

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

**Notice of change of interests of substantial holder**

To : Ausenco Limited  
ACN: 114 541 114  
ASX Code: AAX

**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: 01/10/2014  
The previous notice was given to the company on: 23/06/2014  
The previous notice was dated: 19/06/2014

**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	14,839,052	8.809%	16,601,407	9.86%

**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
20/06/2014	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 6,559.20	13,635	13,635
24/06/2014	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 7,651.59	16,323	16,323

25/06/2014	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 67.04	544	544
26/06/2014	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 4,810.56	10,000	10,000
27/06/2014	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 25,292.49	52,577	52,577
30/06/2014	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 35,051.66	72,864	72,864
11/07/2014	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 713.25	1,302	1,302
14/07/2014	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 237.14	443	443
16/07/2014	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 1,394.16	2,644	2,644
18/07/2014	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 411.12	776	776
22/07/2014	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 5,344.58	10,062	10,062
23/07/2014	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 10,214.18	19,050	19,050
24/07/2014	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 104,990.21	195,835	195,835
28/07/2014	Perennial Investment Partners Limited (ACN 087 901 620)	Sold on market	-\$ 2,077.41	- 3,470	- 3,470
29/07/2014	Perennial Investment Partners Limited (ACN 087 901 620)	Sold on market	-\$ 32,529.98	- 54,030	- 54,030
30/07/2014	Perennial Investment Partners Limited (ACN 087 901 620)	Sold on market	-\$ 100,377.66	- 167,637	- 167,637
31/07/2014	Perennial Investment Partners Limited (ACN 087 901 620)	Sold on market	-\$ 74,760.44	- 124,863	- 124,863
6/08/2014	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 47,551.23	87,508	87,508
7/08/2014	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 31,295.25	57,202	57,202
8/08/2014	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 9,805.16	18,192	18,192
11/08/2014	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 59,283.90	111,653	111,653
12/08/2014	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 42,876.99	79,685	79,685
13/08/2014	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 15,138.24	26,500	26,500
20/08/2014	Perennial Investment Partners Limited (ACN 087 901 620)	Sold on market	-\$ 341,496.47	- 579,576	- 579,576
22/08/2014	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 51,581.14	88,845	88,845
25/08/2014	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 38,823.69	66,825	66,825
26/08/2014	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 35,895.05	62,041	62,041
27/08/2014	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 163.66	284	284

28/08/2014	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 11,898.07	20,828	20,828
29/08/2014	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 9,389.71	16,437	16,437
1/09/2014	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 748.92	1,311	1,311
4/09/2014	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 5,249.73	9,524	9,524
5/09/2014	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 28,251.20	52,000	52,000
9/09/2014	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 26,348.26	48,686	48,686
10/09/2014	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 568.78	1,051	1,051
12/09/2014	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 144,534.54	267,117	267,117
15/09/2014	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 26,847.19	49,783	49,783
16/09/2014	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 143,227.91	266,779	266,779
17/09/2014	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 153,031.62	286,968	286,968
18/09/2014	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 6,056.29	12,086	12,086
19/09/2014	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 185,805.42	371,136	371,136
22/09/2014	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 12,376.47	24,758	24,758
23/09/2014	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 61,548.60	128,319	128,319
24/09/2014	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 26,197.78	52,766	52,766
30/09/2014	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 3,781.27	7,398	7,398
1/10/2014	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 40,988.91	80,194	80,194

#### 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	3,296,163	3,296,163
Perennial Investment Partners Limited (ACN 087 901 620)	NAB Asset Servicing		Investment Manager	7,107,187	7,107,187

Perennial Investment Partners Limited (ACN 087 901 620)	Citigroup		Investment Manager	2,035,387	2,035,387
Perennial Investment Partners Limited (ACN 087 901 620)	BNP		Investment Manager	4,162,670	4,162,670

## 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
Ausenco Limited	144 Montague Road South Brisbane QLD 4101
Perennial Investment Partners Limited	Level 24, 303 Collins Street Melbourne Victoria 3000