

# Form 604

Corporations Act 2001  
Section 671B

## Notice of change of interests of substantial holder

To Company Name/Scheme **MCMILLAN SHAKESPEARE LIMITED (MMS)**  
ACN/ARSN **ACN 107 233 983**

### 1. Details of substantial holder (1)

Name **PERPETUAL LIMITED and its related bodies corporate**  
ACN/ARSN (if applicable) **ACN 000 431 827**

There was a change in the interests of the substantial holder on **05/12/2023**  
The previous notice was given to the company on **19/09/2023**  
The previous notice was dated **15/09/2023**

### 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		Present notice	
	Person's votes	Voting power (5)	Person's votes	Voting power (5)
<b>Ordinary</b>	4,237,281	<b>6.084%</b>	4,940,351	<b>7.0938%</b>

### 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
	Refer to annexure A				

### 4. Present relevant interests

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

Holder of relevant interest	Registered holder of securities	Person entitled to be registered as holder (8)	Nature of relevant interest (6)	Class and number of securities	Person's votes
	Refer to annexure B				

**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

**6. Addresses**

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

Name	Address
Perpetual Limited (PPT)	18/123 Pitt Street Sydney, NSW 2000
Perpetual Investment Management Limited (PIML)	18/123 Pitt Street Sydney, NSW 2000
Pendal Group Limited (PDL)	Level 14, Chifley Tower, 2 Chifley Square, Sydney NSW 2000
Pendal Fund Services Limited (PFSL)	Level 14, Chifley Tower, 2 Chifley Square, Sydney NSW 2000
Pendal Institutional Limited (PIL)	Level 14, Chifley Tower, 2 Chifley Square, Sydney NSW 2000
McMillan Shakespeare Limited (MMS)	Level 21, The Tower, Melbourne Central, 360 Elizabeth Street, Melbourne, VIC 3000, Australia

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**Signature**

print name      Sylvie Dimarco      capacity      Company Secretary

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sign here      *Sylvie Dimarco*      date      07/12/2023

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## DIRECTIONS

- (1) If there are a number of substantial holders with similar or related relevant interests (eg. 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 6 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 person's votes divided by the total votes in the body corporate or scheme multiplied by 100.
  - (6) Include details of:
    - (a) any relevant agreement or other circumstances because of which the change in relevant interest occurred. If subsection 671B(4) applies, a copy of any document setting out the terms of any relevant agreement, and 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.
- (7) 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.
  - (8) If the substantial holder is unable to determine the identity of the person (eg. if the relevant interest arises because of an option) write "unknown".
  - (9) Give details, if appropriate, of the present association and any change in that association since the last substantial holding notice.

**ANNEXURE A**

This is annexure 'A' referred to in Form 604, Notice of change of interests of substantial holder, lodged for Perpetual Limited ACN 000 431 827

Sylvie Dimarco – Company Secretary, Perpetual Limited 07/12/2023

Entity	Custodian	Date	Transaction Type	Consideration (Cash)	Class (Ordinary) and number	Person's vote affected
PFSL	HSBC Custody Nominees (Australia) Limited	2023-10-24	Purchase	872,388.31	53,697	53,697
PFSL	HSBC Custody Nominees (Australia) Limited	2023-10-30	Purchase	41,292.17	2,505	2,505
PFSL	HSBC Custody Nominees (Australia) Limited	2023-11-15	Purchase	534,962.77	29,853	29,853
PFSL	HSBC Custody Nominees (Australia) Limited	2023-11-16	Purchase	427,250.41	23,709	23,709
PFSL	HSBC Custody Nominees (Australia) Limited	2023-11-17	Purchase	208,455.29	11,778	11,778
PIL	HSBC Custody Nominees (Australia) Limited	2023-10-24	Purchase	229,400.58	14,120	14,120
PIL	HSBC Custody Nominees (Australia) Limited	2023-10-30	Purchase	10,467.28	635	635
PIL	HSBC Custody Nominees (Australia) Limited	2023-11-15	Purchase	135,581.96	7,566	7,566
PIL	HSBC Custody Nominees (Australia) Limited	2023-11-16	Purchase	108,285.79	6,009	6,009
PIL	HSBC Custody Nominees (Australia) Limited	2023-11-17	Purchase	52,830.62	2,985	2,985
PIL	National Nominees Limited	2023-10-24	Purchase	60,258.27	3,709	3,709
PIL	National Nominees Limited	2023-10-30	Purchase	2,555.00	155	155
PIL	National Nominees Limited	2023-11-15	Purchase	33,223.49	1,854	1,854
PIL	National Nominees Limited	2023-11-16	Purchase	26,544.34	1,473	1,473
PIL	National Nominees Limited	2023-11-17	Purchase	12,937.75	731	731
PIML	Citicorp Nominees Pty Ltd	2023-09-18	Purchase	5,590.84	346	346
PIML	Citicorp Nominees Pty Ltd	2023-10-24	Purchase	442.0781	28	28
PIML	Citicorp Nominees Pty Ltd	2023-12-05	Purchase	6,324.00	372	372
PIML	HSBC Custody Nominees (Australia) Limited	2023-09-19	Purchase	712,762.49	45,141	45,141
PIML	HSBC Custody Nominees (Australia) Limited	2023-09-22	Purchase	751,750.92	45,545	45,545
PIML	HSBC Custody Nominees (Australia) Limited	2023-09-22	Purchase	171,921.41	10,534	10,534
PIML	HSBC Custody Nominees (Australia) Limited	2023-09-25	Purchase	32,784.40	2,006	2,006
PIML	HSBC Custody Nominees (Australia) Limited	2023-09-27	Purchase	1,611,557.50	100,000	100,000
PIML	HSBC Custody Nominees (Australia) Limited	2023-09-28	Purchase	295,164.28	18,234	18,234
PIML	HSBC Custody Nominees (Australia) Limited	2023-09-29	Purchase	806,309.70	50,000	50,000
PIML	HSBC Custody Nominees (Australia) Limited	2023-10-12	Purchase	42,524.20	2,723	2,723
PIML	HSBC Custody Nominees (Australia) Limited	2023-10-12	Purchase	191,725.89	12,277	12,277
PIML	HSBC Custody Nominees (Australia) Limited	2023-10-24	Purchase	45,976.12	2,912	2,912
PIML	HSBC Custody Nominees (Australia) Limited	2023-10-24	Purchase	32,082.24	2,032	2,032
PIML	HSBC Custody Nominees (Australia) Limited	2023-10-24	Purchase	65,017.06	4,118	4,118
PIML	HSBC Custody Nominees (Australia) Limited	2023-10-30	Purchase	1,642,295.27	98,000	98,000
PIML	HSBC Custody Nominees (Australia) Limited	2023-12-05	Purchase	321,878.00	18,934	18,934
PIML	National Nominees Pty Ltd	2023-09-19	Purchase	76,722.11	4,859	4,859
PIML	National Nominees Pty Ltd	2023-09-22	Purchase	18,262.77	1,119	1,119
PIML	National Nominees Pty Ltd	2023-10-24	Purchase	6,820.63	432	432
PIML	UBS Nominees Pty Ltd	2023-09-18	Purchase	802,333.46	49,654	49,654

PIML	UBS Nominees Pty Ltd	2023-09-20	Purchase	201,748.65	12,205	12,205
PIML	UBS Nominees Pty Ltd	2023-10-24	Purchase	89,599.76	5,675	5,675
PIML	UBS Nominees Pty Ltd	2023-12-05	Purchase	937,465.00	55,145	55,145

**ANNEXURE B**

This is annexure 'B' referred to in Form 604, Notice of change of interests of substantial holder, lodged for Perpetual Limited ACN 000 431 827

Sylvie Dimarco – Company Secretary, Perpetual Limited 07/12/2023

<b>Holder of relevant interest</b>	<b>Registered holder securities</b>	<b>Persons entitled to be registered holder</b>	<b>Number of securities</b>	<b>Number of securities</b>
PFSL	HSBC Custody Nominees (Australia) Limited	HSBC Custody Nominees (Australia) Limited	509,899	509,899
PIL	HSBC Custody Nominees (Australia) Limited	HSBC Custody Nominees (Australia) Limited	129,891	129,891
PIL	National Nominees Limited	National Nominees Limited	31,712	31,712
PIML	Citicorp Nominees Pty Ltd	Citicorp Nominees Pty Ltd	7,767	7,767
PIML	HSBC Custody Nominees (Australia) Limited	HSBC Custody Nominees (Australia) Limited	44,000	44,000
PIML	HSBC Custody Nominees (Australia) Limited	HSBC Custody Nominees (Australia) Limited	172,268	172,268
PIML	HSBC Custody Nominees (Australia) Limited	HSBC Custody Nominees (Australia) Limited	450,310	450,310
PIML	HSBC Custody Nominees (Australia) Limited	HSBC Custody Nominees (Australia) Limited	456,697	456,697
PIML	HSBC Custody Nominees (Australia) Limited	HSBC Custody Nominees (Australia) Limited	781,800	781,800
PIML	HSBC Custody Nominees (Australia) Limited	HSBC Custody Nominees (Australia) Limited	1,116,491	1,116,491
PIML	National Nominees Pty Ltd	National Nominees Pty Ltd	120,606	120,606
PIML	UBS Nominees Pty Ltd	UBS Nominees Pty Ltd	1,118,910	1,118,910