

Level 2, 5 Martin Place
Sydney NSW 2000 Australia
GPO Box 3698
Sydney NSW 2001

challenger.com.au

Telephone 02 9994 7000

20 February 2024

The Manager
Company Announcements Office
ASX Limited
20 Bridge Street
SYDNEY NSW 2000

By electronic lodgement

Dear Sir/Madam

Re: Notice of initial substantial holder – Beacon Lighting Group Limited (BLX)

We attach a notice of initial substantial holder in Beacon Lighting Group Limited. The notice is given by Challenger Limited and each of its associated entities named in Annexure 2 to the notice and Apollo Global Management, Inc. and its controlled entities named in Annexure 3 to the notice.

Yours faithfully



Linda Matthews
Company Secretary

Sydney Level 2, 5 Martin Place, Sydney NSW 2000 Australia, GPO Box 3698 Sydney NSW 2001, Telephone 02 9994 7000
Melbourne Level 19, 31 Queen Street PO Box 297, Flinders Lane, Melbourne VIC 3000 Telephone 02 9994 7000
Brisbane Level 6, 215 Adelaide Street GPO Box 3234, Brisbane QLD 4000 Telephone 07 3136 5400
Perth Level 26, 140 St Georges Terrace, Perth WA 6000 Telephone 08 6466 9613
Adelaide Level 7, Suite 714, 147 Pirie Street, Adelaide SA 5000 Telephone 08 8427 9511

Challenger Limited ABN 85 106 842 371 | Challenger Group Services Pty Limited ABN 91 085 657 307
Challenger Life Company Limited ABN 44 072 486 938 AFSL 234670 | Challenger Investment Partners Limited ABN 29 092 382 842 AFSL 234 678
Challenger Retirement and Investment Services Limited ABN 80 115 534 453 AFSL295642 RSE Licence No. L0001304
Challenger Mortgage Management Pty Ltd ABN 72 087 271 109 | Challenger Securitisation Management Pty Ltd ABN 56 100 346 898 AFSL 244593
Challenger Investment Solutions Management Pty Ltd ABN 63 130 035 353 AFSL 487354

Form 603 Corporations Act 2001 Section 671B Notice of initial substantial holder			
To CompanyName/Scheme		Beacon Lighting Group Limited	
ACN/ARSN		164 122 785	
		Challenger Limited (and its entities listed in Annexure 2)	
1. Details of substantial holder (1) Name		Apollo Global Management, Inc. (and its controlled entities from time to time which, as at the date of this notice, are as listed in Annexure 3)	
ACN/ARSN (if applicable)		106 842 371 (Challenger Limited)	
The holder became a substantial holder on		16/02/2024	
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 Fully Paid	Same as persons votes	12,267,607	5.43%
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	
Challenger Limited (and its entities listed in Annexure 2) Apollo Global Management, Inc. (and its controlled entities from time to time which, as at the date of this notice, are as listed in Annexure 3)	Ordinary Fully Paid securities purchased on market by Challenger Limited (and its entities listed in Annexure 2) and obtains a relevant interest by virtue of section 608(3) of the Corporations Act 2001 (Cth).	Refer Annexure 1	
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
Challenger Limited (and its entities listed in Annexure 2) Apollo Global Management, Inc. (and its controlled entities from time to time which, as at the date of this notice, are as listed in Annexure 3)	HSBC Custody Nominees (Australia) Limited	HSBC Custody Nominees (Australia) Limited	4,393,373 (Ordinary Fully Paid)
As above	J. P. Morgan Nominees Australia Pty Limited	J. P. Morgan Nominees Australia Pty Limited	3,810,082 (Ordinary Fully Paid)
As above	Citicorp Nominees Pty Limited	Citicorp Nominees Pty Limited	4,064,152 (Ordinary Fully Paid)
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)	
		Cash	Non-cash
Refer Annexure 2	Refer Annexure 1	Refer Annexure 1	Refer Annexure 1

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
N/A	N/A

7. Addresses

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

Name	Address
Challenger Limited (and its entities listed in Annexure 2)	Level 2, 5 Martin Place, Sydney NSW 2000
Apollo Global Management, Inc.	9 West 57th Street, 42nd Floor, New York NT 10019

Signature

print name Linda Matthews capacity Company Secretary of Challenger Limited

L Matthews

sign here date 20/02/2024

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 section s608 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.



Linda Matthews
Company Secretary of Challenger Limited

Transactions:**Company****Name/Scheme:** Beacon Lighting Group Limited (BLX)**As at:** 16/02/2024**Class of security:** Ordinary Fully Paid

Date of Change	Holder of relevant interest	Nature of Change	Consideration	Number of Securities	Person's Votes Affected
	Challenger Limited (and its entities listed in Annexure 2)				
	Apollo Global Management, Inc. (and its controlled entities from time to time which, as at the date of this notice, are as listed in Annexure 3)				
28/11/2023	Annexure 3)	Opening Balance Adjustment	19,154,544	10,500,751	10,500,751
28/11/2023	As above	Buy	224	117	117
28/11/2023	As above	Buy	81	42	42
28/11/2023	As above	Buy	144	75	75
28/11/2023	As above	Buy	29	15	15
28/11/2023	As above	Buy	230	120	120
29/11/2023	As above	Buy	414	206	206
29/11/2023	As above	Buy	149	74	74
29/11/2023	As above	Buy	265	132	132
29/11/2023	As above	Buy	54	27	27
29/11/2023	As above	Buy	430	214	214
30/11/2023	As above	Buy	3,830	1,919	1,919
30/11/2023	As above	Buy	1,377	690	690
30/11/2023	As above	Buy	2,449	1,227	1,227
30/11/2023	As above	Buy	503	252	252
30/11/2023	As above	Buy	3,962	1,985	1,985
30/11/2023	As above	Buy	17,670	8,835	8,835
30/11/2023	As above	Buy	6,348	3,174	3,174
30/11/2023	As above	Buy	11,294	5,647	5,647
30/11/2023	As above	Buy	2,318	1,159	1,159
30/11/2023	As above	Buy	18,278	9,139	9,139
01/12/2023	As above	Buy	1,202	601	601
01/12/2023	As above	Buy	432	216	216
01/12/2023	As above	Buy	768	384	384
01/12/2023	As above	Buy	158	79	79
01/12/2023	As above	Buy	1,246	623	623
04/12/2023	As above	Buy	3,085	1,462	1,462
04/12/2023	As above	Buy	1,108	525	525
04/12/2023	As above	Buy	1,971	934	934
04/12/2023	As above	Buy	405	192	192
04/12/2023	As above	Buy	3,190	1,512	1,512
05/12/2023	As above	Buy	840	404	404
05/12/2023	As above	Buy	301	145	145
05/12/2023	As above	Buy	536	258	258
05/12/2023	As above	Buy	110	53	53
05/12/2023	As above	Buy	869	418	418
06/12/2023	As above	Buy	4,085	1,872	1,872
06/12/2023	As above	Buy	1,468	673	673
06/12/2023	As above	Buy	2,612	1,197	1,197
06/12/2023	As above	Buy	535	245	245
06/12/2023	As above	Buy	4,224	1,936	1,936
07/12/2023	As above	Buy	3,021	1,320	1,320
07/12/2023	As above	Buy	1,085	474	474
07/12/2023	As above	Buy	1,932	844	844
07/12/2023	As above	Buy	396	173	173
07/12/2023	As above	Buy	3,127	1,366	1,366
08/12/2023	As above	Buy	85,923	36,641	36,641
08/12/2023	As above	Buy	30,870	13,164	13,164
08/12/2023	As above	Buy	54,925	23,422	23,422
08/12/2023	As above	Buy	11,268	4,805	4,805
08/12/2023	As above	Buy	88,883	37,903	37,903
08/12/2023	As above	Buy	2,047	886	886
08/12/2023	As above	Buy	735	318	318
08/12/2023	As above	Buy	1,307	566	566
08/12/2023	As above	Buy	268	116	116
08/12/2023	As above	Buy	2,116	916	916
11/12/2023	As above	Buy	66,945	28,128	28,128

Date of Change	Holder of relevant interest	Nature of Change	Consideration	Number of Securities	Person's Votes Affected
11/12/2023	As above	Buy	24,052	10,106	10,106
11/12/2023	As above	Buy	42,792	17,980	17,980
11/12/2023	As above	Buy	8,777	3,688	3,688
11/12/2023	As above	Buy	69,253	29,098	29,098
11/12/2023	As above	Buy	1,446	611	611
11/12/2023	As above	Buy	521	220	220
11/12/2023	As above	Buy	925	391	391
11/12/2023	As above	Buy	189	80	80
11/12/2023	As above	Buy	1,495	632	632
12/12/2023	As above	Buy	2,229	984	984
12/12/2023	As above	Buy	800	353	353
12/12/2023	As above	Buy	1,425	629	629
12/12/2023	As above	Buy	292	129	129
12/12/2023	As above	Buy	2,304	1,017	1,017
13/12/2023	As above	Buy	5,633	2,424	2,424
13/12/2023	As above	Buy	2,024	871	871
13/12/2023	As above	Buy	3,602	1,550	1,550
13/12/2023	As above	Buy	739	318	318
13/12/2023	As above	Buy	5,828	2,508	2,508
14/12/2023	As above	Buy	5,674	2,428	2,428
14/12/2023	As above	Buy	2,038	872	872
14/12/2023	As above	Buy	3,627	1,552	1,552
14/12/2023	As above	Buy	743	318	318
14/12/2023	As above	Buy	5,870	2,512	2,512
15/12/2023	As above	Buy	5,836	2,521	2,521
15/12/2023	As above	Buy	2,097	906	906
15/12/2023	As above	Buy	3,732	1,612	1,612
15/12/2023	As above	Buy	766	331	331
15/12/2023	As above	Buy	6,035	2,607	2,607
18/12/2023	As above	Buy	1,668	729	729
18/12/2023	As above	Buy	600	262	262
18/12/2023	As above	Buy	1,066	466	466
18/12/2023	As above	Buy	220	96	96
18/12/2023	As above	Buy	1,728	755	755
19/12/2023	As above	Buy	3,534	1,548	1,548
19/12/2023	As above	Buy	1,269	556	556
19/12/2023	As above	Buy	2,258	989	989
19/12/2023	As above	Buy	463	203	203
19/12/2023	As above	Buy	3,655	1,601	1,601
20/12/2023	As above	Buy	9,633	4,115	4,115
20/12/2023	As above	Buy	3,460	1,478	1,478
20/12/2023	As above	Buy	6,157	2,630	2,630
20/12/2023	As above	Buy	1,264	540	540
20/12/2023	As above	Buy	9,965	4,257	4,257
21/12/2023	As above	Buy	7,038	2,950	2,950
21/12/2023	As above	Buy	2,529	1,060	1,060
21/12/2023	As above	Buy	4,500	1,886	1,886
21/12/2023	As above	Buy	923	387	387
21/12/2023	As above	Buy	7,282	3,052	3,052
22/12/2023	As above	Buy	1,246	528	528
22/12/2023	As above	Buy	448	190	190
22/12/2023	As above	Buy	798	338	338
22/12/2023	As above	Buy	163	69	69
22/12/2023	As above	Buy	1,288	546	
29/12/2023	As above	Buy	4,620	1,967	1,967
29/12/2023	As above	Buy	1,661	707	707
29/12/2023	As above	Buy	2,953	1,257	1,257
29/12/2023	As above	Buy	606	258	258
29/12/2023	As above	Buy	4,780	2,035	2,035
05/01/2024	As above	Buy	2,012	849	849
05/01/2024	As above	Buy	723	305	305
05/01/2024	As above	Buy	1,287	543	543
05/01/2024	As above	Buy	263	111	111
05/01/2024	As above	Buy	2,083	879	879
08/01/2024	As above	Buy	1,494	635	635
08/01/2024	As above	Buy	536	228	228
08/01/2024	As above	Buy	955	406	406
08/01/2024	As above	Buy	195	83	83
08/01/2024	As above	Buy	1,548	658	658
09/01/2024	As above	Buy	8,437	3,665	3,665
09/01/2024	As above	Buy	3,032	1,317	1,317
09/01/2024	As above	Buy	5,394	2,343	2,343
09/01/2024	As above	Buy	1,107	481	481
09/01/2024	As above	Buy	8,725	3,790	3,790
10/01/2024	As above	Buy	1,480	633	633
10/01/2024	As above	Buy	531	227	227
10/01/2024	As above	Buy	947	405	405
10/01/2024	As above	Buy	194	83	83
10/01/2024	As above	Buy	1,531	655	655

Date of Change	Holder of relevant interest	Nature of Change	Consideration	Number of Securities	Person's Votes Affected
11/01/2024	As above	Buy	2,257	959	959
11/01/2024	As above	Buy	812	345	345
11/01/2024	As above	Buy	1,443	613	613
11/01/2024	As above	Buy	297	126	126
11/01/2024	As above	Buy	2,335	992	992
12/01/2024	As above	Buy	1,521	627	627
12/01/2024	As above	Buy	546	225	225
12/01/2024	As above	Buy	973	401	401
12/01/2024	As above	Buy	199	82	82
12/01/2024	As above	Buy	1,574	649	649
15/01/2024	As above	Buy	748	310	310
15/01/2024	As above	Buy	270	112	112
15/01/2024	As above	Buy	478	198	198
15/01/2024	As above	Buy	99	41	41
15/01/2024	As above	Buy	774	321	321
17/01/2024	As above	Buy	5,519	2,374	2,374
17/01/2024	As above	Buy	1,983	853	853
17/01/2024	As above	Buy	3,527	1,517	1,517
17/01/2024	As above	Buy	723	311	311
17/01/2024	As above	Buy	5,707	2,455	2,455
18/01/2024	As above	Buy	452	192	192
18/01/2024	As above	Buy	162	69	69
18/01/2024	As above	Buy	290	123	123
18/01/2024	As above	Buy	59	25	25
18/01/2024	As above	Buy	469	199	199
22/01/2024	As above	Buy	962	404	404
22/01/2024	As above	Buy	345	145	145
22/01/2024	As above	Buy	614	258	258
22/01/2024	As above	Buy	126	53	53
22/01/2024	As above	Buy	998	419	419
23/01/2024	As above	Buy	6,544	2,802	2,802
23/01/2024	As above	Buy	2,352	1,007	1,007
23/01/2024	As above	Buy	4,183	1,791	1,791
23/01/2024	As above	Buy	857	367	367
23/01/2024	As above	Buy	6,773	2,900	2,900
24/01/2024	As above	Buy	4,733	2,042	2,042
24/01/2024	As above	Buy	1,701	734	734
24/01/2024	As above	Buy	3,025	1,305	1,305
24/01/2024	As above	Buy	621	268	268
24/01/2024	As above	Buy	4,898	2,113	2,113
25/01/2024	As above	Buy	605	263	263
25/01/2024	As above	Buy	218	95	95
25/01/2024	As above	Buy	386	168	168
25/01/2024	As above	Buy	80	35	35
25/01/2024	As above	Buy	625	272	272
29/01/2024	As above	Buy	1,028	445	445
29/01/2024	As above	Buy	369	160	160
29/01/2024	As above	Buy	656	284	284
29/01/2024	As above	Buy	134	58	58
29/01/2024	As above	Buy	1,064	461	461
30/01/2024	As above	Buy	741	316	316
30/01/2024	As above	Buy	265	113	113
30/01/2024	As above	Buy	474	202	202
30/01/2024	As above	Buy	96	41	41
30/01/2024	As above	Buy	767	327	327
31/01/2024	As above	Buy	558	241	241
31/01/2024	As above	Buy	201	87	87
31/01/2024	As above	Buy	356	154	154
31/01/2024	As above	Buy	74	32	32
31/01/2024	As above	Buy	574	248	248
01/02/2024	As above	Buy	3,965	1,726	1,726
01/02/2024	As above	Buy	1,424	620	620
01/02/2024	As above	Buy	2,534	1,103	1,103
01/02/2024	As above	Buy	519	226	226
01/02/2024	As above	Buy	4,103	1,786	1,786
02/02/2024	As above	Buy	1,592	686	686
02/02/2024	As above	Buy	571	246	246
02/02/2024	As above	Buy	1,016	438	438
02/02/2024	As above	Buy	209	90	90
02/02/2024	As above	Buy	1,645	709	709
05/02/2024	As above	Buy	2,159	945	945
05/02/2024	As above	Buy	777	340	340
05/02/2024	As above	Buy	1,380	604	604
05/02/2024	As above	Buy	283	124	124
05/02/2024	As above	Buy	2,232	977	977
06/02/2024	As above	Buy	19,884	8,531	8,531
06/02/2024	As above	Buy	7,144	3,065	3,065
06/02/2024	As above	Buy	12,710	5,453	5,453
06/02/2024	As above	Buy	2,608	1,119	1,119

Date of Change	Holder of relevant interest	Nature of Change	Consideration	Number of Securities	Person's Votes Affected
06/02/2024	As above	Buy	20,567	8,824	8,824
07/02/2024	As above	Buy	2,153	911	911
07/02/2024	As above	Buy	773	327	327
07/02/2024	As above	Buy	1,375	582	582
07/02/2024	As above	Buy	281	119	119
07/02/2024	As above	Buy	2,228	943	943
08/02/2024	As above	Buy	772	322	322
08/02/2024	As above	Buy	278	116	116
08/02/2024	As above	Buy	494	206	206
08/02/2024	As above	Buy	101	42	42
08/02/2024	As above	Buy	801	334	334
09/02/2024	As above	Buy	1,446	607	607
09/02/2024	As above	Buy	519	218	218
09/02/2024	As above	Buy	924	388	388
09/02/2024	As above	Buy	191	80	80
09/02/2024	As above	Buy	1,498	629	629
09/02/2024	As above	Buy	47,200	19,832	19,832
09/02/2024	As above	Buy	16,958	7,125	7,125
09/02/2024	As above	Buy	30,171	12,677	12,677
09/02/2024	As above	Buy	6,190	2,601	2,601
09/02/2024	As above	Buy	48,823	20,514	20,514
15/02/2024	As above	Buy	41,854	15,326	15,326
15/02/2024	As above	Buy	15,036	5,506	5,506
15/02/2024	As above	Buy	26,755	9,797	9,797
15/02/2024	As above	Buy	5,489	2,010	2,010
15/02/2024	As above	Buy	43,293	15,853	15,853
16/02/2024	As above	Buy	917,594	335,341	335,341
16/02/2024	As above	Buy	329,426	120,391	120,391
16/02/2024	As above	Buy	516,969	188,930	188,930
16/02/2024	As above	Buy	119,494	43,670	43,670
16/02/2024	As above	Buy	613,068	224,050	224,050
16/02/2024	As above	Buy	317,712	117,706	117,706
16/02/2024	As above	Buy	114,063	42,258	42,258
16/02/2024	As above	Buy	178,997	66,315	66,315
16/02/2024	As above	Buy	41,373	15,328	15,328
16/02/2024	As above	Buy	212,270	78,642	78,642
		Total Number of Securities		12,267,607	

Annexure 2

This is page 1 of 3 of Annexure 2 referred to in ASIC Form 603 - becoming a substantial holder



Linda Matthews - Company Secretary of Challenger Limited

20/02/2024

Company Name	ACN / Company Number	Country of Incorporation
Challenger Limited	106842371	Australia
255 Finance Group Pty Ltd	628853056	Australia
255 Finance Investments Pty Ltd	164516401	Australia
255 Finance Pty Ltd	168112507	Australia
255 Finance Services Pty Ltd	168107355	Australia
Alphinity Investment Management Pty Ltd	140833709	Australia
Ardea Investment Management Pty Ltd	132902722	Australia
Ardea Investment Management (UK) Limited	13043903	United Kingdom
Artega Investment Administration Pty Limited	661042093	Australia
Bentham Asset Management Pty Ltd	140833674	Australia
CDPG Australia Pty Limited	124498095	Australia
Challenger Bank Limited	087651750	Australia
Challenger Diversified Property Development Pty Limited	121624833	Australia
Challenger DPG France II SAS	495391062	France
Challenger Financial Services Pty Limited	087464131	Australia
Challenger Funds Management (Asia) Pte Ltd	202113533D	Singapore
Challenger Funds Management Holdings Pty Limited	107728030	Australia
Challenger Group Holdings Limited	002993302	Australia
Challenger Group Pty Limited	003374196	Australia
Challenger Group Services Pty. Ltd.	085657307	Australia
Challenger Holdco2 Holdings Pty Ltd	646761275	Australia
Challenger Holdco3 Holdings Pty Ltd	657425744	Australia
Challenger Home Loan Corporation Pty Ltd	058891302	Australia
Challenger Investment Partners Limited	092382842	Australia
Challenger Investment Solutions Management Pty Ltd	130035353	Australia
Challenger Japan Holdings Kabushiki Kaisha	0100-01-182399	Japan
Challenger Japan Holdings Pty Limited	617208205	Australia
Challenger Japan Kabushiki Kaisha	0100-01-182920	Unknown
Challenger Kabushiki Kaisha	0100-01-182872	Unknown
Challenger Life CDI Nominees Pty Ltd	055293644	Australia
Challenger Life Company Holdings Pty Ltd	006381193	Australia
Challenger Life Company Limited	072486938	Australia
Challenger Life Debt Investments (Europe) Limited	7626067	United Kingdom
Challenger Life Fund Property Investments Pty Ltd	161212693	Australia
Challenger Life Investments UK Limited	6067787	United Kingdom
Challenger Life Nominees No.2 Pty Ltd	078627013	Australia
Challenger Life Nominees No.3 Pty Limited	151482147	Australia
Challenger Life Nominees Pty Ltd	091336793	Australia
Challenger Life Subsidiary Holdings Pty Limited	099742122	Australia
Challenger Managed Investments (International) Pty Limited	120871212	Australia
Challenger Management Services (UK) Limited	6393787	United Kingdom
Challenger Margin Lending Pty Ltd	091338822	Australia
Challenger Mortgage Management Pty Ltd	087271109	Australia
Challenger Non-conforming Finance Pty Ltd	107725486	Australia
Challenger Property Asset Management Pty Ltd	077569021	Australia
Challenger Retirement and Investment Services Limited	115534453	Australia
Challenger Securitisation Management Pty Ltd	100346898	Australia
Challenger Special Servicing Pty Ltd	107707415	Australia

Annexure 2

This is page 2 of 3 of Annexure 2 referred to in ASIC Form 603 - becoming a substantial holder



Linda Matthews - Company Secretary of Challenger Limited

20/02/2024

Company Name	ACN / Company Number	Country of Incorporation
Challenger Treasury Limited	093307996	Australia
Challenger Wholesale Finance Holdings Pty Limited	087284240	Australia
Challenger Wind Holdings Pty Limited	151496061	Australia
CLS US Holdings, LLC	5302598	United States
CPHIC Investments Pty Ltd	093340526	Australia
Cultiv8 Carry Services Pty Ltd	661978356	Australia
Cultiv8 Funds Management Pty Ltd	659433593	Australia
Cultiv8 GPCo Pty Ltd	655 779 105	Australia
Eiger Capital Pty Limited	631838607	Australia
Fidante Partners (Guernsey) Limited	40288	Guernsey
Fidante Partners AAM Holdings Pty Limited	636490189	Australia
Fidante Partners AB	559327-5497	Sweden
Fidante Partners Alphinity Holdings Pty Ltd	140716016	Australia
Fidante Partners Ardea Holdings Pty Ltd	133865853	Australia
Fidante Partners Bentham Holdings Pty Ltd	140715573	Australia
Fidante Partners Cultiv8 Holdings Pty Ltd	659373109	Australia
Fidante Partners Eiger Holdings Pty Limited	631837360	Australia
Fidante Partners Europe Limited	4040660	United Kingdom
Fidante Partners FME Holdings Limited	11410594	United Kingdom
Fidante Partners Holdco1 Pty Limited	666942196	Australia
Fidante Partners Holdings (Guernsey) Limited	43315	Guernsey
Fidante Partners Holdings Europe Limited	6172534	United Kingdom
Fidante Partners Holdings Pty Limited	123318650	Australia
Fidante Partners Lennox Holdings Pty Limited	616975565	Australia
Fidante Partners Limited	002835592	Australia
Fidante Partners Liquid Strategies ICAV	C139635	Ireland
Fidante Partners Merlon Holdings Pty Ltd	140715662	Australia
Fidante Partners Novaport Holdings Pty Ltd	140715797	Australia
Fidante Partners Ox Holdings Pty Ltd	649174087	Australia
Fidante Partners Services Limited	119605373	Australia
Fidante Partners Wavestone Holdings Pty Limited	133626276	Australia
Fidante Partners Whitehelm Holdings Pty Ltd	169043903	Australia
Fidante Partners Wyetree Limited	9387239	United Kingdom
FME Asset Management Limited	11064883	United Kingdom
Greencape Capital Pty Ltd	120328529	Australia
Kabushiki Kaisha C & K	0104-01-067168	Japan
Kudu Investment Partners I, Lp	47-2497501	Unknown
Lease Collateral No.2 Pty Ltd	168112481	Australia
Lease Collateral Pty Ltd	168112472	Australia
Lease Funding Management Pty Ltd	168112490	Australia
Lending JV Holdco Pty Ltd	661671683	Australia
Lennox Capital Partners Pty Limited	617001966	Australia
Merlon Capital Partners Pty Ltd	140833683	Australia
Novaport Capital Pty Ltd	140833656	Australia
Oaklands Hill Pty Ltd	149814559	Australia
Oaklands Hill Wind Farm Pty Ltd	126595935	Australia
Offshore Reinsurer (Bermuda) Company Limited	51746	Bermuda
Ox Capital Management Pty Ltd	648887914	Australia

Annexure 2

This is page 3 of 3 of Annexure 2 referred to in ASIC Form 603 - becoming a substantial holder



Linda Matthews - Company Secretary of Challenger Limited

20/02/2024

Company Name	ACN / Company Number	Country of Incorporation
Resonance Asset Management Limited	9028327	United Kingdom
The Liberty Group Consortium Pty Ltd	082564289	Australia
TLGH Pty Limited	092927467	Australia
US LLC Holdings Pty Ltd	130888292	Australia
US LLC Investments LLC	36-4811214	United States
Water Ventures Limited	9592184	United Kingdom
Wavestone Capital Pty Limited	120179419	Australia

Annexure 3

This is page 1 of 1 of Annexure 3 referred to in ASIC Form 603 - becoming a substantial holder



Linda Matthews - Company Secretary of Challenger Limited

20/02/2024

Company Name	Company Number	State of Incorporation/Country of Incorporation
Apollo Management Holdings, L.P.	4291041	Delaware, United States
Athene Life Re Ltd	43286	Bermuda
AP Liberty GP, LLC	WC-4527	Cayman Islands
AP Liberty LP (with AP Liberty GP, LLC acts as general partner of AP Liberty LP)	WC-113262	Cayman Islands