

# Form 604

Corporations Act 2001  
Section 671B

## Notice of change of interests of substantial holder

To Company Name/Scheme Pengana Capital Group Limited (ASX: PCG)

ACN/ARSN ACN 059 300 426

### 1. Details of substantial holder (1)

Name Washington H. Soul Pattinson and Company Limited (WHSP), WHSP Hunter Hall Pty Ltd (WHH) and WHSP Pengana Pty Ltd (WP)

ACN/ARSN (if applicable) ACN 000 002 728 ACN 616 648 241 ACN 616 534 840

There was a change in the interests of the substantial holder on 30/09/2021

The previous notice was given to the company on 02/06/2017

The previous notice was dated 02/06/2017

### 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 Shares	39,827,904	39.25%	39,842,730	36.58%

### 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 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
30/09/2021	WHSP	14,826 Fully Paid Ordinary shares issued by PCG to WHSP as per the Annexure to this Form 604 and dilution due to conversion of non-redeemable preference shares into ordinary shares	Nil	See Annexure	

### 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
WHSP	WHSP, WHH and WP	WHSP, WHH and WP	Direct Interest and pursuant to section 608(3)(b) of the Corporations Act as WHSP Controls WHH and WP.	39,842,730 Ordinary Shares	39,842,730



## Annexure

<b>Date of transaction</b>	<b>Transaction Details</b>	<b>Number</b>	<b>Price</b>	<b>Total Cost</b>
2-Jun-17	Total shares as at last substantial notice	39,827,904	Na	Na
30-Sep-21	Eligible Distribution 1 PCG ordinary share for every 48.9 PE1 units held on 7-Sep-21	14,826	Nil	Nil
<b>Total</b>		<b>39,842,730</b>	Na	Na