

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

Notice of Change of Interests of Substantial Holder

To: **LOVISA HOLDINGS LIMITED**

ACN/ARSN:

1. Details of substantial holder (1)

Name: FIL Limited and the entities listed in Annexure A ("FIL")
ACN/ARSN (if applicable)

There was a change in the interests of the substantial holder on	18 February 2019
The previous notice was given to the company on	16 January 2019
The previous notice was dated	16 January 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 Person's votes	Previous Notice Voting Power (5)	Present Notice Person's votes	Present Notice Voting Power (5)
COMMON STOCK	5,341,661	5.06%	6,465,464	6.12%

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
			AUD	COMMON STOCK	COMMON STOCK
01/15/2019	FIL	BUY	6.4500	9,324	9,324
01/15/2019	FIL	BUY	6.4500	7,779	7,779
01/15/2019	FIL	BUY	6.4500	1,963	1,963
01/15/2019	FIL	BUY	6.4500	13,266	13,266
01/15/2019	FIL	BUY	6.4500	33,129	33,129
01/15/2019	FIL	BUY	6.4500	899	899

01/15/2019	FIL	BUY	6.4500	13,026	13,026
01/15/2019	FIL	BUY	6.4500	6,365	6,365
01/15/2019	FIL	BUY	6.4500	24,249	24,249
01/17/2019	FIL	BUY	6.6594	22,728	22,728
01/17/2019	FIL	BUY	6.6594	1,185	1,185
01/17/2019	FIL	BUY	6.6594	3,020	3,020
01/17/2019	FIL	BUY	6.6594	1,132	1,132
01/18/2019	FIL	BUY	6.9620	1,002	1,002
01/18/2019	FIL	BUY	6.9620	1,774	1,774
01/18/2019	FIL	BUY	6.9620	1,002	1,002
01/18/2019	FIL	BUY	6.9620	1,002	1,002
01/18/2019	FIL	BUY	6.9620	1,002	1,002
01/18/2019	FIL	BUY	6.9620	1,002	1,002
01/18/2019	FIL	BUY	6.9620	1,002	1,002
01/18/2019	FIL	BUY	6.9620	1,002	1,002
01/18/2019	FIL	BUY	6.9620	2,352	2,352
01/18/2019	FIL	BUY	6.9620	1,002	1,002
01/21/2019	FIL	BUY	7.1246	758	758
01/21/2019	FIL	BUY	7.1246	7,421	7,421
01/21/2019	FIL	BUY	7.1246	3,675	3,675
01/21/2019	FIL	BUY	7.1246	32	32
01/21/2019	FIL	BUY	7.1246	2,234	2,234
01/21/2019	FIL	BUY	7.1246	287	287
01/21/2019	FIL	BUY	7.1246	902	902
01/21/2019	FIL	BUY	7.1246	270	270
01/21/2019	FIL	BUY	7.1246	9,836	9,836
01/21/2019	FIL	BUY	7.1246	3,429	3,429
01/22/2019	FIL	BUY	7.1720	788	788
01/22/2019	FIL	BUY	7.1720	7,707	7,707
01/22/2019	FIL	BUY	7.1720	3,817	3,817

01/22/2019	FIL	BUY	7.1720	33	33
01/22/2019	FIL	BUY	7.1720	2,319	2,319
01/22/2019	FIL	BUY	7.1720	280	280
01/22/2019	FIL	BUY	7.1720	10,215	10,215
01/22/2019	FIL	BUY	7.1720	3,561	3,561
01/23/2019	FIL	BUY	6.9936	944	944
01/23/2019	FIL	BUY	6.9936	9,235	9,235
01/23/2019	FIL	BUY	6.9936	4,574	4,574
01/23/2019	FIL	BUY	6.9936	39	39
01/23/2019	FIL	BUY	6.9936	2,780	2,780
01/23/2019	FIL	BUY	6.9936	336	336
01/23/2019	FIL	BUY	6.9936	12,241	12,241
01/23/2019	FIL	BUY	6.9936	4,267	4,267
01/24/2019	FIL	BUY	7.1363	348	348
01/24/2019	FIL	BUY	7.1363	3,403	3,403
01/24/2019	FIL	BUY	7.1363	1,685	1,685
01/24/2019	FIL	BUY	7.1363	15	15
01/24/2019	FIL	BUY	7.1363	1,024	1,024
01/24/2019	FIL	BUY	7.1363	124	124
01/24/2019	FIL	BUY	7.1363	4,510	4,510
01/24/2019	FIL	BUY	7.1363	1,572	1,572
01/25/2019	FIL	BUY	7.4385	2,457	2,457
01/25/2019	FIL	BUY	7.4385	24,046	24,046
01/25/2019	FIL	BUY	7.4385	11,910	11,910
01/25/2019	FIL	BUY	7.4385	171	171
01/25/2019	FIL	BUY	7.4385	7,238	7,238
01/25/2019	FIL	BUY	7.4385	948	948
01/25/2019	FIL	BUY	7.4385	31,870	31,870
01/25/2019	FIL	BUY	7.4385	11,109	11,109
01/29/2019	FIL	BUY	7.4241	1,106	1,106

01/29/2019	FIL	BUY	7.4241	10,827	10,827
01/29/2019	FIL	BUY	7.4241	5,363	5,363
01/29/2019	FIL	BUY	7.4241	3,259	3,259
01/29/2019	FIL	BUY	7.4241	515	515
01/29/2019	FIL	BUY	7.4241	14,352	14,352
01/29/2019	FIL	BUY	7.4241	5,002	5,002
01/30/2019	FIL	BUY	7.4848	543	543
01/30/2019	FIL	BUY	7.4848	5,311	5,311
01/30/2019	FIL	BUY	7.4848	2,630	2,630
01/30/2019	FIL	BUY	7.4848	1,598	1,598
01/30/2019	FIL	BUY	7.4848	7,040	7,040
01/30/2019	FIL	BUY	7.4848	2,454	2,454
01/31/2019	FIL	BUY	7.2004	25,941	25,941
01/31/2019	FIL	BUY	7.2000	71,812	71,812
01/31/2019	FIL	BUY	7.2004	1,152	1,152
01/31/2019	FIL	BUY	7.2000	3,188	3,188
02/06/2019	FIL	BUY	6.6978	112,150	112,150
02/06/2019	FIL	BUY	6.6978	4,905	4,905
02/08/2019	FIL	SELL	7.2684	1,688	1,688
02/11/2019	FIL	BUY	7.5918	6,105	6,105
02/12/2019	FIL	BUY	7.7350	30,000	30,000
02/12/2019	FIL	BUY	7.7519	20,671	20,671
02/13/2019	FIL	BUY	7.7560	40,166	40,166
02/14/2019	FIL	BUY	7.9943	1,126	1,126
02/14/2019	FIL	BUY	7.9943	880	880
02/14/2019	FIL	BUY	7.9943	880	880
02/14/2019	FIL	BUY	7.9943	880	880
02/14/2019	FIL	BUY	7.9632	23,277	23,277
02/14/2019	FIL	BUY	7.9943	880	880
02/14/2019	FIL	BUY	7.9943	880	880

02/14/2019	FIL	BUY	7.9943	880	880
02/14/2019	FIL	BUY	7.9943	880	880
02/18/2019	FIL	BUY	8.2078	52,117	52,117
02/18/2019	FIL	BUY	8.2078	58,612	58,612
02/18/2019	FIL	BUY	8.2078	14,008	14,008
02/18/2019	FIL	BUY	8.2078	4,491	4,491
02/18/2019	FIL	BUY	8.2078	59,923	59,923
02/18/2019	FIL	BUY	8.2078	11,828	11,828
02/18/2019	FIL	BUY	8.2078	4,016	4,016
02/18/2019	FIL	BUY	8.2078	36,012	36,012
02/18/2019	FIL	BUY	8.2078	137,217	137,217
02/18/2019	FIL	SELL	8.2434	4,003	4,003
			Total Buys	1,129,494	1,129,494
			Total Sells	(5,691)	(5,691)
			Total Net Buys	1,123,803	1,123,803

4. Present Relevant Interest

Particulars of each relevant interest of the substantial holder in voting securities after the change are as follows:

Refer to Annexure A

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	

6. Addresses

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

Refer to Annexure A



Sign Here _____

Dated: 20 February 2019

Jen Li

Head of Regulatory Reporting, Asia Pacific

Duly authorized under Powers of Attorney by and on behalf of FIL Limited

Annexure A

Investment Manager	Address	Custodian	Nature of Relevant Interest	Sum of Numerator Shares
FIL INVESTMENT MANAGEMENT (AUSTRALIA) LIMITED	Level 11, 167 Macquarie Street, Sydney, NSW 2000, Australia	BROWN BROS HARRIMN LTD LUX (C)	Investment Discretion / Voting Power	567,311
		JP MORGAN, BOURNEMOUTH (C)		216,912
		JPMORGAN CHASE BANK NA LDN		299,488
		NATIONAL ASTL BK MELBOURNE (S)		56,127
		NORTHERN TRUST LONDON (C)		19,769
		STATE STREET BANK AND TR CO		141,011
FIL INVESTMENT MANAGEMENT (HONG KONG) LIMITED	Level 21, Two Pacific Place, 88 Queensway, Admiralty, Hong Kong	BROWN BROS HARRIMN LTD LUX (C)		3,552,889
		CLEARSTREAM BANKING SA LUX (C)		205,789
		LANDESBANK BADEN-WUERTEMBER G		362,933
FIL INVESTMENT MANAGEMENT (SINGAPORE) LIMITED	8 Marina View, #35-06, Asia Square Tower 1, 018960, Singapore	BROWN BROS HARRIMN LTD LUX (C)		6,258
		JP MORGAN, BOURNEMOUTH (C)		30,653
		MASTER TRUST BANK OF JAPAN (C)		1,292
		NOMURA TRUST AND BANKING (C)		21,454
FIL INVESTMENTS INTERNATIONAL	Oakhill House, 130 Tonbridge Road, Hildenborough, Tonbridge, Kent, TN11 9DZ, United Kingdom	HSBC TRINKAUS UND BURKH 1 (S)		92,416
		STATE STREET BANK AND TR CO		32,396
FIL LIMITED	Pembroke Hall, 42 Crow Lane, Pembroke, Bermuda	HSBC BANK PLC (C)	526,982	
FIL PENSION MANAGEMENT	Oakhill House, 130 Tonbridge Road, Hildenborough, Kent, England TN119DZ	BNP PARIBAS SEC SRVS ITALY	84,080	
		HSBC BANK PLC (C)	247,704	
Grand Total				6,465,464