

**Form 603**  
Corporations Act 2001  
Section 671B

## Notice of initial substantial holder

To Company Name/Scheme Elixinol Global Limited (Elixinol)

ACN/ARSN 621 479 794

### 1. Details of substantial holder (1)

Name Raw With Life Pty Ltd as trustee for Benhaim Trading Trust (RWL) and Paul Elliot Benhaim

ACN/ARSN (if applicable) 116 090 987

The holder became a substantial holder on 5 January 2018

### 2. Details of 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 on the date the substantial holder became a substantial holder are as follows:

Class of securities (4)	Number of securities	Person's votes (5)	Voting power (6)
ORD	77,923,131	77,923,131	75.71%

### 3. Details of relevant interests

The nature of the relevant interest the substantial holder or an associate had in the following voting securities on the date the substantial holder became a substantial holder are as follows:

Holder of relevant interest	Nature of relevant interest (7)	Class and number of securities
RWL	Pursuant to section 608(1)(a), (b) and (c) of the Corporations Act 2001 (Cth) ( <b>Act</b> ) the holder of ordinary shares	54,623,008 ordinary shares
RWL	Elixinol has a relevant interest in 77,923,131 of its own ordinary shares due to mandatory escrow arrangements.  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.	77,923,131 ordinary shares
Paul Elliot Benhaim	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 having control in RWL.	77,923,131 ordinary shares

### 4. Details of present registered holders

The persons registered as holders of the securities referred to in paragraph 3 above are as follows:

Holder of relevant interest	Registered holder of securities	Person entitled to be registered as holder (8)	Class and number of securities
RWL and Paul Elliot Benhaim	RWL	RWL	54,623,008 ordinary shares
Elixinol, RWL and Paul Elliot Benhaim	Registered holders of securities listed in Annexure A	Registered holders of securities listed in Annexure A	77,923,131 ordinary shares

### 5. Consideration

The consideration paid for each relevant interest referred to in paragraph 3 above, and acquired in the four months prior to the day that the substantial holder became a substantial holder is as follows:

Holder of relevant Interest	Date of acquisition	Consideration (9)		Class and number of securities
		Cash	Non-cash	
RWL	5 January 2018	Elixinol shares were issued as consideration for shares held by RWL in Elixinol LLC, Hemp Foods Australia Pty Limited and Elixinol Pty Limited as described in the Elixinol Global Limited Prospectus dated 28 November 2017.  The relevant interest is subject to mandatory escrow arrangements.		54,623,008 ordinary shares
RWL	5 January 2018	NIL		77,923,131 ordinary shares
Paul Elliot Benhaim	5 January 2018	NIL		77,923,131 ordinary shares

#### 6. Associates

The reasons the persons named in paragraph 3 above are associates of the substantial holder are as follows:

Name and ACN/ARSN (if applicable)	Nature of association
Paul Elliot Benhaim	Paul Elliot Benhaim is an associate of RWL as it has the power to control RWL (section 12(2)(a)(ii)).
Elixinol	Elixinol is an associate of RWL as RWL has the power to control Elixinol (section 12(2)(a)(i)).

#### 7. Addresses

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

Name	Address
RWL	315 Tweed Valley Way, Murwillumbah NSW 2484
Paul Elliot Benhaim	3 Lorikeet Lane, Mullumbimby NSW 2482

### Signature

print name Paul Benhaim

capacity Director

sign here



date 09/01/2018

## 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 7 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 total number of votes attached to all the voting shares in the company or voting interests in the scheme (if any) that the person or an associate has a relevant interest in.
  - (6) The person's votes divided by the total votes in the body corporate or scheme multiplied by 100.
  - (7) Include details of:
    - (a) any relevant agreement or other circumstances by which the relevant interest was acquired. 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.
- (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) Details of the consideration must include any and all benefits, moneys 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.

# Annexure A

## Signature

print name Paul Benhaim

capacity Director

sign here



date 09/01/2018

## 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 KABUSHIKIGAISHA	ELIXINOL KABUSHIKIGAISHA	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