

# Form 604

Corporations Act 2001

Section 671B

## Notice of change of interests of substantial holder

To: Company Name/Scheme  
Atlas Arteria Limited  
Level 5, 141 Flinders Lane  
MELBOURNE VIC 3000

ACN/ARBN 141 075 201

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

Name Lazard Asset Management Pacific Co  
ACN/ARSN (if applicable) ACN 064 523 619

There was a change in the interests of the  
substantial holder on 12/03/2021

The previous notice was given to the company on 18/09/2020

The previous notice was dated 18/09/2020

### 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 Person's votes (5)		Present notice	
	Person's votes	Voting power (5)	Person's votes	Voting power (5)
Stapled Securities	98,378,884	10.26%	108,296,118	11.29%

### 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
See Annexure B					

### 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
See Annexure C					

## 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
See Annexure A	Related bodies corporate

## 6. Addresses

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

Name	Address
Lazard Asset Management Pacific Co and its associates listed in Annexure A	Level 39, Gateway 1 Macquarie Place SYDNEY NSW 2000

## Signature

print name

Apnavi Saddington

capacity

Company Secretary

sign here



date

12 March 2021

## 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.

## **Annexure 'A'**

This is Annexure A of 1 page referred to in Form 604 Notice of change of interests of substantial holder signed by me and dated 12 March 2021.



Apnavi Saddington  
Company Secretary

12 March 2021  
Dated

### **Associates of Lazard Asset Management Pacific Co. ACN 064 523 619**

Lazard Ltd  
Lazard Group LLC  
Lazard Frères & Co LLC  
Lazard Asset Management LLC  
Lazard Asset Management Securities LLC  
Lazard Brothers & Co., Ltd.  
Lazard Asset Management (Canada), Inc.  
Lazard Pension Management, Inc  
Lazard Asset Management Limited, London  
Lazard Japan Asset Management KK  
Deutsche Lazard Asset Management Holding GmbH  
Lazard Asset Management (Deutschland) GmbH  
Lazard Funds Marketing GmbH, Frankfurt  
Lazard Alternatives LLC  
Lazard Investment Funds Limited, Dublin  
Lazard Fund Managers (Ireland) Limited  
Lazard Fund Managers Limited, London  
Lazard Debt Recovery Management LLC  
LAMP Administration Pty Ltd  
Lazard Pty Ltd  
Lazard Asset Management (Hong Kong) Limited  
Lazard Korea Asset Management Co. Ltd  
Lazard Asset Management Securities LLC  
Lazard Asset Management (Singapore) Pte Ltd  
Lazard Asset Management Schweiz AG  
Lazard Gulf Limited

## **Annexure 'B'**

This is Annexure B of 2 pages referred to in Form 604, Notice of change of interests of substantial holder, signed by me and dated 12 March 2021.



Apnavi Saddington  
Company Secretary

12 March 2021  
Dated

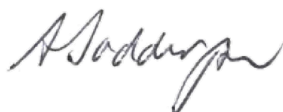
Lazard Asset Management Pacific Co  
ACN: 064 523 619

**Form 604**  
**Annexure B - Changes in relevant interests**

Date of change	Person whose relevant interest changed	Nature of change	Consideration given in relation to change AUD	Class and number of securities affected (All stapled securities)	Person's votes affected
17/9/2020	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Buy	\$10,553,273.38	1,606,960	1,606,960
18/9/2020	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Buy	\$6,973,277.42	1,068,714	1,068,714
23/9/2020	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Buy	\$5,023,578.44	785,900	785,900
28/9/2020	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Buy	\$3,430,127.50	553,809	553,809
29/9/2020	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Buy	\$504,513.39	80,491	80,491
30/9/2020	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Buy	\$718,771.52	117,600	117,600
29/10/2020	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Buy	\$3,175,672.62	545,900	545,900
9/11/2020	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Buy	\$401,200.54	64,681	64,681
11/11/2020	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Buy	\$617,231.14	91,497	91,497
17/11/2020	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$291,504.24	42,635	42,635
18/11/2020	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Buy	\$967,048.60	139,963	139,963
19/11/2020	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$663,262.09	96,417	96,417
30/11/2020	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Buy	\$575,936.80	88,310	88,310
2/12/2020	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Buy	\$1,667,528.62	255,744	255,744
3/12/2020	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Buy	\$3,376,179.50	513,635	513,635
4/12/2020	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Buy	\$10,461,039.15	1,600,000	1,600,000
11/12/2020	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$839,538.02	133,064	133,064
14/12/2020	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Buy	\$2,551,414.96	401,065	401,065
15/12/2020	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$5,278.09	829	829
17/12/2020	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Buy	\$1,144,937.43	179,739	179,739
21/1/2021	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Buy	\$897,441.49	142,536	142,536
28/1/2021	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Buy	\$208,032.25	33,591	33,591
8/2/2021	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$86,301.23	13,717	13,717
9/2/2021	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Buy	\$1,552,425.53	250,588	250,588
16/2/2021	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$5,544.53	926	926
17/2/2021	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$116,902.99	19,605	19,605
18/2/2021	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$78,590.32	13,679	13,679
23/2/2021	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Buy	\$856,685.88	150,922	150,922
25/2/2021	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Buy	\$341,676.79	61,066	61,066
26/2/2021	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$7,847.68	1,450	1,450
1/3/2021	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Buy	\$394,049.52	68,332	68,332
3/3/2021	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Buy	\$562,722.28	100,364	100,364
5/3/2021	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Buy	\$3,421,515.38	610,722	610,722
9/3/2021	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Buy	\$2,227,161.58	393,604	393,604
10/3/2021	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Buy	\$1,905,666.49	333,823	333,823

## Annexure 'C'

This is Annexure C of 3 pages referred to in Form 604, Notice of change of interests of substantial holder, signed by me and dated 12 March 2021.



Apnavi Saddington  
Company Secretary

12 March 2021  
Dated

Lazard Asset Management Pacific Co  
ACN: 064 523 619

Form 604  
Annexure C - Present Relevant Interests

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
Lazard Asset Management Pacific Co and each of its associates listed in Annexure A	Bank of New York Mellon	The Current Registered Holder	Registered holder & taken to have a relevant interest under section 608 (1)	Stapled – 7,529,636	Stapled – 7,529,636
Lazard Asset Management Pacific Co and each of its associates listed in Annexure A	Bank of New York Mellon	The Current Registered Holder	Registered holder & taken to have a relevant interest under section 608 (1)	Stapled – 1,364,019	Stapled – 1,364,019
Lazard Asset Management Pacific Co and each of its associates listed in Annexure A	Pictet & Cie Banquiers	The Current Registered Holder	Registered holder & taken to have a relevant interest under section 608 (1)	Stapled – 845,976	Stapled – 845,976
Lazard Asset Management Pacific Co and each of its associates listed in Annexure A	JP Morgan Chase Ltd	The Current Registered Holder	Registered holder & taken to have a relevant interest under section 608 (1)	Stapled – 4,589,973	Stapled – 4,589,973
Lazard Asset Management Pacific Co and each of its associates listed in Annexure A	Bank of New York Mellon	The Current Registered Holder	Registered holder & taken to have a relevant interest under section 608 (1)	Stapled – 271,068	Stapled – 271,068
Lazard Asset Management Pacific Co and each of its associates listed in Annexure A	Citicorp Nominees Pty Ltd	The Current Registered Holder	Registered holder & taken to have a relevant interest under section 608 (1)	Stapled – 1,840,434	Stapled – 1,840,434
Lazard Asset Management Pacific Co and each of its associates listed in Annexure A	Citibank Hongkong	The Current Registered Holder	Registered holder & taken to have a relevant interest under section 608 (1)	Stapled – 1,283,496	Stapled – 1,283,496
Lazard Asset Management Pacific Co and each of its associates listed in Annexure A	State Street Boston	The Current Registered Holder	Registered holder & taken to have a relevant interest under section 608 (1)	Stapled – 102,623	Stapled – 102,623
Lazard Asset Management Pacific Co and each of its associates listed in Annexure A	State Street Australia Ltd	The Current Registered Holder	Registered holder & taken to have a relevant interest under section 608 (1)	Stapled – 2,005,677	Stapled – 2,005,677
Lazard Asset Management Pacific Co and each of its associates listed in Annexure A	Sumitomo Trust	The Current Registered Holder	Registered holder & taken to have a relevant interest under section 608 (1)	Stapled – 249,471	Stapled – 249,471
Lazard Asset Management Pacific Co and each of its associates listed in Annexure A	BNP Paribas	The Current Registered Holder	Registered holder & taken to have a relevant interest under section 608 (1)	Stapled – 293,915	Stapled – 293,915
Lazard Asset Management Pacific Co and each of its associates listed in Annexure A	State Street Australia Ltd	The Current Registered Holder	Registered holder & taken to have a relevant interest under section 608 (1)	Stapled – 862,528	Stapled – 862,528
Lazard Asset Management Pacific Co and each of its associates listed in Annexure A	State Street Boston	The Current Registered Holder	Registered holder & taken to have a relevant interest under section 608 (1)	Stapled – 48,907,421	Stapled – 48,907,421
Lazard Asset Management Pacific Co and each of its associates listed in Annexure A	State Street Australia Ltd	The Current Registered Holder	Registered holder & taken to have a relevant interest under section 608 (1)	Stapled – 7,251,974	Stapled – 7,251,974
Lazard Asset Management Pacific Co and each of its associates listed in Annexure A	State Street Australia Ltd	The Current Registered Holder	Registered holder & taken to have a relevant interest under section 608 (1)	Stapled – 736,192	Stapled – 736,192
Lazard Asset Management Pacific Co and each of its associates listed in Annexure A	PFPC Trust Co.	The Current Registered Holder	Registered holder & taken to have a relevant interest under section 608 (1)	Stapled – 12,284,609	Stapled – 12,284,609
Lazard Asset Management Pacific Co and each of its associates listed in Annexure A	State Street Boston	The Current Registered Holder	Registered holder & taken to have a relevant interest under section 608 (1)	Stapled – 1,483,403	Stapled – 1,483,403
Lazard Asset Management Pacific Co and each of its associates listed in Annexure A	State Street Canada	The Current Registered Holder	Registered holder & taken to have a relevant interest under section 608 (1)	Stapled – 3,367,148	Stapled – 3,367,148
Lazard Asset Management Pacific Co and each of its associates listed in Annexure A	State Street Australia Ltd	The Current Registered Holder	Registered holder & taken to have a relevant interest under section 608 (1)	Stapled – 439,336	Stapled – 439,336
Lazard Asset Management Pacific Co and each of its associates listed in Annexure A	State Street Australia Ltd	The Current Registered Holder	Registered holder & taken to have a relevant interest under section 608 (1)	Stapled – 58,744	Stapled – 58,744
Lazard Asset Management Pacific Co and each of its associates listed in Annexure A	BNP Paribas	The Current Registered Holder	Registered holder & taken to have a relevant interest under section 608 (1)	Stapled – 2,634,656	Stapled – 2,634,656
Lazard Asset Management Pacific Co and each of its associates listed in Annexure A	JP Morgan Chase Ltd	The Current Registered Holder	Registered holder & taken to have a relevant interest under section 608 (1)	Stapled – 1,127,033	Stapled – 1,127,033
Lazard Asset Management Pacific Co and each of its associates listed in Annexure A	Northern Trust	The Current Registered Holder	Registered holder & taken to have a relevant interest under section 608 (1)	Stapled – 2,012,746	Stapled – 2,012,746
Lazard Asset Management Pacific Co and each of its associates listed in Annexure A	Nomura	The Current Registered Holder	Registered holder & taken to have a relevant interest under section 608 (1)	Stapled – 1,981,863	Stapled – 1,981,863

Form 604  
Annexure C - Present Relevant Interests

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
Lazard Asset Management Pacific Co and each of its associates listed in Annexure A	Mellon Trust	The Current Registered Holder	Registered holder & taken to have a relevant interest under section 608 (1)	Stapled – 54,839	Stapled – 54,839
Lazard Asset Management Pacific Co and each of its associates listed in Annexure A	Chase Bank	The Current Registered Holder	Registered holder & taken to have a relevant interest under section 608 (1)	Stapled – 1,310,514	Stapled – 1,310,514
Lazard Asset Management Pacific Co and each of its associates listed in Annexure A	RBC Dexia	The Current Registered Holder	Registered holder & taken to have a relevant interest under section 608 (1)	Stapled – 1,427,692	Stapled – 1,427,692
Lazard Asset Management Pacific Co and each of its associates listed in Annexure A	State Street Canada	The Current Registered Holder	Registered holder & taken to have a relevant interest under section 608 (1)	Stapled – 1,979,132	Stapled – 1,979,132