



Together towards tomorrow

5 November 2020

The Manager
Company Announcements Office
Australian Stock Exchange Limited
20 Bridge Street
Sydney NSW 2000
Fax: 1300 135 638

Dear Sir/Madam,

I attach the notice regarding our holding in Southern Cross Media Group Limited (ASIC form 604), signed by our Company Secretary. Please note that the securities are held by State Street Australia Limited as custodian for Retail Employees Superannuation Pty Limited. Please note that various fund managers hold the shares as investment manager for Retail Employees Superannuation Pty Limited. Details are attached.

If you have any queries, please do not hesitate to contact me.

Yours Sincerely,

Tommy Tang
Investment Officer – Implementation
Retail Employees Superannuation Pty Limited
02 9086 6309

Form 604Corporations Act 2001
Section 671B**Notice of change of interests of substantial holder**

To Company Name/Scheme Southern Cross Media Group Limited

ACN/ARSN 116 024 536

1. Details of substantial holder (1)

Name Retail Employees Superannuation Pty Limited

ACN/ARSN (if applicable) 001 987 739

There was a change of interests of the
substantial holder on9 / 03 / 2019

The previous notice was given to the company on

15 / 02 / 2018

The previous notice was dated

15 / 02 / 2018**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	38568350	5.015%	46289557	6.019%

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 shareholder 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 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
Allan Gray Australia Pty Limited	State Street Australia Limited	Retail Employees Superannuation Pty Limited	Power to control voting and/or disposal of securities	15108692 (Ordinary Shares)	1.965%
Ubique Asset Management Pty Limited	State Street Australia Limited	Retail Employees Superannuation Pty Limited	Power to control voting and/or disposal of securities	31180865 (Ordinary Shares)	4.055%

5. Change 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. Addressees

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

Name	Address
Retail Employees Superannuation Pty Limited	Level 5, 321 Kent, Sydney, NSW, 2000
State Street Australia Limited	420 George Street, Sydney, NSW, 2000
Allan Gray Australia Pty Limited	Level 2, Challis House, 4 Martin Place, Sydney, NSW 2000
Ubique Asset Management Pty Limited	Level 1, 234 George Street, Sydney, NSW, 2000

Signature

print name Jim Monahan capacity Deputy Company Secretary
(Company Secretary on the record)

sign here *Jim Monahan* date 05 '11 '20

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 8 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 (e.g. 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.

Form 604

Corporations Act 2001

Section 671B

Notice of change of interests of substantial holderTo Company Name/Scheme Southern Cross Media Group LimitedACN/ARSN 116 024 536**1. Details of substantial holder (1)**Name Retail Employees Superannuation Pty LimitedACN/ARSN (if applicable) 001 987 739There was a change of interests of the
substantial holder on20 / 04 / 2020

The previous notice was given to the company on

05 / 11 / 2020

The previous notice was dated

05 / 11 / 2020**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	46289557	6.019%	170275433	7.183%

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 shareholder 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
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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
Allan Gray Australia Pty Limited	State Street Australia Limited	Retail Employees Superannuation Pty Limited	Power to control voting and/or disposal of securities	5949126 / (Ordinary Shares)	2.510%
Ubique Asset Management Pty Limited	State Street Australia Limited	Retail Employees Superannuation Pty Limited	Power to control voting and/or disposal of securities	110784166 (Ordinary Shares)	4.673%

5. Change 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:

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Alan Gray Australia Pty Limited	Level 2, Challis House, 4 Martin Place, Sydney, NSW 2000
Ubique Asset Management Pty Limited	Level 1, 234 George Street, Sydney, NSW, 2000

Signature

print name Jim Monahan capacity Deputy Company Secretary
(Company Secretary on the record)

sign here  date 05 / 11 / 20

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.
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- (4) The voting shares of a company constitute one class unless divided into separate classes.
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- (6) Include details of:
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 - (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).

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Form 604Corporations Act 2001
Section 671B**Notice of change of interests of substantial holder**To, Company Name/Scheme Southern Cross Media Group LimitedACN/ARSN 116 024 536**1. Details of substantial holder (1)**Name Retail Employees Superannuation Pty LimitedACN/ARSN (if applicable) 001 987 739There was a change of interests of the
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Class of securities (4)	Previous Notice		Present Notice	
	Person's votes	Voting Power (5)	Person's votes	Voting power (5)
Ordinary	170275433	7.183%	177170123	6.706%

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 shareholder was last required to give a substantial holding notice to the company or scheme are as follows:

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Allan Gray Australia Pty Limited	State Street Australia Limited	Retail Employees Superannuation Pty Limited	Power to control voting and/or disposal of securities	66385957 (Ordinary Shares)	2.513%
Ubique Asset Management Pty Limited	State Street Australia Limited	Retail Employees Superannuation Pty Limited	Power to control voting and/or disposal of securities	110784166 (Ordinary Shares)	4.193%

5. Change in association

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Annexure A – Consideration paid for relevant interest

Retail Employees Superannuation Pty Limited

Southern Cross Media Group Limited

Holder of relevant interest	Date of acquisition	Consideration		Class and number of securities
		Cash	Non-cash	
Allan Gray Australia Pty Limited	13/02/2018	333,550		309,369
Allan Gray Australia Pty Limited	23/02/2018	66,560		61,567
Allan Gray Australia Pty Limited	23/02/2018	369,027		343,365
Allan Gray Australia Pty Limited	23/02/2018	44,958		41,624
Allan Gray Australia Pty Limited	23/02/2018	556,820		520,186
Allan Gray Australia Pty Limited	1/03/2018	82,032		75,073
Allan Gray Australia Pty Limited	2/03/2018	26,914		25,913
Allan Gray Australia Pty Limited	2/03/2018	63,801		61,574
Allan Gray Australia Pty Limited	2/03/2018	100,853		96,698
Allan Gray Australia Pty Limited	5/03/2018	66,835		65,257
Allan Gray Australia Pty Limited	5/03/2018	21,237		20,621
Allan Gray Australia Pty Limited	5/03/2018	86,561		84,335
Allan Gray Australia Pty Limited	5/03/2018	8,481		8,215
Allan Gray Australia Pty Limited	6/03/2018	426,792		408,718
Allan Gray Australia Pty Limited	7/03/2018	3,600		3,519
Allan Gray Australia Pty Limited	7/03/2018	132,688		129,697
Allan Gray Australia Pty Limited	22/03/2018	16,601		15,543
Allan Gray Australia Pty Limited	22/03/2018	9,946		9,314
Allan Gray Australia Pty Limited	22/03/2018	56,266		52,682
Allan Gray Australia Pty Limited	14/12/2018	50,531		49,199
Allan Gray Australia Pty Limited	14/12/2018	59,169		57,835
Allan Gray Australia Pty Limited	20/12/2018	37,599		38,227
Allan Gray Australia Pty Limited	20/12/2018	11,008		11,228
Allan Gray Australia Pty Limited	20/12/2018	33,283		33,996
Allan Gray Australia Pty Limited	20/12/2018	176,425		179,370
Allan Gray Australia Pty Limited	21/12/2018	49,299		50,655
Allan Gray Australia Pty Limited	21/12/2018	87,013		89,268
Allan Gray Australia Pty Limited	21/12/2018	263,200		267,594
Allan Gray Australia Pty Limited	27/12/2018	29,906		30,382
Allan Gray Australia Pty Limited	3/01/2019	14,447		14,528
Allan Gray Australia Pty Limited	4/01/2019	67,506		68,559
Allan Gray Australia Pty Limited	4/01/2019	24		24
Allan Gray Australia Pty Limited	15/10/2019	55,305		59,640
Allan Gray Australia Pty Limited	17/10/2019	89,585		104,684

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Allan Gray Australia Pty Limited	22/10/2019	60,483		70,826
Allan Gray Australia Pty Limited	23/12/2019	16,062		19,267
Allan Gray Australia Pty Limited	23/12/2019	4,754		5,703
Allan Gray Australia Pty Limited	27/12/2019	287		338
Allan Gray Australia Pty Limited	27/12/2019	8,983		10,594
Allan Gray Australia Pty Limited	14/02/2020	318,219		411,707
Allan Gray Australia Pty Limited	2/03/2020	57,887		91,892
Allan Gray Australia Pty Limited	2/03/2020	142,021		225,183
Allan Gray Australia Pty Limited	12/03/2020	125,924		248,480
Allan Gray Australia Pty Limited	18/03/2020	61,809		171,932
Allan Gray Australia Pty Limited	18/03/2020	88,128		235,570
Allan Gray Australia Pty Limited	20/04/2020	4,108,750		45,652,782
Allan Gray Australia Pty Limited	4/05/2020	620,522		6,894,690
Allan Gray Australia Pty Limited	27/06/2018	-104,751		-80,198
Allan Gray Australia Pty Limited	27/06/2018	-88,142		-67,447
Allan Gray Australia Pty Limited	28/06/2018	-9,503		-7,194
Allan Gray Australia Pty Limited	29/06/2018	-184,601		-139,921
Allan Gray Australia Pty Limited	2/07/2018	-264,720		-201,411
Allan Gray Australia Pty Limited	3/07/2018	-13,784		-10,515
Allan Gray Australia Pty Limited	4/07/2018	-105,780		-80,746
Allan Gray Australia Pty Limited	10/07/2018	-8,629		-6,450
Allan Gray Australia Pty Limited	11/07/2018	-18,982		-14,366
Allan Gray Australia Pty Limited	12/07/2018	-51,410		-38,555
Allan Gray Australia Pty Limited	3/08/2018	-9,706		-7,428
Allan Gray Australia Pty Limited	7/08/2018	-37,687		-29,005
Allan Gray Australia Pty Limited	21/08/2018	-89,334		-68,886
Allan Gray Australia Pty Limited	22/08/2018	-62,967		-48,554
Allan Gray Australia Pty Limited	22/08/2018	-57,853		-44,630
Allan Gray Australia Pty Limited	23/08/2018	-54,385		-41,048
Allan Gray Australia Pty Limited	23/08/2018	-142,334		-107,995
Allan Gray Australia Pty Limited	24/08/2018	-48,038		-35,819
Allan Gray Australia Pty Limited	24/08/2018	-314,175		-232,411
Allan Gray Australia Pty Limited	27/08/2018	-299,410		-214,833
Allan Gray Australia Pty Limited	28/08/2018	-271,706		-195,321
Allan Gray Australia Pty Limited	28/08/2018	-101,632		-72,866
Allan Gray Australia Pty Limited	29/08/2018	-23,171		-16,603
Allan Gray Australia Pty Limited	30/08/2018	-41,953		-30,159
Allan Gray Australia Pty Limited	30/08/2018	-170,945		-122,780
Allan Gray Australia Pty Limited	31/08/2018	-83,720		-60,422
Allan Gray Australia Pty Limited	4/09/2018	-2,177		-1,568
Allan Gray Australia Pty Limited	4/09/2018	-16,178		-11,666

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Allan Gray Australia Pty Limited	3/09/2018	-196,238	-141,251
Allan Gray Australia Pty Limited	5/09/2018	-12,507	-9,067
Allan Gray Australia Pty Limited	6/09/2018	-104,576	-77,297
Allan Gray Australia Pty Limited	6/09/2018	-33,972	-25,103
Allan Gray Australia Pty Limited	7/09/2018	-85,599	-65,667
Allan Gray Australia Pty Limited	7/09/2018	-47,994	-36,644
Allan Gray Australia Pty Limited	10/09/2018	-96,890	-74,017
Allan Gray Australia Pty Limited	10/09/2018	-104,989	-80,112
Allan Gray Australia Pty Limited	11/09/2018	-149,894	-114,272
Allan Gray Australia Pty Limited	11/09/2018	-34,501	-26,312
Allan Gray Australia Pty Limited	12/09/2018	-86,273	-65,387
Allan Gray Australia Pty Limited	12/09/2018	-12,891	-9,785
Allan Gray Australia Pty Limited	13/09/2018	-13,606	-10,293
Allan Gray Australia Pty Limited	13/09/2018	-63,705	-48,195
Allan Gray Australia Pty Limited	14/09/2018	-80,709	-60,815
Allan Gray Australia Pty Limited	14/09/2018	-39,947	-30,107
Allan Gray Australia Pty Limited	17/09/2018	-10,444	-7,886
Allan Gray Australia Pty Limited	14/03/2019	-112,317	-93,935
Allan Gray Australia Pty Limited	24/04/2019	-18,034	-14,469
Allan Gray Australia Pty Limited	26/04/2019	-51,912	-41,889
Allan Gray Australia Pty Limited	29/04/2019	-62,857	-50,673
Allan Gray Australia Pty Limited	29/04/2019	-137,865	-111,015
Allan Gray Australia Pty Limited	29/04/2019	-25,247	-20,346
Allan Gray Australia Pty Limited	30/04/2019	-195,968	-156,604
Allan Gray Australia Pty Limited	30/04/2019	-58,369	-46,712
Allan Gray Australia Pty Limited	1/05/2019	-55,303	-43,534
Allan Gray Australia Pty Limited	13/05/2019	-20,157	-16,508
Allan Gray Australia Pty Limited	13/05/2019	-10,423	-8,553
Allan Gray Australia Pty Limited	14/05/2019	-140,941	-117,335
Allan Gray Australia Pty Limited	15/05/2019	-12,645	-10,402
Allan Gray Australia Pty Limited	15/05/2019	-8,255	-6,791
Allan Gray Australia Pty Limited	16/05/2019	-48,683	-39,446
Allan Gray Australia Pty Limited	16/05/2019	-116,889	-95,323
Allan Gray Australia Pty Limited	16/05/2019	-42,689	-34,693
Allan Gray Australia Pty Limited	21/05/2019	-557,454	-446,650
Allan Gray Australia Pty Limited	21/05/2019	-12,347	-9,849
Allan Gray Australia Pty Limited	21/05/2019	-43,209	-34,596
Allan Gray Australia Pty Limited	22/05/2019	-21,920	-17,481
Allan Gray Australia Pty Limited	22/05/2019	-3,767	-3,002
Allan Gray Australia Pty Limited	23/05/2019	-51,931	-41,080
Allan Gray Australia Pty Limited	23/05/2019	-129,874	-102,817

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Allan Gray Australia Pty Limited	24/05/2019	-21,839	-17,131
Allan Gray Australia Pty Limited	28/05/2019	-101,804	-80,922
Allan Gray Australia Pty Limited	28/05/2019	-65,361	-51,991
Allan Gray Australia Pty Limited	29/05/2019	-9,679	-7,737
Allan Gray Australia Pty Limited	30/05/2019	-11,586	-9,255
Allan Gray Australia Pty Limited	30/05/2019	-94,359	-75,375
Allan Gray Australia Pty Limited	31/05/2019	-12,439	-9,897
Allan Gray Australia Pty Limited	5/06/2019	-9,642	-7,835
Allan Gray Australia Pty Limited	11/06/2019	-75,979	-59,819
Allan Gray Australia Pty Limited	11/06/2019	-73,870	-58,340
Allan Gray Australia Pty Limited	11/06/2019	-157,135	-123,374
Allan Gray Australia Pty Limited	12/06/2019	-168,669	-132,026
Allan Gray Australia Pty Limited	13/06/2019	-22,861	-17,812
Allan Gray Australia Pty Limited	14/06/2019	-19,676	-15,308
Allan Gray Australia Pty Limited	21/06/2019	-465,227	-358,924
Allan Gray Australia Pty Limited	21/06/2019	-97,819	-75,197
Allan Gray Australia Pty Limited	9/07/2019	-42,217	-32,955
Allan Gray Australia Pty Limited	10/07/2019	-124,399	-96,670
Allan Gray Australia Pty Limited	11/07/2019	-11,163	-8,493
Allan Gray Australia Pty Limited	11/07/2019	-63,283	-48,010
Allan Gray Australia Pty Limited	12/07/2019	-65,929	-50,006
Allan Gray Australia Pty Limited	12/07/2019	-153,601	-115,885
Allan Gray Australia Pty Limited	24/07/2019	-24,877	-18,919
Allan Gray Australia Pty Limited	25/07/2019	-121,680	-90,166
Allan Gray Australia Pty Limited	25/07/2019	-199,674	-149,234
Allan Gray Australia Pty Limited	26/07/2019	-32,074	-22,966
Allan Gray Australia Pty Limited	30/07/2019	-9,603	-7,065
Allan Gray Australia Pty Limited	1/08/2019	-12,063	-8,923
Allan Gray Australia Pty Limited	12/09/2019	-24,634	-19,148
Allan Gray Australia Pty Limited	12/09/2019	-414,760	-325,341
Allan Gray Australia Pty Limited	13/09/2019	-11,913	-9,186
Allan Gray Australia Pty Limited	13/09/2019	-55,204	-42,568
Allan Gray Australia Pty Limited	13/09/2019	-98,898	-76,300
Allan Gray Australia Pty Limited	19/09/2019	-9,699	-7,507
Allan Gray Australia Pty Limited	19/09/2019	-330,668	-256,230
Allan Gray Australia Pty Limited	20/02/2020	-80,763	-95,311
Allan Gray Australia Pty Limited	20/02/2020	-58,615	-68,478
Allan Gray Australia Pty Limited	21/02/2020	-49,777	-58,337
Allan Gray Australia Pty Limited	21/02/2020	-11,368	-13,342
Allan Gray Australia Pty Limited	7/04/2020	-45,745	-327,616
Allan Gray Australia Pty Limited	8/04/2020	-81,237	-668,413

For personal use only

Allan Gray Australia Pty Limited	14/04/2020	-164,554		-930,160
Ubique Asset Management Pty Limited	23/08/2018	2,066,031		1,561,739
Ubique Asset Management Pty Limited	24/08/2018	759,428		564,404
Ubique Asset Management Pty Limited	12/10/2018	154,563		130,703
Ubique Asset Management Pty Limited	14/11/2018	663,829		605,569
Ubique Asset Management Pty Limited	29/11/2018	672,315		632,867
Ubique Asset Management Pty Limited	7/12/2018	483,690		473,667
Ubique Asset Management Pty Limited	18/01/2019	244,007		241,865
Ubique Asset Management Pty Limited	7/08/2019	363,669		305,151
Ubique Asset Management Pty Limited	8/08/2019	394,358		330,240
Ubique Asset Management Pty Limited	23/08/2019	346,887		293,388
Ubique Asset Management Pty Limited	26/08/2019	506,854		431,734
Ubique Asset Management Pty Limited	17/10/2019	370,021		430,621
Ubique Asset Management Pty Limited	18/10/2019	911,353		1,022,625
Ubique Asset Management Pty Limited	24/02/2020	379,090		483,823
Ubique Asset Management Pty Limited	27/02/2020	653,035		915,942
Ubique Asset Management Pty Limited	28/02/2020	402,623		586,566
Ubique Asset Management Pty Limited	3/03/2020	100,925		156,897
Ubique Asset Management Pty Limited	4/03/2020	116,332		184,787
Ubique Asset Management Pty Limited	5/03/2020	199,859		315,161
Ubique Asset Management Pty Limited	9/03/2020	714,887		1,295,546
Ubique Asset Management Pty Limited	20/04/2020	7,164,297		79,603,301