

**Form 604**  
Corporations Act 2001  
Section 671B

**Notice of change of interests of substantial holder**

To Company Name/Scheme Pearl Global Limited

ACN/ARSN 118 710 508

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

Name and ACN ROC Alternative Investment Pty Ltd (ACN 624 175 417) and FSS Trustee Corporation (ABN 11 118 202 672) as trustee of the First State Superannuation Scheme (ABN 53 226 460 365) and ROC Capital Pty Limited (ACN 167 858 764) as trustee for ROC ES Private Equity Trust

The holder became a substantial holder on 12/06/2019

**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)
Ordinary shares	50,870,078	22.45%	50,870,078	20.25% (on the basis of 251,192,350 ordinary shares)

**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 a 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
17 June 2020	ROC Alternative Investment Pty Ltd (ACN 624 175 417) and each entity listed in Annexure A; FSS Trustee Corporation (ABN 11 118 202 672) as trustee of the First State Superannuation Scheme (ABN 53 226 460 365) and each entity listed in Annexure B; and ROC Capital Pty Limited (ACN 167 858 764) as trustee for ROC ES Private Equity Trust.	Decrease in relevant interest due to dilution arising from share placement by Pearl Global Limited to sophisticated and professional investors	N/A	N/A	N/A

**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
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ROC Alternative Investment Pty Ltd (ACN 624 175 417) and each entity listed in Annexure A	Perpetual Corporate Trust Limited (ABN 99 000 341 533)	FSS Trustee Corporate (ABN 11 118 202 672) as trustee of the First State Superannuation Scheme (ABN 53 226 460 365)	In its capacity as trustee. Exercise of voting and disposal powers is subject to any client directions.  Each holding company of ROC Alternative Investment Pty Ltd, including ROC Partners Pty Limited (ACN 169 312 681) is deemed to have the same relevant interest	39,370,078 ordinary shares	39,370,078 ordinary shares
ROC Alternative Investment Pty Ltd (ACN 624 175 417) and each entity listed in Annexure A	Perpetual Corporate Trust Limited (ABN 99 000 341 533)	ROC Capital Pty Limited (ACN 167 858 764) as trustee for ROC ES Private Equity Trust	In its capacity as trustee. Exercise of voting and disposal powers is subject to any client directions.  Each holding company of ROC Alternative Investment Pty Ltd, including ROC Partners Pty Limited (ACN 169 312 681) is deemed to have the same relevant interest	11,500,000 ordinary shares	11,500,000 ordinary shares
FSS Trustee Corporation (ABN 11 118 202 672) as trustee of the First State Superannuation Scheme (ABN 53 226 460 365) and each entity listed in Annexure B	Perpetual Corporate Trust Limited (ABN 99 000 341 533)	FSS Trustee Corporate (ABN 11 118 202 672) as trustee of the First State Superannuation Scheme (ABN 53 226 460 365)	In its capacity as beneficiary. Exercise of voting and disposal powers pursuant to a direction to the investment manager.	39,370,078 ordinary shares	39,370,078 ordinary shares
ROC Capital Pty Limited (ACN 167 858 764) as trustee for ROC ES Private Equity Trust	Perpetual Corporate Trust Limited (ABN 99 000 341 533)	ROC Capital Pty Limited (ACN 167 858 764) as trustee for ROC ES Private Equity Trust	Exercise of voting and disposal powers pursuant to a direction to the investment manager.  Each holding company of ROC Capital Pty Limited is deemed to have the same relevant interest	11,500,000 ordinary shares	11,500,000 ordinary shares

## 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/ARSN (if applicable)	Nature of association
N/A	N/A

## 6. Addresses

The addresses of persons named in this form are listed in the Annexures.

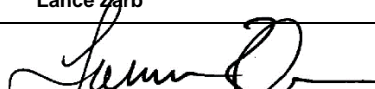
**Signature**

print name	Lance Zarb	capacity	Director
sign here		date	18 June 2020

## ANNEXURE A

### ROC ALTERNATIVE INVESTMENTS PTY LTD (ACN 624 175 417)

This is Annexure A of 2 pages referred to in Form 604 – Notice of change of interests of substantial holder

Print name	Lance Zarb	Capacity	Director
Sign here		Date	18 June 2020

Each entity listed below is an associate of ROC Alternative Investments Pty Ltd (ROC AI).

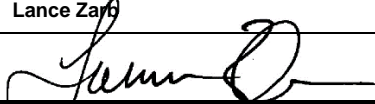
Name and ACN/ABN (as applicable)	Address
Roc Partners Pty Limited (ACN 169 312 681)	Level 11, 2 Bligh St, Sydney NSW 2000
ROC Capital Pty Ltd (ACN 167 858 764)	Level 11, 2 Bligh St, Sydney NSW 2000
Roc Asset Management Pty Limited (ACN 608 881 072)	Level 11, 2 Bligh St, Sydney NSW 2000
Roc Investment Services Pty Limited (ACN 614 161 250)	Level 11, 2 Bligh St, Sydney NSW 2000
Roc Management Services Trust	Level 11, 2 Bligh St, Sydney NSW 2000
Roc Management Services Pty Limited (ACN 169 126 676)	Level 11, 2 Bligh St, Sydney NSW 2000
Roc Partners Equity Incentive Plan Trust	Level 11, 2 Bligh St, Sydney NSW 2000
Roc Partners EIP Pty Limited (ACN 621 678 037)	Level 11, 2 Bligh St, Sydney NSW 2000
Q Private Equity Trust	Level 11, 2 Bligh St, Sydney NSW 2000
ROC Cbus Private Equity Trust	Level 11, 2 Bligh St, Sydney NSW 2000
ACT Private Equity No.3 Fund	Level 11, 2 Bligh St, Sydney NSW 2000
ROC Private Opportunities Fund	Level 11, 2 Bligh St, Sydney NSW 2000
ROC Private Equity (VicSuper) Fund	Level 11, 2 Bligh St, Sydney NSW 2000
ROC Private Capital Trust	Level 11, 2 Bligh St, Sydney NSW 2000
ROC Alternative Investment Trust III	Level 11, 2 Bligh St, Sydney NSW 2000
ROC Alternative Investment Trust IV	Level 11, 2 Bligh St, Sydney NSW 2000
ROC Alternative Investment Trust V	Level 11, 2 Bligh St, Sydney NSW 2000
ROC Alternative Investment Trust VI	Level 11, 2 Bligh St, Sydney NSW 2000
ROC Asia Pacific Co-Investment Fund II	Level 11, 2 Bligh St, Sydney NSW 2000
ROC Asia Pacific Private Equity Fund	Level 11, 2 Bligh St, Sydney NSW 2000
ROC Secondary Investment Trust No. 2	Level 11, 2 Bligh St, Sydney NSW 2000
ROC Secondary Investment Trust No. 1	Level 11, 2 Bligh St, Sydney NSW 2000
ROC Secondary Trust	Level 11, 2 Bligh St, Sydney NSW 2000
MU Capital Trust	Level 11, 2 Bligh St, Sydney NSW 2000
ROC Asia Pacific Co-Investment Fund III	Level 11, 2 Bligh St, Sydney NSW 2000
Hostplus ROC Private Equity Trust	Level 11, 2 Bligh St, Sydney NSW 2000
ACT Private Equity No.4 Fund	Level 11, 2 Bligh St, Sydney NSW 2000
Q Agriculture Trust	Level 11, 2 Bligh St, Sydney NSW 2000
ROC China VC Fund	Level 11, 2 Bligh St, Sydney NSW 2000
FSS Go Australia Impact Investing Trust	Level 11, 2 Bligh St, Sydney NSW 2000
ROC Private Investment Fund	Level 11, 2 Bligh St, Sydney NSW 2000
First State Super Scheme	Level 11, 2 Bligh St, Sydney NSW 2000
ROC Field Services Co-Investment Trust	Level 11, 2 Bligh St, Sydney NSW 2000
ROC CVW Co-Investment Trust	Level 11, 2 Bligh St, Sydney NSW 2000
ROC Co-Investment Holding Trust	Level 11, 2 Bligh St, Sydney NSW 2000
Stone Axe Investment Trust	Level 11, 2 Bligh St, Sydney NSW 2000
AOC Investment Trust No. 1	Level 11, 2 Bligh St, Sydney NSW 2000
ROC India Co-Investment Trust	Level 11, 2 Bligh St, Sydney NSW 2000
ROC B&Y Investment Trust	Level 11, 2 Bligh St, Sydney NSW 2000
Stone Axe Investment Trust II	Level 11, 2 Bligh St, Sydney NSW 2000
AOC Investment Trust No. 2	Level 11, 2 Bligh St, Sydney NSW 2000
Stone Axe Investment Trust III	Level 11, 2 Bligh St, Sydney NSW 2000
Go Fund NSW LP	Level 11, 2 Bligh St, Sydney NSW 2000
ROC Partners Impact GP LP	Level 11, 2 Bligh St, Sydney NSW 2000
ROC Private Equity VCLP	Level 11, 2 Bligh St, Sydney NSW 2000
ROC Capital GP, LP	Level 11, 2 Bligh St, Sydney NSW 2000

ROC Private Equity VCLP II, LP	Level 11, 2 Bligh St, Sydney NSW 2000
ROC Capital GP II, LP	Level 11, 2 Bligh St, Sydney NSW 2000
ROC Premium Food Fund, LP	Level 11, 2 Bligh St, Sydney NSW 2000
ROC Premium Food GP, LP	Level 11, 2 Bligh St, Sydney NSW 2000

## ANNEXURE B

### FSS TRUSTEE CORPORATION (ABN 11 118 202 672) AS TRUSTEE OF THE FIRST STATE SUPERANNUATION SCHEME (ABN 53 226 460 365)

This is Annexure B of 1 page referred to in Form 604 – Notice of change of interests of substantial holder

Print name	Lance Zart	Capacity	Director
Sign here		Date	18 June 2020

Name and ACN/ABN (as applicable)	Address
FSS Trustee Corporation (ABN 11 118 202 672)	Level 21, 83 Clarence Street, Sydney NSW 2000
State Super Financial Services Australia Ltd (ACN 003 742 756)	Level 21, 83 Clarence Street, Sydney NSW 2000