

Form 604

Corporations Act 2001
Section 671B

Notice of change of interests of substantial holder

To Company Name/Scheme **Michael Hill International Ltd**

ACN/ARSN **610 937 598**

1. Details of substantial holder (1)

Name **Spheria Asset Management Pty Ltd**

ACN/ARSN (if applicable) **611 081 326**

There was a change in the interests of the substantial holder on

06/10/2022

The previous notice was given to the company on

19/04/2022

The previous notice was dated

15/04/2022

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		Present notice	
	Person's votes	Voting power (5)	Person's votes	Voting power (5)
ORDINARY FULLY PAID	50,814,123	13.10%	54,093,535	14.12%
			REFER TO ANNEXURE A	

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
REFER TO 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
REFER TO ANNEXURE C					

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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
REFER TO ANNEXURE D	

Signature

print name **Matthew Booker**

capacity **Director**

sign here



date **10/10/2022**

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.

Michael Hill International Ltd

Annexure A

Holder of relevant interest	Nature of relevant interest	Number of securities	Class of securities
Spheria Asset Management Pty Ltd	Spheria Asset Management Pty Ltd in its capacity as investment manager has the power to control voting and/or disposal of securities.	54,093,535	ORDINARY FULLY PAID

This is Annexure "A" as mentioned in form 604 Notice of change of interests of substantial holder



Matthew Booker

Director

Date: 10/10/2022

Michael Hill International Ltd

Annexure B

Date of change	Person whose relevant interest changed	Nature of change	Consideration		Class of Securities	Number of securities	Person's votes affected
			Cash	Non-cash			
2/05/2022	As above	Purchase	\$ 84,734.56		ORDINARY FULLY PAID	76,800	76,800
4/05/2022	As above	Purchase	\$ 60,719.71		ORDINARY FULLY PAID	55,463	55,463
4/05/2022	As above	Purchase	\$ 104,544.82		ORDINARY FULLY PAID	95,494	95,494
5/05/2022	As above	Purchase	\$ 97,185.28		ORDINARY FULLY PAID	87,000	87,000
5/05/2022	As above	Purchase	\$ 56,444.54		ORDINARY FULLY PAID	50,529	50,529
9/05/2022	As above	Purchase	\$ 1.08		ORDINARY FULLY PAID	1	1
10/05/2022	As above	Purchase	\$ 138,954.38		ORDINARY FULLY PAID	131,446	131,446
10/05/2022	As above	Purchase	\$ 7,212.75		ORDINARY FULLY PAID	6,823	6,823
11/05/2022	As above	Purchase	\$ 7,964.31		ORDINARY FULLY PAID	7,700	7,700
6/06/2022	As above	Purchase	\$ 60,703.28		ORDINARY FULLY PAID	62,261	62,261
7/06/2022	As above	Purchase	\$ 51,770.26		ORDINARY FULLY PAID	50,000	50,000
10/06/2022	As above	Purchase	\$ 49,898.80		ORDINARY FULLY PAID	50,000	50,000
14/06/2022	As above	Purchase	\$ 14,159.22		ORDINARY FULLY PAID	15,000	15,000
15/06/2022	As above	Purchase	\$ 42,873.83		ORDINARY FULLY PAID	44,960	44,960
15/06/2022	As above	Purchase	\$ 23,869.54		ORDINARY FULLY PAID	25,031	25,031
16/06/2022	As above	Purchase	\$ 19,760.21		ORDINARY FULLY PAID	20,737	20,737

16/06/2022	As above	Purchase	\$ 35,492.53		ORDINARY FULLY PAID	37,247	37,247
17/06/2022	As above	Purchase	\$ 25,781.64		ORDINARY FULLY PAID	27,764	27,764
17/06/2022	As above	Purchase	\$ 14,353.36		ORDINARY FULLY PAID	15,457	15,457
20/06/2022	As above	Purchase	\$ 10,441.37		ORDINARY FULLY PAID	11,243	11,243
20/06/2022	As above	Purchase	\$ 18,754.17		ORDINARY FULLY PAID	20,194	20,194
21/06/2022	As above	Purchase	\$ 11,837.61		ORDINARY FULLY PAID	12,411	12,411
21/06/2022	As above	Purchase	\$ 6,590.76		ORDINARY FULLY PAID	6,910	6,910
22/06/2022	As above	Purchase	\$ 71,450.02		ORDINARY FULLY PAID	75,054	75,054
22/06/2022	As above	Purchase	\$ 23,748.14		ORDINARY FULLY PAID	24,946	24,946
24/06/2022	As above	Purchase	\$ 36,361.78		ORDINARY FULLY PAID	37,523	37,523
28/06/2022	As above	Purchase	\$ 32,132.07		ORDINARY FULLY PAID	32,107	32,107
28/06/2022	As above	Purchase	\$ 37,680.33		ORDINARY FULLY PAID	38,098	38,098
29/06/2022	As above	Purchase	\$ 37,077.41		ORDINARY FULLY PAID	36,090	36,090
29/06/2022	As above	Purchase	\$ 26,466.54		ORDINARY FULLY PAID	26,113	26,113
30/06/2022	As above	Purchase	\$ 65,658.26		ORDINARY FULLY PAID	64,083	64,083
30/06/2022	As above	Purchase	\$ 46,034.03		ORDINARY FULLY PAID	45,000	45,000
1/07/2022	As above	Purchase	\$ 14,011.37		ORDINARY FULLY PAID	13,589	13,589
4/07/2022	As above	Purchase	\$ 51,259.08		ORDINARY FULLY PAID	49,176	49,176
5/07/2022	As above	Sale	-\$ 23,414.32		ORDINARY FULLY PAID	- 21,436	- 21,436

5/07/2022	As above	Sale	-\$ 70,536.19		ORDINARY FULLY PAID	- 64,406	- 64,406
13/07/2022	As above	Sale	-\$ 32,292.70		ORDINARY FULLY PAID	- 29,205	- 29,205
14/07/2022	As above	Sale	-\$ 67,805.36		ORDINARY FULLY PAID	- 62,445	- 62,445
15/07/2022	As above	Sale	-\$ 73,327.24		ORDINARY FULLY PAID	- 64,650	- 64,650
18/07/2022	As above	Sale	-\$ 5,257.36		ORDINARY FULLY PAID	- 4,634	- 4,634
29/08/2022	As above	Sale	-\$ 460,345.55		ORDINARY FULLY PAID	- 423,896	- 423,896
29/08/2022	As above	Purchase	\$ 460,345.55		ORDINARY FULLY PAID	423,896	423,896
19/09/2022	As above	Sale	-\$ 636,125.28		ORDINARY FULLY PAID	- 567,969	- 567,969
19/09/2022	As above	Purchase	\$ 636,125.28		ORDINARY FULLY PAID	567,969	567,969
6/10/2022	As above	Sale	-\$ 204,558.66		ORDINARY FULLY PAID	- 171,386	- 171,386

This is Annexure "B" as mentioned in form 604 Notice of change of interests of substantial holder



Matthew Booker

Director

Date: 10/10/2022

Michael Hill International Ltd

Annexure C

Holder of relevant interest	Registered holder of securities	Person entitled to be registered as holder	Number of securities	Class of securities	Person's votes
Spheria Asset Management	BNP Paribas	BNP Paribas	4,267,835	Ordinary fully paid	4,267,835
Spheria Asset Management	BNP Paribas Securities Services	BNP Paribas Securities Services	4,595,219	Ordinary fully paid	4,595,219
Spheria Asset Management	Citibank	Citibank	22,453,272	Ordinary fully paid	22,453,272
Spheria Asset Management	JP Morgan Chase Bank	JP Morgan Chase Bank	8,166,468	Ordinary fully paid	8,166,468
Spheria Asset Management	NAB Custodial Services	NAB Custodial Services	1,190,449	Ordinary fully paid	1,190,449
Spheria Asset Management	Northern Trust	Northern Trust	13,420,292	Ordinary fully paid	13,420,292

This is Annexure "C" of 1 page as mentioned in form 604 Notice of change of interests of substantial holder



Matthew Booker

Director

Date: 10/10/2022

Michael Hill International Ltd

Annexure D

Name	Address
Spheria Asset Management Pty Ltd	Level 19, 307 Queen St, Brisbane QLD 4000, Australia

This is Annexure "D" as mentioned in form 604 Notice of change of interests of substantial holder



Matthew Booker

Director

Date: 10/10/2022
