

# Form 603

Corporations Act 2001  
Section 671B

## Notice of initial substantial holder

To Company Name/Scheme **McMillan Shakespeare Limited (MMS)**  
ACN/ARSN **ACN 107 233 983**

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

Name **Perpetual Limited and its related bodies corporate**  
ACN/ARSN (if applicable) **ACN 000 431 827**

The holder became a substantial holder on **28/08/2023**

### 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	Person's votes (5)	Voting power (6)
<b>Ordinary</b>	3,539,685	3,539,685	<b>5.0826%</b>

### 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
<b>Refer to annexure B</b>		

### 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
<b>Refer to annexure B</b>			

### 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	
<b>Refer to annexure A</b>				



## 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 7 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 total number of votes attached to all the voting shares in the company or voting interests in the scheme (if any) that the person or an associate has a relevant interest in.
  - (6) The person's votes divided by the total votes in the body corporate or scheme multiplied by 100.
  - (7) Include details of:
    - (a) any relevant agreement or other circumstances by which the relevant interest was acquired. 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.
- (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) 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.

**ANNEXURE A**

This is annexure 'A' referred to in Form 603, Notice of initial substantial holder, lodged for Perpetual Limited ACN 000 431 827

Sylvie Dimarco – Company Secretary, Perpetual Limited 30/08/2023

<b>Entity</b>	<b>Custodian</b>	<b>Date</b>	<b>Transaction Type</b>	<b>Consideration (Cash)</b>	<b>Class (Ordinary) and number</b>	<b>Person's vote affected</b>
PFSL	HSBC Custody Nominees (Australia) Limited	2023-08-22	Purchase	999,588.28	51,370	51,370
PFSL	HSBC Custody Nominees (Australia) Limited	2023-08-22	Purchase	72,476.53	3,736	3,736
PIL	HSBC Custody Nominees (Australia) Limited	2023-08-22	Purchase	259,305.30	13,326	13,326
PIL	HSBC Custody Nominees (Australia) Limited	2023-08-22	Purchase	18,798.12	969	969
PIL	National Nominees Limited	2023-08-22	Purchase	62,228.60	3,198	3,198
PIL	National Nominees Limited	2023-08-22	Purchase	4,520.08	233	233
PIML	Citicorp Nominees Pty Ltd	2023-08-23	Sale	-6,719.50	-302	-302
PIML	Citicorp Nominees Pty Ltd	2023-08-23	Sale	-575.8608	-26	-26
PIML	Citicorp Nominees Pty Ltd	2023-08-24	Sale	-43.8367	-2	-2
PIML	Citicorp Nominees Pty Ltd	2023-08-24	Purchase	132.9468	7	7
PIML	Citicorp Nominees Pty Ltd	2023-08-25	Purchase	3,342.55	176	176
PIML	Citicorp Nominees Pty Ltd	2023-08-28	Purchase	18,588.44	1,000	1,000
PIML	HSBC Custody Nominees (Australia) Limited	2023-08-21	Sale	-874,654.53	-45,144	-45,144
PIML	HSBC Custody Nominees (Australia) Limited	2023-08-23	Sale	-1,719,146.25	-77,265	-77,265
PIML	HSBC Custody Nominees (Australia) Limited	2023-08-23	Sale	-70,742.28	-3,194	-3,194
PIML	HSBC Custody Nominees (Australia) Limited	2023-08-23	Sale	-260,244.77	-11,750	-11,750
PIML	HSBC Custody Nominees (Australia) Limited	2023-08-23	Sale	-15,725.43	-710	-710
PIML	HSBC Custody Nominees (Australia) Limited	2023-08-24	Sale	-920.5699	-42	-42
PIML	HSBC Custody Nominees (Australia) Limited	2023-08-24	Sale	-16,394.91	-748	-748
PIML	HSBC Custody Nominees (Australia) Limited	2023-08-24	Sale	-4,164.48	-190	-190
PIML	HSBC Custody Nominees (Australia) Limited	2023-08-24	Purchase	6,970.21	367	367
PIML	HSBC Custody Nominees (Australia) Limited	2023-08-24	Sale	-241.065	-11	-11
PIML	HSBC Custody Nominees (Australia) Limited	2023-08-24	Sale	-920.43	-42	-42
PIML	HSBC Custody Nominees (Australia) Limited	2023-08-24	Sale	-43.83	-2	-2
PIML	HSBC Custody Nominees (Australia) Limited	2023-08-25	Purchase	170,261.39	8,965	8,965
PIML	HSBC Custody Nominees (Australia) Limited	2023-08-28	Purchase	1,226,446.35	65,979	65,979
PIML	National Nominees Pty Ltd	2023-08-21	Sale	-94,083.87	-4,856	-4,856
PIML	National Nominees Pty Ltd	2023-08-23	Sale	-27,995.69	-1,264	-1,264
PIML	National Nominees Pty Ltd	2023-08-24	Sale	-1,753.47	-80	-80
PIML	National Nominees Pty Ltd	2023-08-24	Sale	-109.575	-5	-5
PIML	UBS Nominees Pty Ltd	2023-08-23	Sale	-944,134.25	-42,433	-42,433
PIML	UBS Nominees Pty Ltd	2023-08-23	Sale	-82,038.01	-3,704	-3,704
PIML	UBS Nominees Pty Ltd	2023-08-24	Sale	-4,559.01	-208	-208
PIML	UBS Nominees Pty Ltd	2023-08-24	Purchase	19,239.30	1,013	1,013
PIML	UBS Nominees Pty Ltd	2023-08-24	Sale	-262.98	-12	-12
PIML	UBS Nominees Pty Ltd	2023-08-25	Purchase	474,984.64	25,010	25,010
PIML	UBS Nominees Pty Ltd	2023-08-28	Purchase	3,402,073.96	183,021	183,021

**ANNEXURE B**

This is annexure 'B' referred to in Form 603, Notice of initial substantial holder, lodged for Perpetual Limited ACN 000 431 827

Sylvie Dimarco – Company Secretary, Perpetual Limited 30/08/2023

<b>Holder of relevant interest</b>	<b>Registered holder securities</b>	<b>Persons entitled to be registered holder</b>	<b>Number of securities</b>	<b>Number of votes</b>
PFSL	HSBC Custody Nominees (Australia) Limited	HSBC Custody Nominees (Australia) Limited	388,357	388,357
PIL	HSBC Custody Nominees (Australia) Limited	HSBC Custody Nominees (Australia) Limited	98,576	98,576
PIL	National Nominees Limited	National Nominees Limited	23,790	23,790
PIML	HSBC Custody Nominees (Australia) Limited	HSBC Custody Nominees (Australia) Limited	812,942	812,942
PIML	Citicorp Nominees Pty Ltd	Citicorp Nominees Pty Ltd	5,509	5,509
PIML	National Nominees Pty Ltd	National Nominees Pty Ltd	87,952	87,952
PIML	HSBC Custody Nominees (Australia) Limited	HSBC Custody Nominees (Australia) Limited	169,545	169,545
PIML	HSBC Custody Nominees (Australia) Limited	HSBC Custody Nominees (Australia) Limited	403,082	403,082
PIML	UBS Nominees Pty Ltd	UBS Nominees Pty Ltd	780,409	780,409
PIML	HSBC Custody Nominees (Australia) Limited	HSBC Custody Nominees (Australia) Limited	769,523	769,523