

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

Notice of change of interests of substantial holder

To: HFA Holdings Limited
ACN: 101 585 737
ASX Code: HFA

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: 14/07/2015
The previous notice was given to the company on: 25/03/2015
The previous notice was dated: 23/03/2015

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	13,342,718	8.229%	10,479,644	6.462%

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
24/03/2015	Perennial Investment Partners Limited (ACN 087 901 620)	Sold on market	-\$ 359,407.53	- 200,000	- 200,000

25/03/2015	Perennial Investment Partners Limited (ACN 087 901 620)	Sold on market	-\$ 266,123.86	- 140,975	- 140,975
27/03/2015	Perennial Investment Partners Limited (ACN 087 901 620)	Sold on market	-\$ 762,498.82	- 402,200	- 402,200
30/03/2015	Perennial Investment Partners Limited (ACN 087 901 620)	Sold on market	-\$ 1,240,543.08	- 654,357	- 654,357
9/04/2015	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 1,216.75	542	542
21/04/2015	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	-\$ 0.00	-	-
29/04/2015	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 12,007.46	5,297	5,297
30/04/2015	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 107,261.78	47,635	47,635
1/05/2015	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 27,582.71	12,325	12,325
11/05/2015	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 71,484.73	31,987	31,987
12/05/2015	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 79,070.36	35,850	35,850
14/05/2015	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 1,362,767.61	632,454	632,454
21/05/2015	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 16,862.27	7,718	7,718
26/05/2015	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 6,569.70	2,990	2,990
3/06/2015	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 202,389.24	96,178	96,178
4/06/2015	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 1,133,596.40	538,076	538,076
9/06/2015	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 951,109.36	457,470	457,470
12/06/2015	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 311,765.79	148,134	148,134
15/06/2015	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 2,124.01	995	995
29/06/2015	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 422,082.55	210,578	210,578
30/06/2015	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 15,245.80	7,683	7,683
2/07/2015	Perennial Investment Partners Limited (ACN 087 901 620)	Sold on market	-\$ 424,149.72	- 204,991	- 204,991
6/07/2015	Perennial Investment Partners Limited (ACN 087 901 620)	Sold on market	-\$ 23,344.11	- 10,972	- 10,972
7/07/2015	Perennial Investment Partners Limited (ACN 087 901 620)	Sold on market	-\$ 13,958.04	- 6,550	- 6,550
8/07/2015	Perennial Investment Partners Limited (ACN 087 901 620)	Sold on market	-\$ 16,730.24	- 7,845	- 7,845
9/07/2015	Perennial Investment Partners Limited (ACN 087 901 620)	Sold on market	-\$ 34,078.83	- 16,219	- 16,219
10/07/2015	Perennial Investment Partners Limited (ACN 087 901 620)	Sold on market	-\$ 27,303.12	- 12,786	- 12,786

13/07/2015	Perennial Investment Partners Limited (ACN 087 901 620)	Sold on market	-\$ 398,282.62	- 186,515	- 186,515
14/07/2015	Perennial Investment Partners Limited (ACN 087 901 620)	Sold on market	-\$ 7,008,838.43	- 3,255,576	- 3,255,576

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	2,141,835	2,141,835
Perennial Investment Partners Limited (ACN 087 901 620)	NAB Asset Servicing		Investment Manager	4,824,968	4,824,968
Perennial Investment Partners Limited (ACN 087 901 620)	Citigroup		Investment Manager	1,175,591	1,175,591
Perennial Investment Partners Limited (ACN 087 901 620)	BNP		Investment Manager	2,318,643	2,318,643
IOOF Investment Management Limited (ACN 066 695 021)	NAB Asset Servicing		Investment Manager	18,607	18,607

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
Perennial Investment Partners Limited	Level 29, 303 Collins Street Melbourne

	Victoria 3000
HFA Holdings Limited	Level 5, 151 Macquarie Street Sydney, NSW Australia 2000