

Sydney

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15 June 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 (BGL)

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 Facsimile 02 9994 7777
Brisbane Level 6, 215 Adelaide Street, Brisbane QLD 4000 Telephone 07 3136 5400 Facsimile 07 3136 5407
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 Limited ABN 91 085 657 307
Challenger Life Company Limited ABN 44 072 486 938 AFSL 234670 Challenger Investment Partners Limited ABN 29 092 382 842 AFSL 234 678
Challenger Retirement and Investment Services Limited ABN 80 115 534 453 AFSL295642 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 MyLifeMyFinance Limited ABN 54 087 651 750 AFSL 245606

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 **10/06/2020**

The previous notice was given to the company on **14/03/2022**

The previous notice was dated **14/03/2022**

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	10,236,388	7.35%	8,743,250	6.27%

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)	J. P. Morgan Nominees Australia Pty Limited	J. P. Morgan Nominees Australia 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)	1,037,852 (Ordinary Fully Paid)	1,037,852
Challenger Limited (and its entities listed in Annexure 2)	HSBC Custody Nominees (Australia) Limited	HSBC Custody Nominees (Australia) Limited	As above	3,971,827 (Ordinary Fully Paid)	3,971,827

Challenger Limited (and its entities listed in Annexure 2)	Citicorp Nominees Pty Limited	Citicorp Nominees Pty Limited	As above	3,388,588 (Ordinary Fully Paid)	3,388,588
Challenger Limited (and its entities listed in Annexure 2)	National Nominees Limited	National Nominees Limited	As above	344,983 (Ordinary Fully Paid)	344,983

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

sign here _____ date 15/06/2022

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:** 10/06/2020**Class of security:** Ordinary Fully Paid

Date of Change	Holder of relevant interest	Nature of Change	Consideration	Number of Securities	Person's Votes Affected
06/10/2022	Challenger Limited (and its entities listed in Annexure 2)	Sell - Transfer	9,216,327.30	-506,670	506,670
06/08/2022	As above	Sell	151,144.00	-8,000	8,000
29/04/2022	As above	Sell - Transfer	13,276,858.70	-550,907	550,907
28/04/2022	As above	Sell	58,718.99	-2,438	2,438
28/04/2022	As above	Sell	102,312.66	-4,248	4,248
28/04/2022	As above	Sell	41,690.96	-1,731	1,731
28/04/2022	As above	Sell	32,201.51	-1,337	1,337
28/04/2022	As above	Sell	115,559.35	-4,798	4,798
28/04/2022	As above	Sell	106,093.98	-4,405	4,405
28/04/2022	As above	Sell	20,833.44	-865	865
28/04/2022	As above	Sell	128,806.05	-5,348	5,348
28/04/2022	As above	Sell	79,576.51	-3,304	3,304
28/04/2022	As above	Sell	5,684.04	-236	236
28/04/2022	As above	Sell	13,270.78	-551	551
28/04/2022	As above	Sell	24,638.85	-1,023	1,023
28/04/2022	As above	Sell	37,885.55	-1,573	1,573
27/04/2022	As above	Sell	1,806.43	-74	74
27/04/2022	As above	Sell	13,084.40	-536	536
27/04/2022	As above	Sell	14,793.19	-606	606
27/04/2022	As above	Sell	5,297.23	-217	217
27/04/2022	As above	Sell	4,271.96	-175	175
27/04/2022	As above	Sell	13,719.09	-562	562
27/04/2022	As above	Sell	10,301.53	-422	422
27/04/2022	As above	Sell	2,685.23	-110	110
27/04/2022	As above	Sell	7,494.24	-307	307
27/04/2022	As above	Sell	4,906.65	-201	201
27/04/2022	As above	Sell	3,246.69	-133	133
27/04/2022	As above	Sell	683.51	-28	28
27/04/2022	As above	Sell	16,501.97	-676	676
27/04/2022	As above	Sell	79,339.87	-3,248	3,248
27/04/2022	As above	Sell	572,600.34	-23,441	23,441
27/04/2022	As above	Sell	647,665.43	-26,514	26,514
27/04/2022	As above	Sell	231,619.66	-9,482	9,482
27/04/2022	As above	Sell	186,575.72	-7,638	7,638
27/04/2022	As above	Sell	600,471.89	-24,582	24,582
27/04/2022	As above	Sell	450,366.13	-18,437	18,437
27/04/2022	As above	Sell	117,959.43	-4,829	4,829
27/04/2022	As above	Sell	328,107.49	-13,432	13,432
27/04/2022	As above	Sell	214,447.27	-8,779	8,779
27/04/2022	As above	Sell	141,531.78	-5,794	5,794
27/04/2022	As above	Sell	30,021.15	-1,229	1,229
27/04/2022	As above	Sell	720,556.50	-29,498	29,498
26/04/2022	As above	Sell	106,281.42	-4,289	4,289
26/04/2022	As above	Sell	57,861.30	-2,335	2,335
26/04/2022	As above	Sell	14,744.10	-595	595

Date of Change	Holder of relevant interest	Nature of Change	Consideration	Number of Securities	Person's Votes Affected
26/04/2022	As above	Sell	297,781.26	-12,017	12,017
26/04/2022	As above	Sell	320,950.56	-12,952	12,952
26/04/2022	As above	Sell	224,135.10	-9,045	9,045
26/04/2022	As above	Sell	357,798.42	-14,439	14,439
26/04/2022	As above	Sell	70,499.10	-2,845	2,845
26/04/2022	As above	Sell	92,602.86	-3,737	3,737
26/04/2022	As above	Sell	38,929.38	-1,571	1,571
26/04/2022	As above	Sell	114,681.84	-4,628	4,628
26/04/2022	As above	Sell	284,102.70	-11,465	11,465
26/04/2022	As above	Sell	163,101.96	-6,582	6,582
26/04/2022	As above	Sell	87,169.17	-3,509	3,509
26/04/2022	As above	Sell	47,472.30	-1,911	1,911
26/04/2022	As above	Sell	12,073.02	-486	486
26/04/2022	As above	Sell	244,242.61	-9,832	9,832
26/04/2022	As above	Sell	263,221.59	-10,596	10,596
26/04/2022	As above	Sell	183,827.84	-7,400	7,400
26/04/2022	As above	Sell	293,428.98	-11,812	11,812
26/04/2022	As above	Sell	57,831.24	-2,328	2,328
26/04/2022	As above	Sell	75,940.77	-3,057	3,057
26/04/2022	As above	Sell	31,921.46	-1,285	1,285
26/04/2022	As above	Sell	94,075.14	-3,787	3,787
26/04/2022	As above	Sell	233,014.21	-9,380	9,380
26/04/2022	As above	Sell	133,772.02	-5,385	5,385
22/04/2022	As above	Sell	39,939.17	-1,582	1,582
22/04/2022	As above	Sell	106,639.10	-4,224	4,224
22/04/2022	As above	Sell	120,600.14	-4,777	4,777
22/04/2022	As above	Sell	43,120.17	-1,708	1,708
22/04/2022	As above	Sell	14,768.91	-585	585
22/04/2022	As above	Sell	83,867.21	-3,322	3,322
22/04/2022	As above	Sell	21,964.02	-870	870
22/04/2022	As above	Sell	61,499.26	-2,436	2,436
22/04/2022	As above	Sell	34,738.50	-1,376	1,376
22/04/2022	As above	Sell	111,814.53	-4,429	4,429
22/04/2022	As above	Sell	26,356.82	-1,044	1,044
22/04/2022	As above	Sell	5,579.37	-221	221
22/04/2022	As above	Sell	134,207.74	-5,316	5,316
21/04/2022	As above	Sell	50,355.57	-1,957	1,957
21/04/2022	As above	Sell	134,418.74	-5,224	5,224
21/04/2022	As above	Sell	152,044.48	-5,909	5,909
21/04/2022	As above	Sell	54,369.60	-2,113	2,113
21/04/2022	As above	Sell	18,629.24	-724	724
21/04/2022	As above	Sell	105,728.68	-4,109	4,109
21/04/2022	As above	Sell	27,686.56	-1,076	1,076
21/04/2022	As above	Sell	77,527.50	-3,013	3,013
21/04/2022	As above	Sell	43,794.16	-1,702	1,702
21/04/2022	As above	Sell	140,980.15	-5,479	5,479
21/04/2022	As above	Sell	33,218.72	-1,291	1,291
21/04/2022	As above	Sell	7,050.29	-274	274
21/04/2022	As above	Sell	169,207.06	-6,576	6,576
04/12/2022	As above	Sell	57,309.79	-2,300	2,300
04/12/2022	As above	Sell	109,636.12	-4,400	4,400
04/11/2022	As above	Sell	83,847.72	-3,300	3,300
04/11/2022	As above	Sell	66,061.84	-2,600	2,600
04/11/2022	As above	Sell	127,042.00	-5,000	5,000
04/08/2022	As above	Sell	224,475.80	-8,900	8,900
04/08/2022	As above	Sell	80,710.40	-3,200	3,200
04/08/2022	As above	Sell	12,611.00	-500	500
04/08/2022	As above	Sell	65,577.20	-2,600	2,600
04/08/2022	As above	Sell	199,253.80	-7,900	7,900
04/07/2022	As above	Sell	300,930.77	-11,900	11,900
04/07/2022	As above	Sell	268,055.98	-10,600	10,600
04/07/2022	As above	Sell	65,749.58	-2,600	2,600
04/07/2022	As above	Sell	88,509.05	-3,500	3,500

Date of Change	Holder of relevant interest	Nature of Change	Consideration	Number of Securities	Person's Votes Affected
04/07/2022	As above	Sell	108,739.69	-4,300	4,300
04/07/2022	As above	Sell	151,729.80	-6,000	6,000
04/06/2022	As above	Sell	55,008.03	-2,100	2,100
04/06/2022	As above	Sell	193,837.82	-7,400	7,400
04/06/2022	As above	Sell	39,291.45	-1,500	1,500
04/06/2022	As above	Sell	10,477.72	-400	400
04/06/2022	As above	Sell	172,882.38	-6,600	6,600
04/06/2022	As above	Sell	96,918.91	-3,700	3,700
04/06/2022	As above	Sell	41,910.88	-1,600	1,600
04/06/2022	As above	Sell	70,724.61	-2,700	2,700
04/04/2022	As above	Sell	171,195.70	-6,500	6,500
04/04/2022	As above	Sell	68,478.28	-2,600	2,600
04/04/2022	As above	Sell	192,265.94	-7,300	7,300
04/04/2022	As above	Sell	55,309.38	-2,100	2,100
04/04/2022	As above	Sell	42,140.48	-1,600	1,600
04/04/2022	As above	Sell	97,449.86	-3,700	3,700
04/04/2022	As above	Sell	10,535.12	-400	400
04/04/2022	As above	Sell	39,506.70	-1,500	1,500
15/03/2022	As above	Buy	65,814.08	2,420	2,420
15/03/2022	As above	Buy	13,788.32	507	507
15/03/2022	As above	Buy	265,323.20	9,756	9,756
15/03/2022	As above	Buy	85,966.24	3,161	3,161
15/03/2022	As above	Buy	107,179.04	3,941	3,941
15/03/2022	As above	Buy	54,119.84	1,990	1,990
15/03/2022	As above	Buy	300,378.72	11,045	11,045
15/03/2022	As above	Buy	151,753.12	5,580	5,580
14/03/2022	As above	Buy	102,239.93	3,780	3,780
14/03/2022	As above	Buy	21,448.75	793	793
14/03/2022	As above	Buy	412,313.61	15,244	15,244
14/03/2022	As above	Buy	133,588.10	4,939	4,939
14/03/2022	As above	Buy	166,586.17	6,159	6,159
14/03/2022	As above	Buy	84,118.04	3,110	3,110
14/03/2022	As above	Buy	466,706.34	17,255	17,255
14/03/2022	As above	Buy	235,855.07	8,720	8,720
03/11/2022	As above	Buy	66,580.56	2,526	2,526
03/11/2022	As above	Buy	57,987.82	2,200	2,200
03/11/2022	As above	Buy	24,354.88	924	924
03/11/2022	As above	Buy	201,929.40	7,661	7,661
03/11/2022	As above	Buy	72,326.63	2,744	2,744
03/11/2022	As above	Buy	73,749.96	2,798	2,798
03/11/2022	As above	Buy	101,663.19	3,857	3,857
03/11/2022	As above	Buy	44,387.04	1,684	1,684
03/11/2022	As above	Buy	186,878.93	7,090	7,090
03/11/2022	As above	Buy	178,286.19	6,764	6,764
03/11/2022	As above	Buy	224,122.92	8,503	8,503
			Total Number of Securities	-1,493,138	

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

15/06/2022

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 Luxembourg Sarl	B127515	Luxembourg
CDPG Malta Limited	C41110	Malta
Challenger Direct Pty Ltd	006475501	Australia
Challenger Diversified Property Development Pty Limited	121624833	Australia
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 Inventory Finance Servicing Pty Limited	107706810	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
Challenger Management Services (UK) Limited	6393787	United Kingdom

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

15/06/2022

Company Name	ACN / Company Number	Country of Incorporation
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 Originator Finance Pty Ltd	095085466	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
CPHC 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 Latigo Holdings LLC	5651705	Unknown
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 USA LLC	81-4925448	United States
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

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

15/06/2022

Company Name	ACN / Company Number	Country of Incorporation
GV Chile Limitada	124301725311696	Chile
GV Jersey Holding Company Limited	100293	Jersey
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
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
MyLifeMyFinance Limited	087651750	Australia
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