

# Form 604

Corporations Law  
Section 671B

## Notice of change of interests of substantial holder

To Company Name/Scheme **VIVA ENERGY REIT LIMITED**

ACN/ARSN **612 986 517**

### 1. Details of substantial holder (1)

Name **PERPETUAL LIMITED and its related bodies corporate**

ACN (if applicable) **000 431 827**

There was a change in the interests of the Substantial holder on 23 / 05 / 2017

The previous notice was given to the company on 07 / 11 / 2016

The previous notice was dated 03 / 11 / 2016

### 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)
<b>Ordinary</b>	<b>57,877,226</b>	<b>8.39%</b>	<b>46,737,045</b>	<b>6.77%</b>

### 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 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
	<b>Refer annexure 3</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
	<b>Refer annexure 1 &amp; 2</b>				

## 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 (if applicable)	Nature of association
Perpetual Investment Management Limited	Related bodies corporate of Perpetual Limited
Perpetual Trustee Company Limited	Related bodies corporate of Perpetual Limited

## 6. Addresses

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

Name	Address
Perpetual Limited	18/123 Pitt Street Sydney, NSW 2000
Perpetual Investment Management Limited	18/123 Pitt Street Sydney, NSW 2000
Perpetual Trustee Company Limited	18/123 Pitt Street Sydney, NSW 2000

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**Signature**

Print name **GLEND A CHARLES**

Capacity **DEPUTY COMPANY SECRETARY**

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**ANNEXURE 1 - Perpetual Investments Account Codes & Details**

Perpetual Investment Management Limited (PIML), subsidiary of Perpetual Limited, as Responsible Entity for:

INTERNAL CODE	REGISTRATION DETAILS
17	HSBC Custody Nominees (Australia) Limited GPO Box 5302 Sydney NSW 2001
26	HSBC Custody Nominees (Australia) Limited GPO Box 5302 Sydney NSW 2001
33	HSBC Custody Nominees (Australia) Limited GPO Box 5302 Sydney NSW 2001
118	HSBC Custody Nominees (Australia) Limited GPO Box 5302 Sydney NSW 2001
212	HSBC Custody Nominees (Australia) Limited GPO Box 5302 Sydney NSW 2001
649	HSBC Custody Nominees (Australia) Limited GPO Box 5302 Sydney NSW 2001
650	HSBC Custody Nominees (Australia) Limited GPO Box 5302 Sydney NSW 2001
652	HSBC Custody Nominees (Australia) Limited GPO Box 5302 Sydney NSW 2001
653	HSBC Custody Nominees (Australia) Limited GPO Box 5302 Sydney NSW 2001
651	HSBC Custody Nominees (Australia) Limited GPO Box 5302 Sydney NSW 2001
654	HSBC Custody Nominees (Australia) Limited GPO Box 5302 Sydney NSW 2001
670	HSBC Custody Nominees (Australia) Limited GPO Box 5302 Sydney NSW 2001
695	HSBC Custody Nominees (Australia) Limited GPO Box 5302 Sydney NSW 2001
774	HSBC Custody Nominees (Australia) Limited GPO Box 5302 Sydney NSW 2001

855	HSBC Custody Nominees (Australia) Limited GPO Box 5302 Sydney NSW 2001
2093	HSBC Custody Nominees (Australia) Limited GPO Box 5302 Sydney NSW 2001
2095	HSBC Custody Nominees (Australia) Limited GPO Box 5302 Sydney NSW 2001
2124	HSBC Custody Nominees (Australia) Limited GPO Box 5302 Sydney NSW 2001
2125	HSBC Custody Nominees (Australia) Limited GPO Box 5302 Sydney NSW 2001
2127	HSBC Custody Nominees (Australia) Limited GPO Box 5302 Sydney NSW 2001
2128	HSBC Custody Nominees (Australia) Limited GPO Box 5302 Sydney NSW 2001
2199	HSBC Custody Nominees (Australia) Limited GPO Box 5302 Sydney NSW 2001
2130	RBC Investor Services Australia Nominees Pty Ltd <BKCUST A/C> GPO Box 5430 Sydney NSW 2001
2089	RBC Investor Services Australia Nominees Pty Limited <PICREDIT> GPO Box 5430 Sydney NSW 2001
2086	RBC Investor Services Australia Nominees Pty Ltd <PI CREDIT A/C> GPO Box 5430 Sydney NSW 2001
106	RBC Investor Services Australia Nominees Pty Ltd <PI POOLED A/C> GPO Box 5430 Sydney NSW 2001
133	RBC Investor Services Australia Nominees Pty Ltd <PI POOLED A/C> GPO Box 5430 Sydney NSW 2001
323	RBC Investor Services Australia Nominees Pty Ltd <PI POOLED A/C> GPO Box 5430 Sydney NSW 2001
669	RBC Investor Services Australia Nominees Pty Ltd <PI POOLED A/C> GPO Box 5430 Sydney NSW 2001

139	RBC Investor Services Australia Nominees Pty Ltd <PIQTE2 A/C> GPO Box 5430 Sydney NSW 2001
44	UBS Nominees Pty Ltd Level 16 Chifley Tower 2 Chifley Square Sydney NSW 2000
108	UBS Nominees Pty Ltd Level 16, Chifley Tower 2 Chifley Square Sydney NSW 2000
414	UBS Nominees Pty Ltd Level 16 Chifley Tower 2 Chifley Square Sydney NSW 2000
696	UBS Nominees Pty Ltd Level 16 Chifley Tower 2 Chifley Square Sydney NSW 2000
941	UBS Nominees Pty Ltd Level 16 Chifley Tower 2 Chifley Square Sydney NSW 2000

Perpetual Investment Management Limited (PIML), subsidiary of Perpetual Limited, as Trustee for:

ALL 'SS' CODES	HSBC Custody Nominees (Australia) Limited GPO Box 5302 Sydney NSW 2001
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Perpetual Investment Management Limited (PIML), subsidiary of Perpetual Limited, under Investment Management Agreements with:

INTERNAL CODE	REGISTRATION DETAILS
227	BNP Paribas Nominees Pty Ltd PO Box R209 Royal Exchange NSW 1225
248	BNP Paribas Noms Pty Ltd P.O. Box R209 Royal Exchange Sydney NSW 1225
702	BNP Paribas Nominees Pty Ltd PO Box R209 Royal Exchange NSW 1225
740	BNP Paribas Nominees Pty Ltd PO Box R209 Royal Exchange NSW 1225
786	BNP Paribas Nominees Pty Ltd PO Box R209 Royal Exchange NSW 1225
2085	BNP Paribas Nominees Pty Ltd PO Box R209 Royal Exchange NSW 1225

2122	BNP Paribas Nominees Pty Ltd PO Box R209 Royal Exchange NSW 1225
2131	BNP Paribas Nominees Pty Ltd PO Box R209 Royal Exchange NSW 1225
2216	BNP Paribas Nominees Pty Ltd PO Box R209 Royal Exchange NSW 1225
220	Citicorp Nominees Pty Ltd GPO Box 764G Melbourne VIC 3001
221	Citicorp Nominees Pty Ltd GPO Box 764G Melbourne VIC 3001
222	Citicorp Nominees Pty Ltd GPO Box 764G Melbourne VIC 3001
224	Citicorp Nominees Pty Ltd GPO Box 764G Melbourne VIC 3001
2163	Citicorp Nominees Pty Ltd GPO Box 764G Melbourne VIC 3001
194	Northern Trust Company Melbourne Branch: HSBC Custody Nominees (Australia) Limited GPO Box 5302 Sydney NSW 2001
779	HSBC Custody Nominees (Australia) Limited GPO Box 5302 Sydney NSW 2001
2101	HSBC Custody Nominees (Australia) Limited GPO Box 5302 Sydney NSW 2001
2152	Northern Trust Company Melbourne Branch: HSBC Custody Nominees (Australia) Limited GPO Box 5302 Sydney NSW 2001
2161	HSBC Custody Nominees (Australia) Limited GPO Box 5302 Sydney NSW 2001
2172	HSBC Custody Nominees (Australia) Limited GPO Box 5302 Sydney NSW 2001
210	JPMorgan Nominees Australia Limited Locked Bag 20049 Melbourne VIC 3001

215	JPMorgan Nominees Australia Limited Locked Bag 20049 Melbourne VIC 3001
230	JPMorgan Nominees Australia Limited Locked Bag 20049 Melbourne VIC 3001
231	JPMorgan Nominees Australia Limited Locked Bag 20049 Melbourne VIC 3001
392	JPMorgan Nominees Australia Limited Locked Bag 20049 Melbourne VIC 3001
394	JPMorgan Nominees Australia Limited Locked Bag 20049 Melbourne VIC 3001
449	JPMorgan Nominees Australia Limited Locked Bag 20049 Melbourne VIC 3001
773	JPMorgan Nominees Australia Limited Locked Bag 20049 Melbourne VIC 3001
788	JPMorgan Nominees Australia Limited Locked Bag 20049 Melbourne VIC 3001
791	JPMorgan Nominees Australia Limited Locked Bag 20049 Melbourne VIC 3001
2100	JPMorgan Nominees Australia Limited Locked Bag 20049 Melbourne VIC 3001
2166	JPMorgan Nominees Australia Limited Locked Bag 20049 Melbourne VIC 3001
711	National Nominees Pty Ltd PO Box 1406 Melbourne VIC 3001
787	National Nominees Pty Ltd PO Box 1406 Melbourne VIC 3001
2083	National Nominees Pty Ltd PO Box 1406 Melbourne VIC 3001
2097	National Nominees Pty Ltd PO Box 1406 Melbourne VIC 3001

2160	National Nominees Pty Ltd PO Box 1406 Melbourne VIC 3001
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**Perpetual Trustee Company Limited as trustee, custodian or nominee**

INTERNAL CODE	REGISTRATION DETAILS
T2	Perpetual Trustee Company Limited GPO Box 4172 Sydney NSW 2001
T3	The Trust Company Limited GPO Box 4270 Sydney NSW 2001
T4	Perpetual Trustee Company Limited GPO Box 4172 Sydney NSW 2001
T6	Perpetual Trustee Company Limited GPO Box 4172 Sydney NSW 2001
T7	Perpetual Trustee Company Limited GPO Box 4172 Sydney NSW 2001

## ANNEXURE 2

### PRESENT RELEVANT INTERESTS

<b>ASXCode</b>	<b>Internal Code</b>	<b>Holding</b>
VVR	248	1,890,300
VVR	17	4,030,842
VVR	26	3,108,450
VVR	654	1,677,137
VVR	194	802,286
VVR	2216	1,256,524
VVR	2166	1,297,180
VVR	2085	402,397
VVR	2172	445,695
VVR	2163	2,101,726
VVR	2100	429,733
VVR	2161	69,136
VVR	702	565,364
VVR	2152	2,819,771
VVR	230	2,004,177
VVR	2131	1,349,101
VVR	2127	418,003
VVR	779	406,622
VVR	651	1,172,484
VVR	740	772,731
VVR	695	5,438,383
VVR	215	3,144,785
VVR	652	5,641,799
VVR	392	4,368,236
VVR	449	1,124,183

### ANNEXURE 3

#### CHANGES IN RELEVANT INTERESTS

Account	Security	Volume	Value	AsAtDate
17	VVR	- 5,343	\$ 12,856.84	23/05/2017
17	VVR	- 177,826	\$ 428,789.52	23/05/2017
17	VVR	10,000	\$ 24,049.20	22/05/2017
17	VVR	10,000	\$ 23,623.33	19/05/2017
17	VVR	10,000	\$ 23,798.69	18/05/2017
17	VVR	10,000	\$ 23,648.38	17/05/2017
17	VVR	10,000	\$ 23,368.21	16/05/2017
17	VVR	10,000	\$ 23,332.73	15/05/2017
17	VVR	10,000	\$ 23,831.05	12/05/2017
17	VVR	10,000	\$ 24,740.61	11/05/2017
17	VVR	10,000	\$ 24,450.02	10/05/2017
17	VVR	10,000	\$ 23,728.54	09/05/2017
17	VVR	10,000	\$ 23,578.24	08/05/2017
17	VVR	- 58,301	\$ 139,346.36	31/03/2017
17	VVR	- 46,651	\$ 111,006.62	31/03/2017
17	VVR	- 22,200	\$ 52,836.00	31/03/2017
17	VVR	10,000	\$ 22,045.10	14/03/2017
17	VVR	- 62,399	\$ 142,864.42	23/01/2017
17	VVR	100,000	\$ 234,980.72	16/12/2016
17	VVR	42,663	\$ 89,730.05	14/11/2016
17	VVR	4,079	\$ 9,039.08	04/11/2016
26	VVR	- 13,848	\$ 33,322.37	23/05/2017
26	VVR	- 460,897	\$ 1,111,354.92	23/05/2017
26	VVR	91,349	\$ 192,127.84	14/11/2016
26	VVR	9,567	\$ 21,200.48	04/11/2016
194	VVR	26,295	\$ 55,310.61	14/11/2016
194	VVR	11,155	\$ 24,722.27	04/11/2016
215	VVR	- 9,443	\$ 22,720.08	23/05/2017
215	VVR	- 314,291	\$ 757,760.40	23/05/2017
215	VVR	95,923	\$ 201,770.68	14/11/2016
215	VVR	8,979	\$ 19,899.72	04/11/2016
227	VVR	- 764,186	\$ 1,692,671.99	12/05/2017
227	VVR	- 648,289	\$ 1,435,960.14	12/05/2017
227	VVR	- 95,359	\$ 228,483.98	12/04/2017
227	VVR	- 75,611	\$ 180,412.11	04/04/2017
227	VVR	- 71,512	\$ 170,988.64	30/03/2017
227	VVR	- 21,825	\$ 52,649.40	28/03/2017
227	VVR	57,130	\$ 129,040.71	31/01/2017
227	VVR	- 7,048	\$ 16,957.65	12/01/2017
227	VVR	- 65,787	\$ 149,710.32	09/12/2016
230	VVR	- 5,931	\$ 14,270.13	23/05/2017
230	VVR	- 197,393	\$ 475,917.53	23/05/2017
230	VVR	63,187	\$ 132,911.64	14/11/2016
230	VVR	5,710	\$ 12,654.80	04/11/2016
248	VVR	- 8,259	\$ 19,871.34	23/05/2017
248	VVR	- 274,881	\$ 662,742.28	23/05/2017
248	VVR	62,823	\$ 132,145.98	14/11/2016

248	VVR		5,646	\$	12,512.95	04/11/2016
392	VVR	-	13,141	\$	31,617.56	23/05/2017
392	VVR	-	437,349	\$	1,054,455.11	23/05/2017
392	VVR		137,743	\$	289,737.58	14/11/2016
392	VVR		12,257	\$	27,164.59	04/11/2016
449	VVR	-	2,999	\$	7,215.67	23/05/2017
449	VVR	-	99,818	\$	240,662.72	23/05/2017
449	VVR		36,159	\$	76,059.19	14/11/2016
449	VVR		3,618	\$	8,018.40	04/11/2016
651	VVR	-	108,755	\$	262,239.52	23/05/2017
651	VVR	-	3,268	\$	7,863.78	23/05/2017
651	VVR	-	82,495	\$	197,683.60	12/04/2017
651	VVR	-	67,872	\$	161,964.68	04/04/2017
651	VVR	-	67,520	\$	161,461.77	30/03/2017
651	VVR	-	9,292	\$	22,417.18	28/03/2017
651	VVR	-	6,359	\$	15,301.63	12/01/2017
651	VVR	-	64,435	\$	146,655.64	09/12/2016
652	VVR	-	15,569	\$	37,463.60	23/05/2017
652	VVR	-	518,179	\$	1,249,478.26	23/05/2017
652	VVR	-	399,367	\$	957,007.14	12/04/2017
652	VVR	-	323,872	\$	772,863.97	04/04/2017
652	VVR	-	328,423	\$	785,363.73	30/03/2017
652	VVR	-	46,893	\$	113,130.52	28/03/2017
652	VVR	-	30,626	\$	73,695.18	12/01/2017
652	VVR	-	296,356	\$	674,513.54	09/12/2016
654	VVR	-	208,200	\$	470,311.66	12/12/2016
654	VVR	-	62,100	\$	141,143.03	09/12/2016
654	VVR		147,000	\$	309,174.63	15/11/2016
695	VVR	-	472,990	\$	1,140,514.61	23/05/2017
695	VVR	-	14,211	\$	34,195.86	23/05/2017
695	VVR	-	238,301	\$	563,119.85	09/02/2017
695	VVR	-	1,309,410	\$	2,991,454.58	08/12/2016
695	VVR		124,000	\$	260,800.36	14/11/2016
695	VVR		56,942	\$	119,191.75	11/11/2016
702	VVR	-	50,968	\$	122,884.63	23/05/2017
702	VVR	-	1,531	\$	3,683.63	23/05/2017
702	VVR		17,977	\$	37,813.99	14/11/2016
740	VVR	-	2,231	\$	5,367.83	23/05/2017
740	VVR	-	74,240	\$	178,993.78	23/05/2017
740	VVR		26,596	\$	55,943.76	14/11/2016
779	VVR	-	1,779	\$	4,280.32	23/05/2017
779	VVR	-	59,193	\$	142,715.23	23/05/2017
779	VVR	-	26,946	\$	61,752.48	23/01/2017
779	VVR		16,299	\$	34,284.37	14/11/2016
779	VVR		54,767	\$	124,493.30	07/11/2016
2085	VVR	-	1,165	\$	2,803.02	23/05/2017
2085	VVR	-	38,757	\$	93,443.72	23/05/2017
2085	VVR		13,869	\$	29,172.96	14/11/2016
2100	VVR	-	1,272	\$	3,060.81	23/05/2017
2100	VVR	-	42,344	\$	102,103.54	23/05/2017
2100	VVR		14,840	\$	31,211.92	14/11/2016
2101	VVR	-	933,422	\$	2,156,204.82	19/01/2017
2101	VVR		27,417	\$	57,664.22	14/11/2016

2101	VVR		2,457	\$	5,444.71	04/11/2016
2127	VVR	-	3,548	\$	8,537.53	12/01/2017
2127	VVR	-	39,309	\$	89,468.26	09/12/2016
2131	VVR	-	127,105	\$	306,486.63	23/05/2017
2131	VVR	-	3,819	\$	9,189.64	23/05/2017
2131	VVR		38,875	\$	81,763.02	14/11/2016
2131	VVR		9,031	\$	20,012.71	04/11/2016
2152	VVR	-	330,844	\$	797,759.82	23/05/2017
2152	VVR	-	9,940	\$	23,918.57	23/05/2017
2152	VVR		44,426	\$	95,805.14	23/11/2016
2152	VVR		89,985	\$	189,259.04	14/11/2016
2152	VVR		8,082	\$	17,909.72	04/11/2016
2160	VVR	-	1,904,703	\$	4,380,816.90	02/05/2017
2160	VVR	-	74,098	\$	175,098.11	09/02/2017
2160	VVR	-	340,000	\$	776,757.90	08/12/2016
2160	VVR		38,000	\$	79,922.69	14/11/2016
2160	VVR		19,000	\$	39,771.06	11/11/2016
2161	VVR	-	3,499	\$	8,268.35	09/02/2017
2161	VVR		2,086	\$	4,732.06	01/02/2017
2161	VVR		6,165	\$	14,579.23	23/01/2017
2161	VVR		2,248	\$	5,133.32	15/12/2016
2161	VVR	-	2,590	\$	5,917.07	08/12/2016
2161	VVR		5,533	\$	11,795.59	21/11/2016
2161	VVR		5,058	\$	10,587.48	11/11/2016
2163	VVR	-	5,798	\$	13,950.12	23/05/2017
2163	VVR	-	192,982	\$	465,282.54	23/05/2017
2163	VVR	-	144,907	\$	347,202.96	12/04/2017
2163	VVR	-	119,451	\$	285,016.84	04/04/2017
2163	VVR	-	117,902	\$	281,909.37	30/03/2017
2163	VVR	-	84,241	\$	203,218.24	28/03/2017
2163	VVR	-	11,558	\$	27,808.82	12/01/2017
2163	VVR	-	95,667	\$	217,707.71	09/12/2016
2166	VVR	-	2,792	\$	6,718.38	23/05/2017
2166	VVR	-	92,908	\$	224,027.85	23/05/2017
2166	VVR	-	54,602	\$	129,027.87	09/02/2017
2166	VVR	-	256,000	\$	584,853.01	08/12/2016
2166	VVR		26,000	\$	54,683.95	14/11/2016
2166	VVR		14,000	\$	29,304.99	11/11/2016
2172	VVR	-	1,282	\$	3,084.53	23/05/2017
2172	VVR	-	42,657	\$	102,846.69	23/05/2017
2172	VVR	-	19,500	\$	46,074.50	09/02/2017
2172	VVR	-	74,011	\$	180,104.15	03/01/2017
2172	VVR	-	92,000	\$	210,157.86	08/12/2016
2172	VVR		10,000	\$	21,034.65	14/11/2016
2172	VVR		5,000	\$	10,467.25	11/11/2016
2216	VVR	-	151,402	\$	365,032.53	23/05/2017
2216	VVR		764,186	\$	1,692,671.99	12/05/2017
2216	VVR		648,289	\$	1,435,960.14	12/05/2017
2216	VVR	-	4,549	\$	10,963.00	23/05/2017