

Form 603

Corporations Act 2001
Section 671B

Notice of initial substantial holder

To Company Name/Scheme **NINE ENTERTAINMENT CO. HOLDINGS LIMITED (NEC)**
ACN/ARSN **ACN 122 203 892**

1. Details of substantial holder (1)

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

The holder became a substantial holder on **23/01/2023**

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	161,360,777	161,360,777	9.462%

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)	Class and number of securities
Refer to annexure B		

4. 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	Person entitled to be registered as holder (8)	Class and number of securities
Refer to annexure B			

5. 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	
Refer to annexure A				

6. 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
Perpetual Investment Management Limited (PIML)	Related bodies corporate of Perpetual Limited
Perpetual Trustee Company Limited (PTCO)	Related bodies corporate of Perpetual Limited
Pendal Group Limited (PDL)	Related bodies corporate of Perpetual Limited
Pendal Fund Services Limited (PFSL)	Related bodies corporate of Perpetual Limited
Pendal Institutional Limited (PIL)	Related bodies corporate of Perpetual Limited

7. 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
Perpetual Trustee Company Limited (PTCO)	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
NINE ENTERTAINMENT CO. HOLDINGS LIMITED (NEC)	Level 9, 1 Denison Street, NORTH SYDNEY, NSW, AUSTRALIA, 2060

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 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 or 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 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 (eg. 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 Perpetual Limited ACN 000 431 827

Sylvie Dimarco – Company Secretary, Perpetual Limited 25/01/2023

Holder of Relevant Interest	Person whose relevant interest changed	Date	Nature of change	Consideration (Cash)	Class (Ordinary) and # of securities affected	Person's vote affected
PFSL	HSBC Custody Nominees (Australia) Limited	2022-10-31	Sale	-840,631.2442	-408,014	408,014
PFSL	HSBC Custody Nominees (Australia) Limited	2022-11-28	Purchase	117,914.769	55,815	55,815
PFSL	HSBC Custody Nominees (Australia) Limited	2022-12-13	Sale	-2,076,194.9505	-1,020,795	1,020,795
PFSL	HSBC Custody Nominees (Australia) Limited	2022-12-15	Sale	-775,375.0524	-381,357	381,357
PFSL	HSBC Custody Nominees (Australia) Limited	2022-12-16	Sale	-1,744,828.7508	-876,006	876,006
PFSL	HSBC Custody Nominees (Australia) Limited	2022-12-16	Sale	-133,266.945	-67,137	67,137
PFSL	HSBC Custody Nominees (Australia) Limited	2022-12-19	Sale	-97,613.5776	-49,136	49,136
PFSL	HSBC Custody Nominees (Australia) Limited	2023-01-06	Sale	-93,287.74	-51,257	51,257
PFSL	HSBC Custody Nominees (Australia) Limited	2023-01-20	Sale	-356,142.42	-186,462	186,462
PFSL	HSBC Custody Nominees (Australia) Limited	2023-01-23	Sale	-1,718,751.3259	-892,997	892,997
PIL	Citibank, N.A.	2022-11-22	Sale	-156,888.9453	-76,371	76,371
PIL	Citibank, N.A.	2022-11-28	Purchase	57,549.3366	27,241	27,241
PIL	J.P. Morgan Nominees Australia Pty Limited	2022-10-26	Purchase	307,617.9666	148,114	148,114
PIL	J.P. Morgan Nominees Australia Pty Limited	2022-10-28	Purchase	453,200.3072	223,648	223,648
PIL	J.P. Morgan Nominees Australia Pty Limited	2022-11-23	Sale	-292,750.25	-142,805	142,805
PIL	J.P. Morgan Nominees Australia Pty Limited	2022-11-28	Purchase	115,707.102	54,770	54,770
PIL	J.P. Morgan Nominees Australia Pty Limited	2022-11-30	Sale	-133,853.3979	-63,201	63,201
PIL	J.P. Morgan Nominees Australia Pty Limited	2022-11-30	Purchase	402,401.00	190,000	190,000
PIL	J.P. Morgan Nominees Australia Pty Limited	2022-11-30	Sale	-268,547.6021	-126,799	126,799
PIL	Northern Trust Company Limited	2022-11-14	Sale	-403,875.1953	-192,349	192,349
PIL	Northern Trust Company Limited	2022-11-28	Purchase	188,074.215	89,025	89,025
PIL	Northern Trust Company Limited	2022-12-15	Sale	-331,527.39	-164,939	164,939
PIL	Northern Trust Company Limited	2022-12-16	Sale	-327,403.915	-164,939	164,939
PIL	RBC Investor Services Trust	2022-11-18	Purchase	53,516.1544	25,832	25,832
PTCO	HSBC Custody Nominees (Australia) Limited	2022-12-16	Purchase	137,073.792	68,864	68,864

Note: Perpetual Limited acquired 100% of PDL pursuant to a scheme of arrangement on 23 January 2023.

ANNEXURE B

This is annexure 'B' referred to in Form 603, Notice of initial 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	Number of votes
PFSL	HSBC Custody Nominees (Australia) Limited	HSBC Custody Nominees (Australia) Limited	51,453,669	51,453,669
PFSL	UBS Nominees Pty Limited	UBS Nominees Pty Limited	2,521,019	2,521,019
PIL	Citibank, N.A.	Citibank, N.A.	14,631,534	14,631,534
PIL	HSBC Custody Nominees (Australia) Limited	HSBC Custody Nominees (Australia) Limited	27,720,333	27,720,333
PIL	J.P. Morgan Nominees Australia Pty Limited	J.P. Morgan Nominees Australia Pty Limited	18,852,040	18,852,040
PIL	Mitsubishi UFJ Investor Services & Banking (Luxembourg) S.A.	Mitsubishi UFJ Investor Services & Banking (Luxembourg) S.A.	1,614,974	1,614,974
PIL	National Nominees Limited	National Nominees Limited	2,747,497	2,747,497
PIL	Northern Trust Company Limited	Northern Trust Company Limited	11,829,404	11,829,404
PIL	RBC Investor Services Trust	RBC Investor Services Trust	959,816	959,816
PIML	HSBC Custody Nominees (Australia) Limited	HSBC Custody Nominees (Australia) Limited	556,225	556,225
PIML	J.P. Morgan Nominees Australia Pty Limited	J.P. Morgan Nominees Australia Pty Limited	4,734,113	4,734,113
PTCO	Perpetual Trustee Company Limited	Perpetual Trustee Company Limited	23,740,153	23,740,153

