

Form 604Corporations Act 2001
Section 671B**Notice of change of interests of substantial holder**To Company Name/Scheme Atlas ArteriaACN/ARSN ACN 141 075 201**1. Details of substantial holder (1)**Name Magellan Financial Group Limited (MFG) and its related bodies corporate in Annexure A ("Magellan")ACN/ARSN (if applicable) See Annexure AThere was a change in the interests of the substantial holder on 29/01/2020The previous notice was given to the company on 17/12/2019The previous notice was dated 17/12/2019**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 stapled securities	60,638,241	7.02%	52,768,919	6.00%

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	Magellan				

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
Magellan	See Annexure A	See Annexure A	See Annexure A		52,768,919

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
NA	

6. Addresses

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

Name	Address
Magellan	MLC Centre, Level 36, 19 Martin Place, Sydney NSW, 2000

Signature

print name **MARCIA VENEGAS**
Head of Risk,

capacity

sign here

Compliance & Legal


date

31 / 1 / 2020

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

1. Details of substantial holder

Magellan:

Magellan Financial Group Limited (ACN 108 437 592)
 Magellan Asset Management Limited (ACN 120 593 946)

4. Present relevant interests

Magellan Financial Group Limited is the parent entity of Magellan Asset Management Limited. Magellan Asset Management Limited has the power to control the exercise of the right to vote attached to securities and/or to control the exercise of the power to acquire/dispose of securities in its capacity as responsible entity of various managed investment schemes; as investment manager (as provided for under its investment mandates); or as sub adviser (as provided for under its sub-advisory agreements).

Registered holders of securities

Registered Holder	Number of Securities	Class of Securities
BNP	2,354,774	Ordinary Stapled Securities
BNY	981,237	Ordinary Stapled Securities
JP Morgan	10,719,825	Ordinary Stapled Securities
Merrill Lynch	6,457	Ordinary Stapled Securities
National Australia Bank Limited	681,287	Ordinary Stapled Securities
Northern Trust	29,540,428	Ordinary Stapled Securities
State Street	6,912,214	Ordinary Stapled Securities
US Bank	1,572,697	Ordinary Stapled Securities
TOTAL	52,768,919	

ANNEXURE B**3. Changes in relevant interests**

Date of change	Transaction type	Consideration (Cash AUD)	No. of securities	Class
16/12/2019	Purchase	\$537,551.67	69,877	Ordinary Stapled Securities
17/12/2019	Purchase	\$1,520,017.38	197,097	Ordinary Stapled Securities
19/12/2019	Purchase	\$1,318,117.30	170,661	Ordinary Stapled Securities
20/12/2019	Purchase	\$436,578.79	55,688	Ordinary Stapled Securities
24/12/2019	Purchase	\$534,139.96	66,709	Ordinary Stapled Securities
30/12/2019	Purchase	\$760,788.16	95,736	Ordinary Stapled Securities
31/12/2019	Purchase	\$1,562,310.00	198,774	Ordinary Stapled Securities
8/01/2020	Purchase	\$221,949.79	27,815	Ordinary Stapled Securities
14/01/2020	Purchase	\$444,504.41	54,515	Ordinary Stapled Securities
	TOTAL	\$7,335,957.46	936,872	

Date of change	Transaction type	Consideration (Cash AUD)	No. of securities	Class
16/12/2019	Sell	\$419,442.47	54,478	Ordinary Stapled Securities
24/12/2019	Sell	\$250,208.65	31,271	Ordinary Stapled Securities
3/01/2020	Sell	\$693,008.16	87,717	Ordinary Stapled Securities
6/01/2020	Sell	\$212,926.65	26,713	Ordinary Stapled Securities
16/01/2020	Sell	\$1,058,017.19	126,958	Ordinary Stapled Securities
17/01/2020	Sell	\$4,854,565.62	589,516	Ordinary Stapled Securities
20/01/2020	Sell	\$1,930,178.34	236,104	Ordinary Stapled Securities
21/01/2020	Sell	\$840,625.07	104,271	Ordinary Stapled Securities
22/01/2020	Sell	\$2,389,184.85	296,178	Ordinary Stapled Securities
23/01/2020	Sell	\$8,292,035.41	1,039,551	Ordinary Stapled Securities
24/01/2020	Sell	\$507,973.79	63,121	Ordinary Stapled Securities
28/01/2020	Sell	\$1,503,746.25	187,789	Ordinary Stapled Securities
29/01/2020	Sell	\$45,180,131.79	5,562,527	Ordinary Stapled Securities
	TOTAL	\$68,132,044.24	8,406,194	