

Form 603Corporations Act 2001
Section 671B**Notice of initial substantial holder**To Company Name/Scheme **Ampol Limited**ACN/ARSN **004 201 307****1. Details of substantial holder (1)**Name **Magellan Financial Group Limited and its related bodies corporate in Annexure A ('Magellan')**ACN/ARSN (if applicable) **Magellan (See Annexure A)**The holder became a substantial holder on **25/09/2020****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 fully paid shares | 12,535,002 | 12,535,002 | 5.02% |
| | | | |

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 |
|-----------------------------|---------------------------------|---|
| Magellan | See Annexure A | Ordinary fully paid shares: 12,535,002 |
| | | |

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 |
|-----------------------------|---------------------------------|--|--------------------------------|
| See 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 | |
| See Annexure B | | | | |
| | | | | |

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 |
|-----------------------------------|-----------------------|
| NA | |
| | |

7. Addresses

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

| Name | Address |
|----------|---|
| Magellan | MLC Centre, Level 36, 19 Martin Place, Sydney, NSW 2000 |
| | |

Signature

print name **Marcia Venegas**

capacity **Company Secretary**

sign here



date **29/09/2020**

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

1. Details of substantial holder

Magellan:

Magellan Financial Group Limited ACN 108 437 592 ("**MFG**")

Magellan Asset Management Limited trading as Airlie Funds Management ACN 120 593 946 ("**MAM**")

3. Nature of relevant interest

MAM has a relevant interest in the securities pursuant to section 608(1)(b) and/or section 608(1)(c) of the Corporations Act 2001 (Cth) ("**Act**"), being a relevant interest arising from:

- having the power to exercise, or control the exercise of, a right to vote attached to the securities; and
- having the power to dispose of, or control the exercise of a power to dispose of, the securities,

in its capacity as responsible entity of the Airlie Australian Share Fund, as trustee of The Airlie Concentrated Share Fund and as investment manager of various Australian Equity institutional mandates.

MFG is an associate of MAM pursuant to section 12(2)(a) of the Act and has a relevant interest in the securities by virtue of section 608(3) of the Act.

ANNEXURE B

4. Details of present registered holders

| Registered Holder | Number of Securities | Class of Securities |
|-------------------------|----------------------|----------------------------|
| BNP Paribas | 1,159,139 | Ordinary Fully Paid Shares |
| Citi Bank | 1,249,102 | Ordinary Fully Paid Shares |
| JP Morgan | 5,584,918 | Ordinary Fully Paid Shares |
| National Australia Bank | 1,052,491 | Ordinary Fully Paid Shares |
| Northern Trust | 3,489,352 | Ordinary Fully Paid Shares |
| Total | 12,535,002 | |

5. Consideration

| Date of Change | Transaction Type | No. of securities | Consideration (Cash AUD) | Class |
|----------------|------------------|-------------------|--------------------------|----------------------------|
| 4/06/2020 | Buy | 1,073 | \$30,447.23 | Ordinary Fully Paid Shares |
| 9/06/2020 | Buy | 1,061 | \$30,025.24 | Ordinary Fully Paid Shares |
| 10/06/2020 | Buy | 200,000 | \$5,708,760.00 | Ordinary Fully Paid Shares |
| 11/06/2020 | Buy | 350,000 | \$9,787,330.00 | Ordinary Fully Paid Shares |
| 12/06/2020 | Buy | 101,060 | \$2,808,582.59 | Ordinary Fully Paid Shares |
| 24/06/2020 | Buy | 395,257 | \$11,264,824.50 | Ordinary Fully Paid Shares |
| 29/06/2020 | Buy | 74,177 | \$2,077,764.53 | Ordinary Fully Paid Shares |
| 30/06/2020 | Buy | 102,000 | \$3,000,432.00 | Ordinary Fully Paid Shares |
| 1/07/2020 | Buy | 8,719 | \$255,890.44 | Ordinary Fully Paid Shares |
| 8/07/2020 | Buy | 73,000 | \$2,033,488.00 | Ordinary Fully Paid Shares |
| 9/07/2020 | Buy | 41,043 | \$1,145,920.56 | Ordinary Fully Paid Shares |
| 10/07/2020 | Buy | 153,339 | \$4,291,895.54 | Ordinary Fully Paid Shares |
| 24/07/2020 | Buy | 108,499 | \$2,992,847.27 | Ordinary Fully Paid Shares |
| 30/07/2020 | Buy | 161,926 | \$4,374,150.22 | Ordinary Fully Paid Shares |
| 5/08/2020 | Buy | 96,112 | \$2,713,991.43 | Ordinary Fully Paid Shares |
| 7/08/2020 | Buy | 54,964 | \$1,596,913.06 | Ordinary Fully Paid Shares |
| 12/08/2020 | Buy | 175,000 | \$5,167,575.00 | Ordinary Fully Paid Shares |
| 26/08/2020 | Buy | 40,660 | \$1,071,708.15 | Ordinary Fully Paid Shares |
| 17/09/2020 | Buy | 49,895 | \$1,175,161.97 | Ordinary Fully Paid Shares |
| 18/09/2020 | Buy | 85,055 | \$1,999,126.43 | Ordinary Fully Paid Shares |
| 21/09/2020 | Buy | 92,621 | \$2,197,468.83 | Ordinary Fully Paid Shares |
| 23/09/2020 | Buy | 130,000 | \$3,043,677.00 | Ordinary Fully Paid Shares |
| 24/09/2020 | Buy | 72,518 | \$1,706,290.53 | Ordinary Fully Paid Shares |
| 25/09/2020 | Buy | 58,606 | \$1,384,935.97 | Ordinary Fully Paid Shares |
| | Total | 2,626,585 | \$71,859,206.49 | |