

Form 604Corporations Act 2001
Section 671B**Notice of change of interests of substantial holder****To** Company Name/Scheme **Elixinol Global Limited (Elixinol)**ACN/ARSN **621 479 794****1. Details of substantial holder (1)**Name **Elixinol Global Limited, Raw With Life Pty Ltd as trustee for Benhaim Trading Trust (RWL) and Paul Elliot Benhaim**ACN/ARSN (if applicable) **621 479 794**There was a change in the interests of the substantial holder on **4/October/2018**The previous notice was given to the company on **5/January/2018**The previous notice was dated **5/January/2018****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)
ORD	77,923,131	75.71%	77,923,131	62.56%

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
04/10/2018	Elixinol, RWL and Paul Elliot Benhaim.	issue of ordinary shares pursuant to a sophisticated and institutional placement on 28 September 2018	Nil	77,923,131 Ordinary shares	77,923,131

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

<p>Elixinol, RWL and Paul Elliot Benhaim</p>	<p>Registered holders of securities listed in Annexure A</p>	<p>Registered holders of securities listed in Annexure A</p>	<p>Restriction on disposal of shares under mandatory escrow arrangements, imposed in accordance with the ASX Listing Rules and disclosed in Elixinol's Prospectus dated 28 November 2017, give Elixinol a relevant interest in its own shares under section 608(1) (c) Corporations Act. However, Elixinol has no right to acquire these shares or to control the voting rights attached to these shares. Appendix 9A restriction agreement that Elixinol has entered into with each Registered Security Holder is set out in AnnexureA</p> <p>RWL is taken to have the same relevant interest in Elixinol as Elixinol's relevant interest by virtue of section 608(3) (b) as a result of having control in Elixinol.</p> <p>Paul Elliot Benhaim is taken to have the same relevant interest in Elixinol as RWL's relevant interest by virtue of section 608(3) (b) as a result of</p>	<p>77,923,131 ordinary shares</p>	<p>77,923,131 ordinary shares</p>
--	--	--	--	-----------------------------------	-----------------------------------

			having control in RWL.		

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
N/A	N/A

6. Addresses

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

Name	Address
Elixinol Global Limited	Level 12, 680 George Street, Sydney NSW 2000.

Signature

print name **Ron Dufficy** capacity **Company Secretary**

sign here  date **05/November/2018**

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.

Annexure A

Registered of holders of securities

Registered of holder of securities	Person entitled to be registered as holder	Class and number of securities
ROBOTEXPERT UG (GERMANY)	ROBOTEXPERT UG (GERMANY)	3,301,342 ordinary shares
MR BRENDAN COLLINS & MS LAURIE COLLINS	MR BRENDAN COLLINS & MS LAURIE COLLINS	247,756 ordinary shares
MR DANIEL COLLINS	MR DANIEL COLLINS	64,257 ordinary shares
D & G HEALTH LLC	D & G HEALTH LLC	12,719,112 ordinary shares
ANDREW KENNETH DUFF	ANDREW KENNETH DUFF	25,000 ordinary shares
GABRIEL ETTENSON & FRANCINE ETTENSON	GABRIEL ETTENSON & FRANCINE ETTENSON	12,865 ordinary shares
H&W HOLDINGS LLC	H&W HOLDINGS LLC	60,053 ordinary shares
MR ARTHUR PENDRAGON JAFFE	MR ARTHUR PENDRAGON JAFFE	658,943 ordinary shares
ELIXINOL CO LTD	ELIXINOL CO LTD	658,943 ordinary shares
STRATOS KAROUSOS	STRATOS KAROUSOS	100,000 ordinary shares
MR LEONARD MARSHALL	MR LEONARD MARSHALL	492,230 ordinary shares
MAKOTO MATSUMARU	MAKOTO MATSUMARU	60,016 ordinary shares
MS LINDA MCLEOD	MS LINDA MCLEOD	200,000 ordinary shares
RAW WITH LIFE PTY LTD	RAW WITH LIFE PTY LTD	54,623,008 ordinary shares
MR MICHAEL ROSS	MR MICHAEL ROSS	365,547 ordinary shares
MR DANNY SCHULTZ	MR DANNY SCHULTZ	1,324,378 ordinary shares
SEAVIEW GROUP (QLD) PTY LTD	SEAVIEW GROUP (QLD) PTY LTD	1,112,938 ordinary shares
MR VINCENT SWEENEY	MR VINCENT SWEENEY	176,941 ordinary shares
SYDNEY CAPITAL PARTNERS PTY	SYDNEY CAPITAL PARTNERS PTY	133,482 ordinary shares
TIVERTON FOOD PTY LTD	TIVERTON FOOD PTY LTD	1,533,761 ordinary shares
BULLDOGS & BUFFALOS LLC	BULLDOGS & BUFFALOS LLC	1,707 ordinary shares
CASSIUS ADVISORY PTY LTD	CASSIUS ADVISORY PTY LTD	1,897 ordinary shares
GLENEAGLE ASSET MANAGEMENT LTD	GLENEAGLE ASSET MANAGEMENT LTD	18,859 ordinary shares
MR ARTHUR PENDRAGON JAFFE	MR ARTHUR PENDRAGON JAFFE	2,276 ordinary shares
MR ROBERT KELDOULIS	MR ROBERT KELDOULIS	9,441 ordinary shares
L1 CAPITAL PTY LTD	L1 CAPITAL PTY LTD	5,669 ordinary shares
OAKSTONE NOMINEES PTY LTD	OAKSTONE NOMINEES PTY LTD	1,434 ordinary shares
PARKES FAMILY SUPER PTY LTD	PARKES FAMILY SUPER PTY LTD	1,897 ordinary shares
MR MICHAEL ROSS	MR MICHAEL ROSS	5,669 ordinary shares
IAN E TERRY & SONIA NEWMAN	IAN E TERRY & SONIA NEWMAN	2,276 ordinary shares
TISIA NOMINEES PTY LTD	TISIA NOMINEES PTY LTD	1,434 ordinary shares