

Form 604

Corporations Act 2001
Section 671B

Notice of change of interests of substantial holder

To Company Name/Scheme **Ardent Leisure Group Ltd (ALG)**
ACN/ARSN **ACN 628 881 603**

1. Details of substantial holder (1)

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

There was a change in the interests of the substantial holder on **23/01/2023**
The previous notice was given to the company on **11/8/2022**
The previous notice was dated **9/8/2022**

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	44,555,981	9.29%	49,635,340	10.347%

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
Ardent Leisure Group Ltd (ALG)	Suite 601, 83 Mount Street, NORTH SYDNEY, NSW, AUSTRALIA, 2060 Telephone 02 9168 4600 Fax 02 9168 4601

Signature

print name Sylvie Dimarco capacity Company Secretary

sign here *Sylvie Dimarco* date 25/01/2023

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 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 25/01/2023

Entity	Custodian	Date	Transaction Type	Consideration (Cash)	Class (Ordinary) and number	Person's vote Affected
PPT	n/a	23/01/2023	Perpetual Limited acquired 100% of PDL pursuant to a scheme of arrangement on 23 January 2023 and has an interest in the securities held by its related body corporates named in this form.			
PIML	HSBC Custody Nominees (Australia) Limited	10/08/2022	Purchase	26,557.91	49,581	49,581
PIML	HSBC Custody Nominees (Australia) Limited	22/08/2022	Purchase	186,151.59	335,034	335,034
PIML	HSBC Custody Nominees (Australia) Limited	23/08/2022	Purchase	31,320.46	56,487	56,487
PIML	National Nominees Pty Ltd	24/08/2022	Purchase	42,059.17	74,441	74,441
PIML	National Nominees Pty Ltd	25/08/2022	Purchase	44,541.93	76,978	76,978
PIML	HSBC Custody Nominees (Australia) Limited	25/08/2022	Purchase	534,090.07	923,022	923,022
PIML	National Nominees Pty Ltd	21/09/2022	Purchase	50,729.22	93,943	93,943
PIML	National Nominees Pty Ltd	21/09/2022	Purchase	16,895.52	31,288	31,288
PIML	HSBC Custody Nominees (Australia) Limited	23/09/2022	Purchase	242,905.93	462,192	462,192
PIML	HSBC Custody Nominees (Australia) Limited	28/11/2022	Sale	-1,049,039.46	-1,824,261	1,824,261
PIML	HSBC Custody Nominees (Australia) Limited	29/11/2022	Sale	-1,062,481.17	-1,808,534	1,808,534
PFSL	HSBC Custody Nominees (Australia) Limited	05/12/2022	Purchase	142,286.83	234,217	234,217
PFSL	HSBC Custody Nominees (Australia) Limited	06/12/2022	Purchase	2,360,725.80	3,934,543	3,934,543
PFSL	HSBC Custody Nominees (Australia) Limited	12/12/2022	Purchase	10,571.49	17,209	17,209
PFSL	HSBC Custody Nominees (Australia) Limited	13/12/2022	Purchase	12,008.92	19,600	19,600
PFSL	HSBC Custody Nominees (Australia) Limited	14/12/2022	Purchase	104,165.33	169,844	169,844
PIML	National Nominees Pty Ltd	15/12/2022	Purchase	39,457.79	64,159	64,159
PFSL	HSBC Custody Nominees (Australia) Limited	15/12/2022	Purchase	148,704.97	242,744	242,744
PFSL	HSBC Custody Nominees (Australia) Limited	16/12/2022	Purchase	89,870.03	145,964	145,964
PFSL	HSBC Custody Nominees (Australia) Limited	19/12/2022	Purchase	85,595.60	140,091	140,091
PFSL	HSBC Custody Nominees (Australia) Limited	20/12/2022	Purchase	28,640.66	46,745	46,745
PFSL	HSBC Custody Nominees (Australia) Limited	21/12/2022	Purchase	39,554.59	65,089	65,089
PFSL	HSBC Custody Nominees (Australia) Limited	22/12/2022	Purchase	65,920.92	109,376	109,376
PFSL	HSBC Custody Nominees (Australia) Limited	23/12/2022	Purchase	9,366.31	15,569	15,569
PFSL	HSBC Custody Nominees (Australia) Limited	28/12/2022	Purchase	7,372.80	12,288	12,288
PFSL	HSBC Custody Nominees (Australia) Limited	29/12/2022	Purchase	35,263.20	58,772	58,772

PFSL	HSBC Custody Nominees (Australia) Limited	03/01/2023	Purchase	225,870.15	376,513	376,513
PFSL	HSBC Custody Nominees (Australia) Limited	04/01/2023	Purchase	197,721.94	338,507	338,507
PFSL	HSBC Custody Nominees (Australia) Limited	05/01/2023	Purchase	171,560.64	298,626	298,626
PFSL	HSBC Custody Nominees (Australia) Limited	06/01/2023	Purchase	71,030.62	123,553	123,553
PFSL	HSBC Custody Nominees (Australia) Limited	09/01/2023	Purchase	63,527.02	106,804	106,804
PFSL	HSBC Custody Nominees (Australia) Limited	10/01/2023	Purchase	53,367.21	88,975	88,975

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 25/01/2023

Holder of relevant interest	Registered holder securities	Persons entitled to be registered holder	Number of securities	Person's votes
PFSL	HSBC Custody Nominees (Australia) Limited	HSBC Custody Nominees (Australia) Limited	6,545,029	6,545,029
PIML	HSBC Custody Nominees (Australia) Limited	HSBC Custody Nominees (Australia) Limited	10,659,066	10,659,066
PIML	HSBC Custody Nominees (Australia) Limited	HSBC Custody Nominees (Australia) Limited	6,865,960	6,865,960
PIML	HSBC Custody Nominees (Australia) Limited	HSBC Custody Nominees (Australia) Limited	3,224,817	3,224,817
PIML	HSBC Custody Nominees (Australia) Limited	HSBC Custody Nominees (Australia) Limited	2,957,183	2,957,183
PIML	National Nominees Pty Ltd	National Nominees Pty Ltd	1,079,173	1,079,173
PIML	UBS Nominees Pty Ltd	UBS Nominees Pty Ltd	18,304,112	18,304,112