



Investment
Management

17 February 2016

Company Announcements Platform
Australian Securities Exchange Limited
20 Bridge Street
SYDNEY NSW 2000

Dear Sir/Madam,

Notice of Initial Substantial Holder

In accordance with section 671B of the Corporations Act 2001 (Cth), we attach a Notice of Initial Substantial Holder (Form 603) in respect of McMillan Shakespeare Limited.

Yours faithfully,

A handwritten signature in black ink, appearing to read 'Chris Millard'.

Chris Millard
Company Secretary

Form 603

Corporations Act 2001
Section 671B

Notice of initial substantial holder

To Company Name/Scheme MCMILLAN SHAKESPEARCE LIMITED (MMS)

ACN/ARSN ACN 107 233 983

1. Details of substantial holder(1)

Name BT INVESTMENT MANAGEMENT LIMITED (BTT)

ACN/ARSN (if applicable) ACN 126 365 822

The holder became a substantial holder on 15/02/2016

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)
Ordinary Shares	4,167,712	4,167,712	
Total	4,167,712	4,167,712	5.00%

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)	Number of securities	Class of securities
BT Investment Management (Fund Services) Limited	BT Investment Management (Fund Services) Limited is the responsible entity of various managed investment schemes and, in that capacity, can exercise the power to vote or dispose of the shares.	2,468,223	Ordinary
BT Investment Management (Institutional) Limited	BT Investment Management (Institutional) Limited is the investment manager appointed by various superannuation funds, institutional investors and unit trusts and, in that capacity, can	1,699,489	Ordinary

	exercise the power to vote or dispose of the shares.		
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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	Persons entitled to be registered as holder (8)	Class and number of securities
BT Investment Management (Fund Services) Limited	HSBC Custody Nominees (Australia) Limited.	See Annexure 'A'	2,468,223 Ordinary
BT Investment Management (Institutional) Limited	HSBC Custody Nominees (Australia) Limited. Australia and New Zealand Banking Group Limited National Australia Bank Limited National Australian Custodian Services JP Morgan Chase Bank	See Annexure 'A'	1,699,489 Ordinary

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	

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

7. Addresses

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

Name	Address
BT Investment Management Limited (BTT)	Level 14, Chifley Tower, 2 Chifley Square, Sydney NSW 2000
BT Investment Management (Fund Services) Limited	Level 14, Chifley Tower, 2 Chifley Square, Sydney NSW 2000
BT Investment Management (Institutional) Limited	Level 14, Chifley Tower, 2 Chifley Square, Sydney NSW 2000
MCMILLAN SHAKESPEARCE LIMITED (MMS)	The Company Secretary, MCMILLAN SHAKESPEARCE LIMITED (MMS) Level 21, 360 Elizabeth Street MELBOURNE VIC 3000 Tel: +61 3 9097 3273

Signature

Print name Chris Millard Capacity Company Secretary

Sign here _____ Date 17/02/2016

DIRECTIONS

- (1) If there are a number of substantial holders with similar or related relevant interests (e.g. 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 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 with 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 (e.g. 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' referred to in Form 603, Notice of initial substantial holder, lodged for BT Investment Management Limited
ACN 126 365 822.

Chris Millard – Company Secretary, BT Investment Management Limited 17/02/2016

Sales & Purchases for the period : 15/10/2015 to 15/02/2016

SECURITY: MMS

BT Investment Management (Fund Services) Limited

Date	Registered Company	Quantity	Consideration	Class of Securities
27/10/2015	HSBC Custody Nominees (Australia) Limited.	135,382	1,731,535.78	Ordinary
6/11/2015	HSBC Custody Nominees (Australia) Limited.	32,837	423,597.30	Ordinary
23/11/2015	HSBC Custody Nominees (Australia) Limited.	16,750	211,720.00	Ordinary
26/11/2015	HSBC Custody Nominees (Australia) Limited.	38,491	515,394.49	Ordinary
19/01/2016	HSBC Custody Nominees (Australia) Limited.	2,254	27,814.36	Ordinary
19/01/2016	HSBC Custody Nominees (Australia) Limited.	7,033	86,857.55	Ordinary
20/01/2016	HSBC Custody Nominees (Australia) Limited.	2,718	33,893.46	Ordinary
20/01/2016	HSBC Custody Nominees (Australia) Limited.	11,324	141,663.24	Ordinary
21/01/2016	HSBC Custody Nominees (Australia) Limited.	13,458	168,763.32	Ordinary
5/02/2016	HSBC Custody Nominees (Australia) Limited.	1,917	22,237.20	Ordinary
8/02/2016	HSBC Custody Nominees (Australia) Limited.	36,260	418,077.80	Ordinary
9/02/2016	HSBC Custody Nominees (Australia) Limited.	19,111	210,985.44	Ordinary
9/02/2016	HSBC Custody Nominees (Australia) Limited.	33,136	365,158.72	Ordinary
15/02/2016	HSBC Custody Nominees (Australia) Limited.	56,895	593,983.80	Ordinary
Total		407,566	4,951,682.46	

BT Investment Management (Fund Services) Limited Total : 2,486,068 5,708,526.20

BT Investment Management (Institutional) Limited

Date	Registered Company	Quantity	Consideration	Class of Securities
13/11/2015	Australia and New Zealand Banking Group Limited	3,810	46,101.00	Ordinary
5/02/2016	Australia and New Zealand Banking Group Limited	1,266	14,685.60	Ordinary
8/02/2016	Australia and New Zealand Banking Group Limited	1,975	22,771.75	Ordinary
9/02/2016	Australia and New Zealand Banking Group Limited	290	3,195.80	Ordinary
9/02/2016	Australia and New Zealand Banking Group Limited	167	1,843.68	Ordinary
Total		7,508	88,597.83	

Date	Registered Company	Quantity	Consideration	Class of Securities
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26/11/2015	HSBC Custody Nominees (Australia) Limited.	13,042	174,632.38	Ordinary
19/01/2016	HSBC Custody Nominees (Australia) Limited.	2,605	32,171.75	Ordinary
19/01/2016	HSBC Custody Nominees (Australia) Limited.	835	10,303.90	Ordinary
20/01/2016	HSBC Custody Nominees (Australia) Limited.	1,007	12,557.29	Ordinary
20/01/2016	HSBC Custody Nominees (Australia) Limited.	4,194	52,466.94	Ordinary
21/01/2016	HSBC Custody Nominees (Australia) Limited.	4,986	62,524.44	Ordinary
3/12/2015	HSBC Custody Nominees (Australia) Limited.	-3,724	-50,087.80	Ordinary
3/12/2015	HSBC Custody Nominees (Australia) Limited.	-1,129	-15,185.05	Ordinary
19/01/2016	HSBC Custody Nominees (Australia) Limited.	7,303	90,192.05	Ordinary
19/01/2016	HSBC Custody Nominees (Australia) Limited.	2,340	28,875.60	Ordinary
20/01/2016	HSBC Custody Nominees (Australia) Limited.	11,757	147,080.07	Ordinary
20/01/2016	HSBC Custody Nominees (Australia) Limited.	2,823	35,202.81	Ordinary
21/01/2016	HSBC Custody Nominees (Australia) Limited.	13,974	175,233.96	Ordinary
22/01/2016	HSBC Custody Nominees (Australia) Limited.	15,627	198,306.63	Ordinary
25/01/2016	HSBC Custody Nominees (Australia) Limited.	21,185	273,498.35	Ordinary
5/02/2016	HSBC Custody Nominees (Australia) Limited.	324	3,758.40	Ordinary
8/02/2016	HSBC Custody Nominees (Australia) Limited.	6,818	78,611.54	Ordinary
9/02/2016	HSBC Custody Nominees (Australia) Limited.	3,602	39,766.08	Ordinary
9/02/2016	HSBC Custody Nominees (Australia) Limited.	6,244	68,808.88	Ordinary
Total		113,813	1,418,718.22	

Date	Registered Company	Quantity	Consideration	Class of Securities
19/01/2016	JP Morgan Chase Bank	1,538	18,978.92	Ordinary
19/01/2016	JP Morgan Chase Bank	4,798	59,255.30	Ordinary
20/01/2016	JP Morgan Chase Bank	1,854	23,119.38	Ordinary
20/01/2016	JP Morgan Chase Bank	7,725	96,639.75	Ordinary
21/01/2016	JP Morgan Chase Bank	9,180	115,117.20	Ordinary
22/01/2016	JP Morgan Chase Bank	10,250	130,072.50	Ordinary
25/01/2016	JP Morgan Chase Bank	13,897	179,410.27	Ordinary
Total		49,242	622,593.32	

Date	Registered Company	Quantity	Consideration	Class of Securities
5/02/2016	National Australia Bank Limited	12,276	142,401.60	Ordinary
8/02/2016	National Australia Bank Limited	22,202	255,989.06	Ordinary
9/02/2016	National Australia Bank Limited	3,258	35,968.32	Ordinary
9/02/2016	National Australia Bank Limited	5,648	62,240.96	Ordinary
Total		43,384	496,599.94	

Date	Registered Company	Quantity	Consideration	Class of Securities
5/02/2016	National Australian Custodian Services	6,041	70,075.60	Ordinary
8/02/2016	National Australian Custodian Services	10,921	125,919.13	Ordinary
9/02/2016	National Australian Custodian Services	1,602	17,686.08	Ordinary

9/02/2016	National Australian Custodian Services	2,778	30,613.56	Ordinary
	Total	21,342	244,294.37	

BT Investment Management (Institutional Limited Total :	235,289	2,870,803.68
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