

**Form 605**  
Corporations Act 2001  
Section 671B

**Notice of ceasing to be a substantial holder**

To Company Name/Scheme THE CITADEL GROUP LIMITED

ACN/ARSN 127 151 026

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

Name Morgan Stanley and its subsidiaries listed in Annexure A  
ACN/ARSN (if applicable) Not Applicable

The holder ceased to be a substantial holder on September 25, 2020  
The previous notice was given to the company on September 28, 2020  
The previous notice was dated September 24, 2020  
The holder became aware on September 29, 2020

**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
09/25/2020	Morgan Stanley Australia Securities Limited	Buy	47,241.09	8,451 Ordinary Shares	8,451
09/25/2020	Morgan Stanley Australia Securities Limited	Buy	2,790,000.00	500,000 Ordinary Shares	500,000
09/25/2020	Morgan Stanley Australia Securities Limited	Buy	749.06	134 Ordinary Shares	134
09/25/2020	Morgan Stanley Australia Securities Limited	Buy	5,334.48	956 Ordinary Shares	956
09/25/2020	Morgan Stanley Australia Securities Limited	Buy	2,768.29	497 Ordinary Shares	497
09/25/2020	Morgan Stanley Australia Securities Limited	Buy	1,889.42	338 Ordinary Shares	338
09/25/2020	Morgan Stanley Australia Securities Limited	Buy	5,116.86	917 Ordinary Shares	917
09/25/2020	Morgan Stanley Australia Securities Limited	Buy	12,761.97	2,283 Ordinary Shares	2,283
09/25/2020	Morgan Stanley Australia Securities Limited	Buy	4,809.96	862 Ordinary Shares	862
09/25/2020	Morgan Stanley Australia Securities Limited	Buy	16.77	3 Ordinary Shares	3
09/25/2020	Morgan Stanley Australia Securities Limited	Buy	5,044.32	904 Ordinary Shares	904
09/25/2020	Morgan Stanley Australia Securities Limited	Buy	36,787.79	6,581 Ordinary Shares	6,581
09/25/2020	Morgan Stanley Australia Securities Limited	Buy	2,792.50	500 Ordinary Shares	500
09/25/2020	Morgan Stanley Australia Securities Limited	Sell	2,300,076.00	412,200 Ordinary Shares	412,200
09/25/2020	Morgan Stanley Australia Securities Limited	Sell	1,495.44	268 Ordinary Shares	268
09/25/2020	Morgan Stanley Australia Securities Limited	Sell	1,209,091.07	216,489 Ordinary Shares	216,489
09/25/2020	Morgan Stanley Australia Securities Limited	Sell	18,553.50	3,325 Ordinary Shares	3,325
09/25/2020	Morgan Stanley Australia Securities Limited	Sell	50.31	9 Ordinary Shares	9
09/25/2020	Morgan Stanley Australia Securities Limited	Sell	7,679.38	1,375 Ordinary Shares	1,375
09/25/2020	Morgan Stanley Australia Securities Limited	Sell	291,579.99	52,161 Ordinary Shares	52,161
09/25/2020	Morgan Stanley & Co. International plc	Collateral Returned	N/A	453,850 Ordinary Shares	453,850

**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
Not Applicable	Not Applicable

#### 4. Addresses

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

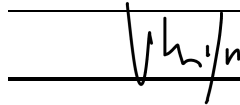
Name	Address
Morgan Stanley	1585 Broadway, New York, New York, 10036, USA.
Morgan Stanley & Co. International plc	Legal & Compliance Department, 25 Cabot Square, Canary Wharf, London, E14 4QA, UNITED KINGDOM.
Morgan Stanley Australia Securities Limited	Level 39, Chifley Tower, 2 Chifley Square, Sydney, 2000, AUSTRALIA.

**Signature**

print name Wilson Li

capacity Vice President

sign here



date September 29, 2020

## Annexure A

List of Morgan Stanley and its subsidiaries that have a relevant interest or deemed to have a relevant interest in the shares or units.

Name
└─ Morgan Stanley
└─ Morgan Stanley International Holdings Inc.
└─ Morgan Stanley (Australia) Securities Holdings Pty Limited
└─ Morgan Stanley Australia Securities Limited
└─ Morgan Stanley International Limited
└─ Morgan Stanley Investments (UK)
└─ Morgan Stanley & Co. International plc

**Signature**

print name Wilson Li

capacity Vice President

sign here

*Wilson*

date September 29, 2020

#### **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, moneys 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.

# GUIDE

**This guide does not form part of the prescribed form and is included by ASIC to assist you in completing and lodging form 605.**

## Signature

This form must be signed by either a director or a secretary of the substantial holder.

## Lodging period

Nil

## Lodging Fee

Nil

## Other forms to be completed

Nil

## Additional information

- (a) If additional space is required to complete a question, the information may be included on a separate piece of paper annexed to the form.
- (b) This notice must be given to a listed company, or the responsible entity for a listed managed investment scheme. A copy of this notice must also be given to each relevant securities exchange.
- (c) The person must give a copy of this notice:
  - (i) within 2 business days after they become aware of the information; or
  - (ii) by 9.30 am on the next trading day of the relevant securities exchange after they become aware of the information if:
    - (A) a takeover bid is made for voting shares in the company or voting interests in the scheme; and
    - (B) the person becomes aware of the information during the bid period.

## Annexures

- To make any annexure conform to the regulations, you must
- 1 use A4 size paper of white or light pastel colour with a margin of at least 10mm on all sides
  - 2 show the corporation name and ACN or ARBN
  - 3 number the pages consecutively
  - 4 print or type in BLOCK letters in dark blue or black ink so that the document is clearly legible when photocopied
  - 5 identify the annexure with a mark such as A, B, C, etc
  - 6 endorse the annexure with the words:  
*This is annexure (mark) of (number) pages referred to in form (form number and title)*
  - 7 sign and date the annexure.
- The annexure must be signed by the same person(s) who signed the form.

**Information in this guide is intended as a guide only. Please consult your accountant or solicitor for further advice.**