

Form 604

Corporations Law
Section 671B

Notice of change of interests of substantial holder

To Company Name/Scheme **ICOLLEGE LIMITED**

ACN/ARSN **105 012 066**

1. Details of substantial holder (1)

Name **PERPETUAL LIMITED and its related bodies corporate**

ACN (if applicable) **000 431 827**

There was a change in the interests of the
Substantial holder on **_28_ / _09_ / _2022_**

The previous notice was given to the company on **_08_ / _09_ / _2022_**

The previous notice was dated **_06_ / _09_ / _2022_**

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)
Ordinary	93,286,864	8.52%	81,046,250	7.40%

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 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 annexure A				

*Perpetual Limited and its related bodies corporate

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 annexure B				

*Perpetual Limited and its related bodies corporate have a relevant interest arising from (a) the power to exercise, or control the exercise of, a right to vote attached to the securities, and (b) the power to dispose of, or exercise control over a power to dispose of, the securities.

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 (if applicable)	Nature of association

6. Addresses

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

Name	Address
Perpetual Limited	18/123 Pitt Street Sydney, NSW 2000
Perpetual Investment Management Limited (PIML)	18/123 Pitt Street Sydney, NSW 2000
Perpetual Trustee Company Limited (PTCo)	18/123 Pitt Street Sydney, NSW 2000



Signature

Print name **Sylvie Dimarco**

Capacity **COMPANY SECRETARY**

ANNEXURE A

CHANGES IN RELEVANT INTERESTS

Person whose relevant interest changed	Date	Nature of Change	Price	Consideration (Cash)	Class (Ordinary) and # of securities affected	Person's vote affected
HSBC Custody Nominees (Australia) Limited	7-Sep-22	Sale	0.19	125,384	669,009	669,009
National Nominees Pty Ltd	7-Sep-22	Sale	0.19	61,339	332,003	332,003
HSBC Custody Nominees (Australia) Limited	7-Sep-22	Sale	0.19	735,488	3,980,866	3,980,866
HSBC Custody Nominees (Australia) Limited	7-Sep-22	Sale	0.19	126,951	687,131	687,131
HSBC Custody Nominees (Australia) Limited	16-Sep-22	Sale	0.20	998,680	5,000,000	5,000,000
National Nominees Pty Ltd	21-Sep-22	Purchase	0.21	18,278	86,921	86,921
National Nominees Pty Ltd	21-Sep-22	Purchase	0.21	54,813	260,775	260,775
National Nominees Pty Ltd	28-Sep-22	Purchase	0.21	46	222	222
HSBC Custody Nominees (Australia) Limited	28-Sep-22	Purchase	0.21	16,520	80,477	80,477
HSBC Custody Nominees (Australia) Limited	28-Sep-22	Sale	0.22	429,432	2,000,000	2,000,000

ANNEXURE B

PRESENT RELEVANT INTERESTS

Holder of relevant interest	Registered holder securities	Persons entitled to be registered holder	Number of securities	Number of votes
PIML	National Nominees Pty Ltd	National Nominees Pty Ltd	2,820,054	2,820,054
PIML	HSBC Custody Nominees (Australia) Limited	HSBC Custody Nominees (Australia) Limited	78,226,196	78,226,196