

**Form 604  
Corporations Act 2001  
Section 671B**

**Notice of Change of Interests of Substantial Holder**

To: **LOVISA HOLDINGS LIMITED**

ACN/ARSN:

**1. Details of substantial holder (1)**

Name: FIL Limited and the entities listed in Annexure A ("FIL")  
ACN/ARSN (if applicable)

There was a change in the interests of the substantial holder on	17 April 2019
The previous notice was given to the company on	20 February 2019
The previous notice was dated	20 February 2019

**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 Person's votes	Previous Notice Voting Power (5)	Present Notice Person's votes	Present Notice Voting Power (5)
COMMON STOCK	6,465,464	6.12%	7,681,429	7.28%

**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
				<b>COMMON STOCK</b>	<b>COMMON STOCK</b>
02/19/2019	FIL	BUY	7.9517 AUD	1,771	1,771
02/19/2019	FIL	BUY	7.9517 AUD	1,980	1,980
02/19/2019	FIL	BUY	7.9517 AUD	5,215	5,215
02/19/2019	FIL	BUY	7.9517 AUD	6,175	6,175
02/19/2019	FIL	BUY	7.9517 AUD	15,875	15,875
02/19/2019	FIL	BUY	7.9517 AUD	22,975	22,975
02/19/2019	FIL	BUY	7.9517 AUD	25,838	25,838
02/19/2019	FIL	BUY	7.9517 AUD	26,416	26,416
02/19/2019	FIL	BUY	7.9517 AUD	60,490	60,490
03/08/2019	FIL	SELL	9.8840 AUD	1,715	1,715
04/15/2019	FIL	SELL	9.9985 AUD	944	944

04/17/2019	FIL	BUY	10.1899 AUD	13,647	13,647
04/17/2019	FIL	BUY	10.1899 AUD	34,012	34,012
04/17/2019	FIL	BUY	10.1899 AUD	42,160	42,160
04/17/2019	FIL	BUY	10.1899 AUD	66,993	66,993
04/17/2019	FIL	BUY	10.1899 AUD	152,245	152,245
04/17/2019	FIL	BUY	10.1899 AUD	164,100	164,100
04/17/2019	FIL	BUY	10.1899 AUD	182,152	182,152
04/17/2019	FIL	BUY	10.1899 AUD	396,580	396,580
			<b>Total Buys</b>	<b>1,218,624</b>	<b>1,218,624</b>
			<b>Total Sells</b>	<b>(2,659)</b>	<b>(2,659)</b>
			<b>Total Net Buys</b>	<b>1,215,965</b>	<b>1,215,965</b>

#### 4. Present Relevant Interest

Particulars of each relevant interest of the substantial holder in voting securities after the change are as follows:

Refer to Annexure A

#### 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	

#### 6. Addresses

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

Refer to Annexure A



Sign Here \_\_\_\_\_

Dated: 23 April 2019

Jen Li

Head of Regulatory Reporting, Asia Pacific

Duly authorized under Powers of Attorney by and on behalf of FIL Limited

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## Annexure A

Investment Manager	Address	Custodian	Nature of Relevant Interest	Sum of Numerator Shares
FIL INVESTMENT MANAGEMENT (AUSTRALIA) LIMITED	Level 11, 167 Macquarie Street, Sydney, NSW 2000, Australia	BROWN BROS HARRIMN LTD LUX (C)	Investment Discretion / Voting Power	567,311
		JP MORGAN, BOURNEMOUTH (C)		406,850
		JPMORGAN CHASE BANK NA LDN		483,411
		NATIONAL ASTL BK MELBOURNE (S)		104,462
		NORTHERN TRUST LONDON (C)		35,396
		STATE STREET BANK AND TR CO		223,879
FIL INVESTMENT MANAGEMENT (HONG KONG) LIMITED	Level 21, Two Pacific Place, 88 Queensway, Admiralty, Hong Kong	BROWN BROS HARRIMN LTD LUX (C)		3,552,889
		LANDESBANK BADEN-WUERTEMBERG		362,933
FIL INVESTMENT MANAGEMENT (SINGAPORE) LIMITED	8 Marina View, #35-06, Asia Square Tower 1, 018960, Singapore	BROWN BROS HARRIMN LTD LUX (C)		4,543
		JP MORGAN, BOURNEMOUTH (C)		29,709
		MASTER TRUST BANK OF JAPAN (C)		1,292
		NOMURA TRUST AND BANKING (C)		21,454
FIL INVESTMENTS INTERNATIONAL	Oakhill House, 130 Tonbridge Road, Hildenborough, Tonbridge, Kent, TN11 9DZ, United Kingdom	HSBC TRINKAUS UND BURKH 1 (S)	92,416	
		STATE STREET BANK AND TR CO	32,396	
FIL LIMITED	Pembroke Hall, 42 Crow Lane, Pembroke, Bermuda	HSBC BANK PLC (C)	984,052	
FIL PENSIONS MANAGEMENT	Oakhill House, 130 Tonbridge Road, Hildenborough, Kent, England TN119DZ	BNP PARIBAS SEC SRVS ITALY	110,496	
		CLEARSTREAM BANKING SA LUX (C)	205,789	
		HSBC BANK PLC (C)	462,151	
<b>Grand Total</b>				<b>7,681,429</b>

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