

## Facsimile Transmission



**To:** Company Announcements Office  
**Company:** ASX  
**Fax No:** 1300 135 638  
**From:** Mr I W Harrison  
**Date:** 18 September 2014  
**Subject:** Change of interest of substantial shareholder  
**Pages** (incl. Cover): 6

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Please find following a Form 604 Notice of change of interests of substantial shareholder for holdings in Domino's Pizza Enterprises Limited (DMP) by Hyperion Asset Management Limited.

A handwritten signature in dark ink, appearing to read "I W Harrison".

Mr I W Harrison  
Company Secretary

**Form 604**Corporations Act 2001  
Section 671B**Notice of change of interests of substantial holder****To Company Name/Scheme** Domino's Pizza Enterprises Limited (DMP)**ACN/ARSN** 010 489 326**1. Details of substantial holder (1)****Name** Hyperion Asset Management Limited (Hyperion)**ACN/ARSN (if applicable)** ACN 080 135 897There was a change in the interests of the substantial holder on 17/09/2014The previous notice was given to the company on 15/05/2014The previous notice was dated 15/05/2014**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 Fully Paid	7,288,724	8.48	8,267,802	9.6%

**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
		Refer Annexure 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
		Refer Annexure 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/ARSN (if applicable)	Nature of association

## 6. Addresses

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

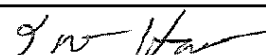
Name	Address
Hyperion Asset Management Limited	Level 22, 307 Queen St Brisbane Qld 4000

## Signature

print name I W Harrison

capacity Company Secretary

sign here



date

18/09/2014

## 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 6 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 person's votes divided by the total votes in the body corporate or scheme multiplied by 100.
- (6) 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.
- (7) 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.
- (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) Give details, if appropriate, of the present association and any change in that association since the last substantial holding notice.

DOMINO'S PIZZA ENTERPRISES LIMITED

ANNEXURE A

Security Code: DMP

From 15 May 2014 to 17 September 2014



From Date	To Date	Person Whose Relevant Interest Changed	Nature of Change	Consideration	Number of Securities
15-May-14	17-Sep-14	Auscoal Superannuation Pty Ltd	BUY	1,636,190.92	74,905
15-May-14	17-Sep-14	BUSS (Queensland) Pty Ltd	BUY	957,150.25	46,606
15-May-14	17-Sep-14	Commonwealth Bank Officers Superannuation Corporation Pty Ltd <Commonwealth Bank Group Super>	BUY	569,418.45	28,154
15-May-14	17-Sep-14	Coal Mining (Long Service Leave) Funding Corporation	BUY	120,025.07	5,839
15-May-14	17-Sep-14	CoINVEST Limited	BUY	362,125.71	17,927
15-May-14	17-Sep-14	Electricity Supply Industry Superannuation (QLD) Ltd <Energy Super>	BUY	190,286.35	9,041
15-May-14	17-Sep-14	First State Super	BUY	666,824.86	26,447
15-May-14	17-Sep-14	Hyperion Australian Growth Companies Fund	BUY	4,075,943.23	166,761
15-May-14	17-Sep-14	Hyperion Small Growth Companies Fund	BUY	1,508,099.65	74,191
15-May-14	17-Sep-14	Hyperion Small Growth Companies Fund	SELL	-355,156.83	-16,983
15-May-14	17-Sep-14	Insurance Commission Western Australia	BUY	1,678,508.66	67,495
15-May-14	17-Sep-14	Optimix Wholesale Australian Share Trust	BUY	1,472,487.24	68,666
15-May-14	17-Sep-14	Optimix Wholesale Australian Share Trust	SELL	-1,633,510.40	-63,809
15-May-14	17-Sep-14	Innova Australian Share Fund	SELL	-105,267.46	-5,096
15-May-14	17-Sep-14	Maritime Super Pty Ltd	BUY	302,641.85	14,832
15-May-14	17-Sep-14	Meat Industry Employees' Superannuation Fund Pty Ltd	BUY	195,146.26	9,484
15-May-14	17-Sep-14	Murdoch Investments Pty Ltd ATF The Scope Investment Trust	BUY	3,457.99	170
15-May-14	17-Sep-14	SAS TRUSTEE CORPORATION	BUY	3,388,538.10	132,927
15-May-14	17-Sep-14	Unipension Invest F.M.B.A	BUY	868,045.71	42,649
15-May-14	17-Sep-14	United Super Pty Ltd	BUY	5,826,389.26	270,559
15-May-14	17-Sep-14	Individually managed accounts	BUY	36,534.20	1,830
15-May-14	17-Sep-14	Hyperion Australian Clients	BUY	181,372.83	6,992
15-May-14	17-Sep-14	Hyperion Australian Clients	SELL	-10,312.50	-509
				21,934,939.40	979,078

This is Annexure "A" of 1 page as mentioned in form 604 Notice of change of interests of substantial holder

Signed by: 

Capacity: Company Secretary

Date 18 September 2014

# DOMINO'S PIZZA ENTERPRISES LIMITED

## Annexure B

Security Code: DMP

Registered Holders  
As At: 17 September 2014



Holder of Relevant Interest	Registered Holder of Security	Person entitled to be Registered as Holder	Nature of Relevant Interest	Class and Number of Securities	Personal Votes
Hyperion	J.P. Morgan Chase Nominees Pty Ltd < Auscoal Superannuation Pty Ltd < Auscoal Superannuation Pty Ltd		Hyperion Asset Management Limited, in its capacity as Investment Manager or in its own holdings for the persons or trusts listed beside its name, has the power to control voting and /or the disposal of securities	761,937 Ordinary Full Paid	761,937
Hyperion	BNP Paribas Australia Ltd < BUSS (QUEENSLAND) PTY BUSS (Queensland) Pty Ltd		Hyperion Asset Management Limited, in its capacity as Investment Manager or in its own holdings for the persons or trusts listed beside its name, has the power to control voting and /or the disposal of securities	238,690 Ordinary Full Paid	238,690
Hyperion	Citicorp Nominees Pty Limited < CBA Officers Superannuation Commonwealth Bank Officers Superannuation Corporation Pty Ltd < Commonwealth Bank Group Super>		Hyperion Asset Management Limited, in its capacity as Investment Manager or in its own holdings for the persons or trusts listed beside its name, has the power to control voting and /or the disposal of securities	346,269 Ordinary Full Paid	346,269
Hyperion	J.P. Morgan Chase Nominees Pty Ltd < Coal Mining (Long Service Leave) Funding Corporation		Hyperion Asset Management Limited, in its capacity as Investment Manager or in its own holdings for the persons or trusts listed beside its name, has the power to control voting and /or the disposal of securities	142,390 Ordinary Full Paid	142,390
Hyperion	J.P. Morgan Chase Nominees Pty Ltd < CoinVEST Limited A/ CoinVEST Limited		Hyperion Asset Management Limited, in its capacity as Investment Manager or in its own holdings for the persons or trusts listed beside its name, has the power to control voting and /or the disposal of securities	123,192 Ordinary Full Paid	123,192
Hyperion	National Nominees Ltd < Electricity Supply Industry Superannuation (QLD) Ltd <Energy Super>		Hyperion Asset Management Limited, in its capacity as Investment Manager or in its own holdings for the persons or trusts listed beside its name, has the power to control voting and /or the disposal of securities	328,941 Ordinary Full Paid	328,941
Hyperion	RBC Investor Services Pty Limited < FAWKNER A/C > The Greater Metropolitan Cemeteries Trust		Hyperion Asset Management Limited, in its capacity as Investment Manager or in its own holdings for the persons or trusts listed beside its name, has the power to control voting and /or the disposal of securities	50,157 Ordinary Full Paid	50,157
Hyperion	J.P. Morgan Chase Nominees Pty Ltd < Health Super A/C > First State Super		Hyperion Asset Management Limited, in its capacity as Investment Manager or in its own holdings for the persons or trusts listed beside its name, has the power to control voting and /or the disposal of securities	1,274,366 Ordinary Full Paid	1,274,366
Hyperion	RBC Investor Services Pty Limited < Hyperion Small Growth Hyperion Australian Growth Companies Fund		Hyperion Asset Management Limited, in its capacity as Investment Manager or in its own holdings for the persons or trusts listed beside its name, has the power to control voting and /or the disposal of securities	801,455 Ordinary Full Paid	801,455
Hyperion	RBC Investor Services Pty Limited < Hyperion Small Growth Hyperion Small Growth Companies Fund		Hyperion Asset Management Limited, in its capacity as Investment Manager or in its own holdings for the persons or trusts listed beside its name, has the power to control voting and /or the disposal of securities	666,715 Ordinary Full Paid	666,715
Hyperion	BNP Paribas Australia Ltd < Insurance Commission of Insurance Commission Western Australia		Hyperion Asset Management Limited, in its capacity as Investment Manager or in its own holdings for the persons or trusts listed beside its name, has the power to control voting and /or the disposal of securities	327,692 Ordinary Full Paid	327,692

Hyperion	JP Morgan Chase Nominees Pty Ltd < Optinix Wholesale / Optinix Wholesale Australian Share Trust	Hyperion Asset Management Limited, in its capacity as Investment Manager or 517,329 Ordinary Full Paid in its own holdings for the persons or trusts listed beside its name, has the power to control voting and /or the disposal of securities	517,329
Hyperion	State Street Australia Pty Ltd < Innova Australian Share / Innova Australian Share Fund	Hyperion Asset Management Limited, in its capacity as Investment Manager or 43,634 Ordinary Full Paid in its own holdings for the persons or trusts listed beside its name, has the power to control voting and /or the disposal of securities	43,634
Hyperion	RBC Investor Services Pty Limited < KARU A/C >	Hyperion Asset Management Limited, in its capacity as Investment Manager or 4,519 Ordinary Full Paid in its own holdings for the persons or trusts listed beside its name, has the power to control voting and /or the disposal of securities	4,519
Hyperion	National Nominees Ltd < Maritime Super Pty Ltd A/C >	Hyperion Asset Management Limited, in its capacity as Investment Manager or 281,376 Ordinary Full Paid in its own holdings for the persons or trusts listed beside its name, has the power to control voting and /or the disposal of securities	281,376
Hyperion	JP Morgan Chase Nominees Pty Ltd < Meat Industry E Meat Industry Employees' Superannuation Fund Pty Ltd	Hyperion Asset Management Limited, in its capacity as Investment Manager or 98,546 Ordinary Full Paid in its own holdings for the persons or trusts listed beside its name, has the power to control voting and /or the disposal of securities	98,546
Hyperion	RBC Investor Services Pty limited < Scope Investment Trus Murdoch Investments Pty Ltd ATF The Scope Investment Trust	Hyperion Asset Management Limited, in its capacity as Investment Manager or 1,037 Ordinary Full Paid in its own holdings for the persons or trusts listed beside its name, has the power to control voting and /or the disposal of securities	1,037
Hyperion	National Nominees Ltd < United Super Pty Ltd A/C >	Hyperion Asset Management Limited, in its capacity as Investment Manager or 1,294,867 Ordinary Full Paid in its own holdings for the persons or trusts listed beside its name, has the power to control voting and /or the disposal of securities	1,294,867
Hyperion	RBC Investor Services Pty Limited < University of Queensland A/C >	Hyperion Asset Management Limited, in its capacity as Investment Manager or 93,797 Ordinary Full Paid in its own holdings for the persons or trusts listed beside its name, has the power to control voting and /or the disposal of securities	93,797
Hyperion	JP Morgan Chase Nominees Pty Ltd < SAS Trustee ( SAS Trustee Corporation	Hyperion Asset Management Limited, in its capacity as Investment Manager or 609,924 Ordinary Full Paid in its own holdings for the persons or trusts listed beside its name, has the power to control voting and /or the disposal of securities	609,924
Hyperion	BNY Mellon Pty Ltd < Unipension Invest F.M.B.A >	Hyperion Asset Management Limited, in its capacity as Investment Manager or 215,810 Ordinary Full Paid in its own holdings for the persons or trusts listed beside its name, has the power to control voting and /or the disposal of securities	215,810
Hyperion	Individually Managed Accounts	Hyperion Asset Management Limited, in its capacity as Investment Manager or 22,144 Ordinary Full Paid in its own holdings for the persons or trusts listed beside its name, has the power to control voting and /or the disposal of securities	22,144
Hyperion	IAS Accounts	Hyperion Asset Management Limited, in its capacity as Investment Manager or 23,015 Ordinary Full Paid in its own holdings for the persons or trusts listed beside its name, has the power to control voting and /or the disposal of securities	23,015
Signed by:			8,267,802

This is Annexure "E" of 2 pages as mentioned in Form 804 Notice of change of interests in substantial holder

Signed by:



Capacity:

Company Secretary

DATE: 18 September 2014