

**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	24 January 2020
The previous notice was given to the company on	14 May 2019
The previous notice was dated	14 May 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	8,863,375	8.40%	7,709,857	7.29%

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
			AUD	COMMON STOCK	COMMON STOCK
13-May-19	FIL	BUY	9.8112	391	391
13-May-19	FIL	BUY	9.8112	729	729
13-May-19	FIL	BUY	9.8112	729	729
13-May-19	FIL	BUY	9.8112	1,352	1,352
13-May-19	FIL	BUY	9.8112	1,515	1,515
13-May-19	FIL	BUY	9.8112	2,618	2,618

13-May-19	FIL	BUY	9.8112	3,247	3,247
13-May-19	FIL	BUY	9.8112	6,824	6,824
14-May-19	FIL	BUY	9.7556	390	390
14-May-19	FIL	BUY	9.7556	970	970
14-May-19	FIL	BUY	9.7556	1,247	1,247
14-May-19	FIL	BUY	9.7556	2,142	2,142
14-May-19	FIL	BUY	9.7556	2,347	2,347
14-May-19	FIL	BUY	9.7556	2,628	2,628
14-May-19	FIL	BUY	9.7556	2,725	2,725
14-May-19	FIL	BUY	9.7556	4,543	4,543
14-May-19	FIL	BUY	9.7556	5,635	5,635
14-May-19	FIL	BUY	9.7556	11,841	11,841
15-May-19	FIL	BUY	10.0532	862	862
15-May-19	FIL	BUY	10.0532	1,109	1,109
15-May-19	FIL	BUY	10.0532	1,905	1,905
15-May-19	FIL	BUY	10.0532	2,087	2,087
15-May-19	FIL	BUY	10.0532	2,338	2,338
15-May-19	FIL	BUY	10.0532	2,424	2,424
15-May-19	FIL	BUY	10.0532	4,041	4,041
15-May-19	FIL	BUY	10.0532	5,012	5,012
15-May-19	FIL	BUY	10.0532	10,531	10,531
16-May-19	FIL	BUY	10.1957	708	708
16-May-19	FIL	BUY	10.1957	708	708
16-May-19	FIL	BUY	10.1957	831	831
16-May-19	FIL	BUY	10.1957	911	911
16-May-19	FIL	BUY	10.1957	1,021	1,021
16-May-19	FIL	BUY	10.1957	1,058	1,058
16-May-19	FIL	BUY	10.1957	1,764	1,764
16-May-19	FIL	BUY	10.1957	2,188	2,188
16-May-19	FIL	BUY	10.1957	4,598	4,598

20-May-19	FIL	BUY	10.7696	365	365
20-May-19	FIL	BUY	10.7696	671	671
20-May-19	FIL	BUY	10.7696	1,537	1,537
20-May-19	FIL	BUY	10.7696	1,684	1,684
20-May-19	FIL	BUY	10.7696	1,886	1,886
20-May-19	FIL	BUY	10.7696	1,956	1,956
20-May-19	FIL	BUY	10.7696	3,261	3,261
20-May-19	FIL	BUY	10.7696	4,045	4,045
20-May-19	FIL	BUY	10.7696	8,499	8,499
24-May-19	FIL	SELL	11.2500	30,000	30,000
24-May-19	FIL	SELL	11.2500	26,954	26,954
24-May-19	FIL	SELL	11.2536	2,759	2,759
27-May-19	FIL	SELL	11.5550	44,536	44,536
27-May-19	FIL	SELL	11.5191	2,693	2,693
28-May-19	FIL	SELL	11.7200	51,052	51,052
28-May-19	FIL	SELL	11.7693	9,694	9,694
28-May-19	FIL	SELL	11.7200	3,164	3,164
28-May-19	FIL	SELL	11.7693	617	617
29-May-19	FIL	SELL	11.7437	6,211	6,211
29-May-19	FIL	SELL	11.5594	3,781	3,781
29-May-19	FIL	SELL	11.5594	235	235
30-May-19	FIL	SELL	11.2480	28,409	28,409
31-May-19	FIL	SELL	11.3235	11,312	11,312
4-Jun-19	FIL	SELL	10.8787	32,190	32,190
4-Jun-19	FIL	SELL	10.8787	8,942	8,942
5-Jun-19	FIL	TRANSITION OUT	11.1300	160,433	160,433
5-Jun-19	FIL	TRANSITION IN	11.1300	160,433	160,433
6-Jun-19	FIL	SELL	11.1852	32,130	32,130
11-Jun-19	FIL	SELL	11.6047	1,241	1,241

13-Jun-19	FIL	SELL	11.0050	20,000	20,000
13-Jun-19	FIL	SELL	10.9882	6,186	6,186
14-Jun-19	FIL	SELL	11.2550	48,919	48,919
20-Jun-19	FIL	BUY	11.4504	25,253	25,253
20-Jun-19	FIL	BUY	11.4504	28,259	28,259
24-Jun-19	FIL	SELL	11.3179	884	884
3-Jul-19	FIL	SELL	10.9926	21,094	21,094
4-Jul-19	FIL	SELL	10.7075	26,255	26,255
5-Jul-19	FIL	SELL	10.7995	5,687	5,687
8-Jul-19	FIL	SELL	10.8377	433	433
15-Jul-19	FIL	SELL	11.8346	6,493	6,493
15-Jul-19	FIL	SELL	11.8346	3,235	3,235
16-Jul-19	FIL	SELL	11.8700	20,206	20,206
16-Jul-19	FIL	SELL	11.8700	13,375	13,375
16-Jul-19	FIL	SELL	11.8700	806	806
18-Jul-19	FIL	SELL	11.7150	46,579	46,579
18-Jul-19	FIL	SELL	11.7150	4,467	4,467
18-Jul-19	FIL	SELL	11.6896	2,860	2,860
18-Jul-19	FIL	SELL	11.7150	1,789	1,789
22-Jul-19	FIL	SELL	11.8450	60,226	60,226
22-Jul-19	FIL	SELL	11.8450	23,454	23,454
22-Jul-19	FIL	SELL	11.8450	17,666	17,666
22-Jul-19	FIL	SELL	11.8450	14,494	14,494
22-Jul-19	FIL	SELL	11.7916	1,985	1,985
22-Jul-19	FIL	SELL	11.8450	876	876
23-Jul-19	FIL	SELL	11.4656	14,098	14,098
24-Jul-19	FIL	SELL	11.4600	7,126	7,126
29-Jul-19	FIL	SELL	11.5550	40,324	40,324
29-Jul-19	FIL	SELL	11.5550	5,177	5,177
29-Jul-19	FIL	SELL	11.5558	2,971	2,971

29-Jul-19	FIL	SELL	11.5550	2,067	2,067
30-Jul-19	FIL	SELL	11.3650	46,149	46,149
30-Jul-19	FIL	SELL	11.3650	3,917	3,917
30-Jul-19	FIL	SELL	11.1949	2,988	2,988
30-Jul-19	FIL	SELL	11.3650	1,566	1,566
16-Aug-19	FIL	SELL	11.3700	49,654	49,654
22-Aug-19	FIL	SELL	12.5817	4,854	4,854
22-Aug-19	FIL	SELL	12.5817	1,933	1,933
23-Aug-19	FIL	SELL	12.1750	44,146	44,146
23-Aug-19	FIL	SELL	12.1750	3,552	3,552
23-Aug-19	FIL	SELL	12.2349	3,405	3,405
23-Aug-19	FIL	SELL	12.1750	2,842	2,842
23-Aug-19	FIL	SELL	12.1750	1,586	1,586
23-Aug-19	FIL	SELL	12.2349	411	411
28-Aug-19	FIL	BUY	12.2430	22,175	22,175
5-Sep-19	FIL	SELL	12.3849	4,606	4,606
5-Sep-19	FIL	SELL	12.3849	1,784	1,784
12-Sep-19	FIL	BUY	12.7777	356	356
12-Sep-19	FIL	BUY	12.7777	1,081	1,081
12-Sep-19	FIL	BUY	12.7777	1,895	1,895
12-Sep-19	FIL	BUY	12.7777	4,455	4,455
12-Sep-19	FIL	BUY	12.7777	16,213	16,213
13-Sep-19	FIL	BUY	12.8904	813	813
13-Sep-19	FIL	BUY	12.8904	2,470	2,470
13-Sep-19	FIL	BUY	12.8904	4,332	4,332
13-Sep-19	FIL	BUY	12.8904	10,182	10,182
13-Sep-19	FIL	BUY	12.8904	37,053	37,053
16-Sep-19	FIL	BUY	12.9481	296	296
16-Sep-19	FIL	BUY	12.9481	901	901
16-Sep-19	FIL	BUY	12.9481	1,579	1,579

16-Sep-19	FIL	BUY	12.9481	3,713	3,713
16-Sep-19	FIL	BUY	12.9481	13,511	13,511
30-Sep-19	FIL	TRANSITION OUT	12.8100	250,458	250,458
4-Oct-19	FIL	BUY	12.8251	30,000	30,000
8-Oct-19	FIL	BUY	12.8787	36,344	36,344
9-Oct-19	FIL	BUY	12.9175	142,723	142,723
17-Oct-19	FIL	SELL	13.6167	6,293	6,293
17-Oct-19	FIL	SELL	13.6167	550	550
18-Oct-19	FIL	SELL	13.8400	24,766	24,766
18-Oct-19	FIL	SELL	13.8400	2,162	2,162
21-Oct-19	FIL	SELL	13.8200	52,797	52,797
21-Oct-19	FIL	SELL	13.8022	41	41
23-Oct-19	FIL	SELL	13.8000	42,562	42,562
23-Oct-19	FIL	SELL	13.8000	2,644	2,644
31-Oct-19	FIL	SELL	13.4961	8,121	8,121
31-Oct-19	FIL	SELL	13.4961	539	539
1-Nov-19	FIL	SELL	13.4718	33,830	33,830
1-Nov-19	FIL	SELL	13.4718	2,158	2,158
1-Nov-19	FIL	BUY	13.5000	972	972
5-Nov-19	FIL	BUY	13.4489	103	103
19-Nov-19	FIL	SELL	12.1151	22,160	22,160
19-Nov-19	FIL	SELL	12.1151	7,651	7,651
19-Nov-19	FIL	SELL	11.9478	3,026	3,026
19-Nov-19	FIL	SELL	12.1151	3,011	3,011
19-Nov-19	FIL	SELL	12.1151	2,229	2,229
19-Nov-19	FIL	SELL	12.1151	1,435	1,435
19-Nov-19	FIL	SELL	12.1151	1,228	1,228
19-Nov-19	FIL	SELL	12.1151	1,228	1,228
19-Nov-19	FIL	SELL	11.9478	1,044	1,044

19-Nov-19	FIL	SELL	11.9478	614	614
20-Nov-19	FIL	SELL	12.2913	18,829	18,829
20-Nov-19	FIL	SELL	12.2913	6,501	6,501
20-Nov-19	FIL	SELL	12.2913	2,710	2,710
20-Nov-19	FIL	SELL	12.2913	1,667	1,667
20-Nov-19	FIL	SELL	12.2913	1,073	1,073
20-Nov-19	FIL	SELL	12.2913	596	596
20-Nov-19	FIL	SELL	12.2913	596	596
21-Nov-19	FIL	SELL	11.9877	10,521	10,521
21-Nov-19	FIL	SELL	11.9877	3,632	3,632
21-Nov-19	FIL	SELL	11.9877	1,515	1,515
21-Nov-19	FIL	SELL	11.9877	931	931
21-Nov-19	FIL	SELL	11.9877	614	614
21-Nov-19	FIL	SELL	11.9877	614	614
21-Nov-19	FIL	SELL	11.9877	361	361
22-Nov-19	FIL	SELL	11.8163	16,558	16,558
22-Nov-19	FIL	SELL	11.8163	5,717	5,717
22-Nov-19	FIL	SELL	11.8163	2,383	2,383
22-Nov-19	FIL	SELL	11.8163	1,465	1,465
22-Nov-19	FIL	SELL	11.8163	941	941
22-Nov-19	FIL	SELL	11.8163	623	623
25-Nov-19	FIL	SELL	11.3786	25,930	25,930
25-Nov-19	FIL	SELL	11.3786	8,952	8,952
25-Nov-19	FIL	SELL	11.3786	3,733	3,733
25-Nov-19	FIL	SELL	11.3786	2,295	2,295
25-Nov-19	FIL	SELL	11.3786	1,473	1,473
25-Nov-19	FIL	SELL	11.3786	583	583
14-Jan-20	FIL	BUY	11.9732	5,475	5,475
22-Jan-20	FIL	BUY	12.1241	4,545	4,545
22-Jan-20	FIL	BUY	12.1241	7,541	7,541

23-Jan-20	FIL	TRANSITION OUT	11.8900	197,958	197,958
23-Jan-20	FIL	BUY	12.0890	1,027	1,027
23-Jan-20	FIL	BUY	12.0890	1,705	1,705
			Total Buys	524,845	524,845
			Total Sell	(1,229,947)	(1,229,947)
			Total Transition In	160,433	160,433
			Total Transition Out	(608,849)	(608,849)
			Total Movement	(1,153,518)	(1,153,518)

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: 29 January 2020

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	BNP PARIBAS SEC SRVS ITALY	Investment Discretion / Voting Power	57,142
		BROWN BROS HARRIMN LTD LUX (C)		776,378
		HSBC BANK PLC (C)		2,255,942
		JPMORGAN CHASE BANK NA LDN		402,519
		NATIONAL ASTL BK MELBOURNE (S)		156,978
		NORTHERN TRUST LONDON (C)		43,547
FIL INVESTMENT MANAGEMENT (HONG KONG) LIMITED	Level 21, Two Pacific Place, 88 Queensway, Admiralty, Hong Kong	BROWN BROS HARRIMN LTD LUX (C)		2,893,354
		CLEARSTREAM BANKING SA LUX (C)		176,607
		LANDESBANK BADEN-WUERTTEMBERG		330,314
FIL LIMITED	Pembroke Hall, 42 Crow Lane, Pembroke, Bermuda	STATE STREET BANK AND TR CO		
FIL RESPONSIBLE ENTITY (AUSTRALIA) LIMITED	Level 11, 167 Macquarie Street, Sydney, NSW 2000, Australia	JP MORGAN, BOURNEMOUTH (C)		616,001
Grand Total				7,709,857