Form 603

Corporations Act 2001 Section 671B

Notice of initial substantial holder

| To Company Name/Scheme | Metcash Limited | |
|---|---------------------------------|--|
| ACN/ARSN | 112 073 480 | |
| Details of substantial holder (1) | | |
| Name ACN/ARSN (if applicable) | The Vanguard Group, Inc. N/A | |
| The holder became a substantial holder on | 26 October 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:

| ecurities (4) Number of securities Person's votes (5) Voting power (6) |) |
|--|---|
| 45,595,100 45,595,100 5.015% | |
| 45,585,100 45,585,100 5.015% | |

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 |
|--------------------------------|---------------------------------|--------------------------------|
| Vanguard Investments Australia | Beneficial Owner | Ordinary 22,768,898 |
| Ltd. | | |
| The Vanguard Group, Inc. | Beneficial Owner | Ordinary - 22,826,202 |

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 | Registered holder of | Person entitled to be | Class and |
|---------------|------------------------|---|------------|
| relevant | securities | registered as holder (8) | number of |
| interest | | | securities |
| Vanguard | JP Morgan Chase | Vanguard Investments Australia Ltd is the manager of various | Ordinary – |
| Investments | Bank, N.A. and various | superannuation funds, institutional investor portfolios and unit trusts | 22,768,898 |
| Australia Ltd | other Custodians | and in that capacity can exercise the power to vote and/or dispose of | |
| | | the shares | |
| The Vanguard | Brown Brothers | The Vanguard Group, Inc., is the manager of various Mutual funds and | Ordinary |
| Group, Inc. | Harriman | accounts and in that capacity has the power to dispose of the shares | 469,857 |
| The Vanguard | JP Morgan Chase | The Vanguard Group, Inc., is the manager of various Mutual funds and | Ordinary - |
| Group, Inc. | Bank, N.A. | accounts and in that capacity has the power to dispose of the shares | 13,902,701 |
| The Vanguard | BNY Mellon | The Vanguard Group, Inc., is the manager of various Mutual funds and | Ordinary- |
| Group, Inc. | | accounts and in that capacity has the power to dispose of the shares | 2,631,050 |
| The Vanguard | CIBC Mellon | The Vanguard Group, Inc., is the manager of various Mutual funds and | Ordinary- |
| Group, Inc. | | accounts and in that capacity has the power to dispose of the shares | 13,128 |
| The Vanguard | State Street Bank and | The Vanguard Group, Inc., is the manager of various Mutual funds and | Ordinary |
| Group, Inc. | Trust Company | accounts and in that capacity has the power to dispose of the shares | 5,809,466 |

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 | | |
|-----------------------------|---------------------|-------------------|--------------------------------|--|--|
| See Annexure A | | | | | |

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 |
|-----------------------------------|-----------------------|
| N/A | N/A |

7. Addresses

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

| Name | Address |
|------------------------------------|--|
| The Vanguard Group, Inc. | P.O. Box 2600, V26 Valley Forge, PA 19482 USA |
| Vanguard Investments Australia Ltd | Level 34, 2 Southbank Blvd, Southbank 3006 VIC |

print name SHAWN ACKER capacity MANAGER
sign here date 31 October 201.

To Company ACN/ARSN

Metcash Limited 112 073 480

Substantial Holder Name ACN/ARSN

The Vanguard Group, Inc.

N/A

| Date of change | Person whose relevant interest changed | Nature of Change(6) | Consideration given in relation to change(7) | | Number of securities affected | Person's votes |
|----------------|---|---------------------|--|----------------------|---------------------------------------|---------------------|
| 4-Jul-2018 | The Vanguard Group, Inc. | Buy | 2.66 | Ordinary | 268,569 | 268,569 |
| | The Vanguard Group, Inc. | Buy | 2.54 | Ordinary | 10,054 | 10,054 |
| 11-Jul-2018 | The Vanguard Group, Inc. | Buy | 2.54 | Ordinary | 6,177 | 6,177 |
| | The Vanguard Group, Inc. | Sell | 2.49 | Ordinary | (6,124) | (6,124) |
| | The Vanguard Group, Inc. | Sell | 2.47 | Ordinary | (7,174) | (7,174) |
| | The Vanguard Group, Inc. | Sell | 2.47 | Ordinary | (12,789) | (12,789) |
| | The Vanguard Group, Inc. | Buy | 2.57 | Ordinary | 651 | 651 |
| | The Vanguard Group, Inc. The Vanguard Group, Inc. | Buy Sell | 2.62 | Ordinary | 6,290 | 6,290 |
| | The Vanguard Group, Inc. | Sell | 2.65 | Ordinary | (3,597) (17,985) | (3,597) (17,985) |
| | The Vanguard Group, Inc. | Sell | 2.62 | Ordinary Ordinary | (3,597) | (3,597) |
| | The Vanguard Group, Inc. | Sell | 2.62 | Ordinary | (2,398) | (2,398) |
| | The Vanguard Group, Inc. | Sell | 2.61 | Ordinary | (1,191) | (1,191) |
| | The Vanguard Group, Inc. | Buy | 2.64 | Ordinary | 256,631 | 256,631 |
| | The Vanguard Group, Inc. | Sell | 2.62 | Ordinary | (11,990) | (11,990) |
| | The Vanguard Group, Inc. | Buy | 2,60 | Ordinary | 1,274 | 1,274 |
| | The Vanguard Group, Inc. | Sell | 2.72 | Ordinary | (28,776) | (28,776) |
| | The Vanguard Group, Inc. | Buy | 2.67 | Ordinary | 3,074 | 3,074 |
| | The Vanguard Group, Inc. | Sell | 2.76 | Ordinary | (14,388) | (14,388) |
| | The Vanguard Group, Inc. | Buy | 2.87 | Ordinary | 23,300 | 23,300 |
| | The Vanguard Group, Inc. | Buy | 2.85 | Ordinary | 738 | 738 |
| | The Vanguard Group, Inc. | Buy | 2.80 | Ordinary | 242,125 | 242,125 |
| | The Vanguard Group, Inc. | Sell | 2,85 | Ordinary | (22,839) | (22,839) |
| 24-Aug-2018 | The Vanguard Group, Inc. | Buy | 2.85 | Ordinary | 22,839 | 22,839 |
| | The Vanguard Group, Inc. | Sell | 2.74 | Ordinary | (2,067) | (2,067) |
| 7-Sep-2018 | The Vanguard Group, Inc. | Buy | 2.70 | Ordinary | 6,124 | 6,124 |
| 10-Sep-2018 | The Vanguard Group, Inc. | Buy | 2.78 | Ordinary | 4,456 | 4,456 |
| 12-Sep-2018 | The Vanguard Group, Inc. | Buy | 2.73 | Ordinary | 9,186 | 9,186 |
| 14-Sep-2018 | The Vanguard Group, Inc. | Buy | 2.71 | Ordinary | 1,544 | 1,544 |
| 18-Sep-2018 | The Vanguard Group, Inc. | Buy | 2.92 | Ordinary | 1,126 | 1,126 |
| 21-Sep-2018 | The Vanguard Group, Inc. | Sell | 2.92 | Ordinary | (843,437) | (843,437) |
| 21-Sep-2018 | The Vanguard Group, Inc. | Sell | 2.92 | Ordinary | (444,372) | (444,372) |
| | The Vanguard Group, Inc. | Sell | 2.92 | Ordinary | (124,926) | (124,926) |
| | The Vanguard Group, Inc. | Sell | 2.92 | Ordinary | (10,239) | (10,239) |
| | The Vanguard Group, Inc. | Buy | 2.98 | Ordinary | 11,224 | 11,224 |
| | The Vanguard Group, Inc. | Buy | 2,98 | Ordinary | 14,030 | 14,030 |
| | The Vanguard Group, Inc. | Buy | 2.98 | Ordinary | 5,612 | 5,612 |
| | The Vanguard Group, Inc. | Buy | 3.00 | Ordinary | 2,796 | 2,796 |
| | The Vanguard Group, Inc. | Buy | 2.96 | Ordinary | 8,418 | 8,418 |
| | The Vanguard Group, Inc. | Buy | 2.97 | Ordinary | 22,448 | 22,448 |
| | The Vanguard Group, Inc. | Buy | 3.03 | Ordinary | 8,418 | 8,418 |
| | The Vanguard Group, Inc. | Buy | 2.83 | Ordinary | 6,294 | 6,294 |
| | The Vanguard Group, Inc. | Buy | 2.79 | Ordinary | 10,490 | 10,490 |
| | The Vanguard Group, Inc. The Vanguard Group, Inc. | Sell Sell | | Ordinary Ordinary | (651) (750) | (651) |
| | The Vanguard Group, Inc. | Buy | 2.93 | Ordinary | · · · · · · · · · · · · · · · · · · · | (750) |
| | The Vanguard Group, Inc. | Buy | 2.93 | Ordinary | 6,294 8,418 | 6,294 8,418 |
| | The Vanguard Group, Inc. | Sell | 2.94 | Ordinary | (750) | (750) |
| | The Vanguard Group, Inc. | Buy | 2.82 | Ordinary | 7,015 | 7,015 |
| | The Vanguard Group, Inc. | Buy | 2.72 | Ordinary | 241,124 | 241,124 |
| | The Vanguard Group, Inc. | Buy | 2.72 | Ordinary | 242,921 | 242,921 |
| | Vanguard Investments Australia Ltd | Sell | 2.61 | Ordinary | (7,346) | . (7,346) |
| | Vanguard Investments Australia Ltd | Sell | 2.61 | Ordinary | (74,525) | (74,525) |
| | Vanguard Investments Australia Ltd | Sell | 2.61 | Ordinary | (47,795) | (47,795) |
| | Vanguard Investments Australia Ltd | Sell | 2.61 | Ordinary | (3,227) | (3,227) |
| | Vanguard Investments Australia Ltd | Buy | 2.66 | Ordinary | 47,000 | 47,000 |
| | Vanguard Investments Australia Ltd | Sell | 2.67 | Ordinary | (16,344) | (16,344) |
| | Vanguard Investments Australia Ltd | Buy | 2.69 | Ordinary | 25,527 | 25,527 |
| | Vanguard Investments Australia Ltd | Buy | 2.67 | Ordinary | 8,991 | 8,991 |
| | Vanguard Investments Australia Ltd | Buy | 2.62 | Ordinary | 13,920 | 13,920 |
| 1 3-101-2010 | | | | | | |
| | Vanguard Investments Australia Ltd | Buy | 2.58 | Ordinary | 5,994 | 5,994 |
| 16-Jul-2018 | | • | 2.58 2.58 | Ordinary Ordinary | 5,994 47,834 | 5,994 47,834 |

| 1 | Person whose relevant interest | Nature of Change(6) | Consideration given in relation to change(7) | | Number of securities affected | Person's votes |
|---------------------|--|---------------------|--|----------------------|-------------------------------|---------------------------------------|
| | Vanguard Investments Australia Ltd | Buy | 2.64 | Ordinary | 13,920 | 13,920 |
| | Vanguard Investments Australia Ltd | Buy | 2.61 | Ordinary | 18,560 | 18,560 |
| | Vanguard Investments Australia Ltd | Buy | 2.61 | Ordinary | 9,540 | 9,540 |
| 7-Aug-2018 | Vanguard Investments Australia Ltd | Buy | 2.63 | Ordinary | 47,936 | 47,936 |
| 13-Aug-2018 | Vanguard Investments Australia Ltd | Buy | 2.74 | Ordinary | 18,560 | 18,560 |
| 15-Aug-2018 | Vanguard Investments Australia Ltd | Buy | 2.77 | Ordinary | 6,360 | 6,360 |
| 17-Aug-2018 | Vanguard Investments Australia Ltd | Buy | 2.84 | Ordinary | 30,984 | 30,984 |
| | Vanguard Investments Australia Ltd | Sell | 2.26 | Ordinary | (112,700) | |
| | Vanguard Investments Australia Ltd | Buy | 2.84 | Ordinary | 126,228 | 126,228 |
| | Vanguard Investments Australia Ltd | Sell | 2.26 | Ordinary | (455,351) | (455,351) |
| | Vanguard Investments Australia Ltd | Buy | 2.84 | Ordinary | 227,747 | 227,747 |
| | Vanguard Investments Australia Ltd | Sell | 2.26 | Ordinary | (62,062) | (62,062) |
| | Vanguard Investments Australia Ltd | Sell | 2.26 | Ordinary | (819,868) | (819,868) |
| | Vanguard Investments Australia Ltd | Buy | 2.82 | Ordinary | 32,487 | 32,487 |
| | Vanguard Investments Australia Ltd | Buy | 2.82 | Ordinary | 132,354 | 132,354 |
| | Vanguard Investments Australia Ltd | Buy | 2.82 | Ordinary Ordinary | 238,800 | 238,800 |
| | Vanguard Investments Australia Ltd | Sell | 2.84 | | (15,630) | (15,630) |
| | Vanguard Investments Australia Ltd | Buy | 2.84 | Ordinary Ordinary | 50,038 203,854 | 50,038 203,854 |
| | Vanguard Investments Australia Ltd | Buy | 2.84 | Ordinary | 367,804 | 367,804 |
| | Vanguard Investments Australia Ltd Vanguard Investments Australia Ltd | Buy Buy | 2.85 | Ordinary | 10,030 | 10,030 |
| | Vanguard Investments Australia Ltd Vanguard Investments Australia Ltd | Sell | 2.85 | Ordinary | (11,905) | (11,905) |
| | Vanguard Investments Australia Ltd | Sell | 2.84 | Ordinary | (54,941) | (54,941) |
| | Vanguard Investments Australia Ltd | Buy | 2,96 | Ordinary | 37,553 | 37,553 |
| 9 1 | Vanguard Investments Australia Ltd | Buy | 2.89 | Ordinary | 12,984 | 12,984 |
| | Vanguard Investments Australia Ltd | Buy | 2.76 | Ordinary | 12,984 | 12,984 |
| | Vanguard Investments Australia Ltd | Sell | 2.77 | Ordinary | (2,807) | · · · · · · · · · · · · · · · · · · · |
| | Vanguard Investments Australia Ltd | Sell | 2.75 | Ordinary | (54,666) | (54,666) |
| | Vanguard Investments Australia Ltd | Buy | 2.78 | Ordinary | 11,715 | 11,715 |
| | Vanguard Investments Australia Ltd | Buy | 2,69 | Ordinary | 52,546 | 52,546 |
| | Vanguard Investments Australia Ltd | Buy | 2.78 | Ordinary | 10,060 | 10,060 |
| | Vanguard Investments Australia Ltd | Buy | 2.71 | Ordinary | 8,700 | 8,700 |
| | Vanguard Investments Australia Ltd | Buy | 2.83 | Ordinary | 11,704 | 11,704 |
| 18-Sep-2018 | Vanguard Investments Australia Ltd | Buy | 2.92 | Ordinary | 13,062 | 13,062 |
| 21-Sep-2018 | Vanguard Investments Australia Ltd | Sell | 2.92 | Ordinary | (19,770) | (19,770) |
| 21-Sep-2018 | Vanguard Investments Australia Ltd | Sell | 2.92 | Ordinary | (19,766) | (19,766) |
| 21-Sep-2018 | Vanguard Investments Australia Ltd | Sell | 2.92 | Ordinary | (64,688) | (64,688) |
| 21-Sep-2018 | Vanguard Investments Australia Ltd | Sell | 2.92 | Ordinary | (194,299) | (194,299) |
| 21-Sep-2018 | Vanguard Investments Australia Ltd | Sell | 2.92 | Ordinary | (86,742) | (86,742) |
| 21-Sep-2018 | Vanguard Investments Australia Ltd | Sell | 2.92 | Ordinary | (104,105) | (104,105) |
| 21-Sep-2018 | Vanguard Investments Australia Ltd | Buy | 2.92 | Ordinary | 9,504 | 9,504 |
| 21-Sep-2018 | Vanguard Investments Australia Ltd | Sell | 2.92 | Ordinary | (338,082) | (338,082) |
| 21-Sep-2018 | Vanguard Investments Australia Ltd | Sell | 2.92 | Ordinary | (366,967) | (366,967) |
| | Vanguard Investments Australia Ltd | Buy | | Ordinary | 5,760 | 5,760 |
| | Vanguard Investments Australia Ltd | Buy | 2.98 | | 73,920 | 73,920 |
| | Vanguard Investments Australia Ltd | Sell | 3.00 | Ordinary | (13,062) | (13,062) |
| | Vanguard Investments Australia Ltd | Sell | 3.00 | Ordinary | (73,594) | (73,594) |
| | Vanguard Investments Australia Ltd | Buy | 2,96 | Ordinary | 14,345 | 14,345 |
| | Vanguard Investments Australia Ltd | Buy | 2.96 | Ordinary | 8,577 | 8,577 |
| | Vanguard Investments Australia Ltd | Buy | 2.92 | Ordinary | 13,062 | 13,062 |
| | Vanguard Investments Australia Ltd | Buy | 2.92 | Ordinary | 8,577 | 8,577 |
| | Vanguard Investments Australia Ltd | Buy | 2.91 | Ordinary | 8,607 | 8,607 |
| | Vanguard Investments Australia Ltd | Buy | 2,95 | Ordinary | 7,207 | 7,207 |
| | Vanguard Investments Australia Ltd | Buy | 2.85 | Ordinary | 11,436 | 11,436 |
| | Vanguard Investments Australia Ltd | Buy | 2.80 | Ordinary | 8,607 | 8,607 |
| | Vanguard Investments Australia Ltd | Buy | 2.94 | Ordinary | 8,607 | 8,607 |
| | Vanguard Investments Australia Ltd | Buy | 2.94 | Ordinary | 15,317 | 15,317 13,056 |
| | Vanguard Investments Australia Ltd | Buy | 2.93 2.93 | Ordinary Ordinary | 13,056 (7,040) | (7,040) |
| | Vanguard Investments Australia Ltd | Sell | 2.93 | Ordinary | 8,607 | 8,607 |
| | Vanguard Investments Australia Ltd | Buy Buy | 2.93 | Ordinary | 11,476 | 11,476 |
| | Vanguard Investments Australia Ltd | Buy | 2.93 | Ordinary | 10,812 | 10,812 |
| | Vanguard Investments Australia Ltd Vanguard Investments Australia Ltd | Buy | 2.80 | Ordinary | 8,704 | 8,704 |
| 25-001-2018 | | | | | | 11,476 |
| フ に_∩~+_2∩10 | Vanguard Investments Australia Ltd | Buy | 2.80 | Ordinary | 11,476 | 114/0 |

This is Annexure A of 2 pages referred to in Form 603, Notice of initial substantial holder.

Signature

Date 31-Oct-18