

Form 604

Corporations Act 2001
Section 671B

Notice of change of interests of substantial holder

To Company Name/Scheme Integrated Payment Technologies Limited (Company)

ACN/ARSN 611 202 414

1. Details of substantial holder(1)

Name Donald Sharp, Donald Financial Enterprises Pty Ltd, S&F Financial Services Pty Limited and Starmay Superannuation Pty Ltd

ACN/ARSN (if applicable) Donald Financial Enterprises Pty Ltd (ACN 083 141 628), S&F Financial Services Pty Limited (ACN 083 131 088) and Starmay Superannuation Pty Ltd (ACN 093 004 794)

There was a change in the interests of the substantial holder on 18/04/2019

The previous notice was given to the company on 07/12/2017

The previous notice was dated 07/12/2017

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)
Donald Sharp, Donald Financial Enterprises Pty Ltd and S&F Financial Services Pty Ltd - Ordinary shares	44,062,437	28.5341%	88,424,874	38.2%
Starmay Superannuation Pty Ltd – Ordinary shares	23,242,303	15.05%	46,484,606	20.1%

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 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
18/12/2017	Donald Sharp, Donald Financial Enterprises Pty Ltd and S&F Financial Services Pty Ltd	Acquisition of ordinary shares in the Company on-market	\$0.085 per share	100,000 ordinary shares	100,000
28/12/2017	Donald Sharp, Donald Financial Enterprises Pty Ltd and S&F Financial Services Pty Ltd	Acquisition of ordinary shares in the Company on-market	\$0.08 per share	50,000 ordinary shares	50,000
28/05/2018 and 14/06/2018	Donald Sharp, Donald Financial Enterprises Pty Ltd and Starmay Superannuation Pty Ltd	Transfer involving no change in ultimate underlying beneficial ownership of the relevant shares	N/A	3,857,140 ordinary shares	3,857,140

18/04/2019	Donald Sharp, Donald Financial Enterprises Pty Ltd and S&F Financial Services Pty Ltd	Acquisition of ordinary shares under the Company's accelerated non-renounceable entitlement offer	\$0.01 per new share	20,970,134 ordinary shares	20,970,134
18/04/2019	Donald Sharp, Donald Financial Enterprises Pty Ltd and Starmay Superannuation Pty Ltd	Acquisition of ordinary shares under the Company's accelerated non-renounceable entitlement offer	\$0.01 per new share	23,242,303 ordinary shares	23,242,303

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
Donald Financial Enterprises Pty Ltd	Donald Financial Enterprises Pty Ltd	Donald Financial Enterprises Pty Ltd	Registered holder of securities as trustee for the Elysum Trust	5,142,854 ordinary shares	5,142,854
Donald Sharp	Donald Financial Enterprises Pty Ltd	Donald Financial Enterprises Pty Ltd	Donald Financial Enterprises Pty Ltd is 100% owned by Donald Sharp and his immediate family (relevant interest by virtue of section 608(3) of the Corporations Act 2001 (Cth))	5,142,854 ordinary shares	5,142,854
S&F Financial Services Pty Ltd	S&F Financial Services Pty Ltd	S&F Financial Services Pty Ltd	Registered holder of securities	33,333,334 ordinary shares	33,333,334
Donald Sharp and Donald Financial Enterprises Pty Ltd	S&F Financial Services Pty Ltd	S&F Financial Services Pty Ltd	Donald Financial Enterprises Pty Ltd (as trustee for The Elysum Trust) owns 99.9% of the share capital of S&F Financial Services Pty Ltd. As stated above, Donald Financial Enterprises Pty Ltd is 100% owned by Donald Sharp and his immediate family (relevant interest by virtue of section 608(3) of the Corporations Act 2001 (Cth)).	33,333,334 ordinary shares	33,333,334
Starmay Superannuation Pty Ltd	Starmay Superannuation Pty Ltd	Starmay Superannuation Pty Ltd	Registered holder of securities as trustee for the Starmay Super Fund A/C Colin Scully	10,953,000 ordinary shares	10,953,000
Starmay Superannuation Pty Ltd	Starmay Superannuation Pty Ltd	Starmay Superannuation Pty Ltd	Registered holder of securities as trustee for the Starmay Super Fund A/C Don Sharp	8,432,163 ordinary shares	8,432,163
Donald Sharp	Starmay Superannuation Pty Ltd	Starmay Superannuation Pty Ltd	Donald Sharp has voting power in Starmay Superannuation Pty Ltd in excess of 20% (relevant interest by virtue of section 608(3) of the Corporations Act 2001 (Cth))	19,385,163 ordinary shares	19,385,163
Donald Sharp, Donald Financial Enterprises Pty Ltd and S&F Financial Services Pty Ltd	HSBC Custody Nominees (Australia) Limited	HSBC Custody Nominees (Australia) Limited as nominee for S&F Financial Services Pty Ltd	Interest is held as nominee on behalf of S&F Financial Services Pty Ltd. Nature of interest in S&F Financial Services Pty Ltd is	3,464,080 ordinary shares	3,464,080

			described above		
Donald Sharp, Donald Financial Enterprises Pty Ltd and Starmay Superannuation Pty Ltd	HSBC Custody Nominees (Australia) Limited	HSBC Custody Nominees (Australia) Limited as nominee for Starmay Superannuation Pty Ltd	Interest is held on behalf of Starmay Superannuation Pty Ltd as trustee for the Starmay Super Fund	27,099,443 ordinary shares	27,099,443

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
n/a	n/a

6. Addresses

The addresses of persons named in this form are:

Name	Address
Donald Financial Enterprises Pty Ltd, S&F Financial Services Pty Ltd and Starmay Superannuation Pty Ltd	19 Wybalena Road, Hunters Hill, NSW, 2110
Donald Sharp	179 Shorehaven Drive, Noosaville, QLD, 4566

Signature

print name Donald Sharp capacity Director

sign here _____ date 23 April 2019



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.