

Sydney

Level 2, 5 Martin Place
Sydney NSW 2000 Australia
GPO Box 3698
Sydney NSW 2001
www.challenger.com.au
Telephone 02 9994 7000

30 August 2022

The Manager
Company Announcements Office
ASX Limited
20 Bridge Street
SYDNEY NSW 2000

By electronic lodgement

Dear Sir/Madam

Re: Notice of change of interests of substantial holder – Breville Group Ltd (BRG)

We attach a notice of change of interests of substantial holder in Breville Group Ltd. This notice is given by Challenger Limited and each of its associated entities named in Annexure 2 to this notice.

Yours faithfully



Linda Matthews
Company Secretary

Melbourne Level 19, 31 Queen Street PO Box 297, Flinders Lane, Melbourne VIC 3000 Telephone 02 9994 7000
Brisbane Level 6, 215 Adelaide Street GPO Box 3234, Brisbane QLD 4000 Telephone 07 3136 5400
Perth Level 26, 140 St Georges Terrace, Perth WA 6000 Telephone 08 6466 9613
Adelaide Level 7, Suite 714, 147 Pirie Street, Adelaide SA 5000 Telephone 08 8427 9511

Challenger Limited ABN 85 106 842 371 Challenger Group Services Pty Ltd ABN 91 085 657 307
Challenger Life Company Limited ABN 44 072 486 938 AFSL 234670
Challenger Bank Limited ABN 54 087 651 750 AFSL/Australian Credit Licence 245606
Challenger Investment Partners Limited ABN 29 092 382 842 AFSL 234678
Challenger Retirement and Investment Services Limited ABN 80 115 534 453 AFSL 295642 RSE Licence No. L0001304
Challenger Mortgage Management Pty Ltd ABN 72 087 271 109 Challenger Securitisation Management Pty Ltd ABN 56 100 346 898 AFSL 244593
Challenger Investment Solutions Management Pty Ltd ABN 63 130 035 353 AFSL 487354

Form 604

Corporations Act 2001
Section 671B

Notice of change of interests of substantial holder

To Company Name/Scheme	Breville Group Ltd
ACN/ARSN	90086 933 431

1. Details of substantial holder(1)

Name	Challenger Limited (and its entities listed in Annexure 2)
ACN/ARSN (if applicable)	106 842 371

There was a change in the interests of the substantial holder on 26/08/2022

The previous notice was given to the company on 15/06/2022

The previous notice was dated 15/06/2022

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 Fully Paid	8,743,250	6.27%	10,440,077	7.33%

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 Annexure 1	Challenger Limited (and its entities listed in Annexure 2)	Refer Annexure 1	Refer Annexure 1	Refer Annexure 1	Refer Annexure 1

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
Challenger Limited (and its entities listed in Annexure 2)	Citicorp Nominees Pty Limited	Citicorp Nominees Pty Limited	Ordinary Fully Paid securities purchased and sold on market and acquired and sold (via off market transfer) by Challenger Limited (and its entities listed in Annexure 2) and obtains a relevant interest by virtue of section 608(3) of the Corporations Act 2001 (Cth).	4,376,563 (Ordinary Fully Paid)	4,376,563
Challenger Limited (and its entities listed in Annexure 2)	HSBC Custody Nominees (Australia) Limited	HSBC Custody Nominees (Australia) Limited	As above	4,511,712 (Ordinary Fully Paid)	4,511,712

Challenger Limited (and its entities listed in Annexure 2)	National Nominees Limited	National Nominees Limited	As above	378,427 (Ordinary Fully Paid)	378,427
Challenger Limited (and its entities listed in Annexure 2)	J. P. Morgan Nominees Australia Pty Limited	J. P. Morgan Nominees Australia Pty Limited	As above	1,173,375 (Ordinary Fully Paid)	1,173,375

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	N/A

6. Addresses

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

Name	Address
Challenger Limited (and its entities listed in Annexure 2)	Level 2, 5 Martin Place, Sydney NSW 2000

Signature

print name **Linda Matthews** Capacity **Company Secretary**

L Matthews

sign here date **30/08/2022**

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.



Linda Matthews
Company Secretary of Challenger Limited

Transactions:**Company****Name/Scheme:** Breville Group Ltd (BRG)**As at:** 26/08/2022**Class of security:** Ordinary Fully Paid

Date of Change	Holder of relevant interest	Nature of Change	Consideration	Number of Securities	Person's Votes Affected
21/06/2022	Challenger Limited (and its entities listed in Annexure 2)	Sell	485,139	-27,440	27,440
27/06/2022	As above	Buy	90,122	4,691	4,691
27/06/2022	As above	Buy	11,296	588	588
27/06/2022	As above	Buy	45,167	2,351	2,351
27/06/2022	As above	Buy	243,220	12,660	12,660
27/06/2022	As above	Buy	54,657	2,845	2,845
27/06/2022	As above	Buy	95,982	4,996	4,996
27/06/2022	As above	Buy	222,010	11,556	11,556
27/06/2022	As above	Buy	229,695	11,956	11,956
27/06/2022	As above	Buy	30,258	1,575	1,575
27/06/2022	As above	Buy	82,437	4,291	4,291
27/06/2022	As above	Buy	72,505	3,774	3,774
28/06/2022	As above	Buy	60,618	3,192	3,192
28/06/2022	As above	Buy	7,596	400	400
28/06/2022	As above	Buy	30,385	1,600	1,600
28/06/2022	As above	Buy	163,604	8,615	8,615
28/06/2022	As above	Buy	36,766	1,936	1,936
28/06/2022	As above	Buy	64,568	3,400	3,400
28/06/2022	As above	Buy	149,342	7,864	7,864
28/06/2022	As above	Buy	154,508	8,136	8,136
28/06/2022	As above	Buy	20,358	1,072	1,072
28/06/2022	As above	Buy	55,453	2,920	2,920
28/06/2022	As above	Buy	48,768	2,568	2,568
29/06/2022	As above	Sell	2,457,375	-133,000	133,000
29/06/2022	As above	Sell	1,097,504	-59,400	59,400
29/06/2022	As above	Buy	272,085	14,726	14,726
29/06/2022	As above	Buy	34,089	1,845	1,845
29/06/2022	As above	Buy	136,394	7,382	7,382
29/06/2022	As above	Buy	734,441	39,750	39,750
29/06/2022	As above	Buy	165,032	8,932	8,932
29/06/2022	As above	Buy	289,822	15,686	15,686
29/06/2022	As above	Buy	670,327	36,280	36,280
29/06/2022	As above	Buy	693,515	37,535	37,535
29/06/2022	As above	Buy	91,385	4,946	4,946
29/06/2022	As above	Buy	248,897	13,471	13,471
29/06/2022	As above	Buy	218,891	11,847	11,847
01/07/2022	As above	Buy	402,595	22,200	22,200
01/07/2022	As above	Buy	1,178,002	65,000	65,000
04/07/2022	As above	Buy	199,078	10,796	10,796
04/07/2022	As above	Buy	65,595	3,482	3,482
04/07/2022	As above	Buy	89,784	4,869	4,869
04/07/2022	As above	Buy	29,576	1,570	1,570
04/07/2022	As above	Buy	70,256	3,810	3,810
04/07/2022	As above	Buy	23,152	1,229	1,229
04/07/2022	As above	Buy	9,109	494	494
04/07/2022	As above	Buy	2,995	159	159
04/07/2022	As above	Buy	35,128	1,905	1,905
04/07/2022	As above	Buy	11,585	615	615
04/07/2022	As above	Buy	189,950	10,301	10,301
04/07/2022	As above	Buy	62,599	3,323	3,323
04/07/2022	As above	Buy	42,928	2,328	2,328
04/07/2022	As above	Buy	14,147	751	751
04/07/2022	As above	Buy	75,456	4,092	4,092
04/07/2022	As above	Buy	24,866	1,320	1,320
04/07/2022	As above	Buy	174,350	9,455	9,455
04/07/2022	As above	Buy	57,457	3,050	3,050
04/07/2022	As above	Buy	180,841	9,807	9,807
04/07/2022	As above	Buy	59,604	3,164	3,164
04/07/2022	As above	Buy	23,419	1,270	1,270
04/07/2022	As above	Buy	7,724	410	410

Date of Change	Holder of relevant interest	Nature of Change	Consideration	Number of Securities	Person's Votes Affected
04/07/2022	As above	Buy	65,056	3,528	3,528
04/07/2022	As above	Buy	21,438	1,138	1,138
04/07/2022	As above	Buy	59,856	3,246	3,246
04/07/2022	As above	Buy	19,724	1,047	1,047
04/07/2022	As above	Buy	949,470	50,000	50,000
15/07/2022	As above	Buy	289,734	15,000	15,000
21/07/2022	As above	Buy	1,045,105	50,000	50,000
22/07/2022	As above	Sell - Transfer	557,926	-27,430	27,430
28/07/2022	As above	Buy - Transfer	10,065,987	487,457	487,457
01/08/2022	As above	Sell	1,057,500	-50,000	50,000
10/08/2022	As above	Buy	111,330	5,000	5,000
19/08/2022	As above	Buy	927,364	42,000	42,000
19/08/2022	As above	Buy	785,957	35,700	35,700
23/08/2022	As above	Buy	779,681	35,653	35,653
23/08/2022	As above	Buy	773,413	36,647	36,647
23/08/2022	As above	Buy	346,180	15,830	15,830
23/08/2022	As above	Buy	343,369	16,270	16,270
24/08/2022	As above	Buy	97,354	4,608	4,608
24/08/2022	As above	Buy	847,908	40,094	40,094
24/08/2022	As above	Buy	169,641	8,019	8,019
24/08/2022	As above	Buy	72,570	3,494	3,494
24/08/2022	As above	Buy	202,812	9,623	9,623
24/08/2022	As above	Buy	43,501	2,059	2,059
24/08/2022	As above	Buy	378,824	17,913	17,913
24/08/2022	As above	Buy	75,798	3,583	3,583
24/08/2022	As above	Buy	32,422	1,561	1,561
24/08/2022	As above	Buy	90,605	4,299	4,299
24/08/2022	As above	Buy	33,275	1,575	1,575
24/08/2022	As above	Buy	289,770	13,702	13,702
24/08/2022	As above	Buy	57,964	2,740	2,740
24/08/2022	As above	Buy	24,799	1,194	1,194
24/08/2022	As above	Buy	69,297	3,288	3,288
24/08/2022	As above	Buy	2,599	123	123
24/08/2022	As above	Buy	22,565	1,067	1,067
24/08/2022	As above	Buy	4,506	213	213
24/08/2022	As above	Buy	1,932	93	93
24/08/2022	As above	Buy	5,395	256	256
24/08/2022	As above	Buy	16,648	788	788
24/08/2022	As above	Buy	144,885	6,851	6,851
24/08/2022	As above	Buy	28,982	1,370	1,370
24/08/2022	As above	Buy	12,400	597	597
24/08/2022	As above	Buy	34,649	1,644	1,644
24/08/2022	As above	Buy	89,579	4,240	4,240
24/08/2022	As above	Buy	780,234	36,894	36,894
24/08/2022	As above	Buy	156,102	7,379	7,379
24/08/2022	As above	Buy	66,776	3,215	3,215
24/08/2022	As above	Buy	186,605	8,854	8,854
24/08/2022	As above	Buy	20,176	955	955
24/08/2022	As above	Buy	175,761	8,311	8,311
24/08/2022	As above	Buy	35,159	1,662	1,662
24/08/2022	As above	Buy	15,037	724	724
24/08/2022	As above	Buy	42,046	1,995	1,995
24/08/2022	As above	Buy	35,726	1,691	1,691
24/08/2022	As above	Buy	311,129	14,712	14,712
24/08/2022	As above	Buy	62,259	2,943	2,943
24/08/2022	As above	Buy	26,627	1,282	1,282
24/08/2022	As above	Buy	74,419	3,531	3,531
24/08/2022	As above	Buy	112,925	5,345	5,345
24/08/2022	As above	Buy	983,297	46,496	46,496
24/08/2022	As above	Buy	196,698	9,298	9,298
24/08/2022	As above	Buy	84,181	4,053	4,053
24/08/2022	As above	Buy	235,206	11,160	11,160
24/08/2022	As above	Buy	85,354	4,040	4,040
24/08/2022	As above	Buy	743,395	35,152	35,152
24/08/2022	As above	Buy	148,740	7,031	7,031
24/08/2022	As above	Buy	63,619	3,063	3,063
24/08/2022	As above	Buy	177,817	8,437	8,437
24/08/2022	As above	Buy	11,176	529	529
24/08/2022	As above	Buy	97,387	4,605	4,605
24/08/2022	As above	Buy	19,484	921	921
24/08/2022	As above	Buy	8,329	401	401
24/08/2022	As above	Buy	23,289	1,105	1,105
24/08/2022	As above	Buy	30,677	1,452	1,452
24/08/2022	As above	Buy	267,205	12,635	12,635
24/08/2022	As above	Buy	53,458	2,527	2,527
24/08/2022	As above	Buy	22,868	1,101	1,101
24/08/2022	As above	Buy	63,902	3,032	3,032

Date of Change	Holder of relevant interest	Nature of Change	Consideration	Number of Securities	Person's Votes Affected
24/08/2022	As above	Buy	28,078	1,329	1,329
24/08/2022	As above	Buy	244,640	11,568	11,568
24/08/2022	As above	Buy	48,952	2,314	2,314
24/08/2022	As above	Buy	20,936	1,008	1,008
24/08/2022	As above	Buy	58,506	2,776	2,776
25/08/2022	As above	Buy	665,135	30,706	30,706
25/08/2022	As above	Buy	301,765	13,931	13,931
25/08/2022	As above	Buy	223,134	10,301	10,301
25/08/2022	As above	Buy	19,127	883	883
25/08/2022	As above	Buy	119,008	5,494	5,494
25/08/2022	As above	Buy	607,754	28,057	28,057
25/08/2022	As above	Buy	136,012	6,279	6,279
25/08/2022	As above	Buy	250,752	11,576	11,576
25/08/2022	As above	Buy	764,972	35,315	35,315
25/08/2022	As above	Buy	592,894	27,371	27,371
25/08/2022	As above	Buy	78,631	3,630	3,630
25/08/2022	As above	Buy	210,376	9,712	9,712
25/08/2022	As above	Buy	189,126	8,731	8,731
26/08/2022	As above	Buy	472,421	21,256	21,256
26/08/2022	As above	Buy	211,140	9,500	9,500
26/08/2022	As above	Buy	161,000	7,244	7,244
26/08/2022	As above	Buy	11,868	534	534
26/08/2022	As above	Buy	80,500	3,622	3,622
26/08/2022	As above	Buy	432,838	19,475	19,475
26/08/2022	As above	Buy	97,658	4,394	4,394
26/08/2022	As above	Buy	172,868	7,778	7,778
26/08/2022	As above	Buy	546,365	24,583	24,583
26/08/2022	As above	Buy	414,368	18,644	18,644
26/08/2022	As above	Buy	54,096	2,434	2,434
26/08/2022	As above	Buy	149,110	6,709	6,709
26/08/2022	As above	Buy	135,930	6,116	6,116
		Total Number of Securities		1,696,827	

Annexure 2

This is page 1 of 3 of Annexure 2 referred to in ASIC Form 604 - change of interest holder

Linda Matthews - Company Secretary of Challenger Limited

30/08/2022

Company Name	ACN / Company Number	Country of Incorporation
Challenger Limited	106842371	Australia
255 Finance Group Pty Ltd	628853056	Australia
255 Finance Investments Pty Ltd	164516401	Australia
255 Finance Pty Ltd	168112507	Australia
255 Finance Services Pty Ltd	168107355	Australia
Alphinity Investment Management Pty Ltd	140833709	Australia
Appia Europe Limited	6490323	United Kingdom
Appia Group Limited	99865	Jersey
Ardea Investment Management Pty Ltd	132902722	Australia
Ares Australia Management Pty Limited	636490732	Australia
Assetsecure Pty. Limited	110953618	Australia
Bentham Asset Management Pty Ltd	140833674	Australia
CDPG Australia Pty Limited	124498095	Australia
CDPG Malta Limited	C41110	Malta
Challenger Administration Services Pty Limited	661042093	Australia
Challenger Bank Limited	087651750	Australia
Challenger Direct Pty Ltd	006475501	Australia
Challenger Diversified Property Development Pty Limited	121624833	Australia
Challenger DPG France II SAS	495391062	France
Challenger Emerging Market Infrastructure Fund Pte. Ltd	200804361D	Singapore
Challenger Emerging Market Infrastructure Fund, L.P.		Cayman Islands
Challenger Financial Services Pty Limited	087464131	Australia
Challenger FM 2 Holdings Pty Limited	080036657	Australia
Challenger Funds Management (Asia) Pte Ltd	202113533D	Singapore
Challenger Funds Management Holdings Pty Limited	107728030	Australia
Challenger Group Holdings Limited	002993302	Australia
Challenger Group Pty Limited	003374196	Australia
Challenger Group Services Pty. Ltd.	085657307	Australia
Challenger Holdco2 Holdings Pty Ltd	646761275	Australia
Challenger Holdco3 Holdings Pty Ltd	657425744	Australia
Challenger Home Loan Corporation Pty Ltd	058891302	Australia
Challenger Investment Partners Limited	092382842	Australia
Challenger Investment Solutions Management Pty Ltd	130035353	Australia
Challenger Japan Holdings Kabushiki Kaisha	0100-01-182399	Japan
Challenger Japan Holdings Pty Limited	617208205	Australia
Challenger Japan Kabushiki Kaisha	0100-01-182920	Unknown
Challenger Kabushiki Kaisha	0100-01-182872	Unknown
Challenger LBC Terminals Holding Company Limited	C41149	Malta
Challenger Life CDI Nominees Pty Ltd	055293644	Australia
Challenger Life Company Holdings Pty Ltd	006381193	Australia
Challenger Life Company Limited	072486938	Australia
Challenger Life Debt Investments (Europe) Limited	7626067	United Kingdom
Challenger Life Fund Property Investments Pty Ltd	161212693	Australia
Challenger Life Investments UK Limited	6067787	United Kingdom
Challenger Life Nominees No.2 Pty Ltd	078627013	Australia
Challenger Life Nominees No.3 Pty Limited	151482147	Australia
Challenger Life Nominees Pty Ltd	091336793	Australia
Challenger Life Subsidiary Holdings Pty Limited	099742122	Australia
Challenger Managed Investments (International) Pty Limited	120871212	Australia

Annexure 2

This is page 2 of 3 of Annexure 2 referred to in ASIC Form 604 - change of interest holder

Linda Matthews - Company Secretary of Challenger Limited

30/08/2022

Company Name	ACN / Company Number	Country of Incorporation
Challenger Management Services (UK) Limited	6393787	United Kingdom
Challenger Margin Lending Pty Ltd	091338822	Australia
Challenger MBK Emerging Market Infrastructure Fund GP Ltd	WK-209744	Cayman Islands
Challenger Mortgage Management Pty Ltd	087271109	Australia
Challenger Non-conforming Finance Pty Ltd	107725486	Australia
Challenger Property Asset Management Pty Ltd	077569021	Australia
Challenger Retirement and Investment Services Limited	115534453	Australia
Challenger Securitisation Management Pty Ltd	100346898	Australia
Challenger Skybridge (Group) Holding Company Pty Ltd	130888327	Australia
Challenger Skybridge (Hastings) Holding Company Pty Ltd	130888274	Australia
Challenger Special Servicing Pty Ltd	107707415	Australia
Challenger Treasury Limited	093307996	Australia
Challenger Wholesale Finance Holdings Pty Limited	087284240	Australia
Challenger Wind Holdings Pty Limited	151496061	Australia
CLS US Holdings, LLC	5302598	United States
CPHIC Investments Pty Ltd	093340526	Australia
CSPP1 Maitland Pty Ltd	122460968	Australia
Cultiv8 Funds Management Pty Ltd	659433593	Australia
Eiger Capital Pty Limited	631838607	Australia
Fidante Partners (Guernsey) Limited	40288	Guernsey
Fidante Partners AAM Holdings Pty Limited	636490189	Australia
Fidante Partners AB	559327-5497	Sweden
Fidante Partners Alphinity Holdings Pty Ltd	140716016	Australia
Fidante Partners Ardea Holdings Pty Ltd	133865853	Australia
Fidante Partners Avenir Capital Holdings Pty Ltd	616504502	Australia
Fidante Partners Bentham Holdings Pty Ltd	140715573	Australia
Fidante Partners Cultiv8 Holdings Pty Ltd	659373109	Australia
Fidante Partners Eiger Holdings Pty Limited	631837360	Australia
Fidante Partners Europe Limited	4040660	United Kingdom
Fidante Partners FME Holdings Limited	11410594	United Kingdom
Fidante Partners Holdings (Guernsey) Limited	43315	Guernsey
Fidante Partners Holdings Europe Limited	6172534	United Kingdom
Fidante Partners Holdings Pty Limited	123318650	Australia
Fidante Partners Lennox Holdings Pty Limited	616975565	Australia
Fidante Partners Limited	002835592	Australia
Fidante Partners Merlon Holdings Pty Ltd	140715662	Australia
Fidante Partners Metisq Holdings Pty Ltd	143376961	Australia
Fidante Partners Novaport Holdings Pty Ltd	140715797	Australia
Fidante Partners Ox Holdings Pty Ltd	649174087	Australia
Fidante Partners Services Limited	119605373	Australia
Fidante Partners Wavestone Holdings Pty Limited	133626276	Australia
Fidante Partners Whitehelm Holdings Pty Ltd	169043903	Australia
Fidante Partners Wyetree Limited	9387239	United Kingdom
Gasvalpo S.A.	96.960.800-6	Chile
Greencape Capital Pty Ltd	120328529	Australia
GV Cayman Company Limited	OG-206918	Cayman Islands
GV Chile Holding Limitada	124311723611675	Chile
GV Chile Limitada	124301725311696	Chile
GV Jersey Holding Company Limited	100293	Jersey

Annexure 2

This is page 3 of 3 of Annexure 2 referred to in ASIC Form 604 - change of interest holder



Linda Matthews - Company Secretary of Challenger Limited

30/08/2022

Company Name	ACN / Company Number	Country of Incorporation
GV Jersey Trustee Company Limited	100294	Jersey
GV Jersey Trustee Company No. 2 Limited	100367	Jersey
Howard Commercial Lending Pty Ltd	000033143	Australia
Kudu Investment Partners I, Lp	47-2497501	Unknown
Lanv Pty Ltd	147224502	Australia
Lease Collateral No.2 Pty Ltd	168112481	Australia
Lease Collateral Pty Ltd	168112472	Australia
Lease Funding Management Pty Ltd	168112490	Australia
Lending JV Holdco Pty Ltd	661671683	Australia
Lennox Capital Partners Pty Limited	617001966	Australia
Maitland Nominee Holdings Pty Limited	122853114	Australia
Merlon Capital Partners Pty Ltd	140833683	Australia
MIR Libra Capital Management Ltd	236748	Cayman Islands
Novaport Capital Pty Ltd	140833656	Australia
Oaklands Hill Pty Ltd	149814559	Australia
Oaklands Hill Wind Farm Pty Ltd	126595935	Australia
Offshore Reinsurer (Bermuda) Company Limited	51746	Bermuda
Ox Capital Management Pty Ltd	648887914	Australia
Residential Real Estate Total Return Opportunities Fund Ltd.	212456	Cayman Islands
Residential Real Estate Total Return Opportunities Master Fund L.P.	27263	Cayman Islands
The Liberty Group Consortium Pty Ltd	082564289	Australia
TLG Services Pty Limited	092500608	Australia
TLGH Pty Limited	092927467	Australia
US LLC Holdings Pty Ltd	130888292	Australia
US LLC Investments LLC	36-4811214	Unknown
Waterford County Pty Limited	122853089	Australia
Wavestone Capital Pty Limited	120179419	Australia
Welcome Break Group Limited	3147949	United Kingdom
Welcome Break Holdings (1) Limited	4099287	United Kingdom
Welcome Break Holdings (2) Limited	4379574	United Kingdom
Welcome Break Holdings Limited	3290817	Cayman Islands
Welcome Break Limited	1735476	United Kingdom
Welcome Break No.1 Limited	8331837	United Kingdom
Welcome Break No.2 Limited	8331870	United Kingdom
Welcome Break Services Limited	4099292	United Kingdom