

Pendal Group Limited

Level 14, The Chifley Tower
2 Chifley Square
Sydney NSW 2000
Australia

ABN 28 126 385 822

PENDAL

Company Announcements Platform
Australian Securities Exchange Limited
20 Bridge Street
SYDNEY NSW 2000

26 March 2020

Re: Notice of Initial Substantial Holder

In accordance with section 671B of the Corporations Act 2001 (Cth), we attach a Notice of Initial Substantial Holder (Form 603) in respect of City Chic Collective Limited (**CCX**).

Yours faithfully



Joanne Hawkins
Group Company Secretary

Form 603

Corporations Act 2001
Section 671B

Notice of initial substantial holder

To Company Name/Scheme CITY CHIC COLLECTIVE LIMITED (CCX)

ACN/ARSN ACN 057 569 169

1. Details of substantial holder(1)

Name PENDAL GROUP LIMITED (PDL)

ACN/ARSN (if applicable) ACN 126 385 822

The holder became a substantial holder on 24/03/2020

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 Shares	10,686,118	10,686,118	
Total	10,686,118	10,686,118	5.33%

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)	Number of securities	Class of securities
Pendal Fund Services Limited *	Pendal Fund Services Limited is the responsible entity of various managed investment schemes and, in that capacity, can exercise the power to vote or dispose of the shares.	9,281,649	Ordinary
Pendal Institutional Limited	Pendal Institutional Limited is the responsible entity of various managed investment schemes and, in that capacity, can exercise the power to vote or dispose of the shares.	1,404,469	Ordinary

*Pendal Fund Services Limited has appointed Pendal Institutional Limited to act as the investment manager of the trusts of which it is responsible entity, giving Pendal Institutional Limited the capacity to exercise the power to vote or dispose of the shares. Pendal Institutional Limited therefore also has a relevant interest in shares in which Pendal Fund Services Limited has a relevant interest.

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	Persons entitled to be registered as holder (8)	Class and number of securities
Pendal Fund Services Limited	HSBC Custody Nominees (Australia) Limited. UBS Wealth Management	See Annexure 'A'	9,281,649 Ordinary
Pendal Institutional Limited	BNP Fund Services Australasia Pty Limited Citicorp Nominees Pty Limited HSBC Custody Nominees (Australia) Limited JP Morgan Chase Bank National Australia Bank Limited National Custodian Nominees Northern Trust Company Limited Permanent Trustee Australia Ltd RBC Investor Services Trust State Street Australia Limited	See Annexure 'A'	1,404,469 Ordinary

4. 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
		Cash	Non-cash	

5. 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

6. Addresses

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

Name	Address
Pendal Group Limited (PDL)	Level 14, Chifley Tower, 2 Chifley Square, Sydney NSW 2000
Pendal Fund Services Limited	Level 14, Chifley Tower, 2 Chifley Square, Sydney NSW 2000
Pendal Institutional Limited	Level 14, Chifley Tower, 2 Chifley Square, Sydney NSW 2000
CITY CHIC COLLECTIVE LIMITED (CCX)	The Company Secretary, CITY CHIC COLLECTIVE LIMITED (CCX) 151 – 163 Wyndham Street Alexandria NSW 2015

Signature

Print name Joanne Hawkins Capacity Company Secretary

Sign here _____ Date 26/03/2020

DIRECTIONS

- (1) If there are a number of substantial holders with similar or related relevant interests (e.g. 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 7 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 total number of votes attached to all the voting shares in the company or voting interests in the scheme (if any) that the person or an associate has a relevant interest in.
 - (6) The person’s votes divided by the total votes in the body corporate scheme multiplied by 100.
 - (7) Include details of:
 - (a) any relevant agreement or other circumstances by which the relevant interest was acquired. If subsection 671B(4) applies, a copy of any document setting out the terms of any relevant agreement, and with 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.
- (8) If the substantial holder is unable to determine the identity of the person (e.g. if the relevant interest arises because of an option) write “unknown”.
 - (9) 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.

ANNEXURE A

This is annexure 'A' referred to in Form 603, Notice of initial substantial holder, lodged for Pental Group Limited ACN 126 385 822.

Joanne Hawkins – Company Secretary, Pental Group Limited 26/03/2020

Sales & Purchases for the period : 24/11/2019 to 24/03/2019

SECURITY: CCX

Pental Fund Services Limited

Date	Registered Company	Nature of Change	Quantity	Consideration	Class of Securities	Person's votes affected
25/11/2019	HSBC Custody Nominees (Australia) Limited.	Sell	-55,033	-148,589.10	Ordinary	55,033
25/11/2019	HSBC Custody Nominees (Australia) Limited.	Sell	-76,577	-206,757.90	Ordinary	76,577
25/11/2019	HSBC Custody Nominees (Australia) Limited.	Sell	-2,000	-5,400.00	Ordinary	2,000
26/11/2019	HSBC Custody Nominees (Australia) Limited.	Sell	-6,487	-17,839.25	Ordinary	6,487
26/11/2019	HSBC Custody Nominees (Australia) Limited.	Sell	-23,882	-65,675.50	Ordinary	23,882
27/11/2019	HSBC Custody Nominees (Australia) Limited.	Sell	-10,904	-29,986.00	Ordinary	10,904
27/11/2019	HSBC Custody Nominees (Australia) Limited.	Sell	-13,816	-37,994.00	Ordinary	13,816
27/11/2019	HSBC Custody Nominees (Australia) Limited.	Sell	-72,299	-198,822.25	Ordinary	72,299
27/11/2019	HSBC Custody Nominees (Australia) Limited.	Sell	-20,991	-57,725.25	Ordinary	20,991
28/11/2019	HSBC Custody Nominees (Australia) Limited.	Sell	-432	-1,196.64	Ordinary	432
28/11/2019	HSBC Custody Nominees (Australia) Limited.	Sell	-115,437	-317,451.75	Ordinary	115,437
29/11/2019	HSBC Custody Nominees (Australia) Limited.	Sell	-8,498	-23,454.48	Ordinary	8,498
9/01/2020	HSBC Custody Nominees (Australia) Limited.	Sell	-19,832	-54,538.00	Ordinary	19,832
10/01/2020	HSBC Custody Nominees (Australia) Limited.	Sell	-47,945	-132,807.65	Ordinary	47,945
10/01/2020	HSBC Custody Nominees (Australia) Limited.	Sell	-9,477	-26,251.29	Ordinary	9,477
3/02/2020	HSBC Custody Nominees (Australia) Limited.	Sell	-76,143	-236,043.30	Ordinary	76,143
3/02/2020	HSBC Custody Nominees (Australia) Limited.	Sell	-33,857	-104,956.70	Ordinary	33,857
2/03/2020	HSBC Custody Nominees (Australia) Limited.	Buy	312,841	844,670.70	Ordinary	312,841
3/03/2020	HSBC Custody Nominees (Australia) Limited.	Buy	335	964.80	Ordinary	335
3/03/2020	HSBC Custody Nominees (Australia) Limited.	Buy	551,738	1,600,040.20	Ordinary	551,738
5/03/2020	HSBC Custody Nominees (Australia) Limited.	Buy	8,421	22,989.33	Ordinary	8,421
5/03/2020	HSBC Custody Nominees (Australia) Limited.	Buy	3,838	10,554.50	Ordinary	3,838
5/03/2020	HSBC Custody Nominees (Australia) Limited.	Sell	-7,151	-19,665.25	Ordinary	7,151
6/03/2020	HSBC Custody Nominees (Australia) Limited.	Buy	54,814	134,842.44	Ordinary	54,814
6/03/2020	HSBC Custody Nominees (Australia) Limited.	Sell	-7,151	-17,805.99	Ordinary	7,151
9/03/2020	HSBC Custody Nominees (Australia) Limited.	Buy	55,378	123,492.94	Ordinary	55,378
9/03/2020	HSBC Custody Nominees (Australia) Limited.	Sell	-14,302	-32,036.48	Ordinary	14,302
10/03/2020	HSBC Custody Nominees (Australia) Limited.	Buy	215,253	490,776.84	Ordinary	215,253
11/03/2020	HSBC Custody Nominees (Australia) Limited.	Buy	106,929	254,491.02	Ordinary	106,929
11/03/2020	HSBC Custody Nominees (Australia) Limited.	Buy	76,357	181,729.66	Ordinary	76,357
12/03/2020	HSBC Custody Nominees (Australia) Limited.	Buy	138,000	300,840.00	Ordinary	138,000
24/03/2020	HSBC Custody Nominees (Australia) Limited.	Buy	44,558	41,884.52	Ordinary	44,558
24/03/2020	HSBC Custody Nominees (Australia) Limited.	Buy	362,927	330,263.57	Ordinary	362,927
24/03/2020	HSBC Custody Nominees (Australia) Limited.	Buy	9,570	8,995.80	Ordinary	9,570
24/03/2020	HSBC Custody Nominees (Australia) Limited.	Buy	3,066	2,882.04	Ordinary	3,066
24/03/2020	HSBC Custody Nominees (Australia) Limited.	Buy	14,278	13,421.32	Ordinary	14,278

5/07/2019	HSBC Custody Nominees (Australia) Limited.	Buy	116,293	105,826.63	Ordinary	116,293
	Total		1,452,382	2,733,669.53		

Pendal Fund Services Limited 1,452,382 2,733,669.53

Pendal Institutional Limited

Date	Registered Company	Nature of Change	Quantity	Consideration	Class of Securities	Person's votes affected
2/03/2020	Australia and New Zealand Banking Group Limited	Buy	5,779	15,603.30	Ordinary	5,779
3/03/2020	Australia and New Zealand Banking Group Limited	Sell	-335	-964.80	Ordinary	-335
3/03/2020	Australia and New Zealand Banking Group Limited	Buy	10,192	29,556.80	Ordinary	10,192
5/03/2020	Australia and New Zealand Banking Group Limited	Buy	156	425.88	Ordinary	156
6/03/2020	Australia and New Zealand Banking Group Limited	Buy	1,013	2,491.98	Ordinary	1,013
9/03/2020	Australia and New Zealand Banking Group Limited	Buy	1,260	2,809.80	Ordinary	1,260
10/03/2020	Australia and New Zealand Banking Group Limited	Buy	4,201	9,578.28	Ordinary	4,201
11/03/2020	Australia and New Zealand Banking Group Limited	Buy	1,985	4,724.30	Ordinary	1,985
16/03/2020	Australia and New Zealand Banking Group Limited	Sell	-3,266	-6,238.06	Ordinary	-3,266
24/03/2020	Australia and New Zealand Banking Group Limited	Buy	5,811	5,288.01	Ordinary	5,811
24/03/2020	Australia and New Zealand Banking Group Limited	Buy	153	143.82	Ordinary	153
24/03/2020	Australia and New Zealand Banking Group Limited	Buy	713	670.22	Ordinary	713
	Total		27,662	64,089.53		

Date	Registered Company	Nature of Change	Quantity	Consideration	Class of Securities	Person's votes affected
2/03/2020	HSBC Custody Nominees (Australia) Limited.	Buy	45,788	123,627.60	Ordinary	45,788
3/03/2020	HSBC Custody Nominees (Australia) Limited.	Buy	80,753	234,183.70	Ordinary	80,753
5/03/2020	HSBC Custody Nominees (Australia) Limited.	Buy	644	1,771.00	Ordinary	644
5/03/2020	HSBC Custody Nominees (Australia) Limited.	Buy	1,233	3,366.09	Ordinary	1,233
6/03/2020	HSBC Custody Nominees (Australia) Limited.	Buy	1,157	2,880.93	Ordinary	1,157
6/03/2020	HSBC Custody Nominees (Australia) Limited.	Buy	8,023	19,736.58	Ordinary	8,023
9/03/2020	HSBC Custody Nominees (Australia) Limited.	Buy	17,668	39,399.64	Ordinary	17,668
10/03/2020	HSBC Custody Nominees (Australia) Limited.	Buy	34,846	79,448.88	Ordinary	34,846
11/03/2020	HSBC Custody Nominees (Australia) Limited.	Buy	17,313	41,204.94	Ordinary	17,313
24/03/2020	HSBC Custody Nominees (Australia) Limited.	Buy	7,100	6,674.00	Ordinary	7,100
24/03/2020	HSBC Custody Nominees (Australia) Limited.	Buy	1,525	1,433.50	Ordinary	1,525
24/03/2020	HSBC Custody Nominees (Australia) Limited.	Buy	57,833	52,628.03	Ordinary	57,833
	Total		273,883	606,354.89		

Date	Registered Company	Nature of Change	Quantity	Consideration	Class of Securities	Person's votes affected
2/03/2020	State Street Australia Limited	Buy	124,143	335,186.10	Ordinary	124,143

2/03/2020	State Street Australia Limited	Buy	61,449	165,912.30	Ordinary	61,449
3/03/2020	State Street Australia Limited	Buy	218,943	634,934.70	Ordinary	218,943
3/03/2020	State Street Australia Limited	Buy	108,374	314,284.60	Ordinary	108,374
5/03/2020	State Street Australia Limited	Buy	1,785	4,908.75	Ordinary	1,785
5/03/2020	State Street Australia Limited	Buy	3,342	9,123.66	Ordinary	3,342
5/03/2020	State Street Australia Limited	Buy	1,654	4,515.42	Ordinary	1,654
5/03/2020	State Street Australia Limited	Buy	884	2,431.00	Ordinary	884
6/03/2020	State Street Australia Limited	Buy	4,009	9,982.41	Ordinary	4,009
6/03/2020	State Street Australia Limited	Buy	21,752	53,509.92	Ordinary	21,752
6/03/2020	State Street Australia Limited	Buy	1,985	4,942.65	Ordinary	1,985
6/03/2020	State Street Australia Limited	Buy	10,767	26,486.82	Ordinary	10,767
9/03/2020	State Street Australia Limited	Buy	50,419	112,434.37	Ordinary	50,419
9/03/2020	State Street Australia Limited	Buy	24,956	55,651.88	Ordinary	24,956
10/03/2020	State Street Australia Limited	Buy	95,453	217,632.84	Ordinary	95,453
10/03/2020	State Street Australia Limited	Buy	47,247	107,723.16	Ordinary	47,247
11/03/2020	State Street Australia Limited	Buy	47,412	112,840.56	Ordinary	47,412
11/03/2020	State Street Australia Limited	Buy	23,470	55,858.60	Ordinary	23,470
24/03/2020	State Street Australia Limited	Buy	4,337	4,076.78	Ordinary	4,337
24/03/2020	State Street Australia Limited	Buy	164,469	149,666.79	Ordinary	164,469
24/03/2020	State Street Australia Limited	Buy	20,192	18,980.48	Ordinary	20,192
24/03/2020	State Street Australia Limited	Buy	2,146	2,017.24	Ordinary	2,146
24/03/2020	State Street Australia Limited	Buy	9,994	9,394.36	Ordinary	9,994
24/03/2020	State Street Australia Limited	Buy	81,404	74,077.64	Ordinary	81,404
	Total		571,499	920,354.70		

Pendal Institutional Limited

873,044

1,590,799.12