

Form 604

Corporations Act 2001

Section 671B

Notice of change of interests of substantial holder

To Company Name/Scheme **LatAm Autos Limited (Company)**

ACN/ARSN **169 063 414**

1. Details of substantial holder (1)

Name **LatAm Autos Limited**

ACN/ARSN (if applicable) **169 063 414**

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

6 June 2015

The previous notice was given to the company on

17 December 2014

The previous notice was dated

17 December 2014

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 ("FPOs")	N/A	71%	N/A	56.2%

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
6 June 2015	Company	Release of shares from mandatory escrow, resulting in a reduction of the number of the Company's shares in which the Company has a 'relevant interest'.	N/A	34,175,013 FPOs	N/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
Company	Those holders listed in Annexure A	Those holders listed in Annexure A	Restrictions on disposal of shares under mandatory restriction arrangements, imposed in accordance with ASX listing rules and disclosed in the Company's replacement prospectus dated 10 December 2014, give the Company a 'relevant interest' in its own shares under section 671B(7) of the Corporations Act 2001 (Cth), as amended by ASIC Class Order [CO 13/520]. However, the Company has no right to acquire these shares or to control the voting rights attaching to these shares.	92,584,193 FPOs	N/A

Company	Those holders listed in Annexure A	Those holders listed in Annexure A	Restrictions on disposal of shares under voluntary restriction arrangements, disclosed in the Company's replacement prospectus dated 10 December 2014 and subsequent announcements to the market, give the Company a 'relevant interest' in its own shares under section 608(1)(c) of the Corporations Act 2001 (Cth). However, the Company has no right to acquire these shares or to control the voting rights attaching to these shares.	43,062,979 FPOs	N/A
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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 as follows:

Name	Address
LatAm Autos Limited	Level 4, 100 Albert Road, South Melbourne, VIC, 3205
The holders listed in Annexure A	C/- Level 4, 100 Albert Road, South Melbourne, VIC, 3205

Signature

print name Melanie Leydin capacity Company Secretary

sign here  date 15 July 2015

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.

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- (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 to Form 604

This is annexure A of 3 pages referred to in form 604 'Notice of Change of interests of substantial holder' for LatAm Autos Limited ACN 169 063 414.

1. ASX mandatory restricted securities

- 1.1 The following securities are classified as restricted securities for the period of 24 months ending 17 December 2016:

Holder	Number of securities restricted
Chestnut Partners Limited	50,000,000
Log Creek Pty Ltd <ATF The Log Creek Vineyard Trust>	11,111,112
Startive Ventures Inc	3,046,297
Alan Beattie	851,853
Galbraith Family Superannuation Fund	74,075
German Barrios	833,334
Huw Protheroe Birrell	806,482
Kelly Jarrett	11,112
RJ Grant Super Pty Ltd	416,667
Robert Grant	905,927
Turclin Pty Ltd <ATF Christensen Forster SF>	833,334
Jorge Mejia Ribadeneira	9,003,720
Total	77,893,913

- 1.2 The following securities are classified as restricted securities for the period of 12 months ending 17 December 2015:

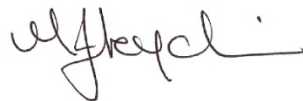
Holder	Number of securities restricted
Andres Jacobo Moreno Noboa	6,219,675
Daniel Ponce Mejia	2,250,930
Diego Fernando Camacho Puente	6,219,675
Total	14,690,280

2. Voluntary restricted securities

2.1 The following securities are classified as restricted securities for a period of 12 months ending 17 December 2016:

Log Creek Pty Ltd <ATF The Log Creek Vineyard Trust	10,925,926
Startive Ventures Inc	9,592,593
Meruma Pty Ltd <ATF Meruma Investments Trust>	925,926
HK Private Client Investments Pty Ltd <ATF HK Private Client Investments Unit Trust>	2,592,593
SDS Capital No 2 Pty Ltd <ATF SDS Capital No 2 Unit Trust>	2,592,593
TICO Pty Ltd <ATF TA Holmes Super Fund>	555,556
Huw Protheroe Birrell	250,001
S Chamberlain Pty Ltd <ATF S Chamberlain Family Trust>	185,186
Gary Zamel & Associates Pty Ltd <ATF Gary Zamel & Associates Pty Ltd Super Fund>	555,556
David Gallagher	1,481,482
Comperio Investment Management Limited	1,851,852
Jonathan Richard Davie	1,851,852
Decante Pty Ltd <ATF JM Ehrlich Super Fund>	703,704
Allegra Ventures Pty Ltd <ATF Gee Super Fund>	248,149
CG Nominees (Australia) Pty Ltd	925,928
Dumamoya Pty Limited<ATF Dumamoya Trust>	248,149
Manu Australia Pty Ltd<ATF Manu Australia Trust>	244,445
Koornarc Nominees Pty Ltd	314,815
Alan Beattie	166,668
Noala Adele Walker	185,186
Ultracon Pty Ltd	185,186
Robert Grant	83,334
Sundowner Productions Pty Ltd	925,926
Galbraith Family Superannuation Fund	666,666
Fazin Pty Ltd	555,556
Alady Investments Pty Ltd	370,371

Warwick Earl	370,371
Andrew Walsh	185,186
Grant John Crene	185,186
Kelly Jarrett	100,000
Patrick Boisvert	555,556
EMH IV Pty Ltd <ATF EMH IV Family Trust>	925,926
Etonvale Pty Ltd <ATF The Michael Tong Family Trust >	113,960
B&E Lewin Investments Pty Ltd <ATF B&E Lewin Superannuation Fund>	113,960
Big Art Investments Pty Ltd	185,185
Up With A Flower Pty Ltd <ATF DAA Investments>	185,185
Mr Benjamin McGarry < McGarry Family Super Fund>	55,555
Sarah Propert Birrell	55,556
Alamar Holdings Pty Ltd	277,778
Giles Alan Errington Dawson	185,185
Nicholas Peter Longstaff Adams Williams	92,593
Waitohi Carkeek Wiremu	18,519
Jose Tomas Rodriguez	9,259
Colin Phillips	148,148
Adrian Phillip Manger	37,037
Sam Gearing	9,259
Fabian Cover Pty Ltd	68,376
Total	43,062,979



Signature: _____

Date: 15 July 2015

Authorised Signatory (Melanie Leydin)