

Form 604
Corporations Act 2001
Section 671B

Notice of change of interests of substantial holder

To Company Name/Scheme Booktopia Group Ltd
ACN/ARSN: 24 096 845 126 Source: Australian Business Register

1. Details of substantial holder (1)

Name: Perennial Value Management Limited (PVM)
ACN/ARSN (if applicable) 22 090 879 904

There was a change in the interest of the substantial holder on 12 November 2021
The previous notice was given to the company on 31 March 2021
The previous notice was dated 29 March 2021

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	10,749,344	7.83	8,192,316	5.96

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 & number of securities affected	Person's votes affected
29/03/2021	Citicorp Nominees Pty Limited	Buy On the Market	\$ 1,202,640.00	500,000	500,000
13/04/2021	Citicorp Nominees Pty Limited	Sell On the Market	\$ 1,229,450.00	500,000	500,000
13/04/2021	National Asset Servicing	Buy On the Market	\$ 976,392.31	397,085	397,085
13/04/2021	National Asset Servicing	Buy On the Market	\$ 253,057.69	102,915	102,915
27/04/2021	National Asset Servicing	Buy On the Market	\$ 37,637.82	15,648	15,648
6/05/2021	BNP Paribas Securities Services	Buy On the Market	\$ 599,999.70	235,294	235,294
6/05/2021	BNP Paribas Securities Services	Sell On the Market	\$ 599,999.70	235,294	235,294
25/05/2021	Citicorp Nominees Pty Limited	Buy On the Market	\$ 322,072.84	129,583	129,583
26/05/2021	Citicorp Nominees Pty Limited	Buy On the Market	\$ 478,933.64	187,714	187,714
27/05/2021	Citicorp Nominees Pty Limited	Buy On the Market	\$ 88,851.84	34,848	34,848
28/05/2021	Citicorp Nominees Pty Limited	Buy On the Market	\$ 365,222.89	140,899	140,899
1/06/2021	Citicorp Nominees Pty Limited	Buy On the Market	\$ 30,660.11	12,000	12,000
2/06/2021	Citicorp Nominees Pty Limited	Buy On the Market	\$ 19,443.08	7,608	7,608
3/06/2021	Citicorp Nominees Pty Limited	Buy On the Market	\$ 18,051.56	7,066	7,066
4/06/2021	Citicorp Nominees Pty Limited	Buy On the Market	\$ 97.11	38	38
7/06/2021	Citicorp Nominees Pty Limited	Buy On the Market	\$ 10,283.77	4,024	4,024
8/06/2021	Citicorp Nominees Pty Limited	Buy On the Market	\$ 56,073.30	22,045	22,045
9/06/2021	Citicorp Nominees Pty Limited	Buy On the Market	\$ 165,452.16	63,574	63,574
9/06/2021	National Asset Servicing	Buy On the Market	\$ 3,164.66	1,216	1,216
9/06/2021	National Asset Servicing	Sell On the Market	\$ 2,102,006.74	794,959	794,959
9/06/2021	National Asset Servicing	Sell On the Market	\$ 542,163.26	205,041	205,041
11/06/2021	Citicorp Nominees Pty Limited	Buy On the Market	\$ 255,681.06	98,123	98,123
11/06/2021	National Asset Servicing	Buy On the Market	\$ 4,890.94	1,877	1,877
16/06/2021	Citicorp Nominees Pty Limited	Buy On the Market	\$ 40,748.25	15,638	15,638
16/06/2021	National Asset Servicing	Buy On the Market	\$ 779.11	299	299
18/06/2021	Citicorp Nominees Pty Limited	Buy On the Market	\$ 222,442.50	85,367	85,367
18/06/2021	National Asset Servicing	Buy On the Market	\$ 4,255.14	1,633	1,633
25/06/2021	Citicorp Nominees Pty Limited	Buy On the Market	\$ 20,463.57	7,945	7,945
25/06/2021	National Asset Servicing	Buy On the Market	\$ 38.64	15	15
28/06/2021	Citicorp Nominees Pty Limited	Buy On the Market	\$ 22,684.52	8,707	8,707
28/06/2021	National Asset Servicing	Buy On the Market	\$ 41.68	16	16

29/06/2021	Citicorp Nominees Pty Limited	Buy On the Market	\$ 9,263.34	3,555	3,555
29/06/2021	National Asset Servicing	Buy On the Market	\$ 18.24	7	7
30/06/2021	Citicorp Nominees Pty Limited	Buy On the Market	\$ 113,491.15	43,563	43,563
30/06/2021	National Asset Servicing	Buy On the Market	\$ 211.02	81	81
1/07/2021	Citicorp Nominees Pty Limited	Buy On the Market	\$ 782,869.01	299,445	299,445
1/07/2021	Citicorp Nominees Pty Limited	Buy On the Market	\$ 5,151.51	1,977	1,977
1/07/2021	National Asset Servicing	Buy On the Market	\$ 1,450.99	555	555
1/07/2021	National Asset Servicing	Buy On the Market	\$ 10.42	4	4
1/07/2021	National Asset Servicing	Sell On the Market	\$ 784,320.00	300,000	300,000
2/07/2021	Citicorp Nominees Pty Limited	Buy On the Market	\$ 3,689,229.02	1,396,959	1,396,959
2/07/2021	Citicorp Nominees Pty Limited	Buy On the Market	\$ 4,354.16	1,671	1,671
2/07/2021	National Asset Servicing	Buy On the Market	\$ 1,095.97	415	415
2/07/2021	National Asset Servicing	Buy On the Market	\$ 7.82	3	3
2/07/2021	National Asset Servicing	Sell On the Market	\$ 46,181.42	17,487	17,487
2/07/2021	National Asset Servicing	Sell On the Market	\$ 3,644,143.58	1,379,887	1,379,887
14/07/2021	National Asset Servicing	Buy On the Market	\$ 46,028.29	17,333	17,333
18/08/2021	Citicorp Nominees Pty Limited	Sell On the Market	\$ 434,870.20	157,339	157,339
18/08/2021	Citicorp Nominees Pty Limited	Sell On the Market	\$ 539,202.13	195,087	195,087
18/08/2021	National Asset Servicing	Sell On the Market	\$ 1,909,618.58	690,913	690,913
18/08/2021	National Asset Servicing	Sell On the Market	\$ 268,226.03	97,046	97,046
18/08/2021	National Asset Servicing	Sell On the Market	\$ 2,211.13	800	800
18/08/2021	National Asset Servicing	Sell On the Market	\$ 68,586.32	24,815	24,815
30/08/2021	BNP Paribas Securities Services	Buy On the Market	\$ 1,767,005.28	629,688	629,688
30/08/2021	Citicorp Nominees Pty Limited	Buy On the Market	\$ 2,844,795.21	1,013,768	1,013,768
30/08/2021	National Asset Servicing	Buy On the Market	\$ 708,510.50	252,484	252,484
30/08/2021	National Asset Servicing	Buy On the Market	\$ 292,009.01	104,060	104,060
31/08/2021	National Asset Servicing	Buy On the Market	\$ 173,961.44	60,741	60,741
2/09/2021	National Asset Servicing	Sell On the Market	\$ 105,016.59	36,442	36,442
2/09/2021	National Asset Servicing	Sell On the Market	\$ 341,950.88	118,661	118,661
21/09/2021	National Asset Servicing	Buy On the Market	\$ 26,287.51	9,919	9,919
22/09/2021	National Asset Servicing	Buy On the Market	\$ 31,912.47	11,926	11,926
24/09/2021	BNP Paribas Securities Services	Buy On the Market	\$ 78,118.57	30,751	30,751
24/09/2021	BNP Paribas Securities Services	Buy On the Market	\$ 41,871.32	16,069	16,069
27/09/2021	BNP Paribas Securities Services	Buy On the Market	\$ 218,118.78	83,756	83,756
28/09/2021	BNP Paribas Securities Services	Buy On the Market	\$ 1,375.83	528	528
30/09/2021	Citicorp Nominees Pty Limited	Buy On the Market	\$ 5,067.12	1,975	1,975
1/10/2021	Citicorp Nominees Pty Limited	Buy On the Market	\$ 17,192.16	6,649	6,649
5/10/2021	Citicorp Nominees Pty Limited	Buy On the Market	\$ 105,756.74	40,901	40,901
6/10/2021	Citicorp Nominees Pty Limited	Buy On the Market	\$ 114,695.73	44,365	44,365
7/10/2021	Citicorp Nominees Pty Limited	Buy On the Market	\$ 69,697.57	27,037	27,037
8/10/2021	Citicorp Nominees Pty Limited	Buy On the Market	\$ 20,266.52	7,838	7,838
11/10/2021	Citicorp Nominees Pty Limited	Buy On the Market	\$ 5,356.81	2,081	2,081
12/10/2021	Citicorp Nominees Pty Limited	Buy On the Market	\$ 135,566.99	52,430	52,430
13/10/2021	Citicorp Nominees Pty Limited	Buy On the Market	\$ 970,755.86	375,436	375,436
29/10/2021	National Asset Servicing	Sell On the Market	\$ 37,983.59	15,828	15,828
1/11/2021	National Asset Servicing	Sell On the Market	\$ 410,345.25	175,000	175,000
1/11/2021	National Asset Servicing	Sell On the Market	\$ 13,289.93	5,538	5,538
4/11/2021	BNP Paribas Securities Services	Sell On the Market	\$ 931,845.42	424,500	424,500
12/11/2021	BNP Paribas Securities Services	Sell On the Market	\$ 711,370.57	336,292	336,292
12/11/2021	National Asset Servicing	Sell On the Market	\$ 3,717,939.94	1,757,612	1,757,612
12/11/2021	National Asset Servicing	Sell On the Market	\$ 2,554,551.67	1,207,634	1,207,634

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 & number of securities (Ord)	Person's votes
Perennial Value Management Limited	National Asset Servicing	National Asset Servicing	3,000,736	3,000,736	3,000,736
Perennial Value Management Limited	BNP Paribas Securities Services	BNP Paribas Securities Services	1,399,177	1,399,177	1,399,177
Perennial Value Management Limited	Citicorp Nominees Pty Limited	Citicorp Nominees Pty Limited	3,792,403	3,792,403	3,792,403

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 & ACN	Nature of association
Not applicable	

6. Addresses

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

Name	Address
Perennial Value Management Ltd	Level 27, 88 Phillip St Sydney NSW 2000
Booktopia Group Ltd	Booktopia Pty Ltd Unit E1, 3-29 Birnie Avenue, Lidcombe, Nsw 2141

Signature

Print Name **Bill Anastasopoulos** Capacity **Company Secretary**

Sign Here



15/11/2021

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.