

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

9 February 2022

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 Viva Energy Group Limited (**VEA**).

Yours faithfully



Joanne Hawkins
Group Company Secretary

Form 603

Corporations Act 2001
Section 671B

Notice of initial substantial holder

To Company Name/Scheme Viva Energy Group Limited

ACN/ARSN ACN 626 661 032

1. Details of substantial holder(1)

Name Pendal Group Limited

ACN/ARSN (if applicable) ACN 126 385 822

The holder became a substantial holder on 07/02/2022

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	78,183,777	78,183,777	
Total	78,183,777	78,183,777	5.04%

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.	27,823,458	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.	50,360,319	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'	27,823,458 Ordinary
Pendal Institutional Limited	BNP Fund Services Australasia Pty Ltd Citicorp Nominees Pty Ltd HSBC Custody Nominees (Australia) Limited. JP Morgan Chase Bank Mitsubishi UFJ Investor Services & Banking (Luxembourg) S.A. National Custodian Nominees Northern Trust Company Ltd	See Annexure 'A'	50,360,319 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	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
Viva Energy Group Limited	The Company Secretary, Viva Energy Group Limited Level 16, 720 Bourke Street Docklands VIC 3008 Tel: +61 3 8823 4444

Signature

Print name Joanne Hawkins Capacity Company Secretary

Sign here  Date 09/02/2022

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 09/02/2022

Sales & Purchases for the period : 6/12/2021 to 7/02/2022

SECURITY: VEA

Pental Fund Services Limited

Date	Registered Company	Nature of Change	Quantity	Consideration	Class of Securities	Person's votes affected
13/12/2021	HSBC Custody Nominees (Australia) Limited.	Buy	1,146,868	2,460,031.86	Ordinary	1,146,868
21/12/2021	HSBC Custody Nominees (Australia) Limited.	Sell	-21,992	-49,037.76	Ordinary	21,992
24/01/2022	HSBC Custody Nominees (Australia) Limited.	Sell	-72,001	-157,538.19	Ordinary	72,001
7/02/2022	HSBC Custody Nominees (Australia) Limited.	Buy	705,902	1,596,891.50	Ordinary	705,902
	Total		1,758,777	3,850,347.41		
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Pental Fund Services Limited			1,758,777	3,850,347.41		

Pental Institutional Limited

Date	Registered Company	Nature of Change	Quantity	Consideration	Class of Securities	Person's votes affected
6/01/2022	BNP Fund Services Australasia Pty Limited	Sell	-10,151	-23,448.81	Ordinary	10,151
17/01/2022	BNP Fund Services Australasia Pty Limited	Sell	-14,426	-34,045.36	Ordinary	14,426
	Total		-24,577	-57,494.17		
Date	Registered Company	Nature of Change	Quantity	Consideration	Class of Securities	Person's votes affected
29/12/2021	Citicorp Nominees Pty Limited	Sell	-44,342	-102,589.65	Ordinary	44,342
24/01/2022	Citicorp Nominees Pty Limited	Corp Action	457,704	997,794.72	Ordinary	457,704
	Total		413,362	895,205.07		
Date	Registered Company	Nature of Change	Quantity	Consideration	Class of Securities	Person's votes affected
21/12/2021	HSBC Custody Nominees (Australia) Limited	Sell	-13,723	-30,588.57	Ordinary	13,723
29/12/2021	HSBC Custody Nominees (Australia) Limited	Buy	44,342	102,589.65	Ordinary	44,342
	Total		30,619	72,001.08		

Date	Registered Company	Nature of Change	Quantity	Consideration	Class of Securities	Person's votes affected
23/12/2021	J P Morgan Chase Bank	Sell	-44,643	-100,000.32	Ordinary	44,643
25/01/2022	J P Morgan Chase Bank	Sell	-173,126	-367,027.12	Ordinary	173,126
7/02/2022	J P Morgan Chase Bank	Buy	127,462	288,344.54	Ordinary	127,462
	Total		-90,307	-178,682.90		

Date	Registered Company	Nature of Change	Quantity	Consideration	Class of Securities	Person's votes affected
18/01/2021	Mitsubishi UFJ Investor Services & Banking (Luxembourg) S.A.	Buy	-15,482	-37,001.98	Ordinary	15,482
	Total		-15,482	-37,001.98		

Date	Registered Company	Nature of Change	Quantity	Consideration	Class of Securities	Person's votes affected
10/12/2021	Northern Trust Company Limited	Corporate Action	173,752	368,354.24	Ordinary	173,752
	Total		173,752	368,354.24		

Pendal Institutional Limited	487,367	1,062,381.34
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