

**Form 604**Corporations Act 2001  
Section 671B**Notice of change of interests of substantial holder**To Company Name/Scheme Atlas ArteriaACN/ARSN ACN 141 075 201**1. Details of substantial holder (1)**Name Magellan Financial Group Limited (MFG) and its related bodies corporate in Annexure A ("Magellan")ACN/ARSN (if applicable) See Annexure AThere was a change in the interests of the substantial holder on 13/12/2019The previous notice was given to the company on 26/06/2019The previous notice was dated 26/06/2019**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 stapled securities	41,155,884	6.02%	60,238,241	7.02%

**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
See Annexure B	Magellan				

**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 as holder (8)	Nature of relevant interest (6)	Class and number of securities	Person's votes
Magellan	See Annexure A	See Annexure A	See Annexure A		60,238,241

## 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	

## 6. Addresses

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

Name	Address
Magellan	MLC Centre, Level 36, 19 Martin Place, Sydney NSW, 2000

## Signature

print name      Marcia Venegas      capacity      Company Secretary

sign here            date      17/12/2019

## 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 6 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 person's votes divided by the total votes in the body corporate or scheme multiplied by 100.
- (6) Include details of:
  - (a) any relevant agreement or other circumstances because of which the change in relevant interest occurred. 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.
- (7) Details of the consideration must include any and all benefits, money 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.
- (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) Give details, if appropriate, of the present association and any change in that association since the last substantial holding notice.

## **ANNEXURE A**

### **1. Details of substantial holder**

#### **Magellan:**

Magellan Financial Group Limited (ACN 108 437 592)

Magellan Asset Management Limited (ACN 120 593 946)

### **4. Present relevant interests**

Magellan Financial Group Limited is the parent entity of Magellan Asset Management Limited. Magellan Asset Management Limited has the power to control the exercise of the right to vote attached to securities and/or to control the exercise of the power to acquire/dispose of securities in its capacity as responsible entity of various managed investment schemes; as investment manager (as provided for under its investment mandates); or as sub adviser (as provided for under its sub-advisory agreements).

#### **Registered holders of securities**

<b>Registered Holder</b>	<b>Number of Securities</b>	<b>Class of Securities</b>
BNP Paribas	3,113,337	Ordinary Stapled Securities
BNY	1,176,211	Ordinary Stapled Securities
JP Morgan	10,767,431	Ordinary Stapled Securities
Merrill Lynch PB	6,457	Ordinary Stapled Securities
National Australia Bank Limited	754,458	Ordinary Stapled Securities
Northern Trust	34,550,028	Ordinary Stapled Securities
State Street	8,142,834	Ordinary Stapled Securities
US Bank	1,727,485	Ordinary Stapled Securities
<b>TOTAL</b>	<b>60,238,241</b>	

**ANNEXURE B****3. Changes in relevant interests**

Date of Change	Transaction Type	Consideration (Cash AUD)	No. of Securities	Class
26/06/2019	Purchase	\$1,743,424.82	218,679	Ordinary Stapled Securities
1/07/2019	Purchase	\$220,075.42	27,869	Ordinary Stapled Securities
2/07/2019	Purchase	\$1,182,320.96	149,315	Ordinary Stapled Securities
3/07/2019	Purchase	\$91,155.25	11,435	Ordinary Stapled Securities
8/07/2019	Purchase	\$759,590.10	94,554	Ordinary Stapled Securities
12/07/2019	Purchase	\$205,788.22	26,515	Ordinary Stapled Securities
17/07/2019	Purchase	\$395,988.09	51,152	Ordinary Stapled Securities
19/07/2019	Purchase	\$599,264.48	76,494	Ordinary Stapled Securities
22/07/2019	Purchase	\$2,120,154.41	269,303	Ordinary Stapled Securities
25/07/2019	Purchase	\$135,486.89	16,486	Ordinary Stapled Securities
26/07/2019	Purchase	\$360,328.76	44,009	Ordinary Stapled Securities
1/08/2019	Purchase	\$1,345,748.05	161,799	Ordinary Stapled Securities
2/08/2019	Purchase	\$83,210.50	9,890	Ordinary Stapled Securities
9/08/2019	Purchase	\$569,863.74	70,037	Ordinary Stapled Securities
12/08/2019	Purchase	\$129,376.77	15,892	Ordinary Stapled Securities
15/08/2019	Purchase	\$1,307,171.47	163,080	Ordinary Stapled Securities
16/08/2019	Purchase	\$115,810.02	14,498	Ordinary Stapled Securities
20/08/2019	Purchase	\$43,146.86	5,343	Ordinary Stapled Securities
21/08/2019	Purchase	\$554,180.22	68,468	Ordinary Stapled Securities
23/08/2019	Purchase	\$1,028,660.98	127,014	Ordinary Stapled Securities
28/08/2019	Purchase	\$1,513,905.60	182,141	Ordinary Stapled Securities
29/08/2019	Purchase	\$704,796.05	83,704	Ordinary Stapled Securities
3/09/2019	Purchase	\$447,250.45	53,575	Ordinary Stapled Securities
5/09/2019	Purchase	\$162,927.30	19,653	Ordinary Stapled Securities
6/09/2019	Purchase	\$330,603.26	39,358	Ordinary Stapled Securities
10/09/2019	Purchase	\$2,173,476.43	268,317	Ordinary Stapled Securities
12/09/2019	Purchase	\$633,461.14	81,312	Ordinary Stapled Securities
13/09/2019	Purchase	\$69,559.61	8,886	Ordinary Stapled Securities
16/09/2019	Purchase	\$317,880.94	41,674	Ordinary Stapled Securities
18/09/2019	Purchase	\$355,703.72	45,678	Ordinary Stapled Securities
19/09/2019	Purchase	\$1,010,983.16	128,635	Ordinary Stapled Securities
20/09/2019	Purchase	\$796,367.47	100,138	Ordinary Stapled Securities
24/09/2019	Purchase	\$1,159,736.50	145,723	Ordinary Stapled Securities
25/09/2019	Purchase	\$386,570.17	48,867	Ordinary Stapled Securities
26/09/2019	Purchase	\$798,526.68	102,435	Ordinary Stapled Securities
27/09/2019	Purchase	\$1,310,182.76	168,751	Ordinary Stapled Securities
1/10/2019	Purchase	\$415,213.18	52,445	Ordinary Stapled Securities
4/10/2019	Purchase	\$234,092.57	29,396	Ordinary Stapled Securities
7/10/2019	Purchase	\$37,949.69	4,743	Ordinary Stapled Securities
9/10/2019	Purchase	\$789,862.78	95,444	Ordinary Stapled Securities

10/10/2019	Purchase	\$65,628.97	7,970	Ordinary Stapled Securities
11/10/2019	Purchase	\$871,565.61	107,534	Ordinary Stapled Securities
14/10/2019	Purchase	\$18,410.99	2,301	Ordinary Stapled Securities
15/10/2019	Purchase	\$250,843.77	31,189	Ordinary Stapled Securities
17/10/2019	Purchase	\$296,075.64	35,838	Ordinary Stapled Securities
18/10/2019	Purchase	\$932,985.40	112,945	Ordinary Stapled Securities
21/10/2019	Purchase	\$229,860.43	27,969	Ordinary Stapled Securities
22/10/2019	Purchase	\$379,269.59	45,606	Ordinary Stapled Securities
24/10/2019	Purchase	\$550,868.14	65,730	Ordinary Stapled Securities
28/10/2019	Purchase	\$4,399,814.72	536,360	Ordinary Stapled Securities
29/10/2019	Purchase	\$1,396,293.73	171,518	Ordinary Stapled Securities
30/10/2019	Purchase	\$1,850,880.12	231,126	Ordinary Stapled Securities
31/10/2019	Purchase	\$390,366.07	48,685	Ordinary Stapled Securities
1/11/2019	Purchase	\$282,488.97	34,723	Ordinary Stapled Securities
4/11/2019	Purchase	\$291,886.36	35,811	Ordinary Stapled Securities
6/11/2019	Purchase	\$756,269.07	95,802	Ordinary Stapled Securities
12/11/2019	Purchase	\$66,787.28	8,556	Ordinary Stapled Securities
13/11/2019	Purchase	\$1,054,452.15	135,406	Ordinary Stapled Securities
14/11/2019	Purchase	\$1,573,439.05	201,302	Ordinary Stapled Securities
18/11/2019	Purchase	\$224,538.70	29,002	Ordinary Stapled Securities
19/11/2019	Purchase	\$431,372.41	55,467	Ordinary Stapled Securities
25/11/2019	Purchase	\$81,527,929.80	11,815,642	Ordinary Stapled Securities
26/11/2019	Purchase	\$2,819,980.87	355,856	Ordinary Stapled Securities
27/11/2019	Purchase	\$9,493,849.35	1,209,053	Ordinary Stapled Securities
2/12/2019	Purchase	\$1,237,179.48	163,113	Ordinary Stapled Securities
4/12/2019	Purchase	\$2,842,428.07	381,026	Ordinary Stapled Securities
5/12/2019	Purchase	\$406,329.98	54,186	Ordinary Stapled Securities
6/12/2019	Purchase	\$323,380.44	42,415	Ordinary Stapled Securities
9/12/2019	Purchase	\$57,308.77	7,480	Ordinary Stapled Securities
10/12/2019	Purchase	\$1,468,180.25	192,207	Ordinary Stapled Securities
12/12/2019	Purchase	\$510,301.87	66,310	Ordinary Stapled Securities
13/12/2019	Purchase	\$543,225.75	71,954	Ordinary Stapled Securities
<b>TOTAL</b>		\$144,183,987.30	19,702,789	

Date of Change	Transaction Type	Consideration (Cash AUD)	No. of Securities	Class
2/07/2019	Sale	\$1,112,087.70	140,534	Ordinary Stapled Securities
22/08/2019	Sale	\$208,349.33	25,937	Ordinary Stapled Securities
28/08/2019	Sale	\$505,011.80	60,727	Ordinary Stapled Securities
25/10/2019	Sale	\$163,826.64	19,852	Ordinary Stapled Securities
5/11/2019	Sale	\$152,381.32	18,968	Ordinary Stapled Securities
27/11/2019	Sale	\$2,782,149.90	354,414	Ordinary Stapled Securities
<b>TOTAL</b>		\$4,923,806.70	620,432	