

# Form 605

Corporations Act 2001  
Section 671B

## Notice of ceasing to be a substantial holder

To Company Name/Scheme  
ACN/ARSN

**McMillan Shakespeare Limited (MMS)**  
**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**

The holder ceased to be a substantial holder on **18/08/2023**  
The previous notice was given to the company on **15/06/2023**  
The previous notice was dated **13/06/2023**

### 2. Changes in relevant interests

Particulars of each change in, or change in the nature of, a relevant interest (2) of the substantial holder or an associate (3) 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 (4)	Consideration given in relation to change(5)	Class (6) and number of securities affected	Person's votes affected
	<b>Refer to Annexure A</b>				

### 3. Changes in association

The persons who have become associates (3) of, ceased to be associates of, or have changed the nature of their association (7) 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

### 4. Addresses

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

Name	Address
Perpetual Limited (PPT)	18/123 Pitt Street, Sydney, NSW 2000, Australia
Perpetual Investment Management Limited (PIML)	18/123 Pitt Street, Sydney, NSW 2000, Australia
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

## Signature

print name Sylvie Dimarco capacity Company Secretary

sign here

*Sylvie Dimarco*

date 22/08/2023

## 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 4 of the form.
- (2) See the definition of "relevant interest" in sections 608 and 671B(7) of the Corporations Act 2001.
- (3) See the definition of "associate" in section 9 of the Corporations Act 2001.
- (4) 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.
- (5) 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.
- (6) The voting shares of a company constitute one class unless divided into separate classes.
- (7) 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 605, Notice of ceasing to be a substantial holder, lodged for Perpetual Limited ACN 000 431 827

Sylvie Dimarco – Company Secretary, Perpetual Limited 22/08/2023

<b>Entity</b>	<b>Custodian</b>	<b>Date</b>	<b>Transaction Type</b>	<b>Consideration (Cash)</b>	<b>Class (Ordinary) and number</b>	<b>Person's vote affected</b>
PFSL	HSBC Custody Nominees (Australia) Limited	2023-07-03	Sale	-74,232.82	-4,094	-4,094
PFSL	HSBC Custody Nominees (Australia) Limited	2023-07-11	Sale	-60,065.40	-3,436	-3,436
PFSL	HSBC Custody Nominees (Australia) Limited	2023-07-13	Sale	-49,148.69	-2,792	-2,792
PFSL	HSBC Custody Nominees (Australia) Limited	2023-07-14	Sale	-247,785.71	-13,980	-13,980
PFSL	HSBC Custody Nominees (Australia) Limited	2023-08-16	Sale	-41,993.76	-2,136	-2,136
PIL	HSBC Custody Nominees (Australia) Limited	2023-07-13	Sale	-13,026.52	-740	-740
PIL	HSBC Custody Nominees (Australia) Limited	2023-07-14	Sale	-65,650.81	-3,704	-3,704
PIL	HSBC Custody Nominees (Australia) Limited	2023-07-24	Sale	-15,568.96	-847	-847
PIL	National Nominees Limited	2023-07-13	Sale	-1,865.96	-106	-106
PIL	National Nominees Limited	2023-07-14	Sale	-9,358.43	-528	-528
PIL	National Nominees Limited	2023-08-16	Purchase	41,993.76	2,136	2,136
PIML	Citicorp Nominees Pty Ltd	2023-07-31	Purchase	5,186.54	263	263
PIML	HSBC Custody Nominees (Australia) Limited	2023-07-25	Sale	-386,851.85	-20,971	-20,971
PIML	HSBC Custody Nominees (Australia) Limited	2023-07-31	Purchase	256,822.31	13,023	13,023
PIML	HSBC Custody Nominees (Australia) Limited	2023-08-08	Sale	-974,792.55	-50,000	-50,000
PIML	HSBC Custody Nominees (Australia) Limited	2023-08-18	Sale	-4,129,073.20	-210,667	-210,667
PIML	HSBC Custody Nominees (Australia) Limited	2023-08-18	Sale	-770,926.80	-39,333	-39,333
PIML	National Nominees Pty Ltd	2023-07-25	Sale	-39,421.22	-2,137	-2,137
PIML	National Nominees Pty Ltd	2023-08-02	Sale	-288,461.28	-14,800	-14,800
PIML	National Nominees Pty Ltd	2023-08-18	Purchase	101,889.93	5,200	5,200
PIML	UBS Nominees Pty Ltd	2023-07-11	Sale	-463,574.88	-26,543	-26,543
PIML	UBS Nominees Pty Ltd	2023-07-17	Purchase	254,164.58	14,171	14,171
PIML	UBS Nominees Pty Ltd	2023-07-31	Purchase	724,024.75	36,714	36,714