

Level 2, 5 Martin Place Sydney NSW 2000 Australia GPO Box 3698 Sydney NSW 2001

challenger.com.au

Telephone 02 9994 7000

15 March 2024

The Manager Company Announcements Office ASX Limited 20 Bridge Street SYDNEY NSW 2000

By electronic lodgement

Dear Sir/Madam

Re: Notice of change of interests of substantial holder – Universal Store Holdings Limited (UNI)

We attach a notice of change of interests of substantial holder in Universal Store Holdings Limited. The notice is given by Challenger Limited and each of its associated entities named in Annexure 2 to the notice and Apollo Global Management, Inc. and its controlled entities named in Annexure 3 to the notice.

Yours faithfully

Linda Matthews

Company Secretary

Sydney Level 2, 5 Martin Place, Sydney NSW 2000 Australia, GPO Box 3698 Sydney NSW 2001, Telephone 02 9994 7000

Melbourne Level 19, 31 Queen Street PO Box 297, Flinders Lane, Melbourne VIC 3000 Telephone 02 9994 7000

Brisbane Level 6, 215 Adelaide Street GPO Box 3234, Brisbane QLD 4000 Telephone 07 3136 5400

Perth Level 26, 140 St Georges Terrace, Perth WA 6000 Telephone 08 6466 9613

Adelaide Level 7, Suite 714, 147 Pirie Street, Adelaide SA 5000 Telephone 08 8427 9511

Matthews

Challenger Limited ABN 85 106 842 371 | Challenger Group Services Pty Limited ABN 91 085 657 307

Challenger Life Company Limited ABN 44 072 486 938 AFSL 234670 | Challenger Investment Partners Limited ABN 29 092 382 842 AFSL 234 678

 $Challenger\ Retirement\ and\ Investment\ Services\ Limited\ ABN\ 80\ 115\ 534\ 453\ AFSL295642\ RSE\ Licence\ No.\ L0001304$

Challenger Mortgage Management Pty Ltd ABN 72 087 271 109 | Challenger Securitisation Management Pty Ltd ABN 56 100 346 898 AFSL 244593

Challenger Investment Solutions Management Pty Ltd ABN 63 130 035 353 AFSL 487354

Form 604

Corporations Act 2001 Section 671B

Notice of change of interests of substantial holder

To Company Name/Scheme	Universal Store Holdings Limited
ACN/ARSN	628 836 484
1. Details of substantial holder(1)	
	Challenger Limited (and its entities listed in Annexure 2)
Name	Apollo Global Management, Inc. (and its controlled entities from time to time which, as at the date of this notice, are as listed in Annexure 3)
ACN/ARSN (if applicable)	106 842 371 (Challenger Limited)
There was a change in the interests of the substantial holder on	_13/03/2024
The previous notice was given to the company on	_24/02/2023
The previous notice was dated	_24/02/2023
2 Previous and present voting nower	

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) Pe		Person's votes	Voting power (5)
Ordinary Fully Paid	5,319,511	6.93%	4,163,057	5.43%

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	Challenger Limited (and its	Refer	Refer	Refer	Refer
Annexure 1	entities listed in Annexure 2) Apollo Global Management,	Annexure 1	Annexure 1	Annexure 1	Annexure 1
	Inc. (and its controlled entities from time to time which, as at the date of this				
	notice, are as listed in Annexure 3)				

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
Challenger Limited (and its entities listed in Annexure 2) Apollo Global Management, Inc. (and its controlled entities from time to time which, as at the date of this notice, are as listed in Annexure 3)	J. P. Morgan Nominees Australia Pty Limited	J. P. Morgan Nominees Australia Pty Limited	Ordinary Fully Paid securities purchased and sold on market by Challenger Limited (and its entities listed in Annexure 2) and obtains a relevant interest by virtue of section 608(3) of the Corporations Act 2001 (Cth).	1,235,914 (Ordinary Fully Paid)	1,235,914
As above	Citicorp Nominees Pty Limited	Citicorp Nominees Pty Limited	As above	1,360,749 (Ordinary Fully Paid)	1,360,749
As above	BNP Paribas Nominees Pty Limited	BNP Paribas Nominees Pty Limited	As above	1,566,394 (Ordinary Fully Paid)	1,566,394

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	N/A

6. Addresses

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

Name	Address
Challenger Limited (and its entities listed in Annexure	Level 2, 5 Martin Place, Sydney NSW 2000
2)	
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Apollo Global Management, Inc.	9 West 57th Street, 42nd Floor, New York NT 10019

Signature

print name Linda Matthews Capacity Company Secretary of Challenger Limited

Matthews

sign here date 15/03/2024

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 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 $\mbox{Act}\ 2001.$

- (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.



Linda Matthews
Company Secretary of Challenger Limited

Transactions: Company

Name/Scheme: Universal Store Holdings Limited (UNI)

As at: 13/03/2024
Class of socurity: Ordinary Fully Pai

Class of security: Ordinary Fully Paid

Data of Change	Holder of relevant interest	Noture of Change	Consideration	Number of	Person's Votes Affected
Date of Change	Holder of relevant interest	Nature of Change	Consideration	Securities	Affected
	Challenger Limited (and its entities listed in Annexure 2)				
	Apollo Global Management, Inc. (and its controlled entities from time to time which,				
	as at the date of this notice, are as listed in				
20/03/2023	Annexure 3)	Buy	622,114	126,962	126,962
20/03/2023	As above	Buy	570,228	116,373	116,37
20/03/2023	As above	Buy	93,923	19,168	19,16
20/03/2023	As above	Buy	722,946	147,540	147,54
20/03/2023	As above	Sell	2,009,211	-410,043	410,04
24/05/2023	As above	Sell	47,093	-15,000	15,000
29/05/2023	As above	Sell	146,330	-50,000	50,000
30/05/2023	As above	Sell	729,603	-257,011	257,01
30/05/2023		Sell	122,037	-42,989	42,989
02/06/2023		Sell	372,028	-122,660	122,660
02/06/2023		Sell	62,228	-20,517	20,517
05/06/2023		Sell	2,848	-920	920
05/06/2023		Sell	336,161	-108,586	108,586
05/06/2023		Sell	66,541	-21,494	21,494
28/06/2023		Sell	225,239	-81,208	81,208
14/07/2023		Sell	88,334	-28,105	28,10
14/07/2023		Sell	374,346	-118,464	118,464
14/07/2023					
		Buy	203,235	64,315	64,31
14/07/2023		Buy	171,111	54,149	54,149
24/08/2023		Buy	142,943	42,439	42,439
25/08/2023		Buy	598,243	157,561	157,56
30/08/2023		Sell	1,824	-480	480
31/08/2023		Sell	36,737	-9,667	9,667
01/09/2023		Sell	34,026	-8,853	8,853
14/09/2023		Buy	18,400	5,000	5,00
20/09/2023		Buy	42,624	12,189	12,189
21/09/2023		Buy	44,450	12,707	12,70
22/09/2023		Buy	15,745	4,499	4,499
25/09/2023	As above	Buy	216,440	61,840	61,840
21/11/2023	As above	Buy	81,376	23,973	23,973
05/03/2024		Sell	66,866	-13,890	13,890
05/03/2024	As above	Sell	108,498	-22,538	22,538
05/03/2024	As above	Sell	31,869	-6,620	6,62
06/03/2024	As above	Sell	51,166	-10,650	10,65
06/03/2024	As above	Sell	180,411	-37,552	37,55
06/03/2024		Sell	111,215	-23,149	23,149
07/03/2024		Sell	35,117	-7,638	7,63
07/03/2024		Sell	112,143	-24,391	24,39
07/03/2024	As above	Sell	69,494	-15,115	15,11
08/03/2024		Sell	26,575	-5,745	5,74
08/03/2024	<u> </u>	Sell	15,769	-3,409	3,40
13/03/2024		Sell	415,858	-85,921	85,92
	As above	Sell	1,344,063	-277,699	277,69
	As above	Sell	846,298	-174,855	174,85
13/03/2024	100000	Gell	040,290	-1/4,033	174,00
			Total Number of Securities	-1,156,454	
			Total Number of Securities	-1,156,454	
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This is page 1 of 3 of Annexure 2 referred to in ASIC Form 604 - change of interest holder



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	Challenger Wholesale Finance Holdings Pty Limited		

This is page 2 of 3 of Annexure 2 referred to in ASIC Form 604 - change of interest holder



Company Name	ACN /	Country of
	Company Number	Incorporation
Challenger Wind Holdings Pty Limited	151496061	Australia
CLS US Holdings, LLC	5302598	United States
CPHIC Investments Pty Ltd	093340526	Australia
Cultiv8 Carry Services Pty Ltd	661978356	Australia
Cultiv8 Funds Management Pty Ltd	659433593	Australia
Cultiv8 GPCo Pty Ltd	655 779 105	Australia
Eiger Capital Pty Limited	631838607	Australia
Fidante Partners (Guernsey) Limited	40288	Guernsey
Fidante Partners AAM Holdings Pty Limited	636490189	Australia
Fidante Partners AB	559327-5497	Sweden
Fidante Partners Alphinity Holdings Pty Ltd	140716016	Australia
Fidante Partners Ardea Holdings Pty Ltd	133865853	Australia
Fidante Partners Bentham Holdings Pty Ltd	140715573	Australia
Fidante Partners Cultiv8 Holdings Pty Ltd	659373109	Australia
Fidante Partners Eiger Holdings Pty Limited	631837360	Australia
Fidante Partners Europe Limited	4040660	United Kingdom
Fidante Partners FME Holdings Limited	11410594	United Kingdom
Fidante Partners Holdco1 Pty Limited	666942196	Australia
Fidante Partners Holdings (Guernsey) Limited	43315	Guernsey
Fidante Partners Holdings Europe Limited	6172534	United Kingdom
Fidante Partners Holdings Pty Limited	123318650	Australia
Fidante Partners Lennox Holdings Pty Limited	616975565	Australia
Fidante Partners Limited	002835592	Australia
Fidante Partners Liquid Strategies ICAV	C139635	Ireland
Fidante Partners Merlon Holdings Pty Ltd	140715662	Australia
Fidante Partners Novaport Holdings Pty Ltd	140715797	Australia
Fidante Partners Ox Holdings Pty Ltd	649174087	Australia
Fidante Partners Services Limited	119605373	Australia
Fidante Partners Wavestone Holdings Pty Limited	133626276	Australia
Fidante Partners Whitehelm Holdings Pty Ltd	169043903	Australia
Fidante Partners Wyetree Limited	9387239	United Kingdom
FME Asset Management Limited	11064883	United Kingdom
Greencape Capital Pty Ltd	120328529	Australia
Kabushiki Kaisha C & K	0104-01-067168	Japan
Kudu Investment Partners I, Lp	47-2497501	Unknown
Lease Collateral No.2 Pty Ltd	168112481	Australia
Lease Collateral Pty Ltd	168112472	Australia
Lease Funding Management Pty Ltd	168112490	Australia
Lending JV Holdco Pty Ltd	661671683	Australia
Lennox Capital Partners Pty Limited	617001966	Australia
Merlon Capital Partners Pty Ltd	140833683	Australia
Novaport Capital Pty Ltd	140833656	Australia
Oaklands Hill Pty Ltd	149814559	Australia
	126595935	Australia
Oaklands Hill Wind Farm Pty Ltd Offshore Reinsurer (Bermuda) Company Limited	51746	Bermuda
		Australia
Ox Capital Management Pty Ltd	648887914	
Resonance Asset Management Limited	9028327	United Kingdom
The Liberty Group Consortium Pty Ltd	082564289	Australia
TLGH Pty Limited	092927467	Australia

This is page 3 of 3 of Annexure 2 referred to in ASIC Form 604 - change of interest holder

Matthews

Company Name	ACN /	Country of
	Company Number	Incorporation
US LLC Holdings Pty Ltd	130888292	Australia
US LLC Investments LLC	36-4811214	United States
Water Ventures Limited	9592184	United Kingdom
Wavestone Capital Pty Limited	120179419	Australia

This is page 1 of 1 of Annexure 3 referred to in ASIC Form 604 - change of interest holder



Company Name	Company Number	State of Incorporation/Country of Incorporation
Apollo Management Holdings, L.P.	4291041	Delaware, USA
Athene Life Re Ltd	43286	Bermuda
AP Liberty GP, LLC	WC-4527	Cayman Islands
AP Liberty LP (with AP Liberty GP, LLC acts as general partner of AP Liberty LP)	WC-113262	Cayman Islands