

IOOF Holdings Ltd
ABN 49 100 103 722
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Melbourne VIC 3000

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8 September 2020

IOOF Holdings Ltd - Cleansing Notice under section 708A(5)(e) of the Corporations Act 2001 (Cth)

Dear Sir/Madam,

This notice is given by IOOF Holdings Ltd ACN 100 103 722 (ASX Code: IFL) (**IOOF** or the **Company**) under section 708A(5)(e) of the *Corporations Act 2001* (Cth) as modified by ASIC Corporations (Disregarding Technical Relief) Instrument 2016/73 (**Corporations Act**).

IOOF has today issued 129,163,896 fully paid ordinary shares (**New Shares**) at a price of \$3.50 per New Share to institutional investors pursuant to a placement to raise approximately \$452 million (**Placement**), as announced on 31 August 2020.

The Placement is being conducted in conjunction with a fully underwritten pro rata accelerated non-renounceable entitlement offer (**Entitlement Offer**) and non-underwritten share purchase plan (**SPP**), also announced on 31 August 2020.

In relation to the Placement, IOOF confirms that:

1. the New Shares will be offered for issue without disclosure to investors under Part 6D.2 of the Corporations Act.
2. this notice is being given under section 708A(5)(e) of the Corporations Act.
3. as at the date of this notice, IOOF has complied with:
 - a) the provisions of Chapter 2M of the Corporations Act as they apply to IOOF; and
 - b) section 674 of the Corporations Act.
4. as at the date of this notice, there is no excluded information of the type referred to in sections 708A(7) and 708A(8) of the Corporations Act.

Yours Sincerely,

Adrianna Bisogni
Company Secretary