

Form 603

Corporations Act 2001
Section 571B

Notice of initial substantial holder

To Company Name/Scheme Endeavour Group LimitedACN/ARSN 159 767 843

1. Details of substantial holder (1)

Name Mr Bruce Lawrence MathiesonACN/ARSN (if applicable) N/AThe holder became a substantial holder on 01/07/2021

2. Details of 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 on the date the substantial holder became a substantial holder are as follows:

Class of securities (4)	Number of securities	Person's votes (5)	Voting power (6)
Fully paid ordinary shares	261,584,693	261,584,693	14.60%

3. Details of relevant interests

The nature of the relevant interest the substantial holder or an associate had in the following voting securities on the date the substantial holder became a substantial holder are as follows:

Holder of relevant interest	Nature of relevant interest (7)	Class and number of securities
Mr Bruce Lawrence Mathieson	Relevant interest under section 608(1)(b) and 608(1)(c) of the <i>Corporations Act 2001</i> (Cth) (" <i>Corporations Act</i> ") as Mr Bruce Mathieson Lawrence controls the entities listed in Annexure A. Bruce Mathieson is a director of the entities listed in Annexure A, who taken together have 14.6% of the ordinary shares of Endeavour Group Limited, following implementation of the Demerger on 1 July 2021 as described in the Demerger Booklet dated 10 May 2021. Before implementation of the Demerger, Bruce Mathieson held a 14.6% relevant interest in Endeavour ordinary shares as described in the Demerger Booklet.	261,583,095 fully paid ordinary shares
Jillian A Mathieson	Jillian Mathieson held shares in Woolworths Ltd before the Demerger and has taken up these ordinary shares in Endeavour Group Limited following implementation of the Demerger.	1,598 fully paid ordinary shares
Total		261,584,693 fully paid ordinary shares

4. Details of present registered holders

The persons registered as holders of the securities referred to in paragraph 3 above are as follows:

Holder of relevant interest	Registered holder of securities	Person entitled to be registered as holder (8)	Class and number of securities
Mr Bruce Lawrence Mathieson	Entities listed in Annexure A	Entities listed in Annexure A	261,583,095 fully paid ordinary shares
Jill A Mathieson	Jill A Mathieson	Jill A Mathieson	1,598 fully paid ordinary shares

5. Consideration

The consideration paid for each relevant interest referred to in paragraph 3 above, and acquired in the four months prior to the day that the substantial holder became a substantial holder is as follows:

Holder of relevant interest	Date of acquisition	Consideration (9)		Class and number of securities
		Cash	Non-Cash	
Mr Bruce Lawrence Mathieson and entities listed in Annexure A	N/A. Bruce Mathieson's 14.6% relevant interest in Endeavour ordinary shares follows the implementation of the Demerger on 1 July 2021 and is not the result of any acquisitions.	N/A	N/A	261,583,095 fully paid ordinary shares
Jillian A Mathieson	Jillian Mathieson held Woolworths Ltd shares before the demerger. These Endeavour shares follow implementation of the Demerger. They are not the result of any recent acquisitions.	N/A	N/A	1,598 fully paid ordinary shares

6. Associates

The reasons the persons named in paragraph 3 above are associates of the substantial holder are as follows:

Name and ACN/ARSN (if applicable)	Nature of association
Jill A Mathieson	Jillian Mathieson is the wife of Mr Bruce Mathieson and is considered to act in concert with Mr Bruce Mathieson with regard her shareholding in Endeavour Group Limited.

7. Addresses

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

Name	Address
Mr Bruce Lawrence Mathieson	Level 1/10 Yarra St, South Yarra Vic 3141
Mrs Jillian A Mathieson	Level 1/10 Yarra St, South Yarra Vic 3141
Entities listed in Annexure A	As set out in Annexure A

Signature

print name Bruce Lawrence Mathieson

Capacity: Director

sign here

date 1 / July /2021

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 7 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 total number of votes attached to all the voting shares in the company or voting interests in the scheme (if any) that the person or an associate has a relevant interest in.
- (6) The person's votes divided by the total votes in the body corporate or scheme multiplied by 100.
- (7) Include details of:

- (a) any relevant agreement or other circumstances by which the relevant interest was acquired. 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.

- (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) 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.

Annexure A

This is Annexure A of 2 pages referred to in the Form 603 – Notice of initial substantial holder

To company name: Endeavour Group Limited
ACN: 159 767 843

Signature

print name Bruce Lawrence Mathieson

Capacity Director

sign here

date 1 / July / 2021

Name of registered holder of securities / person entitled to be registered as holder	ACN	Nature of relevant interest	Number of Ordinary Shares	Address
Bruand Investments Pty Ltd as trustee for Bruand Investments Unit Trust	098 212 189	Relevant interest under section 608(1)(a) of the Corporations Act as the registered holder of the fully paid ordinary shares	27,874,097	Level 1, 10 Yarra Street, South Yarra, VIC 3141 AUSTRALIA
ACH 069 328 098 Pty Limited as trustee for Albion Charles Hotel	069 328 098	Relevant interest under section 608(1)(a) of the Corporations Act as the registered holder of the fully paid ordinary shares	9,017,767	Level 1, 10 Yarra Street, South Yarra, VIC 3141 AUSTRALIA
BH 067 351 839 Pty Limited as trustee for Balclava Hotel Trust	067 351 839	Relevant interest under section 608(1)(a) of the Corporations Act as the registered holder of the fully paid ordinary shares	13,892,335	Level 1, 10 Yarra Street, South Yarra, VIC 3141 AUSTRALIA
CHH 076 054 227 Pty Limited as trustee for Chelsea Heights Hotel Trust	076 054 227	Relevant interest under section 608(1)(a) of the Corporations Act as the registered holder of the fully paid ordinary shares	9,748,874	Level 1, 10 Yarra Street, South Yarra, VIC 3141 AUSTRALIA
CHB 097 348 920 Pty Limited as trustee for Court House Hotel Brunswick Trust	097 348 920	Relevant interest under section 608(1)(a) of the Corporations Act as the registered holder of the fully paid ordinary shares	243,703	Level 1, 10 Yarra Street, South Yarra, VIC 3141 AUSTRALIA
CHF 066 369 275 Pty Limited as trustee for Courthouse Hotel (Footscray) Trust	066 369 275	Relevant interest under section 608(1)(a) of the Corporations Act as the registered holder of the fully paid ordinary shares	6,032,154	Level 1, 10 Yarra Street, South Yarra, VIC 3141 AUSTRALIA
CPH 065 411 369 Pty Limited as trustee for Croxton Park Hotel Unit Trust	065 411 369	Relevant interest under section 608(1)(a) of the Corporations Act as the registered holder of the fully paid ordinary shares	10,541,168	Level 1, 10 Yarra Street, South Yarra, VIC 3141 AUSTRALIA
DCH 070 725 905 Pty Limited as trustee for Daiseys Club Trust	070 725 905	Relevant interest under section 608(1)(a) of the Corporations Act as the registered holder of the fully paid ordinary shares	9,407,639	Level 1, 10 Yarra Street, South Yarra, VIC 3141 AUSTRALIA
EXH 104 364 892 Pty Limited as trustee for Excelsior Trust	104 364 892	Relevant interest under section 608(1)(a) of the Corporations Act as the registered holder of the fully paid ordinary shares	10,358,130	Level 1, 10 Yarra Street, South Yarra, VIC 3141 AUSTRALIA
FLH 069 953 108 Pty Limited as trustee for First and Last Trust	069 953 108	Relevant interest under section 608(1)(a) of the Corporations Act as the registered holder of the fully paid ordinary shares	16,573,321	Level 1, 10 Yarra Street, South Yarra, VIC 3141 AUSTRALIA
GH 070 212 618 Pty Limited as trustee for Glengala Hotel Unit Trust	070 212 618	Relevant interest under section 608(1)(a) of the Corporations Act as the registered holder of the fully paid ordinary shares	7,921,107	Level 1, 10 Yarra Street, South Yarra, VIC 3141 AUSTRALIA
LCH 088 824 122 Pty Limited as trustee for the Lyndhurst Club Hotel Unit Trust	088 824 122	Relevant interest under section 608(1)(a) of the Corporations Act as the registered holder of the fully paid ordinary shares	2,656,669	Level 1, 10 Yarra Street, South Yarra, VIC 3141 AUSTRALIA
Manh 104 465 081 Pty Limited as trustee for Manningham Property Trust	104 465 081	Relevant interest under section 608(1)(a) of the Corporations Act as the registered holder of the fully paid ordinary shares	3,777,647	Level 1, 10 Yarra Street, South Yarra, VIC 3141 AUSTRALIA
Monh 080 548 812 Hotel Pty Limited as trustee for Monash Hotel Unit Trust	080 548 812	Relevant interest under section 608(1)(a) of the Corporations Act as the registered holder of the fully paid ordinary shares	5,483,824	Level 1, 10 Yarra Street, South Yarra, VIC 3141 AUSTRALIA
Morh 070 511 143 Pty Limited as trustee for Moreland Hotel Trust	070 511 143	Relevant interest under section 608(1)(a) of the Corporations Act as the registered holder of the fully paid ordinary shares	9,748,874	Level 1, 10 Yarra Street, South Yarra, VIC 3141 AUSTRALIA
OJH 078 016 841 Pty Limited as trustee for Oakleigh Junction Hotel Unit Trust	078 016 841	Relevant interest under section 608(1)(a) of the Corporations Act as the registered holder of the fully paid ordinary shares	9,030,057	Level 1, 10 Yarra Street, South Yarra, VIC 3141 AUSTRALIA
PALH 066 880 617 Pty Limited as trustee for Palace Hotel (Hawthorn) Unit Trust	066 880 617	Relevant interest under section 608(1)(a) of the Corporations Act as the registered holder of the fully paid ordinary shares	6,397,707	Level 1, 10 Yarra Street, South Yarra, VIC 3141 AUSTRALIA
NUH 099 302 851 Pty Limited as trustee for Players Hotel Unit Trust	099 302 851	Relevant interest under section 608(1)(a) of the Corporations Act as the registered holder of the fully paid ordinary shares	4,874,568	Level 1, 10 Yarra Street, South Yarra, VIC 3141 AUSTRALIA

POH 098 792 815 Pty Limited as trustee for Powell Hotel Trust	098 792 815	Relevant interest under section 608(1)(a) of the Corporations Act as the registered holder of the fully paid ordinary shares	7,128,814	Level 1, 10 Yarra Street, South Yarra, VIC 3141 AUSTRALIA
PRH 098 792 780 Pty Limited as trustee for Preston Hotel Trust	098 792 780	Relevant interest under section 608(1)(a) of the Corporations Act as the registered holder of the fully paid ordinary shares	6,397,707	Level 1, 10 Yarra Street, South Yarra, VIC 3141 AUSTRALIA
QH 007 079 905 Pty Limited as trustee for Queensbridge Hotel Unit Trust	007 079 905	Relevant interest under section 608(1)(a) of the Corporations Act as the registered holder of the fully paid ordinary shares	121,852	Level 1, 10 Yarra Street, South Yarra, VIC 3141 AUSTRALIA
RH 088 559 871 Pty Limited as trustee for Racecourse Hotel Trust	088 559 871	Relevant interest under section 608(1)(a) of the Corporations Act as the registered holder of the fully paid ordinary shares	974,809	Level 1, 10 Yarra Street, South Yarra, VIC 3141 AUSTRALIA
WWH 077 478 203 Pty Limited as trustee for The Waltzing Wheeler Unit Trust	077 478 203	Relevant interest under section 608(1)(a) of the Corporations Act as the registered holder of the fully paid ordinary shares	36,863,101	Level 1, 10 Yarra Street, South Yarra, VIC 3141 AUSTRALIA
CHT 086 707 440 Pty Limited as trustee for Cherry Hill Tavern Unit Trust	086 707 440	Relevant interest under section 608(1)(a) of the Corporations Act as the registered holder of the fully paid ordinary shares	7,494,629	Level 1, 10 Yarra Street, South Yarra, VIC 3141 AUSTRALIA
ABN 17 006 852 820 PTY LTD as trustee for BLM Club Management No 1 Trust	006 852 820	Relevant interest under section 608(1)(a) of the Corporations Act as the registered holder of the fully paid ordinary shares	1,828,029	Level 1, 10 Yarra Street, South Yarra, VIC 3141 AUSTRALIA
ABN 17 006 852 820 PTY LTD as trustee for Management Unit Trust	006 852 820	Relevant interest under section 608(1)(a) of the Corporations Act as the registered holder of the fully paid ordinary shares	9,066,403	Level 1, 10 Yarra Street, South Yarra, VIC 3141 AUSTRALIA
MILH 007 173 613 Pty Limited	007 173 613	Relevant interest under section 608(1)(a) of the Corporations Act as the registered holder of the fully paid ordinary shares	7,311,590	Level 1, 10 Yarra Street, South Yarra, VIC 3141 AUSTRALIA
SH 060 694 799 Pty Limited	060 694 799	Relevant interest under section 608(1)(a) of the Corporations Act as the registered holder of the fully paid ordinary shares	20,716,520	Level 1, 10 Yarra Street, South Yarra, VIC 3141 AUSTRALIA
Investment Holdings Pty Ltd as trustee for Investment Holdings Unit Trust	006 336 303	Relevant interest under section 608(1)(a) of the Corporations Act as the registered holder of the fully paid ordinary shares	100,000	Level 1, 10 Yarra Street, South Yarra, VIC 3141 AUSTRALIA
Total			261,583,095	