

**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: 23/01/2014
The previous notice was given to the company on: 26/11/2013
The previous notice was dated: 25/11/2013

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	7,056,477	8.516%	6,114,280	7.346%

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
26/11/2013	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 177,529.82	109,366	109,366

27/11/2013	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 59,782.87	36,822	36,822
28/11/2013	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 2,272.99	1,400	1,400
4/12/2013	Perennial Investment Partners Limited (ACN 087 901 620)	Sold on market	-\$ 202,799.32	- 111,647	- 111,647
5/12/2013	Perennial Investment Partners Limited (ACN 087 901 620)	Sold on market	-\$ 41,462.82	- 22,832	- 22,832
11/12/2013	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 379,971.10	229,780	229,780
12/12/2013	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 101,836.63	61,997	61,997
13/12/2013	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 67,297.18	41,070	41,070
17/12/2013	Perennial Investment Partners Limited (ACN 087 901 620)	Sold on market	-\$ 58,152.43	- 33,288	- 33,288
18/12/2013	Perennial Investment Partners Limited (ACN 087 901 620)	Sold on market	-\$ 49,085.34	- 27,997	- 27,997
19/12/2013	Perennial Investment Partners Limited (ACN 087 901 620)	Sold on market	-\$ 136,637.56	- 78,215	- 78,215
20/12/2013	Perennial Investment Partners Limited (ACN 087 901 620)	Sold on market	-\$ 22,189.35	- 12,564	- 12,564
23/12/2013	Perennial Investment Partners Limited (ACN 087 901 620)	Sold on market	-\$ 62,788.91	- 35,484	- 35,484
24/12/2013	Perennial Investment Partners Limited (ACN 087 901 620)	Sold on market	-\$ 43,956.61	- 24,889	- 24,889
27/12/2013	Perennial Investment Partners Limited (ACN 087 901 620)	Sold on market	-\$ 70,538.79	- 39,929	- 39,929
30/12/2013	Perennial Investment Partners Limited (ACN 087 901 620)	Sold on market	-\$ 112,375.57	- 63,629	- 63,629
31/12/2013	Perennial Investment Partners Limited (ACN 087 901 620)	Sold on market	-\$ 206,531.97	- 116,942	- 116,942
7/01/2014	Perennial Investment Partners Limited (ACN 087 901 620)	Sold on market	-\$ 15,744.98	- 8,176	- 8,176
8/01/2014	Perennial Investment Partners Limited (ACN 087 901 620)	Sold on market	-\$ 28,849.72	- 14,981	- 14,981
10/01/2014	Perennial Investment Partners Limited (ACN 087 901 620)	Sold on market	-\$ 22,617.96	- 11,745	- 11,745
13/01/2014	Perennial Investment Partners Limited (ACN 087 901 620)	Sold on market	-\$ 272,941.97	- 140,495	- 140,495
14/01/2014	Perennial Investment Partners Limited (ACN 087 901 620)	Sold on market	-\$ 182,199.10	- 93,805	- 93,805
15/01/2014	Perennial Investment Partners Limited (ACN 087 901 620)	Sold on market	-\$ 44,241.15	- 22,855	- 22,855
16/01/2014	Perennial Investment Partners Limited (ACN 087 901 620)	Sold on market	-\$ 37,231.88	- 19,234	- 19,234
17/01/2014	Perennial Investment Partners Limited (ACN 087 901 620)	Sold on market	-\$ 127,083.03	- 65,641	- 65,641
20/01/2014	Perennial Investment Partners Limited (ACN 087 901 620)	Sold on market	-\$ 11,455.67	- 5,918	- 5,918
21/01/2014	Perennial Investment Partners Limited (ACN 087 901 620)	Sold on market	-\$ 51,171.28	- 26,513	- 26,513

22/01/2014	Perennial Investment Partners Limited (ACN 087 901 620)	Sold on market	-\$ 78,301.16	- 40,660	- 40,660
23/01/2014	Perennial Investment Partners Limited (ACN 087 901 620)	Sold on market	-\$ 781,753.66	- 405,193	- 405,193

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	1,172,501	1,172,501
Perennial Investment Partners Limited (ACN 087 901 620)	NAB Asset Servicing		Investment Manager	2,722,717	2,722,717
Perennial Investment Partners Limited (ACN 087 901 620)	Citigroup		Investment Manager	758,942	758,942
Perennial Investment Partners Limited (ACN 087 901 620)	BNP		Investment Manager	1,460,120	1,460,120

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