

**Form 603**Corporations Act 2001  
Section 671B**Notice of initial substantial holder**

To Company Name/Scheme MYER HOLDINGS LTD

ACN/ARSN 14 119 085 602 (ABN)

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

Name BlackRock Group (BlackRock Inc. and subsidiaries named in Annexures  
ACN/ARSN (if applicable) to this form)

The holder became a substantial holder on 12 / 06 / 2014

**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)
Ord	29,286,209	29,286,209	5.00

**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
Annexure A and D		

**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
see Annexure A			

**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	
see Annexure B				

**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
see Annexure A	

**7. Addresses**

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

Name	Address
see Annexure C	

## Signature

print name Dennis Ivers

capacity Authorised Signatory\*

sign here

date 16 / 06 / 2014

\* At a meeting of the Board on 22 November 2013, the Directors resolved to approve the delegation of the preparation and lodgement of substantial shareholder notices on behalf of BlackRock Investment Management (Australia) Limited.

**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.

16-Jun-14  
Date

Dennis Ivers,  
Authorised Signatory

**3. Details of Relevant Interests****4. Details of present registered holders****6. Associates**

Holder of Relevant Interests Name and ACN / ARSN (if applicable)	Nature of Relevant Interest	Registered Holder of Securities	Person entitled to be registered as holder	Class and number of Securities		Nature of Association
(Section 3, 4 and 6)	(Section 3)	(Section 4)	(Section 4)	(Sections 3 and 4)		(Section 6)
BlackRock Advisors (UK) Limited	Power to control the exercise of a right to vote attached to securities and/or the power to dispose of securities as investment manager or trustee.		BNYM-ABN AMRO MELLON - AMSTERDAM	ord	53,672	53,672
BlackRock Advisors (UK) Limited	Power to control the exercise of a right to vote attached to securities and/or the power to dispose of securities as investment manager or trustee.		BNYM-BONY EUROPE - LONDON	ord	2,721	2,721
BlackRock Advisors (UK) Limited	Power to control the exercise of a right to vote attached to securities and/or the power to dispose of securities as investment manager or trustee.		NT-NORTHERN TRUST CO. - CHICAGO	ord	9,355	9,355
BlackRock Asset Management Canada Limited	Power to control the exercise of a right to vote attached to securities and/or the power to dispose of securities as investment manager or trustee.		SSB-STATE STREET SACRAMENTO	ord	282,373	282,373
BlackRock Fund Advisors	Power to control the exercise of a right to vote attached to securities and/or the power to dispose of securities as investment manager or trustee.		SSB-STATE STREET BANK, BOSTON	ord	22,792,112	22,792,112
BlackRock Fund Advisors	Power to control the exercise of a right to vote attached to securities and/or the power to dispose of securities as investment manager or trustee.		SSB-STATE STREET SACRAMENTO	ord	109,055	109,055
BlackRock Institutional Trust Company, N.A.	Power to control the exercise of a right to vote attached to securities and/or the power to dispose of securities as investment manager or trustee.		BNYM-MELLON TRUST - NEW YORK	ord	216,560	216,560
BlackRock Institutional Trust Company, N.A.	Power to control the exercise of a right to vote attached to securities and/or the power to dispose of securities as investment manager or trustee.		JPM-JP MORGAN CHASE - NEW YORK	ord	45,406	45,406
BlackRock Institutional Trust Company, N.A.	Power to control the exercise of a right to vote attached to securities and/or the power to dispose of securities as investment manager or trustee.		SSB-SSB BOSTON INSTITUTIONAL	ord	3,267	3,267
BlackRock Institutional Trust Company, N.A.	Power to control the exercise of a right to vote attached to securities and/or the power to dispose of securities as investment manager or trustee.		SSB-SSB NEW YORK INSTITUTIONAL	ord	274,219	274,219
BlackRock Institutional Trust Company, N.A.	Power to control the exercise of a right to vote attached to securities and/or the power to dispose of securities as investment manager or trustee.		SSB-STATE STREET BANK, BOSTON	ord	41,062	41,062
BlackRock Institutional Trust Company, N.A.	Power to control the exercise of a right to vote attached to securities and/or the power to dispose of securities as investment manager or trustee.		SSB-STATE STREET SACRAMENTO	ord	2,628,878	2,628,878
BlackRock Investment Management (Australia) Limited	Power to control the exercise of a right to vote attached to securities and/or the power to dispose of securities held in its capacity as investment manager.		JPM-JPM CHASE - SYDNEY	ord	515,476	515,476

Holder of Relevant Interests Name and ACN / ARSN (if applicable)	Nature of Relevant Interest	Registered Holder of Securities	Person entitled to be registered as holder	Class and number of Securities	Nature of Association
(Section 3, 4 and 6)	(Section 3)	(Section 4)	(Section 4)	(Sections 3 and 4)	(Section 6)
BlackRock Investment Management (Australia) Limited	Power to control the exercise of a right to vote attached to securities and/or the power to dispose of securities held in its capacity as responsible entity.		JPM-JPM CHASE - SYDNEY	ord 1,558,541	1,558,541
BlackRock Investment Management (Australia) Limited	Power to control the exercise of a right to vote attached to securities and/or the power to dispose of securities held in its capacity as investment manager.		NAB-NATIONAL AUSTRALIA BANK LIMITED - MELBOURNE	ord 377,789	377,789
BlackRock Investment Management (Australia) Limited	Power to control the exercise of a right to vote attached to securities and/or the power to dispose of securities held in its capacity as investment manager.		NT-NORTHERN TRUST CO. - CHICAGO	ord 235,876	235,876
BlackRock Investment Management (UK) Ltd	Power to control the exercise of a right to vote attached to securities and/or the power to dispose of securities as investment manager or trustee.		BNP-BNP PARIS	ord 32,939	32,939
BlackRock Investment Management (UK) Ltd	Power to control the exercise of a right to vote attached to securities and/or the power to dispose of securities as investment manager or trustee.		CITI-CITIBANK INTERNATIONAL PLC (LUXEMBOURG BRANCH	ord 29,301	29,301
BlackRock Investment Management, LLC	Power to control the exercise of a right to vote attached to securities and/or the power to dispose of securities as investment manager or trustee.		BNYM-THE BANK OF NEW YORK	ord 53,340	53,340
BlackRock Investment Management, LLC	Power to control the exercise of a right to vote attached to securities and/or the power to dispose of securities as investment manager or trustee.		JPM-JP MORGAN CHASE - NEW YORK	ord 24,267	24,267

This is Annexure B of 3 pages referred to in form 603 Notice of initial substantial shareholder

16-Jun-14

Dennis Ivers,  
Authorised Signatory

Date

## 5. Consideration

### MYER HOLDINGS LTD. (MYR)

Holder of Relevant Interest	Date of Acquisition / Trans on a prescribed fin'l mkt		Consideration		Class and number of securities affected	
			Cash	Non-cash		
BlackRock Fund Advisors	12-Feb-14	no	n/a	in specie	ord	31,800
BlackRock Asset Management North Asia Limited	12-Feb-14	no	n/a	collateral transfer	ord	309,226
BlackRock Fund Advisors	13-Feb-14	no	n/a	in specie	ord	70,336
BlackRock Fund Advisors	13-Feb-14	yes	2.52		ord	4,763
BlackRock Institutional Trust Company, N.A.	13-Feb-14	no	n/a	in specie	ord	41,062
BlackRock Asset Management North Asia Limited	14-Feb-14	no	n/a	collateral transfer	ord	249,767
BlackRock Fund Advisors	19-Feb-14	no	n/a	in specie	ord	12,720
BlackRock Asset Management North Asia Limited	19-Feb-14	no	n/a	collateral transfer	ord	216,574
BlackRock Fund Advisors	20-Feb-14	no	n/a	in specie	ord	70,336
BlackRock Asset Management North Asia Limited	20-Feb-14	no	n/a	collateral transfer	ord	449,760
BlackRock Fund Advisors	21-Feb-14	no	n/a	in specie	ord	15,900
BlackRock Fund Advisors	24-Feb-14	yes	2.63		ord	5,298
BlackRock Asset Management North Asia Limited	24-Feb-14	no	n/a	collateral transfer	ord	827,785
BlackRock Fund Advisors	25-Feb-14	no	n/a	in specie	ord	40,204
BlackRock Fund Advisors	25-Feb-14	no	n/a	in specie	ord	50,255
BlackRock Fund Advisors	25-Feb-14	no	n/a	in specie	ord	4,086
BlackRock Fund Advisors	25-Feb-14	no	n/a	in specie	ord	19,080
BlackRock Asset Management North Asia Limited	26-Feb-14	no	n/a	collateral transfer	ord	19,209
BlackRock Fund Advisors	27-Feb-14	no	n/a	in specie	ord	15,900
BlackRock Fund Advisors	27-Feb-14	no	n/a	in specie	ord	90,459
BlackRock Fund Advisors	27-Feb-14	yes	2.58		ord	4,780
BlackRock Asset Management North Asia Limited	27-Feb-14	no	n/a	collateral transfer	ord	384,513
BlackRock Fund Advisors	04-Mar-14	no	n/a	in specie	ord	22,260
BlackRock Fund Advisors	04-Mar-14	no	n/a	in specie	ord	50,255
BlackRock Investment Management (Australia) Limited	05-Mar-14	yes	2.62		ord	34,045
BlackRock Fund Advisors	05-Mar-14	no	n/a	in specie	ord	5,456
BlackRock Asset Management North Asia Limited	05-Mar-14	no	n/a	collateral transfer	ord	109,718
BlackRock Fund Advisors	06-Mar-14	yes	2.65		ord	41,147
BlackRock Asset Management North Asia Limited	06-Mar-14	no	n/a	collateral transfer	ord	97,974
BlackRock Fund Advisors	07-Mar-14	no	n/a	in specie	ord	15,900
BlackRock Fund Advisors	12-Mar-14	no	n/a	in specie	ord	50,370
BlackRock Fund Advisors	12-Mar-14	no	n/a	in specie	ord	80,592
BlackRock Investment Management (Australia) Limited	13-Mar-14	no	n/a	in specie	ord	2,409
BlackRock Advisors (UK) Limited	13-Mar-14	no	n/a	in specie	ord	53,672
BlackRock Fund Advisors	18-Mar-14	no	n/a	in specie	ord	3,180
BlackRock Institutional Trust Company, N.A.	18-Mar-14	yes	2.65		ord	3,267
BlackRock Fund Advisors	20-Mar-14	no	n/a	in specie	ord	12,720
BlackRock Fund Advisors	21-Mar-14	yes	2.47		ord	12,614
BlackRock Institutional Trust Company, N.A.	21-Mar-14	yes	2.47		ord	8,265

Holder of Relevant Interest	Date of Acquisition / Trans on a prescribed fin'l mkt		Consideration		Class and number of securities affected	
			Cash	Non-cash		
BlackRock Institutional Trust Company, N.A.	21-Mar-14	yes	2.47		ord	9,547
BlackRock Asset Management Canada Limited	21-Mar-14	yes	2.47		ord	13,289
BlackRock Fund Advisors	26-Mar-14	no	n/a	in specie	ord	80,000
BlackRock Fund Advisors	27-Mar-14	no	n/a	in specie	ord	30,000
BlackRock Fund Advisors	27-Mar-14	yes	2.22		ord	4,775
BlackRock Fund Advisors	31-Mar-14	no	n/a	in specie	ord	50,000
BlackRock Fund Advisors	01-Apr-14	yes	2.25		ord	59,994
BlackRock Fund Advisors	03-Apr-14	no	n/a	in specie	ord	90,297
BlackRock Investment Management (Australia) Limited	03-Apr-14	no	n/a	in specie	ord	16,060
BlackRock Fund Advisors	03-Apr-14	no	n/a	in specie	ord	4,086
BlackRock Fund Advisors	07-Apr-14	no	n/a	in specie	ord	100,330
BlackRock Fund Advisors	08-Apr-14	no	n/a	in specie	ord	100,330
BlackRock Fund Advisors	09-Apr-14	no	n/a	in specie	ord	12,720
BlackRock Fund Advisors	10-Apr-14	yes	2.29		ord	6,303
BlackRock Fund Advisors	11-Apr-14	yes	2.25		ord	94,197
BlackRock Fund Advisors	16-Apr-14	no	n/a	in specie	ord	90,756
BlackRock Fund Advisors	23-Apr-14	no	n/a	in specie	ord	15,900
BlackRock Fund Advisors	23-Apr-14	no	n/a	in specie	ord	151,260
BlackRock Fund Advisors	23-Apr-14	no	n/a	in specie	ord	4,086
BlackRock Fund Advisors	23-Apr-14	no	n/a	in specie	ord	9,540
BlackRock Fund Advisors	24-Apr-14	no	n/a	in specie	ord	70,588
BlackRock Fund Advisors	28-Apr-14	no	n/a	in specie	ord	70,588
BlackRock Fund Advisors	29-Apr-14	yes	2.23		ord	137,605
BlackRock Asset Management North Asia Limited	29-Apr-14	no	n/a	collateral transfer	ord	713,755
BlackRock Fund Advisors	30-Apr-14	no	n/a	in specie	ord	6,360
BlackRock Fund Advisors	01-May-14	no	n/a	in specie	ord	121,884
BlackRock Fund Advisors	02-May-14	no	n/a	in specie	ord	50,785
BlackRock Fund Advisors	05-May-14	no	n/a	in specie	ord	121,884
BlackRock Fund Advisors	05-May-14	no	n/a	in specie	ord	162,512
BlackRock Fund Advisors	07-May-14	no	n/a	in specie	ord	3,180
BlackRock Fund Advisors	07-May-14	no	n/a	in specie	ord	30,471
BlackRock Fund Advisors	07-May-14	no	n/a	in specie	ord	3,570
BlackRock Fund Advisors	08-May-14	no	n/a	in specie	ord	60,942
BlackRock Asset Management Canada Limited	08-May-14	yes	2.11		ord	3,181
BlackRock Fund Advisors	09-May-14	no	n/a	in specie	ord	203,140
BlackRock Fund Advisors	13-May-14	no	n/a	in specie	ord	71,099
BlackRock Fund Advisors	15-May-14	yes	2.18		ord	119,926
BlackRock Fund Advisors	15-May-14	no	n/a	in specie	ord	163,488
BlackRock Investment Management (Australia) Limited	15-May-14	no	n/a	in specie	ord	1,604
BlackRock Investment Management (Australia) Limited	15-May-14	no	n/a	in specie	ord	3,208
BlackRock Investment Management (Australia) Limited	16-May-14	yes	2.15		ord	39,588
BlackRock Fund Advisors	20-May-14	no	n/a	in specie	ord	204,360
BlackRock Asset Management North Asia Limited	20-May-14	no	n/a	collateral transfer	ord	327,302
BlackRock Fund Advisors	23-May-14	no	n/a	in specie	ord	122,616
BlackRock Fund Advisors	23-May-14	no	n/a	in specie	ord	4,067
BlackRock Institutional Trust Company, N.A.	23-May-14	no	n/a	in specie	ord	65,629
BlackRock Fund Advisors	27-May-14	no	n/a	in specie	ord	91,962
BlackRock Fund Advisors	27-May-14	yes	2.09		ord	330
BlackRock Fund Advisors	28-May-14	no	n/a	in specie	ord	20,436
BlackRock Fund Advisors	28-May-14	no	n/a	in specie	ord	61,308
BlackRock Fund Advisors	30-May-14	no	n/a	in specie	ord	153,270
BlackRock Fund Advisors	30-May-14	yes	2.15		ord	2,959
BlackRock Fund Advisors	30-May-14	yes	2.15		ord	6,278
BlackRock Fund Advisors	02-Jun-14	no	n/a	in specie	ord	112,255
BlackRock Fund Advisors	03-Jun-14	no	n/a	in specie	ord	91,845

Holder of Relevant Interest	Date of Acquisition / Trans on a prescribed fin'l mkt		Consideration		Class and number of securities affected	
			Cash	Non-cash		
BlackRock Fund Advisors	04-Jun-14	no	n/a	in specie	ord	40,820
BlackRock Fund Advisors	05-Jun-14	no	n/a	in specie	ord	51,025
BlackRock Fund Advisors	05-Jun-14	no	n/a	in specie	ord	91,845
BlackRock Fund Advisors	06-Jun-14	no	n/a	in specie	ord	91,845
BlackRock Fund Advisors	09-Jun-14	no	n/a	in specie	ord	10,205
BlackRock Fund Advisors	09-Jun-14	no	n/a	in specie	ord	40,820
BlackRock Fund Advisors	09-Jun-14	no	n/a	in specie	ord	800
BlackRock Fund Advisors	10-Jun-14	no	n/a	in specie	ord	20,410
BlackRock Fund Advisors	10-Jun-14	no	n/a	in specie	ord	1,322
BlackRock Investment Management (Australia) Limited	10-Jun-14	no	n/a	in specie	ord	1,556
BlackRock Fund Advisors	11-Jun-14	yes	2.00		ord	6,315
BlackRock Fund Advisors	12-Jun-14	no	n/a	in specie	ord	20,410
BlackRock Fund Advisors	12-Jun-14	no	n/a	in specie	ord	71,435

This is Annexure C of 1 page referred to in form 603 Notice of initial substantial shareholder

16-Jun-14	<b>Date</b>
<b>Dennis Ivers,</b>	
<b>Authorised Signatory</b>	

## 7. Addresses

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

Name	Address
<b>BlackRock Group</b>	
BlackRock Inc.	55 East 52nd Street New York NY 10055 USA
BlackRock Advisors (UK) Ltd.	Murray House 1Royal Mint Court London, EC3N 4HH, UK
BlackRock Asset Management Canada Limited	161 Bay Street, Suite 2500 Toronto, Ontario M5J 2S1
BlackRock Asset Management North Asia Limited	16/F, 2 Queen's Road Cheung Kong Center Hong Kong
BlackRock Fund Advisors	400 Howard Street San Francisco, CA, 94105
BlackRock Institutional Trust Company, N.A.	400 Howard Street San Francisco, CA, 94105
BlackRock Investment Management (Aust) Ltd (ACN 006 165 975)	Level 26, 101 Collins St Melbourne Australia
BlackRock Investment Management (UK) Ltd	12 Throgmorton Avenue London EC2N 2DL UK
BlackRock Investment Management, LLC	1 University Square Drive, Princeton, NJ 08540



## Annexure D

This is Annexure D of 1 page referred to in form 603 Notice of initial substantial shareholder.

.....16-June-14.....  
Dennis Ivers, Authorised Signatory Date

<b>Type of agreement:</b>	Global Master Securities Lending Agreement
<b>Parties to agreement:</b>	Party A - Citigroup Global Markets Limited Party B - HSBC Institutional Trust Services (Asia) Limited
<b>Transfer date:</b>	Refer to Annexure B (transactions identified as collateral transfers)
<b>Holder of voting rights:</b>	BlackRock Asset Management North Asia Limited (as investment manager for the funds)
<b>Are there any restrictions on voting rights?</b>  If yes, detail	Yes. Unless otherwise agreed between the parties, the Registered Owner will not exercise any voting rights.
<b>Scheduled return date (if any):</b>	Not applicable.
<b>Does the borrower have the right to return early?</b>  If yes, detail	Yes.  Upon an Event of Default under the GMSLA, the GMSLA provides, broadly, that both parties payment and delivery obligations will be accelerated and replaced with an obligation of one party to pay a single cash sum to the other determined in accordance with the provisions of the GMSLA (as modified by the Annex). The GMSLA provides that the parties' right to terminate the Agreement upon notice will not affect the parties' existing obligations in respect of any outstanding loans of securities. The Annex amended and restricted the Borrower's termination rights – i.e. Borrower may not have the right to terminate and return the borrowed securities - as the Borrower was to borrow the securities issued by it (or its sister company) to provide protection against the insolvency of the issuer and so usual rights of termination in a GMSLA were restricted.  Subject to the terms of the relevant Loan, the Borrower, may early terminate a Loan and return Equivalent Securities at any time provided that it "shall cease to have such entitlement if an Act of Insolvency with respect to any Security Issuer or any of the Borrower's or any Security Issuer's affiliates has occurred, or any such person takes any steps preparatory to any of the matters which would constitute an Act of Insolvency
<b>Does the lender have the right to recall early?</b>  If yes, detail	Yes, at notice.
<b>Will the securities be returned on settlement?</b>  If yes, detail any exceptions	Yes.

A copy of this agreement will be provided to MYER HOLDINGS LTD. or the Australian Securities and Investments Commission upon request.