

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

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

**To:** AVEO GROUP  
**ACN:** 133 837 313  
**ASX Code:** AOG

**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: 14/01/2015  
The previous notice was given to the company on: 04/06/2014  
The previous notice was dated: 02/06/2014

**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	47,853,223	9.566%	42,150,959	8.439%

**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
3/06/2014	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 19,220.76	9,470	9,470
13/06/2014	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 315,157.01	159,627	159,627

16/06/2014	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 89,536.05	45,350	45,350
17/06/2014	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 245,566.03	123,751	123,751
24/06/2014	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 3,899.95	1,877	1,877
25/06/2014	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 640.52	311	311
26/06/2014	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 727.20	361	361
27/06/2014	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 1,779.18	875	875
1/07/2014	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 115,388.91	57,004	57,004
3/07/2014	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 265,778.90	127,879	127,879
4/07/2014	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 329,265.07	157,991	157,991
7/07/2014	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 141,639.02	68,352	68,352
9/07/2014	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 208,285.20	101,538	101,538
11/07/2014	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 26,431.29	13,243	13,243
14/07/2014	Perennial Investment Partners Limited (ACN 087 901 620)	Sold on market	-\$ 2,472,643.73	- 1,230,893	- 1,230,893
15/07/2014	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 1,996.10	986	986
16/07/2014	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 15,101.18	7,409	7,409
18/07/2014	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 5,211.50	2,512	2,512
21/07/2014	Perennial Investment Partners Limited (ACN 087 901 620)	Sold on market	-\$ 37,332.93	- 17,817	- 17,817
22/07/2014	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 828.38	399	399
23/07/2014	Perennial Investment Partners Limited (ACN 087 901 620)	Sold on market	-\$ 215,318.19	- 102,354	- 102,354
24/07/2014	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 3,133.33	1,473	1,473
28/07/2014	Perennial Investment Partners Limited (ACN 087 901 620)	Sold on market	-\$ 236,273.10	- 111,422	- 111,422
29/07/2014	Perennial Investment Partners Limited (ACN 087 901 620)	Sold on market	-\$ 96,286.64	- 45,055	- 45,055
30/07/2014	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 1,510.28	694	694
4/08/2014	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 2,602.17	1,255	1,255
5/08/2014	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 2,342.78	1,147	1,147
8/08/2014	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 16,277.74	8,121	8,121

11/08/2014	Perennial Investment Partners Limited (ACN 087 901 620)	Sold on market	-\$ 587,838.87	- 294,345	- 294,345
12/08/2014	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 10,408.41	5,187	5,187
14/08/2014	Perennial Investment Partners Limited (ACN 087 901 620)	Sold on market	-\$ 4,322,915.58	- 2,100,000	- 2,100,000
15/08/2014	Perennial Investment Partners Limited (ACN 087 901 620)	Sold on market	-\$ 446,611.77	- 215,214	- 215,214
18/08/2014	Perennial Investment Partners Limited (ACN 087 901 620)	Sold on market	-\$ 55,710.67	- 26,834	- 26,834
19/08/2014	Perennial Investment Partners Limited (ACN 087 901 620)	Sold on market	-\$ 704,639.47	- 334,171	- 334,171
20/08/2014	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 2,477.53	1,138	1,138
29/08/2014	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 6,296.27	2,736	2,736
10/09/2014	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 2,160.82	947	947
12/09/2014	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 260.88	116	116
16/09/2014	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 0.01	-	-
17/09/2014	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 1,005.62	453	453
22/09/2014	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 3,277.85	1,512	1,512
23/09/2014	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 3,104.77	1,437	1,437
25/09/2014	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 1,241.88	580	580
26/09/2014	Perennial Investment Partners Limited (ACN 087 901 620)	Sold on market	-\$ 3,911.86	- 1,832	- 1,832
29/09/2014	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 1,378.89	669	669
30/09/2014	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 0.01	-	-
1/10/2014	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 141,504.31	67,322	67,322
2/10/2014	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 54,775.71	26,153	26,153
3/10/2014	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 219,463.09	104,796	104,796
6/10/2014	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 2,493.48	1,208	1,208
7/10/2014	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 3,283.63	1,614	1,614
8/10/2014	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 1,279.78	627	627
9/10/2014	Perennial Investment Partners Limited (ACN 087 901 620)	Sold on market	-\$ 157,190.73	- 76,030	- 76,030
10/10/2014	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 1,742.21	857	857

13/10/2014	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 1,728.22	855	855
14/10/2014	Perennial Investment Partners Limited (ACN 087 901 620)	Sold on market	-\$ 26,341.29	- 12,715	- 12,715
15/10/2014	Perennial Investment Partners Limited (ACN 087 901 620)	Sold on market	-\$ 2,476.69	- 1,197	- 1,197
16/10/2014	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 268,313.15	134,514	134,514
17/10/2014	Perennial Investment Partners Limited (ACN 087 901 620)	Sold on market	-\$ 94,922.86	- 45,862	- 45,862
20/10/2014	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 685.48	329	329
21/10/2014	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 1,776.03	850	850
22/10/2014	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 2,099.52	1,004	1,004
23/10/2014	Perennial Investment Partners Limited (ACN 087 901 620)	Sold on market	-\$ 199,866.54	- 96,149	- 96,149
24/10/2014	Perennial Investment Partners Limited (ACN 087 901 620)	Sold on market	-\$ 229,948.36	- 110,716	- 110,716
27/10/2014	Perennial Investment Partners Limited (ACN 087 901 620)	Sold on market	-\$ 20,593.35	- 9,875	- 9,875
28/10/2014	Perennial Investment Partners Limited (ACN 087 901 620)	Sold on market	-\$ 661,567.43	- 319,242	- 319,242
30/10/2014	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 1,043.11	504	504
5/11/2014	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 3,399.44	1,615	1,615
7/11/2014	Perennial Investment Partners Limited (ACN 087 901 620)	Sold on market	-\$ 705,274.97	- 334,812	- 334,812
10/11/2014	Perennial Investment Partners Limited (ACN 087 901 620)	Sold on market	-\$ 8,471.96	- 4,024	- 4,024
12/11/2014	Perennial Investment Partners Limited (ACN 087 901 620)	Sold on market	-\$ 415,982.83	- 200,000	- 200,000
13/11/2014	Perennial Investment Partners Limited (ACN 087 901 620)	Sold on market	-\$ 263,074.19	- 126,167	- 126,167
21/11/2014	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 9,003.93	4,404	4,404
26/11/2014	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 414.83	199	199
2/12/2014	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 2,008.98	965	965
17/12/2014	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 318,503.74	160,701	160,701
19/12/2014	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 510,515.39	258,576	258,576
29/12/2014	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 2,335.27	1,133	1,133
13/01/2015	Perennial Investment Partners Limited (ACN 087 901 620)	Sold on market	-\$ 1,059,245.20	- 464,953	- 464,953
14/01/2015	Perennial Investment Partners Limited (ACN 087 901 620)	Sold on market	-\$ 2,507,323.86	- 1,095,211	- 1,095,211

#### 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	2,893,268	2,893,268
Perennial Investment Partners Limited (ACN 087 901 620)	NAB Asset Servicing		Investment Manager	20,573,201	20,573,201
Perennial Investment Partners Limited (ACN 087 901 620)	JP Morgan		Investment Manager	7,937,013	7,937,013
Perennial Investment Partners Limited (ACN 087 901 620)	Citigroup		Investment Manager	3,895,513	3,895,513
Perennial Investment Partners Limited (ACN 087 901 620)	BNP		Investment Manager	6,837,086	6,837,086
IOOF Investment Management Limited (ACN 006 695 021)	NAB Asset Servicing		Investment Manager	14,878	14,878

#### 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
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AVEO Group	Level 5, 99 Macquarie Street Sydney NSW 2000
IOOF Holdings Limited	Level 6, 161 Collins Street Melbourne VIC 3000
IOOF Investment Management Limited	Level 6, 161 Collins Street Melbourne VIC 3000
Perennial Investment Partners Limited	Level 24, 303 Collins Street Melbourne VIC 3000