

Form 604

Corporations Act 2001
Section 671B

Notice of change of interests of substantial holder

To Company Name/Scheme

MYER HOLDINGS LIMITED

ACN/ARSN

119 085 602

1. Details of substantial holder

Name

PREMIER INVESTMENTS LIMITED and each of the parties listed in Annexure A

ACN/ARSN (if applicable)

006 727 966

There was a change in the interests of the substantial holder on

28 / 01 / 2022

The previous notice was given to the company on

06 / 07 / 2021

The previous notice was dated

06 / 07 / 2021

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)
Fully paid ordinary shares	129,514,605	15.77%	163,295,283	19.88%

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
25 / 01 / 2022	Metalgrove Pty Ltd ("Metalgrove")	On market acquisition	\$803,047	2,080,678 fully paid ordinary shares	0.25%
28 / 01 / 2022	Metalgrove	On market acquisition	\$14,265,000	31,700,000 fully paid ordinary shares	3.86%
25 / 01 / 2022	Premier Investments Limited ("Premier")	N/A		2,080,678 fully paid ordinary shares	0.25%
28 / 01 / 2022	Premier	N/A		31,700,000 fully paid ordinary shares	3.86%

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
Metalgrove	Metalgrove	Metalgrove	Pursuant to section 608(1) of the Corporations Act (Cth) 2001 (the "Act") as it is the registered holder of the securities.	163,295,283 fully paid ordinary shares	19.88%
Premier	Metalgrove	Metalgrove	Pursuant to section 608(3) of the Act as Premier is the sole shareholder of Metalgrove	163,295,283 fully paid ordinary shares	19.88%

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
N/A	

6. Addresses

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

Name	Address
Metalgrove	Level 7, 417 St Kilda Road, Melbourne, VIC, 3004
Premier	Level 7, 417 St Kilda Road, Melbourne, VIC, 3004
Each of the parties listed in Annexure A	Level 7, 417 St Kilda Road, Melbourne, VIC, 3004

Signature

print name Marinda Meyer capacity Company Secretary

sign here



date 01 / 02 / 2022

Annexure "A" to Form 604

This Annexure "A" of one page referred to in Form 604 – Notice of Change in Interest of Substantial Holder signed by me and dated 1 February 2022:

NAME

Kimtara Investments Pty Ltd
Premfin Pty Ltd
Springdeep Investments Pty Ltd
Prempref Pty Ltd
Metalgrove Pty Ltd
Just Group Limited
Just Jeans Group Pty Limited
Just Jeans Pty Limited
Jay Jays Trademark Pty Limited
Just-Shop Pty Limited
Peter Alexander Sleepwear Pty Limited
Old Blues Pty Limited
Kimbyr Investments Limited
Jacqui E Pty Limited
Jacqueline-Eve Fashions Pty Limited
Jacqueline-Eve (Hobart) Pty Limited
Jacqueline-Eve (Retail) Pty Limited
Jacqueline-Eve (Leases) Pty Limited
Sydeigh Pty Limited
Old Favourites Blues Pty Limited
Urban Brands Retail Pty Ltd
Portmans Pty Limited
Dotti Pty Ltd
Smiggle Pty Limited

Just Group International Pty Limited
Smiggle Group Holdings Pty Limited
Smiggle International Pty Limited
Smiggle Singapore Pte Ltd
Just Group International HK Limited
Smiggle HK Limited
Just Group USA Inc.
Peter Alexander USA Inc.
Smiggle USA Inc.
Just UK International Limited
Smiggle UK Limited
Peter Alexander UK Limited
Smiggle Ireland Limited
Smiggle Netherlands B.V.
ETI Holdings Limited
Roskill Hill Limited
RSCA Pty Limited
RSCB Pty Limited
Just Group Singapore Private Ltd
Peter Alexander Singapore Private Ltd
Smiggle Stores Malaysia SDN BHD



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Signed

Marinda Meyer
Company Secretary

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