

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

Notice of change of interests of substantial holder

To: Melbourne IT Limited
ACN: 073 716 793
ASX Code: MLB

1. Details of substantial holder

Name: IOOF Holdings Limited
ACN: 100 103 722

This notice is given by IOOF Holdings Limited on behalf of itself and its subsidiaries.

There was a change in the interest of the substantial holder on: 25/11/2013
The previous notice was given to the company on: 31/05/2013
The previous notice was dated: 29/05/2013

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 had a relevant interest 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	Previous notice		Present notice	
	Person's votes	Voting Power	Person's votes	Voting Power
Ordinary	6,198,887	7.514%	7,056,477	8.516%

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	Person	Nature	Consideration	Class & number (ord)	Person's votes
30/05/2013	Perennial Investment Partners Limited (ACN 087 901 620)	Sold on market	-\$72,595.57	- 32,761	- 32,761

31/05/2013	Perennial Investment Partners Limited (ACN 087 901 620)	Sold on market	-\$ 118,492.16	- 53,454	- 53,454
3/06/2013	Perennial Investment Partners Limited (ACN 087 901 620)	Sold on market	-\$ 77,206.78	- 34,900	- 34,900
4/06/2013	Perennial Investment Partners Limited (ACN 087 901 620)	Sold on market	-\$ 54,462.50	- 24,698	- 24,698
5/06/2013	Perennial Investment Partners Limited (ACN 087 901 620)	Sold on market	-\$ 56,551.04	- 25,757	- 25,757
6/06/2013	Perennial Investment Partners Limited (ACN 087 901 620)	Sold on market	-\$ 5,222.29	- 2,379	- 2,379
7/06/2013	Perennial Investment Partners Limited (ACN 087 901 620)	Sold on market	-\$ 24,394.82	- 11,113	- 11,113
11/06/2013	Perennial Investment Partners Limited (ACN 087 901 620)	Sold on market	-\$ 93,728.95	- 42,698	- 42,698
12/06/2013	Perennial Investment Partners Limited (ACN 087 901 620)	Sold on market	-\$ 5,854.50	- 2,667	- 2,667
21/06/2013	Perennial Investment Partners Limited (ACN 087 901 620)	Sold on market	-\$ 313,561.05	- 142,842	- 142,842
24/06/2013	Perennial Investment Partners Limited (ACN 087 901 620)	Sold on market	-\$ 24,278.47	- 11,060	- 11,060
26/06/2013	Perennial Investment Partners Limited (ACN 087 901 620)	Sold on market	-\$ 27,867.05	- 12,990	- 12,990
27/06/2013	Perennial Investment Partners Limited (ACN 087 901 620)	Sold on market	-\$ 198,181.02	- 91,567	- 91,567
8/07/2013	Perennial Investment Partners Limited (ACN 087 901 620)	Sold on market	-\$ 94,987.93	- 42,676	- 42,676
9/07/2013	Perennial Investment Partners Limited (ACN 087 901 620)	Sold on market	-\$ 135,391.58	- 61,557	- 61,557
16/07/2013	Perennial Investment Partners Limited (ACN 087 901 620)	Sold on market	-\$ 31,797.99	- 14,355	- 14,355
17/07/2013	Perennial Investment Partners Limited (ACN 087 901 620)	Sold on market	-\$ 61,481.30	- 27,647	- 27,647
18/07/2013	Perennial Investment Partners Limited (ACN 087 901 620)	Sold on market	-\$ 68,016.18	- 30,653	- 30,653
22/07/2013	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 54,232.63	24,211	24,211
25/07/2013	Perennial Investment Partners Limited (ACN 087 901 620)	Sold on market	-\$ 9,450.32	- 4,857	- 4,857
29/07/2013	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 225,847.80	119,297	119,297
31/07/2013	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 66,212.81	34,820	34,820
8/08/2013	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 11,139.97	6,044	6,044
9/08/2013	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 108,525.84	58,575	58,575
19/08/2013	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 793,424.34	439,897	439,897
29/08/2013	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 5,991.76	3,580	3,580
30/08/2013	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 37,021.66	22,120	22,120

2/09/2013	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 55,515.78	33,170	33,170
3/09/2013	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 45,167.43	26,987	26,987
19/09/2013	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 115,453.44	66,482	66,482
20/09/2013	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 131,155.49	75,428	75,428
23/09/2013	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 110,683.91	63,883	63,883
24/09/2013	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 25,185.02	14,484	14,484
25/09/2013	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 141,966.84	81,721	81,721
26/09/2013	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 44,125.32	25,362	25,362
27/09/2013	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 9,563.51	5,500	5,500
31/10/2013	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 68,875.83	42,702	42,702
1/11/2013	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 94,086.01	57,961	57,961
4/11/2013	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 121,771.71	75,492	75,492
5/11/2013	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 17,570.85	10,893	10,893
6/11/2013	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 38,178.07	23,639	23,639
7/11/2013	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 18,774.79	11,672	11,672
8/11/2013	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 69,327.97	42,969	42,969
11/11/2013	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 56,463.43	35,000	35,000
14/11/2013	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 16,235.64	10,000	10,000
22/11/2013	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 44,956.35	27,743	27,743
25/11/2013	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 143,678.98	88,589	88,589

4. Present Relevant Interests

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

Holder	Registered holder of securities	Person Entitled to be holder	Nature of relevant interest	Class & Number (Ord)	Person's votes
Perennial Investment Partners Limited (ACN 087 901 620)	State Street		Investment Manager	1,316,946	1,316,946
Perennial Investment Partners Limited (ACN 087 901 620)	NAB Asset Servicing		Investment Manager	2,763,625	2,763,625
Perennial Investment Partners Limited (ACN 087 901 620)	JP Morgan		Investment Manager	387,841	387,841
Perennial Investment Partners Limited (ACN 087 901 620)	Citigroup		Investment Manager	892,090	892,090
Perennial Investment Partners Limited (ACN 087 901 620)	BNP		Investment Manager	1,695,975	1,695,975

5. Changes in association

The persons who have become associates of, ceased to be associates of, or have changed the nature of their association with, the substantial holder in relation to voting interests in the company or scheme are as follows:

Name & ACN	Nature of association
Not applicable	

6. Addresses

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

Name	Address
IOOF Holdings Limited	Level 6, 161 Collins Street Melbourne Victoria 3000
Melbourne IT Limited	Level 2, 120 King Street Melbourne Victoria 3000
Perennial Investment Partners Limited	Level 24, 303 Collins Street Melbourne Victoria 3000