Hennessey Baggio Investments Pty Ltd Maya Mateo Pty Ltd Dean Francis Teniswood Hydraservice-Hydraulic Hardware Pty Ltd Melinda Jayne McKenna Jason Redfern Matthew Slade Luke Victor Weyrich Saint Sofia Holdings Pty Ltd Littlecube Investments Pty Ltd Maria Palumbieri Chantal Lihua Aliitasi Glankara Investments Pty Ltd Dandrewfairchild Pty Ltd Fairchild Advisory Pty Ltd Light Keeper 2 Pty Ltd Ankara Holdings Pty Ltd Golden Moon Investments Pty Kim Graves Harpsichord Pty Ltd K & E Graves Pty Ltd Jayden Pertzal Tarita Giselle Nominees Brandon James Clover Malcolm Property Pty Ltd Timothy Cudlipp BPM International Pty Ltd Andrew Lewis Ruby Lewis Platform 77 Pty Ltd RKKC Pty Ltd Matthew White Michael Brain Sebastian Reaburn & Drevilla McGowan Asher Capital Pty Ltd Timmoo Pty Ltd Christopher James Monsour & Gaye Leanne Monsour Brett James Smail Peter Cudlipp & Sarah Cudlipp	Restriction on disposal of shares under: <ul style="list-style-type: none"> mandatory escrow arrangements and voluntary escrow arrangements disclosed in the prospectus dated 12 November 2020 issued by TSI and Top Shelf SaleCo Ltd (Prospectus), and as confirmed in TSI's pre- quotation disclosure statement dated 10 December 2020, TSI's Form 603 dated 10 December 2020, and TSI's ASX announcements dated 19 August 2021 and 27 August 2021; and the terms of the Priority Offer and Employee Gift Offer (as defined in the Prospectus), gives TSI a technical "relevant interest" in its own shares under section 608(1)(c) of the <i>Corporations Act 2001</i> (Cth). However, TSI has no right to acquire these shares or to control the voting rights attaching to these shares. 	8,545,142 fully paid ordinary shares	11.97%

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
Not applicable	Not applicable

6. Addresses

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

Name	Address
Top Shelf International Holdings Ltd	16 – 18 National Boulevard Campbellfield VIC 3061
Each of the registered holders listed in section 4	C/- 16 – 18 National Boulevard Campbellfield VIC 3061

Signature

print name	Kim Graves		capacity	Company Secretary
sign here			date	15 November 2021