

Form 605

Corporations Act 2001
Section 671B

Notice of ceasing to be a substantial holder

To Company Name/Scheme
ACN/ARSN

McMillan Shakespeare Limited (MMS)
ACN 107 233 983

1. Details of substantial holder (1)

Name
ACN/ARSN (if applicable)

Perpetual Limited and its related bodies corporate
ACN 000 431 827

The holder ceased to be a
substantial holder on
19/02/2024

The previous notice was given to the company on
16/01/2024

The previous notice was dated
12/01/2024

2. Changes in relevant interests

Particulars of each change in, or change in the nature of, a relevant interest (2) of the substantial holder or an associate (3) 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 (4)	Consideration given in relation to change (5)	Class (6) and number of securities affected	Person's votes affected
	Refer to Annexure A				

3. Changes in association

The persons who have become associates (3) of, ceased to be associates of, or have changed the nature of their association (7) 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

4. Addresses

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

Name	Address
Perpetual Limited (PPT)	18/123 Pitt Street, Sydney, NSW 2000, Australia
Perpetual Investment Management Limited (PIML)	18/123 Pitt Street, Sydney, NSW 2000, Australia
McMillan Shakespeare Limited (MMS)	Level 21, the Tower, Melbourne Central, 360 Elizabeth Street, Melbourne, VIC 3000, Australia

Signature

print name Sylvie Dimarco capacity Company Secretary

sign
here

Sylvie Dimarco

date 21/02/2024

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 4 of the form.
- (2) See the definition of "relevant interest" in sections 608 and 671B(7) of the Corporations Act 2001.
- (3) See the definition of "associate" in section 9 of the Corporations Act 2001.
- (4) 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.
- (5) 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.
- (6) The voting shares of a company constitute one class unless divided into separate classes.
- (7) 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' referred to in Form 605, Notice of ceasing to be a substantial holder, lodged for Perpetual Limited ACN 000 431 827

Sylvie Dimarco – Company Secretary, Perpetual Limited 21/02/2024

Entity	Custodian	Date	Transaction Type	Consideration (Cash)	Class (Ordinary) and number	Person's vote affected
PIML	Citicorp Nominees Pty Ltd	2024-01-19	Sale	-33.98	-2	-2
PIML	Citicorp Nominees Pty Ltd	2024-01-19	Sale	-15,612.36	-926	-926
PIML	Citicorp Nominees Pty Ltd	2024-01-19	Sale	-67.44	-4	-4
PIML	HSBC Custody Nominees (Australia) Limited	2024-01-15	Sale	-553,018.71	-33,269	-33,269
PIML	HSBC Custody Nominees (Australia) Limited	2024-01-15	Sale	-286,491.25	-17,235	-17,235
PIML	HSBC Custody Nominees (Australia) Limited	2024-01-19	Sale	-1,087.52	-64	-64
PIML	HSBC Custody Nominees (Australia) Limited	2024-01-19	Sale	-587,672.16	-34,856	-34,856
PIML	HSBC Custody Nominees (Australia) Limited	2024-01-19	Sale	-2,697.71	-160	-160
PIML	HSBC Custody Nominees (Australia) Limited	2024-01-19	Sale	-1,410.38	-83	-83
PIML	HSBC Custody Nominees (Australia) Limited	2024-01-19	Sale	-754,855.92	-44,772	-44,772
PIML	HSBC Custody Nominees (Australia) Limited	2024-01-19	Sale	-3,456.44	-205	-205
PIML	HSBC Custody Nominees (Australia) Limited	2024-01-19	Sale	-1,461.36	-86	-86
PIML	HSBC Custody Nominees (Australia) Limited	2024-01-19	Sale	-785,372.52	-46,582	-46,582
PIML	HSBC Custody Nominees (Australia) Limited	2024-01-19	Sale	-3,591.33	-213	-213
PIML	HSBC Custody Nominees (Australia) Limited	2024-01-22	Sale	-87,524.54	-5,171	-5,171
PIML	HSBC Custody Nominees (Australia) Limited	2024-01-23	Sale	-615,983.68	-36,288	-36,288
PIML	HSBC Custody Nominees (Australia) Limited	2024-01-25	Sale	-470,634.22	-27,616	-27,616
PIML	HSBC Custody Nominees (Australia) Limited	2024-01-29	Sale	-684,884.52	-39,632	-39,632
PIML	HSBC Custody Nominees (Australia) Limited	2024-01-29	Sale	-630,449.05	-36,482	-36,482
PIML	HSBC Custody Nominees (Australia) Limited	2024-01-30	Sale	-872,000.00	-50,000	-50,000
PIML	HSBC Custody Nominees (Australia) Limited	2024-01-30	Sale	-802,693.44	-46,026	-46,026
PIML	HSBC Custody Nominees (Australia) Limited	2024-02-07	Sale	-718,987.86	-40,581	-40,581
PIML	HSBC Custody Nominees (Australia) Limited	2024-02-07	Sale	-166,879.74	-9,419	-9,419
PIML	HSBC Custody Nominees (Australia) Limited	2024-02-08	Sale	-62,749.83	-3,585	-3,585
PIML	HSBC Custody Nominees (Australia) Limited	2024-02-14	Sale	-346,580.42	-19,973	-19,973
PIML	HSBC Custody Nominees (Australia) Limited	2024-02-14	Sale	-86,658.12	-4,994	-4,994
PIML	HSBC Custody Nominees (Australia) Limited	2024-02-19	Sale	-374,583.52	-21,333	-21,333
PIML	National Nominees Pty Ltd	2024-01-15	Sale	-111,770.65	-6,724	-6,724
PIML	National Nominees Pty Ltd	2024-01-19	Sale	-186.91	-11	-11
PIML	National Nominees Pty Ltd	2024-01-19	Sale	-103,233.78	-6,123	-6,123
PIML	National Nominees Pty Ltd	2024-01-19	Sale	-472.09	-28	-28
PIML	National Nominees Pty Ltd	2024-01-22	Sale	-8,953.87	-529	-529
PIML	National Nominees Pty Ltd	2024-01-23	Sale	-63,010.68	-3,712	-3,712
PIML	National Nominees Pty Ltd	2024-01-24	Sale	-269,698.54	-15,767	-15,767
PIML	National Nominees Pty Ltd	2024-01-25	Sale	-40,628.33	-2,384	-2,384
PIML	National Nominees Pty Ltd	2024-01-29	Sale	-54,435.46	-3,150	-3,150
PIML	National Nominees Pty Ltd	2024-01-30	Sale	-69,306.56	-3,974	-3,974
PIML	National Nominees Pty Ltd	2024-02-08	Sale	-5,426.07	-310	-310
PIML	National Nominees Pty Ltd	2024-02-15	Sale	-82,968.95	-4,804	-4,804
PIML	National Nominees Pty Ltd	2024-02-19	Sale	-30,201.27	-1,720	-1,720
PIML	UBS Nominees Pty Ltd	2024-01-19	Sale	-4,299.11	-253	-253
PIML	UBS Nominees Pty Ltd	2024-01-19	Sale	-2,305,453.26	-136,741	-136,741
PIML	UBS Nominees Pty Ltd	2024-01-19	Sale	-10,554.79	-626	-626