

Rule 2.7, 3.10.3, 3.10.4, 3.10.5

## Appendix 3B

### *New issue announcement, application for quotation of additional securities and agreement*

*Information or documents not available now must be given to ASX as soon as available. Information and documents given to ASX become ASX's property and may be made public.*

Introduced 01/07/96 Origin: Appendix 5 Amended 01/07/98, 01/09/99, 01/07/00, 30/09/01, 11/03/02, 01/01/03, 24/10/05, 01/08/12, 04/03/13

Name of entity

Perpetual Equity Investment Company Limited

ABN

68 601 406 419

We (the entity) give ASX the following information.

#### **Part 1 - All issues**

*You must complete the relevant sections (attach sheets if there is not enough space).*

- |   |   |   |
|---|---|---|
| 1 | +Class of +securities issued or to be issued  | Fully paid ordinary shares ( <b>New Shares</b> )  |
| 2 | Number of +securities issued or to be issued (if known) or maximum number which may be issued | 90,397,526 New Shares issued under the offers announced to ASX on 20 August 2018 comprising:<br>a) 63,611,812 New Shares under a pro-rata non-renounceable entitlement offer ( <b>Entitlement Offer</b> ) and an offer of any shortfall under the Entitlement Offer ( <b>Shortfall Offer</b> );<br>b) 26,785,714 New Shares under an offer made to the general public ( <b>General Offer</b> ),<br>together the <b>Offers</b> . |

+ See chapter 19 for defined terms.

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| 3    Principal terms of the<br>+securities (e.g. if options,<br>exercise price and expiry date; if<br>partly paid +securities, the<br>amount outstanding and due<br>dates for payment; if<br>+convertible securities, the<br>conversion price and dates for<br>conversion) | The New Shares are on the same terms as<br>existing fully paid ordinary shares in the<br>Company ( <b>Existing Shares</b> ). |
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+ See chapter 19 for defined terms.

4	<p>Do the +securities rank equally in all respects from the +issue date with an existing +class of quoted +securities?</p> <p>If the additional +securities do not rank equally, please state:</p> <ul style="list-style-type: none"> <li>• the date from which they do</li> <li>• the extent to which they participate for the next dividend, (in the case of a trust, distribution) or interest payment</li> <li>• the extent to which they do not rank equally, other than in relation to the next dividend, distribution or interest payment</li> </ul>	<p>Yes, the New Shares rank equally in all respects with the Existing Shares from the date of issue.</p>
5	Issue price or consideration	<p>A\$1.12 per New Share.</p>
6	Purpose of the issue (If issued as consideration for the acquisition of assets, clearly identify those assets)	<p>The proceeds of the Offers will be used to grow the Portfolio by undertaking investments consistent with the Company's investment policy, objectives and guidelines previously announced by the Company.</p>
6a	<p>Is the entity an +eligible entity that has obtained security holder approval under rule 7.1A?</p> <p>If Yes, complete sections 6b – 6h in relation to the +securities the subject of this Appendix 3B, and comply with section 6i</p>	<p>N/A</p>
6b	The date the security holder resolution under rule 7.1A was passed	<p>N/A</p>
6c	Number of +securities issued without security holder approval under rule 7.1	<p>26,785,714 New Shares under the General Offer.</p>

+ See chapter 19 for defined terms.

6d	Number of +securities issued with security holder approval under rule 7.1A	N/A	
6e	Number of +securities issued with security holder approval under rule 7.3, or another specific security holder approval (specify date of meeting)	N/A	
6f	Number of +securities issued under an exception in rule 7.2	63,611,812 New Shares under the Entitlement Offer and the Shortfall Offer	
6g	If +securities issued under rule 7.1A, was issue price at least 75% of 15 day VWAP as calculated under rule 7.1A.3? Include the +issue date and both values. Include the source of the VWAP calculation.	N/A	
6h	If +securities were issued under rule 7.1A for non-cash consideration, state date on which valuation of consideration was released to ASX Market Announcements	N/A	
6i	Calculate the entity's remaining issue capacity under rule 7.1 and rule 7.1A – complete Annexure 1 and release to ASX Market Announcements	20,922,496	
7	+Issue dates  Note: The issue date may be prescribed by ASX (refer to the definition of issue date in rule 19.12). For example, the issue date for a pro rata entitlement issue must comply with the applicable timetable in Appendix 7A.  Cross reference: item 33 of Appendix 3B.	New Shares under the Entitlement Offer - 3 October 2018  New Shares under Shortfall Offer and General Offer – 9 October 2018	
8	Number and +class of all +securities quoted on ASX (including the +securities in section 2 if applicable)	Number	+Class
		344,840,452 fully paid ordinary shares on issue.	Fully paid ordinary shares.

+ See chapter 19 for defined terms.

	Number	+Class
9	Number and +class of all +securities not quoted on ASX (including the +securities in section 2 if applicable)	N/A

10	Dividend policy (in the case of a trust, distribution policy) on the increased capital (interests)	No change. The dividend policy will apply to the New Shares in the same way that it applies to existing shares.
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**Part 2 - Pro rata issue**

11	Is security holder approval required?	No
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12	Is the issue renounceable or non-renounceable?	Non-renounceable.
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13	Ratio in which the +securities will be offered	1 New Share for every 4 Existing Shares held at 7:00pm (AEST) Thursday 23 August 2018.
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14	+Class of +securities to which the offer relates	Fully paid ordinary shares
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15	+Record date to determine entitlements	7:00pm (AEST) Thursday 23 August 2018.
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16	Will holdings on different registers (or subregisters) be aggregated for calculating entitlements?	No
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17	Policy for deciding entitlements in relation to fractions	Where fractions arise in the calculation of entitlements, they will be rounded up to the nearest whole number of New Shares.
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18	Names of countries in which the entity has security holders who will not be sent new offer documents  Note: Security holders must be told how their entitlements are to be dealt with.  Cross reference: rule 7.7.	All countries except Australia and New Zealand
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+ See chapter 19 for defined terms.

## Appendix 3B

### New issue announcement

19	Closing date for receipt of acceptances or renunciations	Entitlement Offer – 5:00pm (AEST) Wednesday 26 September 2018 General Offer and Shortfall Offer – 5:00pm (AEST) Friday 28 September 2018
20	Names of any underwriters	N/A
21	Amount of any underwriting fee or commission	N/A
22	Names of any brokers to the issue	Taylor Collison Limited ACN 008 172 450 Morgans Financial Limited ACN 010 669 726 Commonwealth Securities Limited ACN 067 254 399 ( <b>Joint Lead Managers</b> )
23	Fee or commission payable to the broker to the issue	<p>The Joint Lead Managers will be paid a management fee of 1.2% (plus GST) of the total proceeds raised under the Offer, to be shared in equal proportions between the three Joint Lead Managers.</p> <p>A discretionary fee of up to 0.20% (plus GST) of the total proceeds raised under the Offer may be payable to the Joint Lead Managers (in proportions at the sole discretion of the Company).</p> <p>These fees will be paid by Perpetual Investment Management Limited.</p>
24	Amount of any handling fee payable to brokers who lodge acceptances or renunciations on behalf of security holders	<p>A fee of 1.5% (plus GST) of the number of New Shares allotted and issued pursuant to Applications received or procured by the Joint Lead Managers under the General Offer or Shortfall Offer multiplied by the issue price, subject to a valid claim being made by the Joint Lead Managers.</p> <p>A fee of 1.0% (plus GST) of the number of New Shares allotted and issued pursuant to Applications received or procured by the Joint Lead Managers under the Entitlement Offer multiplied by the issue price, subject to a valid claim being made by the Joint Lead Managers. These fees are being paid by Perpetual Investment Management Limited.</p>

+ See chapter 19 for defined terms.

**Appendix 3B**  
**New issue announcement**

25	If the issue is contingent on security holders' approval, the date of the meeting	N/A
26	Date entitlement and acceptance form and offer documents will be sent to persons entitled	The Prospectus and the Application form were sent to Eligible Shareholders on Monday, 20 August 2018.
27	If the entity has issued options, and the terms entitle option holders to participate on exercise, the date on which notices will be sent to option holders	N/A
28	Date rights trading will begin (if applicable)	N/A
29	Date rights trading will end (if applicable)	N/A
30	How do security holders sell their entitlements <i>in full</i> through a broker?	N/A
31	How do security holders sell <i>part</i> of their entitlements through a broker and accept for the balance?	N/A
32	How do security holders dispose of their entitlements (except by sale through a broker)?	N/A
33	<sup>+</sup> Issue date	New Shares under the Entitlement Offer –3 October 2018.

<sup>+</sup> See chapter 19 for defined terms.

**Part 3 - Quotation of securities**

*You need only complete this section if you are applying for quotation of securities*

34 Type of <sup>+</sup>securities  
(tick one)

(a) ☒ <sup>+</sup>Securities described in Part 1

(b) ☐ All other <sup>+</sup>securities

Example: restricted securities at the end of the escrowed period, partly paid securities that become fully paid, employee incentive share securities when restriction ends, securities issued on expiry or conversion of convertible securities

**Entities that have ticked box 34(a)**

**Additional securities forming a new class of securities**

*Tick to indicate you are providing the information or documents*

35 ☐ If the <sup>+</sup>securities are <sup>+</sup>equity securities, the names of the 20 largest holders of the additional <sup>+</sup>securities, and the number and percentage of additional <sup>+</sup>securities held by those holders

36 ☐ If the <sup>+</sup>securities are <sup>+</sup>equity securities, a distribution schedule of the additional <sup>+</sup>securities setting out the number of holders in the categories  
1 - 1,000  
1,001 - 5,000  
5,001 - 10,000  
10,001 - 100,000  
100,001 and over

37 ☐ A copy of any trust deed for the additional <sup>+</sup>securities

**Entities that have ticked box 34(b)**

38 Number of <sup>+</sup>securities for which <sup>+</sup>quotation is sought N/A

39 <sup>+</sup>Class of <sup>+</sup>securities for which quotation is sought N/A

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<sup>+</sup> See chapter 19 for defined terms.



40	<p>Do the +securities rank equally in all respects from the +issue date with an existing +class of quoted +securities?</p> <p>If the additional +securities do not rank equally, please state:</p> <ul style="list-style-type: none"> <li>the date from which they do</li> <li>the extent to which they participate for the next dividend, (in the case of a trust, distribution) or interest payment</li> <li>the extent to which they do not rank equally, other than in relation to the next dividend, distribution or interest payment</li> </ul>	N/A				
41	<p>Reason for request for quotation now</p> <p><small>Example: In the case of restricted securities, end of restriction period</small></p> <p>(if issued upon conversion of another +security, clearly identify that other +security)</p>	N/A				
42	<p>Number and +class of all +securities quoted on ASX (including the +securities in clause 38)</p>	<table border="1" style="width: 100%; border-collapse: collapse;"> <thead> <tr> <th style="width: 50%; padding: 5px;">Number</th> <th style="width: 50%; padding: 5px;">+Class</th> </tr> </thead> <tbody> <tr> <td style="padding: 5px; text-align: center;">N/A</td> <td style="padding: 5px; text-align: center;">N/A</td> </tr> </tbody> </table>	Number	+Class	N/A	N/A
Number	+Class					
N/A	N/A					

### ***Quotation agreement***

- 1 +Quotation of our additional +securities is in ASX's absolute discretion. ASX may quote the +securities on any conditions it decides.
- 2 We warrant the following to ASX.
  - The issue of the +securities to be quoted complies with the law and is not for an illegal purpose.
  - There is no reason why those +securities should not be granted +quotation.

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+ See chapter 19 for defined terms.


- An offer of the +securities for sale within 12 months after their issue will not require disclosure under section 707(3) or section 1012C(6) of the Corporations Act.

Note: An entity may need to obtain appropriate warranties from subscribers for the securities in order to be able to give this warranty

- Section 724 or section 1016E of the Corporations Act does not apply to any applications received by us in relation to any +securities to be quoted and that no-one has any right to return any +securities to be quoted under sections 737, 738 or 1016F of the Corporations Act at the time that we request that the +securities be quoted.
- If we are a trust, we warrant that no person has the right to return the +securities to be quoted under section 1019B of the Corporations Act at the time that we request that the +securities be quoted.

3 We will indemnify ASX to the fullest extent permitted by law in respect of any claim, action or expense arising from or connected with any breach of the warranties in this agreement.

4 We give ASX the information and documents required by this form. If any information or document is not available now, we will give it to ASX before +quotation of the +securities begins. We acknowledge that ASX is relying on the information and documents. We warrant that they are (will be) true and complete.

Sign here:  ..... Date: 9 October 2018  
(Company secretary)

Print name: Sylvie Dimarco

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+ See chapter 19 for defined terms.

## Appendix 3B – Annexure 1

### *Calculation of placement capacity under rule 7.1 and rule 7.1A for eligible entities*

Introduced 01/08/12 Amended 04/03/13

#### **Part 1**

<b>Rule 7.1 – Issues exceeding 15% of capital</b>	
<b>Step 1: Calculate “A”, the base figure from which the placement capacity is calculated</b>	
<b>Insert</b> number of fully paid +ordinary securities on issue 12 months before the +issue date or date of agreement to issue	253,366,220
<b>Add</b> the following: <ul style="list-style-type: none"> <li>Number of fully paid +ordinary securities issued in that 12 month period under an exception in rule 7.2</li> <li>Number of fully paid +ordinary securities issued in that 12 month period with shareholder approval</li> <li>Number of partly paid +ordinary securities that became fully paid in that 12 month period</li> </ul> <b>Note:</b> <ul style="list-style-type: none"> <li>Include only ordinary securities here – other classes of equity securities cannot be added</li> <li>Include here (if applicable) the securities the subject of the Appendix 3B to which this form is annexed</li> <li>It may be useful to set out issues of securities on different dates as separate line items</li> </ul>	479,760 ordinary shares issued on 8 September 2017 pursuant to participation in the Company’s Dividend Reinvestment Plan  596,946 ordinary shares issued on 11 April 2018 pursuant to participation in the Company’s Dividend Reinvestment Plan  63,611,812 New Shares issued under the Entitlement Offer and Shortfall Offer.
<b>Subtract</b> the number of fully paid +ordinary securities cancelled during that 12 month period	0
<b>“A”</b>	318,054,738

+ See chapter 19 for defined terms.

<b>Step 2: Calculate 15% of “A”</b>	
<b>“B”</b>	0.15 <i>[Note: this value cannot be changed]</i>
<b>Multiply “A” by 0.15</b>	47,708,210
<b>Step 3: Calculate “C”, the amount of placement capacity under rule 7.1 that has already been used</b>	
<b>Insert</b> number of <sup>+</sup> equity securities issued or agreed to be issued in that 12 month period <i>not counting</i> those issued: <ul style="list-style-type: none"> <li>Under an exception in rule 7.2</li> <li>Under rule 7.1A</li> <li>With security holder approval under rule 7.1 or rule 7.4</li> </ul> <b>Note:</b> <ul style="list-style-type: none"> <li><i>This applies to equity securities, unless specifically excluded – not just ordinary securities</i></li> <li><i>Include here (if applicable) the securities the subject of the Appendix 3B to which this form is annexed</i></li> <li><i>It may be useful to set out issues of securities on different dates as separate line items</i></li> </ul>	26,785,714 New Shares issued under the General Offer.
<b>“C”</b>	26,785,714
<b>Step 4: Subtract “C” from [“A” x “B”] to calculate remaining placement capacity under rule 7.1</b>	
<b>“A” x 0.15</b> <i>Note: number must be same as shown in Step 2</i>	47,708,210
<b>Subtract “C”</b> <i>Note: number must be same as shown in Step 3</i>	26,785,714
<b>Total [“A” x 0.15] – “C”</b>	20,922,496 <i>[Note: this is the remaining placement capacity under rule 7.1]</i>

+ See chapter 19 for defined terms.

**Part 2**

<b>Rule 7.1A – Additional placement capacity for eligible entities</b>	
<b>Step 1: Calculate “A”, the base figure from which the placement capacity is calculated</b>	
<b>“A”</b> <i>Note: number must be same as shown in Step 1 of Part 1</i>	N/A
<b>Step 2: Calculate 10% of “A”</b>	
<b>“D”</b>	0.10 <i>Note: this value cannot be changed</i>
<b>Multiply “A” by 0.10</b>	
<b>Step 3: Calculate “E”, the amount of placement capacity under rule 7.1A that has already been used</b>	
<b>Insert</b> number of +equity securities issued or agreed to be issued in that 12 month period under rule 7.1A  <b>Notes:</b> <ul style="list-style-type: none"> <li>• This applies to equity securities – not just ordinary securities</li> <li>• Include here – if applicable – the securities the subject of the Appendix 3B to which this form is annexed</li> <li>• Do not include equity securities issued under rule 7.1 (they must be dealt with in Part 1), or for which specific security holder approval has been obtained</li> <li>• It may be useful to set out issues of securities on different dates as separate line items</li> </ul>	N/A
<b>“E”</b>	N/A

+ See chapter 19 for defined terms.

<b>Step 4: Subtract “E” from [“A” x “D”] to calculate remaining placement capacity under rule 7.1A</b>	
“A” x 0.10 <i>Note: number must be same as shown in Step 2</i>	N/A
<b>Subtract “E”</b> <i>Note: number must be same as shown in Step 3</i>	N/A
<b>Total</b> [“A” x 0.10] – “E”	<i>Nil</i> <i>Note: this is the remaining placement capacity under rule 7.1A</i>

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+ See chapter 19 for defined terms.