

Form **603**
Corporations Act 2001
Section 671B

Notice of initial substantial holder

To: Company Name/Scheme **Myer Holdings Limited**
ACN/ARSN **119 085 602**

1. Details of substantial holder ⁽¹⁾

Name Premier Investments Limited and each of the parties listed in Annexure A

ACN/ARSN (if applicable) 006 727 966

The holder became a substantial holder on 27/03/2017

2. Details of 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 on the date the substantial holder became a substantial holder are as follows:

Class of securities ⁽⁴⁾	Number of securities	Persons' votes ⁽⁵⁾	Voting power ⁽⁶⁾
Fully paid ordinary shares	88,450,664	88,450,664	10.77%

3. Details of relevant interests

The nature of the relevant interest the substantial holder or an associate had in the following voting securities on the date the substantial holder became a substantial holder are as follows:

Holder of relevant interest	Nature of relevant interest ⁽⁷⁾	Class and number of securities
Metalgrove Pty Ltd ("Metalgrove")	Pursuant to section 608(1) of the Corporations Act 2001 (Cth) (the "Act") as it controls voting and/or disposal of the securities.	88,450,664 fully paid ordinary shares
Premier Investments Limited ("Premier")	Pursuant to section 608(3) of the Act as Premier is the sole shareholder of Metalgrove.	88,450,664 fully paid ordinary shares

4. Details of present registered holders

The persons registered as holders of the securities referred to in paragraph 3 above are as follows:

Holder of relevant interest	Registered holder of securities	Person entitled to be registered as holder ⁽⁸⁾	Class and number of securities
Metalgrove	L39 Pty Ltd	Metalgrove	88,450,664 fully paid ordinary shares
Premier	L39 Pty Ltd	Metalgrove	88,450,664 fully paid ordinary shares

5. Consideration

The consideration paid for each relevant interest referred to in paragraph 3 above, and acquired in the four months prior to the day that the substantial holder became a substantial holder is as follows:

Holder of relevant interest	Date of acquisition	Consideration ⁽⁹⁾		Class and number of securities
		Cash	Non-cash	
Metalgrove	27/03/2017	\$101,337,925	n/a	88,450,664 fully paid ordinary shares
Premier	n/a	n/a	n/a	n/a

6. Associates

The reasons the persons named in paragraph 3 above are associates of the substantial holder are as follows:

Name and ACN/ARSN (if applicable)	Nature of association
Each of the parties listed in Annexure A (each a “ Subsidiary ”) is an associate of Premier	Pursuant to section 12(2)(a)(i) of the Act as Premier controls each Subsidiary

7. Addresses

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

Name	Address
Metalgrove	Level 53, 101 Collins Street, Melbourne VIC 3000
Premier	Level 53, 101 Collins Street, Melbourne VIC 3000
Each of the parties listed in Annexure A	Level 53, 101 Collins Street, Melbourne VIC 3000

Signature

print name Kim Davis capacity Company Secretary

sign here



date 29/03/2017

Annexure “A” to Form 603

This is Annexure “A” of one page referred to in Form 603 - Notice of initial substantial holder signed by me and dated 29/03/2017.



Signed

Kim Davis
Name

Company Secretary
Capacity

Name
Kimtara Investments Pty Ltd
Premfin Pty Ltd
Springdeep Investments Pty Ltd
Metalgrove Pty Ltd
Prempref Pty Ltd
Just Group Limited
Just Jeans Group Pty Limited
Just Jeans Pty Limited
Jay Jays Trademark Pty Limited
Just Shop Pty Limited
Peter Alexander Sleepwear Pty Limited
Old Blues Pty Limited
Kimbyr Investments Limited
Jacqui E Pty Limited
Jacqueline-Eve Fashions Pty Limited
Jacqueline-Eve (Hobart) Pty Limited
Jacqueline-Eve (Retail) Pty Limited
Jacqueline-Eve (Leases) Pty Limited
Sydleigh Pty Limited
Old Favourites Blues Pty Limited

Urban Brands Retail Pty Ltd
Portmans Pty Limited
Dotti Pty Ltd
Smiggle Pty Limited
Just Group International Pty Limited
Smiggle Singapore Pte Ltd
Just Group International HK Limited
Smiggle HK Limited
Just Group USA Inc.
Peter Alexander USA Inc.
Smiggle USA Inc.
Just UK International Limited
Smiggle UK Limited
Peter Alexander UK Limited
ETI Holdings Limited
RSCA Pty Limited
RSCB Pty Limited
Just Group Singapore Private Ltd
Peter Alexander Singapore Private Ltd
Smiggle Stores Malaysia SDN BHD
Smiggle Ireland Ltd