
Form 603

Corporations Act 2001
Section 671B

Notice of initial substantial holder

To: Company Name/Scheme Pendal Group Limited
Level 14, The Chifley Tower
2 Chifley Square
SYDNEY NSW 2000

ACN/ARSN: ACN 126 385 822

1. Details of substantial holder (1)

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

The holder became a substantial holder on: 17 August 2018

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)
Ordinary	15,912,543	15,912,543	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
Lazard Asset Management Pacific Co and its associates listed in Annexure A	Relevant interest under section 608(1) of the Corporations Act	Ordinary 15,912,543

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 B			

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
SEE ANNEXURE C			

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 for list of Associates	In respect of each Associate: Related Body Corporate of Lazard Asset Management Pacific Co

7. 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 21 August 2018

Annexure 'A'

This is Annexure A of 1 page referred to in Form 603 Notice of initial substantial holder signed by me and dated 21 August 2018.

Apnavi Saddington
Company Secretary

21 August 2018
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 603, Notice of initial substantial holder, signed by me and dated 21 August 2018.

Apnavi Saddington
Company Secretary

21 August 2018
Dated

Lazard Asset Management Pacific Co
ACN: 064 523 619

Form 603
Annexure B - Present Registered Holders

Holder of relevant interest	Registered holder of securities	Person entitled to be registered as holder (8)	Class and number of securities
Lazard Asset Management Pacific Co and each of its associates listed in Annexure A	The Bank of New York Mellon	The Current Registered Holder	Ordinary – 3,998,366
Lazard Asset Management Pacific Co and each of its associates listed in Annexure A	Citibank	The Current Registered Holder	Ordinary – 757,890
Lazard Asset Management Pacific Co and each of its associates listed in Annexure A	Northern Trust	The Current Registered Holder	Ordinary – 794,571
Lazard Asset Management Pacific Co and each of its associates listed in Annexure A	BNP Paribas Ltd	The Current Registered Holder	Ordinary – 498,248
Lazard Asset Management Pacific Co and each of its associates listed in Annexure A	State Street Australia Ltd	The Current Registered Holder	Ordinary – 240,717
Lazard Asset Management Pacific Co and each of its associates listed in Annexure A	State Street Australia Ltd	The Current Registered Holder	Ordinary – 467,106
Lazard Asset Management Pacific Co and each of its associates listed in Annexure A	State Street Australia Ltd	The Current Registered Holder	Ordinary – 31,850
Lazard Asset Management Pacific Co and each of its associates listed in Annexure A	JP Morgan Chase Ltd	The Current Registered Holder	Ordinary – 2,676,981
Lazard Asset Management Pacific Co and each of its associates listed in Annexure A	JP Morgan Chase Ltd	The Current Registered Holder	Ordinary – 667,598
Lazard Asset Management Pacific Co and each of its associates listed in Annexure A	JP Morgan Chase Ltd	The Current Registered Holder	Ordinary – 2,072,871
Lazard Asset Management Pacific Co and each of its associates listed in Annexure A	BNP Paribas	The Current Registered Holder	Ordinary – 2,226,179
Lazard Asset Management Pacific Co and each of its associates listed in Annexure A	State Street Australia Ltd	The Current Registered Holder	Ordinary – 993,311
Lazard Asset Management Pacific Co and each of its associates listed in Annexure A	State Street Australia Ltd	The Current Registered Holder	Ordinary – 486,855

Annexure 'C'

This is Annexure C of 3 pages referred to in Form 603, Notice of initial substantial holder, signed by me and dated 21 August 2018.

Apnavi Saddington
Company Secretary

21 August 2018
Dated

Lazard Asset Management Pacific Co
ACN: 064 523 619

Form 603
Annexure C - Consideration

Holder of Relevant Interest	Date of Acquisition	Consideration AUD	Class and number of securities (Ordinary Securities)
Lazard Asset Management Pacific Co and its associates listed in Annexure A	19/04/2018	\$ 3,296,362.58	360,000
Lazard Asset Management Pacific Co and its associates listed in Annexure A	20/04/2018	\$ 2,362,289.60	256,000
Lazard Asset Management Pacific Co and its associates listed in Annexure A	23/04/2018	\$ 1,234,055.78	133,991
Lazard Asset Management Pacific Co and its associates listed in Annexure A	24/04/2018	\$ 5,638,224.13	607,898
Lazard Asset Management Pacific Co and its associates listed in Annexure A	26/04/2018	\$ 2,328,035.34	251,572
Lazard Asset Management Pacific Co and its associates listed in Annexure A	27/04/2018	\$ 32,936,358.84	3,508,291
Lazard Asset Management Pacific Co and its associates listed in Annexure A	30/04/2018	\$ 1,764,868.80	192,308
Lazard Asset Management Pacific Co and its associates listed in Annexure A	01/05/2018	\$ 5,871,548.90	633,484
Lazard Asset Management Pacific Co and its associates listed in Annexure A	03/05/2018	\$ 345,068.83	35,573
Lazard Asset Management Pacific Co and its associates listed in Annexure A	07/05/2018	\$ 1,070,245.45	113,329
Lazard Asset Management Pacific Co and its associates listed in Annexure A	08/05/2018	\$ 14,130.39	1,536
Lazard Asset Management Pacific Co and its associates listed in Annexure A	11/05/2018	\$ 686,267.52	67,159
Lazard Asset Management Pacific Co and its associates listed in Annexure A	16/05/2018	\$ 3,488,417.08	345,358
Lazard Asset Management Pacific Co and its associates listed in Annexure A	17/05/2018	\$ 2,549,042.46	248,836
Lazard Asset Management Pacific Co and its associates listed in Annexure A	18/05/2018	\$ 10,271,160.14	1,000,000
Lazard Asset Management Pacific Co and its associates listed in Annexure A	21/05/2018	\$ 8,981,215.16	868,261
Lazard Asset Management Pacific Co and its associates listed in Annexure A	22/05/2018	\$ 4,310,184.36	419,069
Lazard Asset Management Pacific Co and its associates listed in Annexure A	23/05/2018	\$ 14,633,024.61	1,417,405
Lazard Asset Management Pacific Co and its associates listed in Annexure A	24/05/2018	\$ 6,355,477.06	635,823
Lazard Asset Management Pacific Co and its associates listed in Annexure A	02/07/2018	\$ 2,249,393.68	234,060
Lazard Asset Management Pacific Co and its associates listed in Annexure A	13/07/2018	\$ 1,324,587.49	145,249
Lazard Asset Management Pacific Co and its associates listed in Annexure A	16/07/2018	\$ 621,927.45	67,497
Lazard Asset Management Pacific Co and its associates listed in Annexure A	17/07/2018	\$ 2,338,700.74	252,133
Lazard Asset Management Pacific Co and its associates listed in Annexure A	18/07/2018	\$ 1,367,090.24	145,422
Lazard Asset Management Pacific Co and its associates listed in Annexure A	19/07/2018	\$ 1,892,985.47	198,578
Lazard Asset Management Pacific Co and its associates listed in Annexure A	25/07/2018	\$ 462,001.60	49,484
Lazard Asset Management Pacific Co and its associates listed in Annexure A	01/08/2018	\$ 1,166,235.61	127,596
Lazard Asset Management Pacific Co and its associates listed in Annexure A	02/08/2018	\$ 667,755.77	73,000

Form 603
Annexure C - Consideration

Holder of Relevant Interest	Date of Acquisition	Consideration AUD	Class and number of securities (Ordinary Securities)
Lazard Asset Management Pacific Co and its associates listed in Annexure A	08/08/2018	\$ 487,834.00	55,044
Lazard Asset Management Pacific Co and its associates listed in Annexure A	09/08/2018	\$ 9,094,441.00	1,025,165
Lazard Asset Management Pacific Co and its associates listed in Annexure A	13/08/2018	\$ 660,619.76	74,264
Lazard Asset Management Pacific Co and its associates listed in Annexure A	14/08/2018	\$ 18,611,191.41	2,054,726
Lazard Asset Management Pacific Co and its associates listed in Annexure A	15/08/2018	\$ 1,002,847.76	109,814
Lazard Asset Management Pacific Co and its associates listed in Annexure A	16/08/2018	\$ 689,270.68	76,508
Lazard Asset Management Pacific Co and its associates listed in Annexure A	17/08/2018	\$ 1,315,756.81	144,012