# **Form 604**

Corporations Act 2001 Section 671B

# Notice of change of interests of substantial holder

To_ Company Name/Scheme	APPEN LIMITED
ACN/ARSN	138 878 298
Details of substantial holder(1)	
Name ACN/ARSN (if applicable)	State Street Corporation and subsidiaries named in Annexures to this form
There was a change in the interests of the substantial holder on	02/06/2022
The previous notice was given to the company on The previous notice was dated	<u>02/06/2022</u> <u>31/05/2022</u>

### 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	10,181,750	8.25%	8,515,887	6.90%

# 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
Annexure B &					
D					

### 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
Annexure A					

### 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

#### 6. Addresses

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

Name	Address
Annexure C	

# **Signature**

print name	Elizabeth Schaefer	capacity	Authorised signatory
sign here		date	06/06/2022

#### **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.

\_\_ 06 June 2022

Elizabeth Schaefer Authorised Signatory

Authorised Signatory						
4. Present relevant interests			T =			
Holder of relevant interest STATE STREET GLOBAL ADVISORS TRUST COMPANY	Nature of Relevant Interest  Power to control the exercise of a right to vote attached to securities and/or the power to dispose of securities as investment manager or trustee	Registered Holder of securities Northern Trust Company	Person Entitled to be registered as holder n/a	Class and number of Ordinary	39,764	Person's votes 39,764
STATE STREET GLOBAL ADVISORS TRUST COMPANY	Power to control the exercise of a right to vote attached to securities and/or the power to dispose of securities as investment manager or trustee	State Street Bank and Trust Co	n/a	Ordinary	606,995	606,995
STATE STREET GLOBAL ADVISORS TRUST COMPANY	Power to control the exercise of a right to vote attached to securities and/or the power to dispose of securities as investment manager or trustee	JPMorgan AG	n/a	Ordinary	19,489	19,489
STATE STREET GLOBAL ADVISORS TRUST COMPANY	Power to control the exercise of a right to vote attached to securities and/or the power to dispose of securities as investment manager or trustee	The Bank of New York Mellon	n/a	Ordinary	48,623	48,623
SSGA FUNDS MANAGEMENT, INC.	Power to control the exercise of a right to vote attached to securities and/or the power to dispose of securities as investment manager or trustee	State Street Bank and Trust Co	n/a	Ordinary	70,460	70,460
STATE STREET GLOBAL ADVISORS EUROPE LIMITED	Power to control the exercise of a right to vote attached to securities and/or the power to dispose of securities as investment manager or trustee	Bank of New York Mellon	n/a	Ordinary	7,909	7,909
STATE STREET GLOBAL ADVISORS EUROPE LIMITED	Power to control the exercise of a right to vote attached to securities and/or the power to dispose of securities as investment manager or trustee	State Street Bank and Trust Co	n/a	Ordinary	17,100	17,100
STATE STREET GLOBAL ADVISORS LIMITED	Power to control the exercise of a right to vote attached to securities and/or the power to dispose of securities as investment manager or trustee	Northern Trust Company	n/a	Ordinary	920	920
STATE STREET GLOBAL ADVISORS LIMITED	Power to control the exercise of a right to vote attached to securities and/or the power to dispose of securities as investment manager or trustee	State Street Bank and Trust Co	n/a	Ordinary	183,877	183,877
STATE STREET GLOBAL ADVISORS LIMITED	Power to control the exercise of a right to vote attached to securities and/or the power to dispose of securities as investment manager or trustee	JPMorgan AG	n/a	Ordinary	10,115	10,115
STATE STREET GLOBAL ADVISORS LIMITED	Power to control the exercise of a right to vote attached to securities and/or the power to dispose of securities as investment manager or trustee	The Bank of New York Mellon	n/a	Ordinary	46,692	46,692
STATE STREET GLOBAL ADVISORS, AUSTRALIA, LIMITED	Power to control the exercise of a right to vote attached to securities and/or the power to dispose of securities as investment manager or trustee	Northern Trust Company	n/a	Ordinary	962,650	962,650
STATE STREET GLOBAL ADVISORS, AUSTRALIA, LIMITED	Power to control the exercise of a right to vote attached to securities and/or the power to dispose of securities as investment manager or trustee	State Street Bank and Trust Co	n/a	Ordinary	1,319,714	1,319,714
STATE STREET GLOBAL ADVISORS, AUSTRALIA, LIMITED	Power to control the exercise of a right to vote attached to securities and/or the power to dispose of securities as investment manager or trustee	JPMorgan AG	n/a	Ordinary	252,751	252,751
STATE STREET GLOBAL ADVISORS, AUSTRALIA, LIMITED	Power to control the exercise of a right to vote attached to securities and/or the power to dispose of securities as investment manager or trustee	BNP Paribas	n/a	Ordinary	2,668	2,668
STATE STREET GLOBAL ADVISORS, AUSTRALIA, LIMITED	Power to control the exercise of a right to vote attached to securities and/or the power to dispose of securities as investment manager or trustee	Citibank NA	n/a	Ordinary	40,799	40,799
STATE STREET BANK AND TRUST COMPANY	For borrowed and on-lent securities:	Unknown	STATE STREET BANK AND TRUST COMPANY	Ordinary	50,000	50,000
	Relevant interest under section 608(1) being the right, as lender, to recall shares under a securities					
STATE STREET BANK AND TRUST COMPANY	loan For Lent securities:	AWARE SUPER PTY LTD AS TRUSTEE OF THE	AWARE SUPER PTY LTD AS TRUSTEE OF THE	Ordinary	1,829,285	1,829,285
JAKE JIME BANKANO INGJI COMPANI	Relevant interest under section 608(8A) being the holder of securities subject to an obligation to return under a securities lending agreement. State Street Bank and Trust Company has lent the securities and retains a relevant interest	AWARE SUPER	AWARE SUPER	Grunary	1,029,203	1,623,203
STATE STREET BANK AND TRUST COMPANY	For Lent securities:	LOS ANGELES COUNTY EMPLOYEES RETIREMENT	LOS ANGELES COUNTY EMPLOYEES	Ordinary	20,271	20,271
	Relevant interest under section 608(8A) being the holder of securities subject to an obligation to return under a securities lending agreement. State Street Bank and Trust Company has lent the securities and retains a relevant interest	ASSOCIATION	RETIREMENT ASSOCIATION			
STATE STREET BANK AND TRUST COMPANY	For Lent securities:	CALSTRS	CALSTRS	Ordinary	116,345	116,345
	Relevant interest under section 608(8A) being the holder of securities subject to an obligation to return under a securities lending agreement. State Street Bank and Trust Company has lent the securities and retains a relevant interest					
STATE STREET BANK AND TRUST COMPANY	For Lent securities:  Relevant interest under section 608(8A) being the holder of securities subject to an obligation to return under a securities lending agreement. State Street Bank and Trust Company has lent the securities and retains a relevant interest	DIMENSIONAL FUND ADVISORS	DIMENSIONAL FUND ADVISORS	Ordinary	28,596	28,596
STATE STREET BANK AND TRUST COMPANY	For Lent securities:	KAISER FOUNDATION HOSPITALS	KAISER FOUNDATION HOSPITALS	Ordinary	1,411	1,411
	Relevant interest under section 608(8A) being the holder of securities subject to an obligation to return under a securities lending agreement. State Street Bank and Trust Company has lent the securities and retains a relevant interest					
STATE STREET BANK AND TRUST COMPANY	For Lent securities:	KAISER PERMANENTE GROUP TRUST	KAISER PERMANENTE GROUP TRUST	Ordinary	4,960	4,960
	Relevant interest under section 608(8A) being the holder of securities subject to an obligation to return under a securities lending agreement. State Street Bank and Trust Company has lent the securities and retains a relevant interest					
STATE STREET BANK AND TRUST COMPANY	For Lent securities:  Relevant interest under section 608(8A) being the holder of securities subject to an obligation to return under a securities lending agreement. State Street Bank and Trust Company has lent the securities and retains a relevant interest	SEA1	SEA1	Ordinary	1,229	1,229

STATE STREET BANK AND TRUST COMPANY	For Lent securities:	SSGA SPDR INDEX SHARE FUNDS	SSGA SPDR INDEX SHARE FUNDS	Ordinary	35,143	35,143
	Relevant interest under section 608(8A) being the holder of securities subject to an obligation to return under a securities lending agreement. State Street Bank and Trust Company has lent the securities and retains a relevant interest			S. G.	33,243	33,243
STATE STREET BANK AND TRUST COMPANY	For Lent securities: Relevant interest under section 608(8A) being the holder of securities subject to an obligation to return under a securities lending agreement. State Street Bank and Trust Company has lent the securities and retains a relevant interest	AMERICAN CENTURY INVESTMENT MANAGEMENT, INC.	AMERICAN CENTURY INVESTMENT MANAGEMENT, INC.	Ordinary	271	271
STATE STREET BANK AND TRUST COMPANY	For Lent securities: Relevant interest under section 608(8A) being the holder of securities subject to an obligation to return under a securities lending agreement. State Street Bank and Trust Company has lent the securities and retains a relevant interest	INTERNATIONAL BUSINESS MACHINES CORPORATION	INTERNATIONAL BUSINESS MACHINES CORPORATION	Ordinary	19,528	19,528
STATE STREET BANK AND TRUST COMPANY	For Lent securities:  Relevant interest under section 608(8A) being the holder of securities subject to an obligation to return under a securities lending agreement. State Street Bank and Trust Company has lent the securities and retains a relevant interest	INTERNATIONAL PAPER CO	INTERNATIONAL PAPER CO	Ordinary	143,168	143,168
STATE STREET BANK AND TRUST COMPANY	For Lent securities: Relevant interest under section 608(8A) being the holder of securities subject to an obligation to return under a securities lending agreement. State Street Bank and Trust Company has lent the securities and retains a relevant interest.	M FUND, INC.	M FUND, INC.	Ordinary	2,342	2,342
STATE STREET BANK AND TRUST COMPANY	For Lent securities:  Relevant interest under section 608(8A) being the holder of securities subject to an obligation to return under a securities lending agreement. State Street Bank and Trust Company has lent the securities and retains a relevant interest	MANAGED PENSION FUNDS LIMITED	MANAGED PENSION FUNDS LIMITED	Ordinary	55,516	55,516
STATE STREET BANK AND TRUST COMPANY	For Lent securities:  Relevant interest under section 608(8A) being the holder of securities subject to an obligation to return under a securities lending agreement. State Street Bank and Trust Company has lent the securities and retains a relevant interest	SSGA	SSGA	Ordinary	91,258	91,258
STATE STREET BANK AND TRUST COMPANY	For Lent securities: Relevant interest under section 608(8A) being the holder of securities subject to an obligation to return under a securities lending agreement. State Street Bank and Trust Company has lent the securities and retains a relevant interest	SSGA FUNDS	SSGA FUNDS	Ordinary	15,750	15,750
STATE STREET BANK AND TRUST COMPANY	For Lent securities:  Relevant interest under section 608(8A) being the holder of securities subject to an obligation to return under a securities lending agreement. State Street Bank and Trust Company has lent the securities and retains a relevant interest	STATE STREET GLOBAL ADVISORS FUNDS MANAGEMENT LIMITED	STATE STREET GLOBAL ADVISORS FUNDS MANAGEMENT LIMITED	Ordinary	6,255	6,255
STATE STREET BANK AND TRUST COMPANY	For Lent securities:  Relevant interest under section 608(8A) being the holder of securities subject to an obligation to return under a securities lending agreement. State Street Bank and Trust Company has lent the securities and retains a relevant interest	TEACHER RETIREMENT SYSTEM OF TEXAS	TEACHER RETIREMENT SYSTEM OF TEXAS	Ordinary	2,193,070	2,193,070
STATE STREET BANK AND TRUST COMPANY	For collateral securities:  Relevant interest under section 608(8A) being the right, as lender, to dispose of shares transferred to secure a securities loan	THE ING GROUP	THE ING GROUP	Ordinary	270,963	270,963

Elizabeth Schaefer
Authorised Signatory

## 3. Changes in relevant interests

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Date of Change	Person whose relevant interest changed	Nature of Change	Consideration given in relation to Change		r of Securities affected	Person's Votes affected
01-Jun-2022	STATE STREET BANK AND TRUST COMPANY	Transfer of title of securities to secure a securities loan from THE ING GROUP – Refer Part B of Annexure D	n/a	Ordinary	81	81
02-Jun-2022	STATE STREET BANK AND TRUST COMPANY	Return of securities provided to secure a securities loan to THE ING GROUP – Refer Part B of Annexure D	n/a	Ordinary	(2,434)	(2,434)
01-Jun-2022	STATE STREET BANK AND TRUST COMPANY	Transfer of title of securities to secure a securities loan from THE ING GROUP – Refer Part B of Annexure D	n/a	Ordinary	16	16
02-Jun-2022	STATE STREET BANK AND TRUST COMPANY	Return of securities provided to secure a securities loan to THE ING GROUP – Refer Part B of Annexure D	n/a	Ordinary	(893)	(893)
01-Jun-2022	STATE STREET BANK AND TRUST COMPANY	Return of securities provided to secure a securities loan to THE ING GROUP – Refer Part B of Annexure D	n/a	Ordinary	(113)	(113)
02-Jun-2022	STATE STREET BANK AND TRUST COMPANY	Return of securities provided to secure a securities loan to THE ING GROUP – Refer Part B of Annexure D	n/a	Ordinary	(9,116)	(9,116)
01-Jun-2022	STATE STREET BANK AND TRUST COMPANY	Transfer of title of securities to secure a securities loan from THE ING GROUP – Refer Part B of Annexure D	n/a	Ordinary	151	151
02-Jun-2022	STATE STREET BANK AND TRUST COMPANY	Return of securities provided to secure a securities loan to THE ING GROUP – Refer Part B of Annexure D	n/a	Ordinary	(4,964)	(4,964)
01-Jun-2022	STATE STREET BANK AND TRUST COMPANY	Transfer of title of securities to secure a securities loan from THE ING GROUP – Refer Part B of Annexure D	n/a	Ordinary	23,189	23,189
02-Jun-2022	STATE STREET BANK AND TRUST COMPANY	Return of securities provided to secure a securities loan to THE ING GROUP – Refer Part B of Annexure D	n/a	Ordinary	(760,725)	(760,725)
01-Jun-2022	STATE STREET BANK AND TRUST COMPANY	Transfer of title of securities to secure a securities loan from THE ING GROUP – Refer Part B of Annexure D	n/a	Ordinary	747	747
02-Jun-2022	STATE STREET BANK AND TRUST COMPANY	Return of securities provided to secure a securities loan to THE ING GROUP – Refer Part B of Annexure D	n/a	Ordinary	(31,328)	(31,328)
01-Jun-2022	STATE STREET BANK AND TRUST COMPANY	Transfer of title of securities to secure a securities loan from THE ING GROUP – Refer Part B of Annexure D	n/a	Ordinary	1,413	1,413
02-Jun-2022	STATE STREET BANK AND TRUST COMPANY	Return of securities provided to secure a securities loan to THE ING GROUP – Refer Part B of Annexure D	n/a	Ordinary	(90,127)	(90,127)
01-Jun-2022	STATE STREET BANK AND TRUST COMPANY	Transfer of title of securities to secure a securities loan from THE ING GROUP – Refer Part B of Annexure D	n/a	Ordinary	87	87
02-Jun-2022	STATE STREET BANK AND TRUST COMPANY	Return of securities provided to secure a securities loan to THE ING GROUP – Refer Part B of Annexure D	n/a	Ordinary	(4,228)	(4,228)
01-Jun-2022	STATE STREET BANK AND TRUST COMPANY	Transfer of title of securities to secure a securities loan from THE ING GROUP – Refer Part B of Annexure D	n/a	Ordinary	102	102
02-Jun-2022	STATE STREET BANK AND TRUST COMPANY	Return of securities provided to secure a securities loan to THE ING GROUP – Refer Part B of Annexure D	n/a	Ordinary	(4,007)	(4,007)
01-Jun-2022	STATE STREET BANK AND TRUST COMPANY	Return of securities under a securities loan by THE MACQUARIE GROUP—Refer Part A of Annexure D	n/a	Ordinary	(1,000)	(1,000)
01-Jun-2022	STATE STREET BANK AND TRUST COMPANY	Return of securities under a securities loan by UBS SECURITIES AUSTRALIA LTD– Refer Part A of Annexure D	n/a	Ordinary	(282,715)	(282,715)
01-Jun-2022	STATE STREET BANK AND TRUST COMPANY	Return of securities under a securities loan by THE UBS GROUP– Refer Part A of Annexure D	n/a	Ordinary	(402,304)	(402,304)
01-Jun-2022	STATE STREET BANK AND TRUST COMPANY	Return of securities under a securities loan by THE UBS GROUP– Refer Part A of Annexure D	n/a	Ordinary	(97,696)	(97,696)

This is Annexure C referred to in F	Form 604 Notice of	change of interests
of substantial holder		

\_\_\_\_\_ 06 June 2022

Annexure C

Elizabeth Schaefer Authorised Signatory

### 6. Addresses

Name	Address
STATE STREET GLOBAL ADVISORS TRUST COMPANY	1 Iron Street, Boston MA 02210, United States
SSGA FUNDS MANAGEMENT, INC.	Channel Center, 1 Iron Street, Boston MA 02210, United States
STATE STREET GLOBAL ADVISORS EUROPE LIMITED	78 Sir John Rogerson's Quay, Dublin 2, Ireland
STATE STREET GLOBAL ADVISORS LIMITED	20 Churchill Place, London, England, E14 5HJ, United Kingdom
STATE STREET GLOBAL ADVISORS, AUSTRALIA, LIMITED	Level 15, 420 George Street, Sydney NSW 2000, Australia
STATE STREET BANK AND TRUST COMPANY	1 Lincoln Street, Boston MA 02111-2900, United States

\_\_\_\_\_ 06 June 2022 Elizabeth Schaefer

**Authorised Signatory** 

State Street Bank and Trust Company will, if requested by the company or responsible entity to whom this form must be given under the Corporations Act 2001 (Cth) or if requested by the Australian Securities and Investment Commission (ASIC), provide a copy of the master securities lending agreement/s and security agreement/s referred to below to the company, responsible entity or ASIC.

Part A: For relevant interests arising out of lending securities - State Street Bank and Trust Company acquires relevant interest as lender of the securities under securities lending authorisation agreement, subject to obligation to return under the agreement. (State Street Bank and Trust Company has lent the securities and retains relevant interest as per Part B of this Annexure.)

Type of agreement	Securities Lending Authorisation Agreement/ Global Master Securities Lending Agreement/ Securities
	Loan Agreement
Parties to agreement	(1) State Street Bank and Trust Company
	(2) The entity referred to in the relevant part of Annexure B to this notice
	(1) No
Can the parties exercise voting rights attaching to the securities?	(2) Yes. (Borrower has the right to vote, but may on-lend securities)
	(1) Only if instructed to by the borrower
If yes, in what circumstances	(2) As determined by the owner of the securities
	(2) As determined by the owner of the securities
Transfer date	The dates on which the securities were delivered by State Street Bank and Trust Company as lender are
	set out in Annexure B to this notice
Scheduled return date	No scheduled return date
Does the borrower have the right to return the securities early?	No scheduled return date. Borrower can return securities or equivalent securities at any time subject to
	giving notice
If yes, in what circumstances	Borrower can return securities or equivalent securities at any time subject to giving notice
Does the lender have the right to recall the securities early (ie before the	No scheduled return date. Lender can require return of securities or equivalent securities at any time
scheduled return date)?	subject to giving notice
If yes, in what circumstances	Lender can require return of securities or equivalent securities at any time subject to giving notice
	rection confrequire return of securities of equivalent securities at any time subject to giving notice
Are there any circumstances in which the borrower is not required to	
return securities or equivalent securities on settlement?	No
If yes, detail any exceptions	n/a

Part B: For relevant interests arising out of lending securities - State Street Bank and Trust Company acquires a relevant interest in securities through taking a security interest ("title transfer") over the securities as collateral to secure a securities loan. (See Part A of this Annexure for securities loan details.)

	Global Master Securities Lending Agreement
Type of agreement	Securities Lending Authorisation Agreement
	(1) State Street Bank and Trust Company
Parties to agreement	, ,
	(2) The entity referred to in the relevant part of Annexure B to this notice
Can the parties exercise voting rights attaching to the securities?	(1) Yes, but only if the borrower defaults and ownership is enforced
	(2) Yes
If yes, in what circumstances	(1) Only if the borrower defaults and ownership is enforced
	(2) In accordance with ordinary rights as registered holder, either directly or through nominee holder
	, , , , , , , , , , , , , , , , , , , ,
Transfer date	The dates on which the securities were transferred, as indicated in Annexure B to this notice
Cabadulad satura data	
Scheduled return date	No scheduled return date. Securities collateral is returned on termination of related securities loan
Does the borrower have the right to have the securities returned early?	No scheduled return date. Securities collateral is returned on termination of related securities loan or the
	provision of alternative collateral
If yes, in what circumstances	At any time subject to returning the borrowed securities or equivalent securities or providing alternative
	collateral
Are there any circumstances in which the lender is not required to return	contactu
securities collateral on settlement?	No, assuming the borrower returns the borrowed securities or equivalent securities
securities conateral on settlement?	
If yes, detail any exceptions	n/a (lender must return securities collateral if the borrower returns the borrowed securities or equivalent
	securities)