

# 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 June 2019**

The previous notice was given to the company on **10 June 2019**

### 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	10,914,700	5.53%	13,319,993	6.75%

### 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 AG	Various Custodians	UBS AG	Fund Manager with power to exercise control over voting shares	12,395 Ordinary	12,395
UBS Asset Management (Australia) Ltd	Various Custodians	UBS Asset Management (Australia) Ltd	Fund Manager with power to exercise control over voting shares	530,786 Ordinary	530,786

UBS Asset Management (Deutschland) GmbH	Various Custodians	UBS Asset Management (Deutschland) GmbH	Fund Manager with power to exercise control over voting shares	3,612 Ordinary	3,612
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	27,467 Ordinary	27,467
UBS Fund Management (Switzerland) AG	Various Custodians	UBS Fund Management (Switzerland) AG	Fund Manager with power to exercise control over voting shares	79,346 Ordinary	79,346
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)	8,626,392 Ordinary	8,626,392
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)	1,707,614 Ordinary	1,707,614
	Brispot Nominees Pty Ltd	UBS Securities Australia Ltd	Beneficial Owner	907,699 Ordinary	907,699
UBS Securities LLC	Various Custodians	UBS Securities LLC	Power to control disposal over shares pursuant to stock borrowing and lending activities (see Appendix A)	1,075,000 Ordinary	1,075,000
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)	333,879 Ordinary	333,879

## 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:

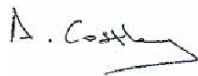
Name and ACN/ ARSN (if applicable)	Nature of association
N/A	N/A


## 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: <a href="http://apps2.ubs.com/locationfinder/">http://apps2.ubs.com/locationfinder/</a>	

**SIGNATURE**

Print Name:	Andrew Costley	Capacity:	Authorised signatory
Sign Here:		Date:	13 June 2019

Print Name:	Joanne Chan	Capacity:	Authorised signatory
Sign Here:		Date:	13 June 2019

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Contact details for this notice:

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Andrew Costley  
Compliance & Operational Risk Control  
(T) +852 3712 3707

Holder of relevant interest	UBS AG, London Branch	UBS Securities Australia Ltd
Type of 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.)
Transfer date	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
Are there any restrictions on voting rights?	Please refer to the details below.	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/ 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).
Scheduled return date (if any)	None.	None, subject to the terms of the relevant loan.
Does the borrower have the right to return early?	Yes.	Yes.
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.
Does the lender have the right to recall early?	Yes.	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.	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.	Yes.
If yes, detail any exceptions	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 Securities LLC	UBS AG, Australia Branch
Type of agreement	Securities Lending Agreement	Prime Brokerage Agreement
Parties to agreement	(i) UBS Securities LLC ("UBS Sec LLC")  (ii) Client (Please refer to Appendix A-1.)	(i) UBS AG, Australia Branch ("UBS AG")  (ii) Client (Please refer to Appendix A-1.)
Transfer date	Please refer to Appendix A-1.	Please refer to Appendix A-1.
Holder of voting rights	UBS Sec LLC	UBS AG
Are there any restrictions on voting rights?	No.	Please refer to the details below.
If yes, detail	N/A	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 unless agreed to by the parties.	None, subject to the terms of the relevant loan.
Does the borrower have the right to return early?	Yes. Either party can terminate the loan upon notice unless otherwise agreed.	Yes.
If yes, detail	The borrower (i.e. UBS Sec LLC) has the right to return at its discretion.	The borrower (i.e. UBS AG) has the right to return at its discretion.
Does the lender have the right to recall early?	Yes. Either party can terminate the loan upon notice unless otherwise agreed.	Yes.
If yes, detail	The lender has the right to return at its discretion.	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 (equivalent securities).	Yes.
If yes, detail any exceptions	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.

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

<b>Parties to agreement</b>	<b>Transfer date</b>
Blackrock ITC NA as an agent on behalf of its clients	(i) 11 June 2019
The Bank of New York Mellon as an agent acting on behalf of its clients	(i) 19 March 2018 (ii) 6 September 2018 (iii) 11 January 2019 (iv) 24 January 2019 (v) 30 January 2019 (vi) 1 February 2019
The Bank of New York Mellon Corporation	(i) 14 March 2019
California State Teachers Retirement system	(i) 12 December 2018 (ii) 17 January 2019
Citibank NA as an agent acting on behalf of its clients	(i) 30 May 2017 (ii) 19 October 2017 (iii) 3 August 2018 (iv) 13 September 2018 (v) 8 January 2019 (vi) 14 January 2019 (vii) 1 May 2019
HSBC Bank Plc as an agent acting on behalf of its clients	(i) 14 June 2016 (ii) 10 January 2017 (iii) 10 August 2017 (iv) 11 January 2019
JPMorgan Chase Bank, N.A. as an agent acting on behalf of its clients	(i) 7 August 2017 (ii) 3 August 2018 (iii) 11 January 2019
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 (v) 17 December 2018 (vi) 17 January 2019 (vii) 10 April 2019

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

<b>Parties to agreement</b>	<b>Transfer date</b>
Citibank NA as an agent acting on behalf of its clients	(i) 19 July 2018 (ii) 8 January 2019 (iii) 6 May 2019
Macquarie Bank Ltd	(i) 28 September 2018

**Securities Lending Agreement - UBS Securities LLC**

<b>Parties to agreement</b>	<b>Transfer date</b>
State Street Bank & Trust Company as an agent acting on behalf of its clients	(i) 11 January 2019 (ii) 22 January 2019 (iii) 1 February 2019
The Bank of New York Mellon as an agent acting on behalf of its clients	(i) 14 January 2019
The Northern Trust Company as an agent acting on behalf of its clients	(i) 14 February 2019

**Prime Brokerage Agreement - UBS AG, Australia Branch**

<b>Parties to agreement</b>	<b>Transfer date</b>
Colonial First State Investment Limited as Responsible Entity for the Commonwealth Specialist Fund 20	(i) 26 February 2019
BlackRock Investment Management (Australia) Limited as responsible entity for Blackrock Australian Equity Market Neutral Fund	(i) 26 February 2019

SUL- Appendix B					
Date of change	Person whose relevant interest changed	Nature of Change	Consideration given in relation to change	Number of securities	Class
07-Jun-19	UBS Securities Australia Ltd	Buy	9	1	Ordinary
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07-Jun-19	UBS Securities Australia Ltd	Buy	37	4	Ordinary
07-Jun-19	UBS Securities Australia Ltd	Buy	9	1	Ordinary
07-Jun-19	UBS Securities Australia Ltd	Buy	19	2	Ordinary
07-Jun-19	UBS Securities Australia Ltd	Buy	19	2	Ordinary
07-Jun-19	UBS Securities Australia Ltd	Sell	65	(7)	Ordinary
07-Jun-19	UBS Securities Australia Ltd	Sell	37	(4)	Ordinary
07-Jun-19	UBS Securities Australia Ltd	Sell	19	(2)	Ordinary
07-Jun-19	UBS Securities Australia Ltd	Sell	9	(1)	Ordinary
07-Jun-19	UBS Securities Australia Ltd	Sell	19	(2)	Ordinary
07-Jun-19	UBS Securities Australia Ltd	Sell	196,373	(21,082)	Ordinary
07-Jun-19	UBS Securities Australia Ltd	Buy	84,112	9,061	Ordinary
07-Jun-19	UBS Securities Australia Ltd	Sell	133,933	(14,377)	Ordinary
07-Jun-19	UBS Securities Australia Ltd	Buy	40,949	4,422	Ordinary
07-Jun-19	UBS Securities Australia Ltd	Sell	18,692	(2,030)	Ordinary
07-Jun-19	UBS Securities Australia Ltd	Buy	31,766	3,409	Ordinary
07-Jun-19	UBS Securities Australia Ltd	Sell	18,659	(2,004)	Ordinary
07-Jun-19	UBS Securities Australia Ltd	Buy	5,044	543	Ordinary
07-Jun-19	UBS Securities Australia Ltd	Sell	115,433	(12,453)	Ordinary
07-Jun-19	UBS Securities Australia Ltd	Sell	305,340	(32,784)	Ordinary
07-Jun-19	UBS Securities Australia Ltd	Sell	61,522	(6,611)	Ordinary
07-Jun-19	UBS Securities Australia Ltd	Sell	57,553	(6,172)	Ordinary
07-Jun-19	UBS Securities Australia Ltd	Sell	22,934	(2,462)	Ordinary
07-Jun-19	UBS Securities Australia Ltd	Sell	913	(100)	Ordinary
07-Jun-19	UBS Securities Australia Ltd	Buy	40,089	4,317	Ordinary
07-Jun-19	UBS Securities Australia Ltd	Sell	5,690	(611)	Ordinary
07-Jun-19	UBS Securities Australia Ltd	Buy	9,582	1,052	Ordinary
07-Jun-19	UBS AG, Australia Branch	Stock returned	N/A	(5,874)	Ordinary
10-Jun-19	UBS AG London Branch	Buy	14,888	1,594	Ordinary
11-Jun-19	UBS Securities Australia Ltd	Sell	38	(4)	Ordinary
11-Jun-19	UBS Securities Australia Ltd	Sell	19	(2)	Ordinary
11-Jun-19	UBS Securities Australia Ltd	Sell	150	(16)	Ordinary
11-Jun-19	UBS Securities Australia Ltd	Sell	56	(6)	Ordinary
11-Jun-19	UBS Securities Australia Ltd	Sell	131	(14)	Ordinary
11-Jun-19	UBS Securities Australia Ltd	Sell	309	(33)	Ordinary
11-Jun-19	UBS Securities Australia Ltd	Sell	525	(56)	Ordinary
11-Jun-19	UBS Securities Australia Ltd	Sell	28	(3)	Ordinary
11-Jun-19	UBS Securities Australia Ltd	Sell	9	(1)	Ordinary
11-Jun-19	UBS Securities Australia Ltd	Sell	122	(13)	Ordinary
11-Jun-19	UBS Securities Australia Ltd	Sell	1,716	(183)	Ordinary
11-Jun-19	UBS Securities Australia Ltd	Buy	83,159	8,876	Ordinary
11-Jun-19	UBS Securities Australia Ltd	Sell	11,103	(1,189)	Ordinary
11-Jun-19	UBS Securities Australia Ltd	Buy	765,841	81,443	Ordinary
11-Jun-19	UBS Securities Australia Ltd	Sell	447,107	(47,342)	Ordinary
11-Jun-19	UBS Securities Australia Ltd	Buy	252,982	26,907	Ordinary
11-Jun-19	UBS Securities Australia Ltd	Sell	67,167	(7,147)	Ordinary
11-Jun-19	UBS Securities Australia Ltd	Sell	62,455	(6,652)	Ordinary
11-Jun-19	UBS Securities Australia Ltd	Buy	633,808	67,412	Ordinary
11-Jun-19	UBS Securities Australia Ltd	Sell	245,378	(26,018)	Ordinary
11-Jun-19	UBS Securities Australia Ltd	Sell	127,025	(13,555)	Ordinary
11-Jun-19	UBS Securities Australia Ltd	Buy	43,744	4,682	Ordinary
11-Jun-19	UBS Securities Australia Ltd	Buy	2,273	242	Ordinary
11-Jun-19	UBS Securities Australia Ltd	Buy	360,158	38,289	Ordinary
11-Jun-19	UBS Securities Australia Ltd	Buy	740	79	Ordinary
11-Jun-19	UBS Securities Australia Ltd	Sell	30,667	(3,266)	Ordinary
11-Jun-19	UBS Securities Australia Ltd	Sell	2,243	(240)	Ordinary

11-Jun-19	UBS Securities Australia Ltd	Sell	324,007	(34,463)	Ordinary
11-Jun-19	UBS Securities Australia Ltd	Buy	15,063	1,610	Ordinary
11-Jun-19	UBS Securities Australia Ltd	Sell	378,749	(40,292)	Ordinary
11-Jun-19	UBS Securities Australia Ltd	Buy	352,761	37,383	Ordinary
11-Jun-19	UBS AG London Branch	Stock borrowed	N/A	2,399,357	Ordinary
11-Jun-19	UBS Asset Management	Buy	30,640	3,269	Ordinary
11-Jun-19	UBS AG London Branch	Sell	15,002	(1,594)	Ordinary