Rule 1.9

Appendix 1B

ASX Debt Listing Application and Agreement

This form is required by listing rule 1.9 to be used by an entity seeking admission to the +official list as an ASX Debt Listing (for classification as an ASX Listing use Appendix 1A and for classification as an ASX Foreign Exempt Listing use Appendix 1C).

All entity's seeking admission to the +official list as an ASX Debt Listing must also provide to ASX the information and documents referred to in the Information Form and Checklist (ASX Debt Listing) published on the ASX website.

The Appendix 1B and the Information Form and Checklist (ASX Debt Listing) given to ASX become ASX's property and, when accepted by ASX, will be made public by way of release on ASX Markets Announcement Platform. Supporting documents may also be made public. This may occur prior to admission of the entity and +quotation of its +securities. If it does, publication does not mean that the entity will be admitted or that its +securities will be quoted.

Introduced 01/07/96 Amended 01/07/98, 01/09/99, 13/03/00, 01/07/00, 30/09/01, 11/03/02, 01/01/03, 24/10/05, 20/07/07, 01/01/12, 01/05/13

Name of entity	ABN/ARBN/ARSN
PERPETUAL LIMITED in its capacity as trustee of PUMA Series 2014-2	**86 000 431 827**

If the issuing entity is a trustee, the entity must also state that it is acting as trustee of a trust and the name of that trust.

Macquarie Securitisation Limited ABN 16 003 297 336 as trust manager of the entity (the **Trust Manager**) applies on behalf of the entity for admission to the +official list of ASX Limited (ASX) as an ASX Debt Listing and for +quotation of the following +securities:

	Number to be quoted	+Class
+Classes of +debt securities to be quoted [Do not include +CDIs]	A$920,000,000	Class A Notes

We agree:

1. Our admission to the +official list and classification as an ASX Debt Listing is in ASX's absolute discretion. ASX may admit us on any conditions it decides. +Quotation of our +securities is in ASX's absolute discretion. ASX may quote our +securities on any conditions it decides. Our removal from the +official list, the suspension or ending of +quotation of our +securities, or a change in the category of our admission is in ASX's absolute discretion. ASX is entitled immediately to suspend +quotation of our +securities or remove us from the +official list if we break this agreement, but the absolute discretion of ASX is not limited.

+ See chapter 19 for defined terms.

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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.

   - The +securities to be quoted comply with listing rule 2.1 and there is no reason why the +securities should not be granted +quotation.

   - 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 and section 1016E of the Corporations Act do 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 601MB(1), 737, 738, 992A, 992AA 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. The Trust Manager 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, including the information and documents referred to in the *Information Form and Checklist (ASX Debt Listing)* published on the ASX website. 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 (or will be) true and complete.

5. We will comply with the listing rules that are in force from time to time, even if +quotation of our +securities is deferred, suspended or subject to a +trading halt.

6. The listing rules are to be interpreted:

   - in accordance with their spirit, intention and purpose;

   - by looking beyond form to substance; and

   - in a way that best promotes the principles on which the listing rules are based.

7. ASX has discretion to take no action in response to a breach of a listing rule. ASX may also waive a listing rule (except one that specifies that ASX will not waive it) either on our application or of its own accord on any conditions. ASX may at any time vary or revoke a decision on our application or of its own accord.

+ See chapter 19 for defined terms.

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8. A document given to ASX by an entity, or on its behalf, becomes and remains the property of ASX to deal with as it wishes, including copying, storing in a retrieval system, transmitting to the public, and publishing any part of the document and permitting others to do so. The documents include a document given to ASX in support of the listing application or in compliance with the listing rules.

9. In any proceedings, a copy or extract of any document or information given to ASX is of equal validity in evidence as the original.

Paragraphs 10 to 13 do not apply.

Dated: 21 July 2014

Executed as a deed:

SIGNED SEALED and **DELIVERED** for and on behalf of **MACQUARIE SECURITISATION LIMITED ABN 16 003 297 336** by
Daniel McGrath
and
Elizabeth Bartlett
its Attorneys under a Power of Attorney dated
23 June 2014
and each Attorney declares that the Attorney has not received any notice of the revocation of such Power of Attorney, in the presence of:

Signature of Attorney

Signature of Witness

Signature of Attorney

ANDREW GREER
Name of Witness in full

You must complete, date and sign this agreement so that it takes effect as a deed. If the entity is an Australian company, the signatures of a director and a director/company secretary will be required. If the entity is an Australian trust, the signatures of a director and a director/company secretary of the responsible entity of the trust will be required. If the entity is established outside Australia, execution will have to comply with requirements for a deed in both the place of establishment of the entity and in Australia. If this agreement is signed under a power of attorney, please attach a copy of the power of attorney.

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+ See chapter 19 for defined terms.

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Information Form and Checklist

(ASX Debt Listing)

Name of entity	ABN/ARBN/ARSN
PERPETUAL LIMITED in its capacity as trustee of PUMA Series 2014-2 ("the Trust")	86 000 431 827

We Macquarie Securitisation Limited ABN 16 003 297 336 as trust manager of the entity (the Trust Manager) supply the following information and documents to support our application for admission to the official list of ASX Limited (ASX) as an ASX Debt Listing.

Note: the entity warrants in its Appendix 1B ASX Debt Listing Application and Agreement that the information and documents referred to in this Information Form and Checklist are (or will be) true and complete and indemnifies ASX to the fullest extent permitted by law in respect of any claim, action or expense arising from, or connected with, any breach of that warranty.

Terms used in this Information Form and Checklist have the same meaning as in the ASX Listing Rules.

Part 1 – Key Information

Instructions: please complete each applicable item below. If an item is not applicable, please mark it as "N/A".

All entities – corporate details

Place of incorporation or establishment	The Trust was established in New South Wales
Date of incorporation or establishment	The Trust was established on 26 June 2014
Legislation under which incorporated or established[1]	The Trust is governed by NSW law
Address of registered office in place of incorporation or establishment	The Trust is not registered. The registered office of the Trust Manager is: Macquarie Securitisation Limited No. 1 Martin Place Sydney NSW 2000 The registered office of the Trustee is: Perpetual Limited Level 12, 123 Pitt Street Sydney NSW 2000
Main business activity	See the Information Memorandum
Other exchanges on which the entity is listed[2]	N/A

[1] Note that the entity must be: (a) a public company limited by shares; (b) a government borrowing authority; (c) a public authority; or (d) a person approved by ASX (Listing Rule 1.8 Condition 2).

[2] If more than one, indicate which is the entity's home exchange.

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Street address of principal administrative office	Macquarie Securitisation Limited No. 1 Martin Place SYDNEY, NSW 2000 AUSTRALIA
Postal address of principal administrative office	Macquarie Securitisation Limited GPO Box 4294 Sydney NSW 1164
Telephone number of principal administrative office	(02) 8232 7083
E-mail address for investor enquiries	daniel.mcgrath@macquarie.com
Website URL	http://www.macquarie.com.au

All entities – management details[3]

Full name and title of CEO/managing director	The Trust Manager for the Trust is Macquarie Securitisation Limited ABN 16 003 297 336. The Trust Manager does not have a Managing Director/ CEO and is governed by its Board of Directors which is comprised of the individuals identified below.
Full name and title of chairperson of directors	N/A
Full names of all existing directors	The Trust Manager for the Trust is Macquarie Securitisation Limited ABN 16 003 297 336. The directors of Macquarie Securitisation Limited are: • Frank Nicholas Ganis • Jason Scott Finlay • James Casey • James Angus • Andrew Hall The Trust does not have any directors.
Full names of any persons proposed to be appointed as additional or replacement directors	N/A
Full name and title of company secretary	The Trust Manager for the Trust is Macquarie Securitisation Limited ABN 16 003 297 336. The company secretaries of Macquarie Securitisation Limited are: • Dennis Leong • Paula Walsh • Nigel Glenn Donnelly The Trust does not have a company secretary.

[3] If the entity applying for admission to the official list is a trust, enter the management details for the responsible entity of the trust.

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All entities – ASX contact details[4]

Full name and title of ASX contact(s)	Daniel McGrath
Business address of ASX contact(s)	No. 1 Martin Place SYDNEY, NSW 2000 AUSTRALIA
Business phone number of ASX contact(s)	61 2 8232 7083
Mobile phone number of ASX contact(s)	61 411 287 464
Email address of ASX contact(s)	daniel.mcgrath@macquarie.com

All entities – auditor details[5]

Full name of auditor	PricewaterhouseCoopers

All entities – registry details[6]

Name of securities registry	Perpetual Limited
Address of securities registry	Level 12, 123 Pitt Street, Sydney NSW 2000
Phone number of securities registry	(02) 9229 9000
Fax number of securities registry	(02) 8256 1422
Email address of securities registry	N/A
Type of subregisters the entity will operate[7]	N/A

All entities – key dates

Annual balance date	31 March in any year
Months in which interest is usually paid (or is intended to be paid)	See the Information Memorandum

Trusts – additional details

Name of responsible entity	N/A

4 Under Listing Rule 1.8 Condition 8, a listed entity must appoint a person responsible for communication with ASX. You can appoint more than one person to cater for situations where the primary nominated contact is not available.

5 In certain cases, ASX may require the applicant to provide information about the qualifications and experience of its auditor for release to the market before quotation commences.

6 If the entity has different registries for different classes of securities, please indicate clearly which registry details apply to which class of securities.

7 Example: CHESS and issuer sponsored subregisters.

Duration of appointment of directors of responsible entity	N/A
Full names of the members of the compliance committee (if any)	N/A

Entities incorporated or established outside Australia – additional details

Name and address of the entity's Australian agent for service of process	N/A
If the entity has or intends to have a certificated subregister for quoted securities, the location of the Australian subregister	N/A
Address of registered office in Australia (if any)	N/A

Part 2 – Checklist Confirming Compliance with Admission Requirements

Instructions: please indicate in the "Location/Confirmation" column for each item below where the information or document referred to in that item is to be found (eg in the case of information, the specific page reference in the relevant document where that information is located or, in the case of a document, the folder tab number where that document is located). If the item asks for confirmation of a matter, you may simply enter "Confirmed"" in the "Location/Confirmation" column. If an item is not applicable, please mark it as "N/A".

In this regard, it will greatly assist ASX and speed up its review of the application if the various documents referred to in this Checklist (other than the 25 copies of the applicant's prospectus referred to in item 18) are provided in a folder separated by numbered tabs and if the entity's constitution and copies of all material contracts are provided both in hard copy and in electronic format.

Note that completion of this Checklist is not to be taken to represent that the entity is necessarily in full or substantial compliance with the ASX Listing Rules or that ASX will admit the entity to its official list. Admission to the official list is in ASX's absolute discretion and ASX may refuse admission without giving any reasons (see Listing Rule 1.19).

All entities – key supporting documents

Nº	Item	Location/Confirmation
1.	A copy of the entity's certificate of incorporation, certificate of registration or other evidence of status (including any change of name)	N/A
2.	Original executed agreement with ASX that documents may be given to ASX and authenticated electronically (Listing Rule 1.8 Condition 9)[8]	See the ASX Online Agreement
3.	A specimen certificate/holding statement for each class of securities to be quoted or a specimen holding statement for CDIs (as applicable)	N/A
4.	Payment for the initial listing fee[9] Refer to ASX Guidance Notes 15 and 15A for the fees payable on the application	Payment to be made once invoice received

[8] An electronic copy of the *ASX Online Agreement* is available from the ASX Compliance Downloads page on ASX's website.

[9] Payment can be made either by cheque made payable to ASX Operations Pty Ltd or by electronic funds transfer to the following account:

Bank: National Australia Bank
Account Name: ASX Operations Pty Ltd
BSB: 082 057
A/C: 494728375

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Nº	Item	Location/Confirmation

All entities – capital structure

5.	A table showing the existing and proposed debt securities in the capital structure of the entity, broken down as follows: (a) the number and class of each debt security and each convertible debt security currently on issue; and (b) the number and class of each debt security and each convertible debt security proposed to be issued between the date of this application and the date the entity is admitted to the official list; and (c) the resulting total number of each class of debt security and convertible debt security proposed to be on issue at the date the entity is admitted to the official list. Note: This applies whether the securities are quoted or not. If the entity is proposing to issue a minimum, maximum or oversubscription number of securities, the table should be presented to disclose each scenario.	See the Information Memorandum
6.	For each class of securities referred to in the table mentioned in item 5, the terms applicable to those securities Note: This should state their nominal or face value; rate of interest; dates of payment of interest; date and terms of redemption; and conversion terms (if applicable).	See the Information Memorandum
7.	Where any class of securities referred to in the table mentioned in item 5 is constituted under, or is the subject of, a trust deed,[10] a copy of that trust deed	See the PUMA Trust Deed, the Sub-Fund Notice and the Security Trust Deed

All entities – other information

8.	A brief history of the entity	See the Information Memorandum
9.	Details of the entity's existing activities and level of operations	See the Information Memorandum
10.	Confirmation that all information that a reasonable person would expect to have a material effect on the price or value of the debt securities to be quoted is included in or provided with this Information Form and Checklist	Confirmed

Entities applying for admission on the basis of their NTA (Listing Rule 1.8 Condition 3(a))

11.	Evidence that the entity[11] will have net tangible assets at the time of admission of at least $10 million	N/A
12.	Copies of the entity's accounts, together with any audit report or review,[12] for the last 2 full financial years (or a shorter period if ASX agrees)	N/A

Swift Code (Overseas Customers): NATAAU3202S

If payment is made by electronic funds transfer, please email your remittance advice to ar@asx.com.au or fax it to (612) 9227-0553, describing the payment as the "initial listing fee" and including the name of the entity applying for admission, the ASX home branch where the entity has lodged its application (ie Sydney, Melbourne or Perth) and the amount paid.

10 For example, a debenture trust deed or a security trust deed under which the trustee holds security for the holders of the debt securities or convertible debt securities in question.

11 If the entity is applying in its capacity as the trustee of a trust, the trust must have net tangible assets of at least $10 million.

12 If the accounts have not been audited or reviewed, the entity must tell ASX.

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Nº	Item	Location/Confirmation

Entities applying for admission on the basis of a guarantor (Listing Rule 1.8 Condition 3(b))

13.	Evidence that the guarantor is a company that at the time of admission will have net tangible assets of at least $10 million	N/A
14.	Copies of the guarantor's accounts, together with any audit report or review,[13] for the last 2 full financial years (or a shorter period if ASX agrees)	N/A
15.	An original executed undertaking by the guarantor to provide to ASX for release to the market the documents required to enable the entity to comply with Listing Rule 4.7A.1	N/A

Entities applying for admission on the basis of a credit rating (Listing Rule 1.8 Condition 3(c))

16.	Evidence that the debt securities for which the entity seeks quotation are rated at least "investment grade" by one of: (a) Moody's Investor Services Inc.; (b) Standard & Poors, Inc.; (c) Fitch, Inc.; or (d) any other credit rating agency advised to the market by ASX from time to time, or any of their subsidiaries	See the Information Memorandum
17.	Evidence that no credit rating agency has issued a rating less than "investment grade" in relation to the debt securities for which the entity seeks quotation	See the Information Memorandum

Entities applying for quotation of retail debt securities

18.	An electronic version and 25 copies of the prospectus for the offer of the retail securities	N/A
19.	Copies of all material contracts referred to in the prospectus (including any underwriting agreement) plus the page reference in the prospectus where they are summarised	N/A

Entities applying for quotation of wholesale debt securities

20.	An electronic version of the offer document or information memorandum to be issued to investors	See attached
21.	An electronic version of the documents setting out the terms of the securities (including, if there is a deed poll or trust deed for the securities, a copy of the deed poll or trust deed) (Listing Rule 2.1 Condition 5)	See attached
22.	An electronic version of any other transaction documents referred to in the offer document or information memorandum	See attached

[13] If the accounts have not been audited or reviewed, the guarantor must tell ASX.

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Nº	Item	Location/Confirmation

Entities applying for quotation of asset-backed securities

23.	Evidence that there is a security trustee or other independent person representing the interests of the holders of the asset-backed securities (Listing Rule 1.8 Condition 10(a))	See the Security Trust Deed
24.	If the issue of asset-backed securities is secured by equity securities, or options, warrants or other rights relating to equity securities, evidence that the equity securities: (a) are quoted on a stock exchange or traded on another regulated market; and (b) do not constitute a majority interest or confer legal or management control of the companies that have issued them (Listing Rule 1.8 Condition 10(b))	N/A

Entities incorporated or established outside of Australia

25.	Evidence that the entity is registered as a foreign company in Australia (Listing Rule 1.8 Condition 4(c))	N/A
26.	A legal opinion from a reputable law firm in the applicant's home jurisdiction which is satisfactory to ASX and which confirms that the applicant is validly existing in that jurisdiction and that the business it carries on complies with its constitution, the laws of that jurisdiction and, if it is listed on an overseas stock exchange, the listing rules (or their equivalent) of that exchange (Listing Rule 1.8 Condition 4(d) and section 3.5 of Guidance Note 29)	N/A
27.	If required by ASX, a legal opinion a legal opinion from a reputable Australian law firm which is satisfactory to ASX and which confirms that the debt securities to be quoted are "financial products" as defined in the Corporations Act (Listing Rule 1.8 Condition 4(e) and section 3.5 of Guidance Note 29)	N/A

Further documents to be provided before admission to the official list

Please note that in addition to the information and documents mentioned above, an entity may be required to provide additional information to ASX under Listing Rule 1.17.