

Form 604

Corporations Law
Section 671B

Notice of change of interests of substantial holder

To: Company Name/Scheme **SUPER RETAIL GROUP LIMITED**

ACN/ARSN **108 676 204**

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 **11 October 2018**

The previous notice was given to the company on **12 October 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)
Ordinary	15,283,239	7.75%	13,106,017	6.64%

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 (Australia) Ltd	Various Custodians	UBS Asset Management (Australia) Ltd	Fund Manager with power to exercise control over voting shares	453,128 Ordinary	453,128
UBS Asset Management Trust Company	Various Custodians	UBS Asset Management Trust Company	Fund Manager with power to exercise control over voting shares	15,803 Ordinary	15,803

UBS Asset Management (UK) Limited	Various Custodians	UBS Asset Management (UK) Limited	Fund Manager with power to exercise control over voting shares	21,516 Ordinary	21,516
UBS Fund Management (Switzerland) AG	Various Custodians	UBS Fund Management (Switzerland) AG	Fund Manager with power to exercise control over voting shares	42,894 Ordinary	42,894
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)	3,925,864 Ordinary	3,925,864
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)	6,499,653 Ordinary	6,499,653
	Brispot Nominees Pty Ltd	UBS Securities Australia Ltd	Beneficial Owner	1,318,498 Ordinary	1,318,498
UBS Securities LLC	Various Custodians	UBS Securities LLC	Power to control disposal over shares pursuant to stock borrowing and lending activities (see Appendix A)	350,000 Ordinary	350,000
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)	478,661 Ordinary	478,661

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:

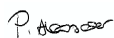
Name	Address
Details of all UBS offices can be found through the following link: http://apps2.ubs.com/locationfinder/	

SIGNATURE

Print Name: Philip Alexander

Capacity: Authorised signatory

Sign Here:



Date: 15 October 2018

Print Name: Joanne Chan

Capacity: Authorised signatory

Sign Here:



Date: 15 October 2018

Contact details for this notice:

Philip Alexander
Compliance & Operational Risk Control
(T) +852 2971 6074

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 voting rights 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 voting rights 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 voting rights 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
The Bank of New York Mellon as an agent acting on behalf of its clients	(i) 19 March 2018 (ii) 6 September 2018
Citibank NA as an agent acting on behalf of its clients	(i) 15 December 2016 (ii) 27 February 2017 (iii) 30 May 2017 (iv) 6 October 2017 (v) 19 October 2017 (vi) 21 November 2017 (vii) 4 May 2018 (viii) 3 August 2018 (ix) 21 August 2018 (x) 13 September 2018
HSBC Bank Plc as an agent acting on behalf of its clients	(i) 14 June 2016 (ii) 10 August 2017 (iii) 10 January 2017 (iv) 28 February 2017
JPMorgan Chase Bank, N.A. as an agent acting on behalf of its clients	(i) 7 August 2017 (ii) 3 August 2018
The Northern Trust Company as an agent acting on behalf of its clients	(i) 2 April 2015 (ii) 4 July 2016 (iii) 18 October 2017 (iv) 2 October 2018

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

Parties to agreement	Transfer date
JPMorgan Chase Bank, N.A. as an agent acting on behalf of its clients	(i) 3 October 2018 (ii) 4 October 2018 (iii) 5 October 2018 (iv) 8 October 2018
Citibank NA as an agent acting on behalf of its clients	(i) 13 June 2018 (ii) 19 July 2018 (iii) 3 October 2018
Macquarie Bank Ltd	(i) 28 September 2018 (ii) 1 October 2018 (iii) 2 October 2018 (iv) 8 October 2018 (v) 9 October 2018

State Street Bank & Trust Company as an agent acting on behalf of its clients	(i)	17 September 2018
	(ii)	10 October 2018

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) 23 July 2018

Prime Brokerage Agreement - UBS AG, Australia Branch

Parties to agreement	Transfer date
Colonial First State Investment Limited as Responsible Entity for the Commonwealth Specialist Fund 20	(i) 31 August 2018
BlackRock Investment Management (Australia) Limited as responsible entity for Blackrock Australian Equity Market Neutral Fund	(i) 31 August 2018 (ii) 11 September 2018 (iii) 20 September 2018 (iv) 21 September 2018 (v) 10 October 2018 (vi) 11 October 2018
RF Capital Pty Ltd as trustee of RF Capital (PB) Trust	(i) 10 October 2018
Regal Funds Management Pty Limited as trustee for Regal Australian Long Short Geared Equity Fund	(i) 11 October 2018

SUL- Appendix B					
Date of change	Person whose relevant interest changed	Nature of Change	Consideration given in relation to change	Number of securities	Class
11-Oct-18	UBS Securities Australia Ltd	Sell	1,858	(202)	Ordinary
11-Oct-18	UBS Securities Australia Ltd	Sell	175	(19)	Ordinary
11-Oct-18	UBS Securities Australia Ltd	Sell	11,951	(1,299)	Ordinary
11-Oct-18	UBS Securities Australia Ltd	Sell	396	(43)	Ordinary
11-Oct-18	UBS Securities Australia Ltd	Sell	6,688	(727)	Ordinary
11-Oct-18	UBS Securities Australia Ltd	Sell	1,242	(135)	Ordinary
11-Oct-18	UBS Securities Australia Ltd	Sell	6,955	(756)	Ordinary
11-Oct-18	UBS Securities Australia Ltd	Sell	184	(20)	Ordinary
11-Oct-18	UBS Securities Australia Ltd	Sell	46	(5)	Ordinary
11-Oct-18	UBS Securities Australia Ltd	Buy	27	3	Ordinary
11-Oct-18	UBS Securities Australia Ltd	Sell	9	(1)	Ordinary
11-Oct-18	UBS Securities Australia Ltd	Sell	44,213	(4,835)	Ordinary
11-Oct-18	UBS Securities Australia Ltd	Sell	904,539	(98,295)	Ordinary
11-Oct-18	UBS Securities Australia Ltd	Sell	9	(1)	Ordinary
11-Oct-18	UBS Securities Australia Ltd	Sell	14,734	(1,605)	Ordinary
11-Oct-18	UBS Securities Australia Ltd	Sell	37,308	(4,064)	Ordinary
11-Oct-18	UBS Securities Australia Ltd	Sell	1,349	(147)	Ordinary
11-Oct-18	UBS Securities Australia Ltd	Sell	689	(75)	Ordinary
11-Oct-18	UBS Securities Australia Ltd	Sell	37	(4)	Ordinary
11-Oct-18	UBS Securities Australia Ltd	Sell	2,561	(279)	Ordinary
11-Oct-18	UBS Securities Australia Ltd	Sell	4,728	(515)	Ordinary
11-Oct-18	UBS Securities Australia Ltd	Sell	615	(67)	Ordinary
11-Oct-18	UBS Securities Australia Ltd	Sell	50,407	(5,491)	Ordinary
11-Oct-18	UBS Securities Australia Ltd	Sell	235,439	(25,647)	Ordinary
11-Oct-18	UBS Securities Australia Ltd	Sell	9	(1)	Ordinary
11-Oct-18	UBS Securities Australia Ltd	Buy	9	1	Ordinary
11-Oct-18	UBS Securities Australia Ltd	Buy	37	4	Ordinary
11-Oct-18	UBS Securities Australia Ltd	Sell	18	(2)	Ordinary
11-Oct-18	UBS Securities Australia Ltd	Buy	789,500	85,727	Ordinary
11-Oct-18	UBS Securities Australia Ltd	Buy	437,908	47,567	Ordinary
11-Oct-18	UBS Securities Australia Ltd	Sell	145,231	(15,838)	Ordinary
11-Oct-18	UBS Securities Australia Ltd	Sell	314,583	(34,154)	Ordinary
11-Oct-18	UBS Securities Australia Ltd	Sell	504,578	(54,847)	Ordinary
11-Oct-18	UBS Securities Australia Ltd	Sell	304,669	(33,250)	Ordinary
11-Oct-18	UBS Securities Australia Ltd	Buy	5,462	595	Ordinary
11-Oct-18	UBS Securities Australia Ltd	Sell	5,516	(595)	Ordinary
11-Oct-18	UBS Securities Australia Ltd	Sell	99,445	(10,779)	Ordinary
11-Oct-18	UBS Securities Australia Ltd	Buy	167,333	18,178	Ordinary
11-Oct-18	UBS Securities Australia Ltd	Sell	4,380	(476)	Ordinary
11-Oct-18	UBS Securities Australia Ltd	Buy	3,869	421	Ordinary
11-Oct-18	UBS Securities Australia Ltd	Buy	230	25	Ordinary
11-Oct-18	UBS Securities Australia Ltd	Sell	154,167	(16,825)	Ordinary
11-Oct-18	UBS Securities Australia Ltd	Sell	15,079	(1,648)	Ordinary
11-Oct-18	UBS Securities Australia Ltd	Buy	34,809	3,796	Ordinary
11-Oct-18	UBS Securities Australia Ltd	Sell	524,205	(57,200)	Ordinary
11-Oct-18	UBS Securities Australia Ltd	Sell	61,930	(6,732)	Ordinary
11-Oct-18	UBS Securities Australia Ltd	Sell	119,602	(12,993)	Ordinary
11-Oct-18	UBS Securities Australia Ltd	Sell	23,197	(2,518)	Ordinary
11-Oct-18	UBS Securities Australia Ltd	Buy	6,461	703	Ordinary
11-Oct-18	UBS Securities Australia Ltd	Sell	40,721	(4,421)	Ordinary
11-Oct-18	UBS Securities Australia Ltd	Sell	279,563	(30,399)	Ordinary
11-Oct-18	UBS Securities Australia Ltd	Buy	21,434	2,325	Ordinary
11-Oct-18	UBS Securities Australia Ltd	Sell	11,516	(1,256)	Ordinary
11-Oct-18	UBS Securities Australia Ltd	Sell	4,974	(543)	Ordinary
11-Oct-18	UBS Securities Australia Ltd	Sell	2,486	(270)	Ordinary
11-Oct-18	UBS Securities Australia Ltd	Buy	875,837	95,045	Ordinary
11-Oct-18	UBS Securities Australia Ltd	Buy	184,330	20,036	Ordinary
11-Oct-18	UBS Securities Australia Ltd	Buy	35,163	3,841	Ordinary
11-Oct-18	UBS Securities Australia Ltd	Buy	67,745	7,381	Ordinary

11-Oct-18	UBS Securities Australia Ltd	Buy	28,619	3,127	Ordinary
11-Oct-18	UBS Securities Australia Ltd	Buy	6,366	692	Ordinary
11-Oct-18	UBS Securities Australia Ltd	Sell	350,039	(38,000)	Ordinary
11-Oct-18	UBS Securities Australia Ltd	Sell	691,326	(75,050)	Ordinary
11-Oct-18	UBS Securities Australia Ltd	Stock returned	N/A	(40,029)	Ordinary
11-Oct-18	UBS Securities Australia Ltd	Stock returned	N/A	(59,564)	Ordinary
11-Oct-18	UBS Securities Australia Ltd	Stock returned	N/A	(1,882,070)	Ordinary
11-Oct-18	UBS AG, Australia Branch	Stock received	N/A	57,003	Ordinary