

Form 604

Corporations Law
Section 671B

Notice of change of interests of substantial holder

To: Company Name/Scheme **PERPETUAL LIMITED**
ACN/ARSN **000 431 827**

1. Details of substantial holder

Name **UBS Group AG and its related bodies corporate**
ACN/ARSN (if applicable): _____

There was a change in the interests of the substantial holder on **26 July 2017**

The previous notice was given to the company on **11 July 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)
Ordinary	2,390,548	5.13%	2,998,851	6.44%

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
Please see Appendix B.					

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 holder (8)	Nature of relevant interest (6)	Class and number of securities	Person's votes
UBS Asset Management (Americas) Inc	Various Custodians	UBS Asset Management (Americas) Inc	Fund Manager with power to exercise control over voting shares	7,745 Ordinary	7,745
UBS Asset Management (Australia) Ltd	Various Custodians	UBS Asset Management (Australia) Ltd	Fund Manager with power to exercise control over voting shares	298,037 Ordinary	298,037

UBS Asset Management Life Limited	Various Custodians	UBS Asset Management Life Limited	Fund Manager with power to exercise control over voting shares	6,938 Ordinary	6,938
UBS Asset Management Trust Company	Various Custodians	UBS Asset Management Trust Company	Fund Manager with power to exercise control over voting shares	1,690 Ordinary	1,690
UBS Asset Management (UK) Limited	Various Custodians	UBS Asset Management (UK) Limited	Fund Manager with power to exercise control over voting shares	4,190 Ordinary	4,190
UBS Fund Management (Switzerland) AG	Various Custodians	UBS Fund Management (Switzerland) AG	Fund Manager with power to exercise control over voting shares	16,678 Ordinary	16,678
UBS Third Party Management Company S.A.	Various Custodians	UBS Third Party Management Company S.A.	Fund Manager with power to exercise control over voting shares	543 Ordinary	543
UBS AG London Branch	Various Custodians	UBS AG London Branch	Power to control disposal over shares pursuant to stock borrowing and lending activities (see Appendix A)	1,210,771 Ordinary	1,210,771
UBS Securities Australia Ltd	Warbont Nominees Pty Ltd	UBS Securities Australia Ltd	Power to control disposal over shares pursuant to stock borrowing and lending activities (see Appendix A)	1,000,678 Ordinary	1,000,678
	Brispot Nominees Pty Ltd	UBS Securities Australia Ltd	Beneficial Owner	42,618 Ordinary	42,618
	N/A	UBS Securities Australia Ltd	Beneficial Owner	70,000 Options	70,000
UBS Securities LLC	Various Custodians	UBS Securities LLC	Power to control disposal over shares pursuant to stock borrowing and lending activities (see Appendix A)	150,000 Ordinary	150,000
UBS AG Australia Branch	UBS Nominees Pty Ltd	UBS AG Australia Branch	Prime Broker that has exercised its borrowing right in respect of shares pursuant to a Prime Broking Agreement (see Appendix A)	188,963 Ordinary	188,963

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:

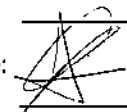
Name	Address
Details of all UBS offices can be found through the following link: http://apps2.ubs.com/locationfinder/	

SIGNATURE

Print Name: Kyu-Ri Kim Capacity: Authorised signatory

Sign Here:  Date: 28 July 2017

Print Name: Serene Peh Capacity: Authorised signatory

Sign Here:  Date: 28 July 2017

Contact details for this notice:

Serene Peh
Group Risk Control
(T) +65 6495 5283

Appendix A

Holder of relevant interest	UBS AG, London Branch	UBS Securities Australia Ltd.	UBS Securities LLC
Type of agreement	Securities Lending Agreement	Securities Lending Agreement	Securities Lending Agreement
Parties to agreement	(i) UBS AG, London Branch ("UBS AG")/ UBS Limited (ii) Client (Please refer to Appendix A-1.)	(i) UBS AG, Australia Branch ("UBS AG")/ UBS Securities Australia Limited (ii) Client (Please refer to Appendix A-1.)	(i) UBS Securities LLC ("UBS Sec LLC") (ii) Client (Please refer to Appendix A-1.)
Transfer date	Please refer to Appendix A-1.	Please refer to Appendix A-1.	Please refer to Appendix A-1.
Holder of voting rights	UBS AG/ UBS Limited	UBS AG/ UBS Securities Australia Limited	UBS Sec LLC
Are there any restrictions on voting rights?	Please refer to the details below.	Please refer to the details below.	No.
If yes, detail	Since all right and title in the securities passes to the transferee (i.e. UBS AG/ UBS Limited), the transferee has the right to vote. However, in certain circumstances, the transferee may seek to arrange for instructions to be exercised in accordance with the instructions of the transferor (i.e. Client).	Since all right and title in the securities passes to the transferee (i.e. UBS AG/ UBS Securities Australia Limited), the transferee has the right to vote. However, in certain circumstances, the transferee may seek to arrange for instructions to be exercised in accordance with the instructions of the transferor (i.e. Client).	N/A
Scheduled return date (if any)	None.	None, subject to the terms of the relevant loan.	None unless agreed to by the parties.
Does the borrower have the right to return early?	Yes.	Yes.	Yes. Either party can terminate the loan upon notice unless otherwise agreed.
If yes, detail	The borrower (i.e. UBS AG/ UBS Limited) has the right to return at its discretion subject to the terms of the relevant loan.	The borrower (i.e. UBS AG/ UBS Securities Australia Limited) has the right to return at its discretion.	The borrower (i.e. UBS Sec LLC) has the right to return at its discretion.
Does the lender have the right to recall early?	Yes.	Yes.	Yes. Either party can terminate the loan upon notice unless otherwise agreed.
If yes, detail	The lender (i.e. Client) can recall at its request subject to compliance with margin requirements and the terms of the relevant loan.	The lender (i.e. Client) can recall at its request subject to compliance with margin requirements and the terms of the relevant loan.	The lender has the right to return at its discretion.
Will the securities be returned on settlement?	Yes.	Yes.	Yes (equivalent securities).
If yes, detail any exceptions	None.	None.	None.

The information in this appendix is based on the relevant standard UBS agreement.

A copy of the agreement is available to the company, or responsible entity to whom the prescribed form must be given, or to ASIC, upon request.

Holder of relevant interest	UBS AG, Australia Branch
Type of agreement	Prime Brokerage Agreement
Parties to agreement	(i) UBS AG, Australia Branch ("UBS AG") (ii) Client (Please refer to Appendix A-1.)
Transfer date	Please refer to Appendix A-1.
Holder of voting rights	UBS AG
Are there any restrictions on voting rights?	Please refer to the details below.
If yes, detail	Since all right and title in the securities passes to the transferee (i.e. UBS AG), the transferee has the right to vote. However, in certain circumstances, the transferee may seek to arrange for instructions to be exercised in accordance with the instructions of the transferor (i.e. Client).
Scheduled return date (if any)	None, subject to the terms of the relevant loan.
Does the borrower have the right to return early?	Yes.
If yes, detail	The borrower (i.e. UBS AG) has the right to return at its discretion.
Does the lender have the right to recall early?	Yes.
If yes, detail	The lender (i.e. Client) can recall at its request subject to compliance with margin requirements and the terms of the relevant loan.
Will the securities be returned on settlement?	Yes.
If yes, detail any exceptions	None.

Securities Lending Agreement - UBS AG, London Branch / UBS Limited

Parties to agreement	Transfer date
Citibank NA as an agent acting on behalf of its clients	(i) 11 January 2016 (ii) 25 February 2016 (iii) 1 April 2016 (iv) 3 May 2016 (v) 18 August 2016 (vi) 1 February 2017 (vii) 8 February 2017 (viii) 21 June 2017 (ix) 26 July 2017
HSBC Bank Plc as an agent acting on behalf of its clients	(i) 6 January 2016 (ii) 14 June 2016
The Northern Trust Company as an agent acting on behalf of its clients	(i) 16 November 2015 (ii) 14 March 2017 (iii) 26 July 2017
State Street Bank & Trust Company as an agent acting on behalf of its clients	(i) 7 February 2017 (ii) 26 July 2017
The Bank of New York Mellon as an agent acting on behalf of its clients	(i) 13 January 2017 (ii) 7 July 2017 (iii) 26 July 2017

Securities Lending Agreement - UBS AG, Australia Branch/ UBS Securities Australia Limited

Parties to agreement	Transfer date
Citibank NA as an agent acting on behalf of its clients	(i) 3 August 2016 (ii) 29 November 2016 (iii) 3 January 2017 (iv) 16 March 2017 (v) 9 May 2017 (vi) 18 July 2017
JPMorgan Chase Bank, N.A. as an agent acting on behalf of its clients	(i) 24 July 2017 (ii) 26 July 2017
Macquarie Bank Ltd	(i) 8 September 2016 (ii) 2 March 2017 (iii) 18 July 2017 (iv) 21 July 2017 (v) 24 July 2017 (vi) 26 July 2017
National Australia Bank Limited	(i) 24 July 2017

Securities Lending Agreement - UBS Securities LLC

Parties to agreement	Transfer date
State Street Bank & Trust Company as an agent acting on behalf of its clients	(i) 26 July 2017

Prime Brokerage Agreement - UBS AG, Australia Branch

Parties to agreement	Transfer date
CJH Holdings Pty Ltd in its capacity as trustee of the CJH Family Trust	(i) 3 March 2017
Manderrah Pty Ltd in its capacity as trustee of the GJJ Family Trust	(i) 3 March 2017
Colonial First State Investment Limited as Responsible Entity for the Commonwealth Specialist Fund 9	(i) 3 March 2017 (ii) 6 March 2017 (iii) 10 March 2017 (iv) 28 April 2017
Colonial First State Investment Limited as Responsible Entity for the Commonwealth Specialist Fund 20	(i) 3 March 2017 (ii) 10 March 2017 (iii) 24 March 2017 (iv) 5 June 2017 (v) 7 June 2017 (vi) 8 June 2017
RF Capital Pty Ltd as trustee of RF Capital (PB) Trust	(i) 3 March 2017 (ii) 6 March 2017 (iii) 22 March 2017 (iv) 13 April 2017 (v) 20 April 2017 (vi) 2 May 2017 (vii) 3 May 2017 (viii) 12 May 2017 (ix) 2 June 2017 (x) 27 June 2017 (xi) 13 July 2017 (xii) 14 July 2017 (xiii) 17 July 2017 (xiv) 24 July 2017 (xv) 25 July 2017 (xvi) 26 July 2017
BlackRock Investment Management (Australia) Limited as responsible entity for Blackrock Australian Equity Market Neutral Fund	(i) 3 March 2017
Signature Capital Nominees Pty Ltd as trustee for the Signature Quantitative Fund	(i) 13 April 2017 (ii) 18 April 2017 (iii) 20 April 2017 (iv) 24 April 2017 (v) 3 May 2017

	(vi) 27 June 2017
	(vii) 13 July 2017
	(viii) 14 July 2017
	(ix) 25 July 2017

PPT - Appendix B					
Date of change	Person whose relevant interest changed	Nature of Change	Consideration given in relation to change	Number of securities	Class
10-Jul-17	Stock borrowed	N/A	\$0,000	50,000	Ordinary
10-Jul-17	UBS Securities Australia Ltd	Buy	1,247	23	Ordinary
10-Jul-17	UBS Securities Australia Ltd	Sell	1,247	(23)	Ordinary
10-Jul-17	UBS Securities Australia Ltd	Sell	534	(1)	Ordinary
10-Jul-17	UBS Securities Australia Ltd	Sell	109	(2)	Ordinary
10-Jul-17	UBS Securities Australia Ltd	Sell	326	(6)	Ordinary
10-Jul-17	UBS Securities Australia Ltd	Sell	325	(6)	Ordinary
10-Jul-17	UBS Securities Australia Ltd	Sell	544	(10)	Ordinary
10-Jul-17	UBS Securities Australia Ltd	Sell	653	(12)	Ordinary
10-Jul-17	UBS Securities Australia Ltd	Sell	1,090	(20)	Ordinary
10-Jul-17	UBS Securities Australia Ltd	Sell	2,230	(41)	Ordinary
10-Jul-17	UBS Securities Australia Ltd	Sell	3,861	(71)	Ordinary
10-Jul-17	UBS Securities Australia Ltd	Sell	7,231	(133)	Ordinary
10-Jul-17	UBS Securities Australia Ltd	Sell	11,505	(219)	Ordinary
10-Jul-17	UBS Securities Australia Ltd	Sell	17,565	(323)	Ordinary
10-Jul-17	UBS Securities Australia Ltd	Sell	27,571	(507)	Ordinary
10-Jul-17	UBS Securities Australia Ltd	Sell	113,708	(12,091)	Ordinary
10-Jul-17	UBS Securities Australia Ltd	Buy	151,233	278	Ordinary
10-Jul-17	UBS Securities Australia Ltd	Buy	33,593	625	Ordinary
10-Jul-17	UBS Securities Australia Ltd	Buy	2,012	(37)	Ordinary
10-Jul-17	UBS Securities Australia Ltd	Buy	7,756	14	Ordinary
10-Jul-17	UBS Securities Australia Ltd	Buy	31,377	(577)	Ordinary
10-Jul-17	UBS Securities Australia Ltd	Buy	3,371	(62)	Ordinary
10-Jul-17	UBS Securities Australia Ltd	Buy	56,492	1,075	Ordinary
10-Jul-17	UBS Securities Australia Ltd	Buy	15,182	280	Ordinary
10-Jul-17	UBS Securities Australia Ltd	Buy	347,197	(6,298)	Ordinary
10-Jul-17	UBS Securities Australia Ltd	Buy	375,351	6,952	Ordinary
10-Jul-17	UBS Securities Australia Ltd	Buy	80,002	1,470	Ordinary
10-Jul-17	UBS Securities Australia Ltd	Buy	93,644	(1,737)	Ordinary
10-Jul-17	UBS Securities Australia Ltd	Buy	74,736	1,373	Ordinary
10-Jul-17	UBS Securities Australia Ltd	Buy	1,253	(23)	Ordinary
10-Jul-17	UBS Securities Australia Ltd	Buy	186,559	3,426	Ordinary
10-Jul-17	UBS Securities Australia Ltd	Buy	172,217	(3,164)	Ordinary
10-Jul-17	UBS Securities Australia Ltd	Buy	355,823	(6,543)	Ordinary
10-Jul-17	UBS Securities Australia Ltd	Buy	55	(1)	Ordinary
11-Jul-17	UBS Securities Australia Ltd	Buy	55	1	Ordinary
11-Jul-17	UBS Securities Australia Ltd	Buy	55	1	Ordinary
11-Jul-17	UBS Securities Australia Ltd	Buy	55	1	Ordinary
11-Jul-17	UBS Securities Australia Ltd	Buy	55	1	Ordinary
11-Jul-17	UBS Securities Australia Ltd	Buy	55	1	Ordinary
11-Jul-17	UBS Securities Australia Ltd	Buy	55	1	Ordinary
11-Jul-17	UBS Securities Australia Ltd	Buy	55	1	Ordinary
11-Jul-17	UBS Securities Australia Ltd	Buy	55	1	Ordinary
11-Jul-17	UBS Securities Australia Ltd	Buy	439	(8)	Ordinary
11-Jul-17	UBS Securities Australia Ltd	Buy	439	(8)	Ordinary
11-Jul-17	UBS Securities Australia Ltd	Buy	1,373	(25)	Ordinary
11-Jul-17	UBS Securities Australia Ltd	Buy	2,635	(48)	Ordinary
11-Jul-17	UBS Securities Australia Ltd	Buy	2,911	(93)	Ordinary
11-Jul-17	UBS Securities Australia Ltd	Buy	5,108	(393)	Ordinary
11-Jul-17	UBS Securities Australia Ltd	Buy	5,712	(104)	Ordinary
11-Jul-17	UBS Securities Australia Ltd	Buy	5,712	(104)	Ordinary
11-Jul-17	UBS Securities Australia Ltd	Buy	9,665	(176)	Ordinary
11-Jul-17	UBS Securities Australia Ltd	Buy	64,037	(1,166)	Ordinary
11-Jul-17	UBS Securities Australia Ltd	Buy	20,225	377	Ordinary
11-Jul-17	UBS Securities Australia Ltd	Buy	12,232	223	Ordinary
11-Jul-17	UBS Securities Australia Ltd	Buy	12,232	(23)	Ordinary
11-Jul-17	UBS Securities Australia Ltd	Buy	21,593	(564)	Ordinary
11-Jul-17	UBS Securities Australia Ltd	Buy	28,449	(518)	Ordinary
11-Jul-17	UBS Securities Australia Ltd	Buy	42,508	(774)	Ordinary
11-Jul-17	UBS Securities Australia Ltd	Buy	5,761	(176)	Ordinary
11-Jul-17	UBS Securities Australia Ltd	Buy	10,554	(154)	Ordinary
11-Jul-17	UBS Securities Australia Ltd	Buy	13,401	(233)	Ordinary
11-Jul-17	UBS Securities Australia Ltd	Buy	30,269	(564)	Ordinary
11-Jul-17	UBS Securities Australia Ltd	Buy	51,779	932	Ordinary
11-Jul-17	UBS Securities Australia Ltd	Buy	3,615	(66)	Ordinary
11-Jul-17	UBS Securities Australia Ltd	Buy	42,508	(774)	Ordinary
11-Jul-17	UBS Securities Australia Ltd	Buy	6,656	(12)	Ordinary
11-Jul-17	UBS Securities Australia Ltd	Buy	464,937	8,478	Ordinary
11-Jul-17	UBS Securities Australia Ltd	Buy	50,358	923	Ordinary
11-Jul-17	UBS Securities Australia Ltd	Buy	5,755	(1)	Ordinary
11-Jul-17	UBS Securities Australia Ltd	Buy	327,956	(15,985)	Ordinary
11-Jul-17	UBS Securities Australia Ltd	Buy	126,592	(2,314)	Ordinary
11-Jul-17	UBS Securities Australia Ltd	Buy	141,555	(2,585)	Ordinary
11-Jul-17	UBS Securities Australia Ltd	Buy	9,193	168	Ordinary
11-Jul-17	UBS Securities Australia Ltd	Buy	6,719	124	Ordinary
11-Jul-17	UBS Securities Australia Ltd	Buy	873	15	Ordinary
11-Jul-17	UBS Securities Australia Ltd	Buy	69,702	437	Ordinary

25-Jul-17	UBS Securities Australia Ltd	Sell	157,603	(3,639)	Ordinary
25-Jul-17	UBS Securities Australia Ltd	Sell	79,503	(1,540)	Ordinary
25-Jul-17	UBS Securities Australia Ltd	Buy	923,983	17,930	Ordinary
26-Jul-17	UBS AG Australia Branch	Stock received	622,392	(5,932)	Ordinary
26-Jul-17	UBS AG Australia Branch	Stock borrowed	N/A	245	Ordinary
26-Jul-17	UBS Securities LLC	Stock borrowed	N/A	150,000	Ordinary
26-Jul-17	UBS AG London Branch	Stock borrowed	N/A	30,000	Ordinary
26-Jul-17	UBS AG London Branch	Stock borrowed	N/A	30,000	Ordinary
26-Jul-17	UBS AG London Branch	Stock borrowed	N/A	20,000	Ordinary
26-Jul-17	UBS AG London Branch	Stock borrowed	N/A	50,000	Ordinary
26-Jul-17	UBS Securities Australia Ltd	Stock borrowed	N/A	100,000	Ordinary
26-Jul-17	UBS Securities Australia Ltd	Stock borrowed	N/A	100,000	Ordinary
26-Jul-17	UBS Securities Australia Ltd	Stock returned	N/A	(50,000)	Ordinary
26-Jul-17	UBS Securities Australia Ltd	Stock returned	N/A	(4,892)	Ordinary
26-Jul-17	UBS Securities Australia Ltd	Stock returned	N/A	(50,000)	Ordinary
26-Jul-17	UBS Asset Management	Sell	565,393	(10,908)	Ordinary
26-Jul-17	UBS Securities Australia Ltd	Sell	52	(1)	Ordinary
26-Jul-17	UBS Securities Australia Ltd	Sell	52	(1)	Ordinary
26-Jul-17	UBS Securities Australia Ltd	Buy	155	3	Ordinary
26-Jul-17	UBS Securities Australia Ltd	Buy	104	2	Ordinary
26-Jul-17	UBS Securities Australia Ltd	Sell	104	(2)	Ordinary
26-Jul-17	UBS Securities Australia Ltd	Buy	161,105	3,124	Ordinary
26-Jul-17	UBS Securities Australia Ltd	Sell	622	(12)	Ordinary
26-Jul-17	UBS Securities Australia Ltd	Sell	27,843	(527)	Ordinary
26-Jul-17	UBS Securities Australia Ltd	Buy	8,454	163	Ordinary
26-Jul-17	UBS Securities Australia Ltd	Buy	7,514	141	Ordinary
26-Jul-17	UBS Securities Australia Ltd	Sell	27,346	(527)	Ordinary
26-Jul-17	UBS Securities Australia Ltd	Buy	95,110	1,895	Ordinary
26-Jul-17	UBS Securities Australia Ltd	Buy	63,180	119	Ordinary
26-Jul-17	UBS Securities Australia Ltd	Sell	28,033	541	Ordinary
26-Jul-17	UBS Securities Australia Ltd	Buy	683,595	13,209	Ordinary
26-Jul-17	UBS Securities Australia Ltd	Sell	339,270	(6,542)	Ordinary
26-Jul-17	UBS Securities Australia Ltd	Sell	265,874	(5,059)	Ordinary
26-Jul-17	UBS Securities Australia Ltd	Sell	152,645	2,950	Ordinary
26-Jul-17	UBS Securities Australia Ltd	Sell	67,565	(1,300)	Ordinary
26-Jul-17	UBS Securities Australia Ltd	Sell	50,766	(9,795)	Ordinary
26-Jul-17	UBS Securities Australia Ltd	Buy	50,323	912	Ordinary
26-Jul-17	UBS Securities Australia Ltd	Sell	571	(11)	Ordinary
26-Jul-17	UBS Securities Australia Ltd	Buy	256,370	4,950	Ordinary
26-Jul-17	UBS Securities Australia Ltd	Buy	22,824	440	Ordinary
26-Jul-17	UBS Securities Australia Ltd	Buy	5,175	100	Ordinary
26-Jul-17	UBS Securities Australia Ltd	Sell	163,439	(3,268)	Ordinary
26-Jul-17	UBS Securities Australia Ltd	Sell	516,649	(9,950)	Ordinary
26-Jul-17	UBS Securities Australia Ltd	Buy	600,374	11,562	Ordinary