

Form 604

Corporations Act 2001

Section 671B

Notice of change of interests of substantial holder

To: Company Name/Scheme
Atlas Arteria Limited
Level 1, 180 Flinders Street
MELBOURNE VIC 3000

ACN/ARBN
141 075 201

1. Details of substantial holder (1)

Name
Lazard Asset Management Pacific Co
ACN/ARSN (if applicable)
ACN 064 523 619

There was a change in the interests of the
substantial holder on
16/09/2022

The previous notice was given to the company on
18/02/2022

The previous notice was dated
18/02/2022

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 Person's votes (5)		Present notice	
	Person's votes	Voting power (5)	Person's votes	Voting power (5)
Stapled Securities	98,638,441	10.29%	84,049,338	8.76%

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					

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
See Annexure C					

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
See Annexure A	Related bodies corporate

6. Addresses

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

Name	Address
Lazard Asset Management Pacific Co and its associates listed in Annexure A	Level 12, Gateway 1 Macquarie Place SYDNEY, NSW, 2000

Signature

print name

Apnavi Saddington

capacity

Company Secretary

sign here



date

20 September 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.

Annexure 'A'

This is Annexure A of 1 page referred to in Form 604 Notice of change of interests of substantial holder signed by me and dated 20 September 2022.



Apnavi Saddington
Company Secretary

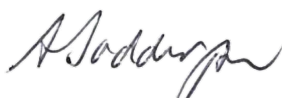
20 September 2022
Dated

Associates of Lazard Asset Management Pacific Co. ACN 064 523 619

Lazard Ltd
Lazard Group LLC
Lazard Frères & Co LLC
Lazard Asset Management LLC
Lazard Asset Management Securities LLC
Lazard Brothers & Co., Ltd.
Lazard Asset Management (Canada), Inc.
Lazard Pension Management, Inc
Lazard Asset Management Limited, London
Lazard Japan Asset Management KK
Deutsche Lazard Asset Management Holding GmbH
Lazard Asset Management (Deutschland) GmbH
Lazard Funds Marketing GmbH, Frankfurt
Lazard Alternatives LLC
Lazard Investment Funds Limited, Dublin
Lazard Fund Managers (Ireland) Limited
Lazard Fund Managers Limited, London
Lazard Debt Recovery Management LLC
LAMP Administration Pty Ltd
Lazard Pty Ltd
Lazard Asset Management (Hong Kong) Limited
Lazard Korea Asset Management Co. Ltd
Lazard Asset Management Securities LLC
Lazard Asset Management (Singapore) Pte Ltd
Lazard Asset Management Schweiz AG
Lazard Gulf Limited

Annexure 'B'

This is Annexure B of 3 pages referred to in Form 604, Notice of change of interests of substantial holder, signed by me and dated 20 September 2022.



Apnavi Saddington
Company Secretary

20 September 2022
Dated

Lazard Asset Management Pacific Co
ACN: 064 523 619

Form 604
Annexure B - Changes in relevant interests


Date of change	Person whose relevant interest changed	Nature of change	Consideration given in relation to change AUD	Class and number of securities affected (All stapled securities)	Person's votes affected
17/2/2022	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$1,089,985.07	163,946	163,946
18/2/2022	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$1,284,136.98	192,385	192,385
21/2/2022	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$1,979,217.58	301,297	301,297
22/2/2022	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$1,090,119.69	166,873	166,873
23/2/2022	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$2,719,475.85	413,197	413,197
24/2/2022	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$720,023.74	110,613	110,613
28/2/2022	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$11,844.76	1,823	1,823
8/3/2022	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Buy	\$1,227,578.22	195,309	195,309
16/3/2022	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$25,668.55	3,791	3,791
17/3/2022	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Buy	\$137,655.03	20,000	20,000
23/3/2022	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$46,327.30	6,938	6,938
24/3/2022	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$712,241.37	105,947	105,947
28/3/2022	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$2,006,745.43	307,447	307,447
29/3/2022	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$7,705,225.57	1,200,000	1,200,000
30/3/2022	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$143,563.28	22,485	22,485
31/3/2022	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$22,793.02	3,480	3,480
12/4/2022	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$185,348.91	28,310	28,310
19/4/2022	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Buy	\$2,042.18	300	300
2/5/2022	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$154,752.85	22,603	22,603
5/5/2022	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$13,747.46	1,976	1,976
6/5/2022	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Buy	\$4,140.13	600	600
9/5/2022	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$2,908,696.08	426,710	426,710
13/5/2022	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$1,190,289.35	173,705	173,705
20/5/2022	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Buy	\$4,931.45	700	700
23/5/2022	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$499,327.76	71,300	71,300
24/5/2022	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$526,736.45	76,000	76,000
25/5/2022	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$149,668.65	21,255	21,255
26/5/2022	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$75,440.86	10,757	10,757
27/5/2022	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$409,782.16	58,233	58,233
31/5/2022	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$1,804,181.68	250,948	250,948
7/6/2022	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$538,261.71	75,900	75,900
8/6/2022	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$28,355,748.27	3,503,793	3,503,793
24/6/2022	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$340,093.44	42,500	42,500
13/7/2022	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$2,135,818.69	263,024	263,024
14/7/2022	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$2,715,962.51	336,976	336,976
15/7/2022	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$5,701,726.93	710,000	710,000
3/8/2022	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$2,059,672.79	266,800	266,800
6/9/2022	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$1,431,539.14	180,000	180,000

Form 604
Annexure B - Changes in relevant interests

Date of change	Person whose relevant interest changed	Nature of change	Consideration given in relation to change AUD	Class and number of securities affected (All stapled securities)	Person's votes affected
16/9/2022	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$34,789,757.82	5,285,000	5,285,000

Annexure 'C'

This is Annexure C of 2 pages referred to in Form 604, Notice of change of interests of substantial holder, signed by me and dated 20 September 2022.



Apnavi Saddington
Company Secretary

20 September 2022
Dated

Lazard Asset Management Pacific Co
ACN: 064 523 619

Form 604
Annexure C - Present Relevant Interests

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
Lazard Asset Management Pacific Co and each of its associates listed in Annexure A	Bank of New York Mellon	The Current Registered Holder	Registered holder & taken to have a relevant interest under section 608 (1)	Stapled – 1,414,019	Stapled – 1,414,019
Lazard Asset Management Pacific Co and each of its associates listed in Annexure A	Pictet & Cie Banquiers	The Current Registered Holder	Registered holder & taken to have a relevant interest under section 608 (1)	Stapled – 920,976	Stapled – 920,976
Lazard Asset Management Pacific Co and each of its associates listed in Annexure A	JP Morgan Chase Ltd	The Current Registered Holder	Registered holder & taken to have a relevant interest under section 608 (1)	Stapled – 4,589,973	Stapled – 4,589,973
Lazard Asset Management Pacific Co and each of its associates listed in Annexure A	Bank of New York Mellon	The Current Registered Holder	Registered holder & taken to have a relevant interest under section 608 (1)	Stapled – 167,668	Stapled – 167,668
Lazard Asset Management Pacific Co and each of its associates listed in Annexure A	Citicorp Nominees Pty Ltd	The Current Registered Holder	Registered holder & taken to have a relevant interest under section 608 (1)	Stapled – 1,185,934	Stapled – 1,185,934
Lazard Asset Management Pacific Co and each of its associates listed in Annexure A	State Street Boston	The Current Registered Holder	Registered holder & taken to have a relevant interest under section 608 (1)	Stapled – 118,623	Stapled – 118,623
Lazard Asset Management Pacific Co and each of its associates listed in Annexure A	Sumitomo Trust	The Current Registered Holder	Registered holder & taken to have a relevant interest under section 608 (1)	Stapled – 206,971	Stapled – 206,971
Lazard Asset Management Pacific Co and each of its associates listed in Annexure A	State Street Boston	The Current Registered Holder	Registered holder & taken to have a relevant interest under section 608 (1)	Stapled – 49,611,421	Stapled – 49,611,421
Lazard Asset Management Pacific Co and each of its associates listed in Annexure A	State Street Australia Ltd	The Current Registered Holder	Registered holder & taken to have a relevant interest under section 608 (1)	Stapled – 6,651,974	Stapled – 6,651,974
Lazard Asset Management Pacific Co and each of its associates listed in Annexure A	PFPC Trust Co.	The Current Registered Holder	Registered holder & taken to have a relevant interest under section 608 (1)	Stapled – 8,334,609	Stapled – 8,334,609
Lazard Asset Management Pacific Co and each of its associates listed in Annexure A	State Street Boston	The Current Registered Holder	Registered holder & taken to have a relevant interest under section 608 (1)	Stapled – 1,424,308	Stapled – 1,424,308
Lazard Asset Management Pacific Co and each of its associates listed in Annexure A	State Street Canada	The Current Registered Holder	Registered holder & taken to have a relevant interest under section 608 (1)	Stapled – 2,761,824	Stapled – 2,761,824
Lazard Asset Management Pacific Co and each of its associates listed in Annexure A	Northern Trust	The Current Registered Holder	Registered holder & taken to have a relevant interest under section 608 (1)	Stapled – 1,712,746	Stapled – 1,712,746
Lazard Asset Management Pacific Co and each of its associates listed in Annexure A	Nomura	The Current Registered Holder	Registered holder & taken to have a relevant interest under section 608 (1)	Stapled – 1,581,863	Stapled – 1,581,863
Lazard Asset Management Pacific Co and each of its associates listed in Annexure A	Mellon Trust	The Current Registered Holder	Registered holder & taken to have a relevant interest under section 608 (1)	Stapled – 7,805	Stapled – 7,805
Lazard Asset Management Pacific Co and each of its associates listed in Annexure A	RBC Dexia	The Current Registered Holder	Registered holder & taken to have a relevant interest under section 608 (1)	Stapled – 1,644,292	Stapled – 1,644,292
Lazard Asset Management Pacific Co and each of its associates listed in Annexure A	State Street Canada	The Current Registered Holder	Registered holder & taken to have a relevant interest under section 608 (1)	Stapled – 1,714,332	Stapled – 1,714,332