

Sydney

Level 15, 255 Pitt Street Sydney NSW 2000 Australia GPO Box 3698 Sydney NSW 2001 www.challenger.com.au

> Telephone 02 9994 7000 Facsimile 02 9994 7777

26 August 2015

The Manager Company Announcements Office ASX Limited 20 Bridge Street SYDNEY NSW 2000

By electronic lodgement

Dear Sir/Madam

## Re: Notice of change of interests of substantial holder – IRESS Limited (IRE)

We enclose notice of change of interests of substantial holder in IRESS Limited. This notice is given by Challenger Limited and each of its subsidiaries named in Annexure 2 to this notice.

Yours faithfully

Andrew Brown
Company Secretary

Basen your.

attach

## **Form 604**

Corporations Act 2001 Section 671B

## Notice of change of interests of substantial holder

To Company Name/Scheme IRESS Limited

ACN/ARSN 060 313 359

1. Details of substantial holder(1)

Name Challenger Limited (and its entities listed in Annexure 2)

ACN/ARSN (if applicable) 106 842 371

There was a change in the interests of the substantial holder on 24/08/2015

The previous notice was given to the company on 21/07/2015

The previous notice was dated 21/07/2015

### 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 (2) had a relevant interest (3) in when last required, and when now required, to give a substantial holding notice to the company or scheme, are as follows:

Classof securities (4)	Previous notice		Present notice	
	Person's votes	Voting power (5)	Person's votes	Voting power (5)
Ordinary Fully Paid	13,670,276	8.54%	15,289,451	9.55%

### 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 of change	Person whose relevant interest changed	• ,	- · · · · · · · · · · · · · · · · · · ·		Person's votes affected
Refer Annexure 1	Challenger Limited (and its entities listed in Annexure 2)	Refer Annexure 1	Refer Annexure 1	Refer Annexure 1	Refer Annexure 1

### 4. Present relevant interests

Particulars of each relevant interest of the substantial holder in voting securities after the change are as follows:

Holder of relevant interest	Registered holder of	Person entitled to be	Nature of relevant interest (6)	Class and number of	Person's votes
	securities	registered as holder (8)	(,	securities	
Challenger Limited (and its entities listed in Annexure 2)	BNP Paribas Nominees Pty Limited	BNP Paribas Nominees Pty Limited	Ordinary Fully Paid securities purchased and sold on market by Challenger Limited (and its entities listed in Annexure 2)	517,410 (Ordinary Fully Paid)	517,410
Challenger Limited (and its entities listed in Annexure 2)	Citicorp Nominees Pty Limited	Citicorp Nominees Pty Limited	As above	3,741,812 (Ordinary Fully Paid)	3,741,812
Challenger Limited (and its entities listed in Annexure 2)	J P Morgan Nominees Australia Limited	J P Morgan Nominees Australia Limited	As above	3,937,240 (Ordinary Fully Paid)	3,937,240
Challenger Limited (and its entities listed in Annexure 2)	National Nominees Limited	National Nominees Limited	As above	4,865,753 (Ordinary Fully Paid)	4,865,753

Challenger Limited (and its entities listed in Annexure 2)	HSBC Custody Nominees (Australia) Limited	HSBC Custody Nominees (Australia) Limited	As above	2,227,236 (Ordinary Fully Paid)	2,227,236

### 5. Changes in association

The persons who have become associates (2) of, ceased to be associates of, or have changed the nature of their association (9) with, the substantial holder in relation to voting interests in the company or scheme are as follows:

N/A	N/A
Name and ACN/ARSN (if applicable)	Nature of association

#### 6. Addresses

The addresses of persons named in this form are as follows:

Name	Address
Challenger Limited (and its entities listed in Annexure 2)	Level 15, 255 Pitt Street, Sydney NSW 2000
in Annexure 2)	

print name Andrew Brown Capacity Company Secretary

date

26/08/2015

sign here

### DIRECTIONS

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- (1) If there are a number of substantial holders with similar or related relevant interests (eg. a corporation and its related corporations, or the manager and trustee of an equity trust), the names could be included in an annexure to the form. If the relevant interests of a group of persons are essentially similar, they may be referred to throughout the form as a specifically named group if the membership of each group, with the names and addresses of members is clearly set out in paragraph 6 of the form.
- (2) See the definition of "associate" in section 9 of the Corporations Act 2001.
- (3) See the definition of "relevant interest" in sections 608 and 671B (7) of the Corporations Act 2001.
- (4) The voting shares of a company constitute one class unless divided into separate classes.
- (5) The person's votes divided by the total votes in the body corporate or scheme multiplied by 100.
- (6) Include details of:
- (a) any relevant agreement or other circumstances because of which the change in relevant interest occurred. If subsection 671B(4) applies, a copy of any document setting out the terms of any relevant agreement, and a statement by the person giving full and accurate details of any contract, scheme or arrangement, must accompany this form, together with a written statement certifying this contract, scheme or arrangement; and
- (b) any qualification of the power of a person to exercise, control the exercise of, or influence the exercise of, the voting powers or disposal of the securities to which the relevant interest relates (indicating clearly the particular securities to which the qualification applies).

See the definition of "relevant agreement" in section 9 of the Corporations Act 2001.

- (7) Details of the consideration must include any and all benefits, money and other, that any person from whom a relevant interest was acquired has, or may, become entitled to receive in relation to that acquisition. Details must be included even if the benefit is conditional on the happening or not of a contingency. Details must be included of any benefit paid on behalf of the substantial holder or its associate in relation to the acquisitions, even if they are not paid directly to the person from whom the relevant interest was acquired.
- (8) If the substantial holder is unable to determine the identity of the person (eg. if the relevant interest arises because of an option) write "unknown".
- (9) Give details, if appropriate, of the present association and any change in that association since the last substantial holding notice.



Andrew Brown
Company Secretary of Challenger Limited

Transactions:

Company Name/Scheme: IRESS Limited (IRE)

As at: 24/08/2015

Class of security: Ordinary Fully Paid

Date of Change	Holder of relevant interest	Nature of Change	Consideration	Number of Securities	Person's Votes Affected	Off- Market trade
Date of Change	Challenger Limited (and its	Nature of Change	Consideration	Securities	Allecteu	liaue
	entities listed in Annexure 2)	Buy	311,417.16	30,463	30,463	No
27/07/2015		Sell	32,067.13	3,183	3,183	No
27/07/2015		Buy	29,840.67	2,962	2,962	No
27/07/2015 27/07/2015		Buy	31,230.95 91,617.50	3,100 9,094	3,100 9,094	No
27/07/2015		Buy Buy	82,258.29	8,165	8,165	No No
27/07/2015		Buy	70,964.78	7,044	7,044	No
27/07/2015		Buy	30,112.68	2,989	2,989	No
27/07/2015	as above	Buy	30,948.86	3,072	3,072	No
27/07/2015		Buy	11,152.47	1,107	1,107	No
27/07/2015		Buy	6,971.55	692	692	No
27/07/2015 28/07/2015		Buy	70,823.74	7,030	7,030	No
28/07/2015		Buy Buy	180,790.00 168,210.00	18,079 16,821	18,079 16,821	No No
28/07/2015		Buy	176,070.00	17,607	17,607	No
28/07/2015		Buy	516,400.00	51,640	51,640	No
28/07/2015		Buy	463,760.00	46,376	46,376	No
28/07/2015	as above	Buy	400,090.00	40,009	40,009	No
28/07/2015		Buy	169,790.00	16,979	16,979	No
28/07/2015		Buy	174,500.00	17,450	17,450	No
28/07/2015		Buy	62,880.00	6,288	6,288	No
28/07/2015		Buy	39,300.00	3,930	3,930	No
28/07/2015 29/07/2015		Buy Sell	399,310.00 45,039.28 -	39,931 4,400	39,931 4,400	No No
05/08/2015		Buy	4,416.60	433	433	No
13/08/2015		Buy	164,076.80	16,540	16,540	No
13/08/2015	as above	Buy	21,952.96	2,213	2,213	No
13/08/2015		Buy	93,396.80	9,415	9,415	No
13/08/2015		Buy	42,050.88	4,239	4,239	No
13/08/2015		Buy	4,831.04	487	487	No
13/08/2015		Buy	1,864.96	188	188	No
13/08/2015 13/08/2015		Buy Buy	76,284.80 2,232.00	7,690 225	7,690 225	No No
13/08/2015		Buy	22,696.96	2,288	2,288	No
13/08/2015		Buy	40,929.92	4,126	4,126	No
13/08/2015		Buy	39,064.96	3,938	3,938	No
13/08/2015		Buy	40,185.92	4,051	4,051	No
13/08/2015		Buy	9,304.96	938	938	No
13/08/2015		Buy	93,029.76	9,378	9,378	No
13/08/2015		Buy	40,929.92	4,126 10,878	4,126	No
13/08/2015 13/08/2015		Buy Buy	107,909.76 119,813.76	12,078	10,878 12,078	No No
13/08/2015		Buy	14,889.92	1,501	1,501	No
13/08/2015		Buy	56,553.92	5,701	5,701	No
13/08/2015	as above	Buy	152,898.38	15,386	15,386	No
13/08/2015		Buy	20,451.38	2,058	2,058	No
13/08/2015		Buy	87,012.75	8,756	8,756	No
13/08/2015		Buy	39,173.63	3,942	3,942	No
13/08/2015 13/08/2015		Buy Buy	4,511.63 1,729.13	454 174	454 174	No No
13/08/2015		Buy	71,063.06	7,151	7,151	No No
13/08/2015		Buy	2,076.94	209	209	No
13/08/2015		Buy	21,147.00	2,128	2,128	No
13/08/2015	as above	Buy	38,130.19	3,837	3,837	No
13/08/2015		Buy	36,401.06	3,663	3,663	No
13/08/2015		Buy	37,444.50	3,768	3,768	No
13/08/2015		Buy	8,665.50	872	872	No
13/08/2015 13/08/2015		Buy Buy	86,664.94 38,130.19	8,721 3,837	8,721 3,837	No No
13/08/2015		Buy	100,537.69	10,117	10,117	No
13/08/2015		Buy	111,627.94	11,233	11,233	No
13/08/2015		Buy	13,862.81	1,395	1,395	No
13/08/2015		Buy	52,698.56	5,303	5,303	No
17/08/2015		Buy	142,416.00	14,400	14,400	No
17/08/2015		Buy	316,480.00	32,000	32,000	No
17/08/2015		Buy	134,504.00	13,600	13,600	No
20/08/2015		Buy	37,525.12	4,042	4,042	No No
20/08/2015 20/08/2015		Buy Buy	32,381.89 41,628.56	3,488 4,484	3,488 4,484	No No
	as above	Buy	19,653.80	2,117	2,117	No

				Number of	Person's Votes	Off- Marke
Date of Change	Holder of relevant interest	Nature of Change	Consideration	Securities	Affected	trade
20/08/2015		Buy Buy	56,918.98 7,594.15	6,131 818	6,131 818	No
20/08/2015 20/08/2015		Buy	14,185.65	1,528	1,528	No No
20/08/2015		Buy	14,575.57	1,570	1,570	No
20/08/2015		Buy	1,708.22	184	184	No
20/08/2015	as above	Buy	779.84	84	84	No
20/08/2015	as above	Buy	649.87	70	70	No
20/08/2015		Buy	7,881.95	849	849	No
20/08/2015		Buy	2,590.18	279	279	No
20/08/2015		Buy	13,247.98	1,427	1,427	No
20/08/2015		Buy Buy	13,990.69 13,740.02	1,507 1,480	1,507 1,480	No No
20/08/2015 20/08/2015		Buy	3,165.78	341	341	No
20/08/2015		Buy	32.354.04	3,485	3,485	No
20/08/2015		Buy	14,157.80	1,525	1,525	No
20/08/2015	as above	Buy	53,474.59	5,707	5,707	No
20/08/2015		Buy	46,156.62	4,926	4,926	No
20/08/2015		Buy	59,330.84	6,332	6,332	No
20/08/2015		Buy	28,006.93	2,989	2,989	No
20/08/2015		Buy Buy	81,116.09 10,822.35	8,657	8,657	No
20/08/2015 20/08/2015		Buy	20,220.46	1,155 2,158	1,155 2,158	No No
20/08/2015		Buy	20,773.29	2,136	2,136	No
20/08/2015		Buy	2,445.57	261	261	No
20/08/2015		Buy	1,105.66	118	118	No
20/08/2015	as above	Buy	918.26	98	98	No
20/08/2015		Buy	11,234.63	1,199	1,199	No
20/08/2015		Buy	3,682.41	393	393	No
20/08/2015		Buy	18,889.92	2,016	2,016	No
20/08/2015		Buy Buy	19,948.73	2,129	2,129 2,089	No
20/08/2015 20/08/2015		Buy	19,573.93 4,516.34	2,089 482	482	No No
20/08/2015		Buy	46,109.77	4,921	4,921	No
20/08/2015		Buy	20,173.61	2,153	2,153	No
20/08/2015		Buy	565,485.69	60,461	60,461	No
20/08/2015	as above	Buy	488,043.67	52,181	52,181	No
20/08/2015		Buy	627,336.41	67,074	67,074	No
20/08/2015		Buy	296,131.52	31,662	31,662	No
20/08/2015		Buy	857,735.75	91,708	91,708	No
20/08/2015 20/08/2015		Buy Buy	114,460.79 213,826.00	12,238 22,862	12,238 22,862	No No
20/08/2015		Buy	219,662.21	23,486	23,486	No
20/08/2015		Buy	25,814.00	2,760	2,760	No
20/08/2015		Buy	11,691.13	1,250	1,250	No
20/08/2015		Buy	9,745.72	1,042	1,042	No
20/08/2015	as above	Buy	118,847.30	12,707	12,707	No
20/08/2015		Buy	38,964.18	4,166	4,166	No
20/08/2015		Buy	199,693.77	21,351	21,351	No
20/08/2015		Buy	210,898.54	22,549	22,549	No
20/08/2015 20/08/2015		Buy Buy	206,998.38 47,727.85	22,132 5,103	22,132 5,103	No No
20/08/2015		Buy	487,547.97	52,128	52,128	No
20/08/2015		Buy	213,330.30	22,809	22,809	No
21/08/2015		Buy	97,968.96	10,557	10,557	No
24/08/2015		Buy	60,564.89	6,570	6,570	No
24/08/2015	as above	Buy	52,268.33	5,670	5,670	No
24/08/2015		Buy	67,192.92	7,289	7,289	No
24/08/2015		Buy	31,720.51	3,441	3,441	No
24/08/2015		Buy	91,852.14	9,964	9,964	No
24/08/2015 24/08/2015		Buy Buy	12,260.47	1,330	1,330	No
24/08/2015		Buy	22,898.51 23,525.36	2,484 2,552	2,484 2,552	No No
24/08/2015		Buy	2,765.52	300	300	No
24/08/2015		Buy	1,253.70	136	136	No
24/08/2015		Buy	1,041.68	113	113	No
24/08/2015	as above	Buy	12,730.61	1,381	1,381	No
24/08/2015		Buy	4,175.94	453	453	No
24/08/2015		Buy	21,386.69	2,320	2,320	No
24/08/2015		Buy	22,585.08	2,450	2,450	No
24/08/2015		Buy	22,170.25	2,405	2,405	No
24/08/2015		Buy	5,116.21	555 5 665	555 5 665	No No
24/08/2015 24/08/2015		Buy Buy	52,222.24 22,852.41	5,665 2,479	5,665 2,479	No No
		Buy	787,152.89	83,861	83,861	No No
24/NR/2N15I	~~ ~~~~~	y	101,102.00			
24/08/2015 24/08/2015		Buv	930 267 33	99 108 1	99 108 1	Nο
24/08/2015 24/08/2015 24/08/2015	as above	Buy Buy	930,267.33 734,570.28	99,108 78,259	99,108 78,259	No No

**Total Number of Securities** 

1,619,175

This is page 1 of 5 of Annexure 2 referred to in ASIC Form 604 - Notice of change of interests of Substantial Holder



Andrew Brown - Company Secretary of Challenger Limited

Company Name	ACN / Company No.	Country of Incorporation
255 FINANCE PTY LTD	168 112 507	AUSTRALIA
ACCURIUM HOLDINGS PTY LTD	158 242 936	AUSTRALIA
ACCURIUM PTY LTD	009 492 219	AUSTRALIA
ACRUX LIMITED	082 001 152	AUSTRALIA
ALLFINE HOLDINGS PTY LTD	100 231 918	AUSTRALIA
ALPHACAT 2013, LTD	47159	BERMUDA
ALPHINITY INVESTMENT MANAGEMENT PTY LTD	140 833 709	AUSTRALIA
APPIA EUROPE LIMITED	6490323	ENGLAND/WALES
APPIA FINANCE 2 LIMITED	6538054	ENGLAND/WALES
APPIA FINANCE LIMITED	6490331	ENGLAND/WALES
APPIA GROUP LIMITED	99865	JERSEY
APPIA INVESTMENTS LIMITED	6490313	ENGLAND/WALES
ARDEA INVESTMENT MANAGEMENT PTY LTD	132 902 722	AUSTRALIA
ARETE INVESTMENT PARTNERS PTY LTD	167 156 961	AUSTRALIA
ASSETSECURE PTY. LIMITED	110 953 618	AUSTRALIA
BELVINO INVESTMENTS PTY LIMITED	147 114 387	AUSTRALIA
BENTHAM ASSET MANAGEMENT PTY LTD	140 833 674	AUSTRALIA
BLUEZEN PTY LTD	100 220 175	AUSTRALIA
CDPG AUSTRALIA PTY LIMITED	124 498 095	AUSTRALIA
CDPG LUXEMBOURG HOLDINGS SARL	B 127717	LUXEMBOURG
CDPG LUXEMBOURG II SARL	B 127580	LUXEMBOURG
CDPG LUXEMBOURG SARL	B 127515	LUXEMBOURG
CDPG MALTA LIMITED	C 41110	MALTA
CESCADE PTY LIMITED	096 097 399	AUSTRALIA
CFSG HOLDINGS NO 2 (VICTORIA) PTY LIMITED	107 601 605	AUSTRALIA
CHALLENGER DIRECT PTY LTD	006 475 501	AUSTRALIA
CHALLENGER DIVERSIFIED PROPERTY DEVELOPMENT PTY LIMITED	121 624 833	AUSTRALIA
CHALLENGER DPG FRANCE II SAS	495 391 062	FRANCE
CHALLENGER DPG FRANCE SAS	495 390 392 R.C.S.	FRANCE
CHALLENGER EMERGING MARKET INFRASTRUCTURE FUND PTE. LTD	200804361D	SINGAPORE
CHALLENGER FINANCIAL SERVICES PTY LIMITED	087 464 131	AUSTRALIA
CHALLENGER FM 2 HOLDINGS PTY LIMITED	080 036 657	AUSTRALIA
CHALLENGER FM NOMINEES PTY LIMITED	130 035 353	AUSTRALIA
CHALLENGER FUNDS MANAGEMENT HOLDINGS PTY LIMITED	107 728 030	AUSTRALIA
CHALLENGER GROUP HOLDINGS LIMITED	002 993 302	AUSTRALIA
CHALLENGER GROUP PTY LIMITED	003 374 196	AUSTRALIA
CHALLENGER GROUP SERVICES (UK) LIMITED	04244127	ENGLAND/WALES
CHALLENGER GROUP SERVICES PTY. LTD.	085 657 307	AUSTRALIA
CHALLENGER HOLDING VAGYONKEZELO KFT	01-09-879644	HUNGARY
CHALLENGER HOME LOAN CORPORATION PTY LTD	058 891 302	AUSTRALIA
CHALLENGER INVENTORY FINANCE SERVICING PTY LIMITED	107 706 810	AUSTRALIA
CHALLENGER JERSEY I3 LIMITED	95120	JERSEY
CHALLENGER LBC TERMINALS HOLDING COMPANY LIMITED	C41149	MALTA

This is page 2 of 5 of Annexure 2 referred to in ASIC Form 604 - Notice of change of interests of Substantial Holder



Andrew Brown - Company Secretary of Challenger Limited

Company Name	ACN / Company No.	Country of Incorporation
CHALLENGER LBC TERMINALS LIMITED	C41150	MALTA
CHALLENGER LIFE CDI NOMINEES PTY LTD	055 293 644	AUSTRALIA
CHALLENGER LIFE COMPANY HOLDINGS PTY LTD	006 381 193	AUSTRALIA
CHALLENGER LIFE COMPANY LIMITED	072 486 938	AUSTRALIA
CHALLENGER LIFE DEBT INVESTMENTS (EUROPE) LIMITED	07626067	ENGLAND/WALES
CHALLENGER LIFE FUND PROPERTY INVESTMENTS PTY LTD	161 212 693	AUSTRALIA
CHALLENGER LIFE NOMINEES NO.2 PTY LTD	078 627 013	AUSTRALIA
CHALLENGER LIFE NOMINEES NO.3 PTY LIMITED	151 482 147	AUSTRALIA
CHALLENGER LIFE NOMINEES PTY LTD	091 336 793	AUSTRALIA
CHALLENGER LIFE OFFSHORE INVESTMENTS LIMITED	105145	JERSEY
CHALLENGER LIFE SUBSIDIARY HOLDINGS LTD	099 742 122	AUSTRALIA
CHALLENGER LIMITED	106 842 371	AUSTRALIA
CHALLENGER LUXEMBOURG HOLDING NO.1A SARL	B124890	LUXEMBOURG
CHALLENGER LUXEMBOURG HOLDING NO.1B SARL	B124891	LUXEMBOURG
CHALLENGER LUXEMBOURG HOLDING NO.2 SARL	B124889	LUXEMBOURG
CHALLENGER MANAGED INVESTMENTS (INTERNATIONAL) PTY LIMITED	120 871 212	AUSTRALIA
CHALLENGER MANAGEMENT SERVICES LIMITED	092 382 842	AUSTRALIA
CHALLENGER MARGIN LENDING PTY LIMITED	091 338 822	AUSTRALIA
CHALLENGER MBK EMERGING MARKET INFRASTRUCTURE FUND GP LTD	WK-209744	CAYMAN ISLANDS
CHALLENGER MBK FUND MANAGEMENT PTE. LTD	200804360M	SINGAPORE
CHALLENGER MORTGAGE MANAGEMENT PTY LTD	087 271 109	AUSTRALIA
CHALLENGER NON-CONFORMING FINANCE PTY LTD	107 725 486	AUSTRALIA
CHALLENGER ORIGINATOR FINANCE PTY LIMITED	095 085 466	AUSTRALIA
CHALLENGER PROPERTY ASSET MANAGEMENT PTY LTD	077 569 021	AUSTRALIA
CHALLENGER RETIREMENT AND INVESTMENT SERVICES LIMITED	115 534 453	AUSTRALIA
CHALLENGER SECURITISATION MANAGEMENT PTY LTD	100 346 898	AUSTRALIA
CHALLENGER SKYBRIDGE (CAPITAL II) INVESTMENT LLP	OC338355	ENGLAND/WALES
CHALLENGER SKYBRIDGE (FUND SLP) JERSEY LIMITED	100742	JERSEY
CHALLENGER SKYBRIDGE (GP HOLDINGS) INVESTMENT LLP	OC338388	ENGLAND/WALES
CHALLENGER SKYBRIDGE (GROUP) HOLDING COMPANY PTY LTD	130 888 327	AUSTRALIA
CHALLENGER SKYBRIDGE (HASTINGS) HOLDING COMPANY PTY LTD	130 888 274	AUSTRALIA
CHALLENGER SKYBRIDGE (HASTINGS) INVESTMENT LLP	OC338387	ENGLAND/WALES
CHALLENGER SKYBRIDGE FUND (LP) JERSEY LIMITED	100741	JERSEY
CHALLENGER SPECIAL SERVICING PTY LIMITED	107 707 415	AUSTRALIA
CHALLENGER SPECIALISED FINANCE NO.2 PTY LTD	168 107 355	AUSTRALIA
CHALLENGER SPECIALISED FINANCE PTY LTD	164 516 401	AUSTRALIA
CHALLENGER TREASURY LIMITED	093 307 996	AUSTRALIA
CHALLENGER UK TANK STORAGE LIMITED	6067787	ENGLAND/WALES
CHALLENGER UK TERMINALS LIMITED	95751	JERSEY
CHALLENGER WELCOME BREAK LIMITED	99827	JERSEY
CHALLENGER WHOLESALE FINANCE HOLDINGS PTY LIMITED	087 284 240	AUSTRALIA
CHALLENGER WIND HOLDINGS PTY LIMITED	151 496 061	AUSTRALIA
CLASHFERN INVESTMENTS (UK) LIMITED	4558112	ENGLAND/WALES

This is page 3 of 5 of Annexure 2 referred to in ASIC Form 604 - Notice of change of interests of Substantial Holder



Andrew Brown - Company Secretary of Challenger Limited

26/08/2015 Company Name	ACN / Company No.	Country of Incorporation
CLS US HOLDINGS, LLC	5302598	UNITED STATES
CPHIC INVESTMENTS PTY LTD	093 340 526	AUSTRALIA
CSPP1 BROADBEACH PTY LTD	122 460 977	AUSTRALIA
CSPP1 INVESTMENT COMPANY 1 PTY LIMITED	120 463 023	AUSTRALIA
CSPP1 MAITLAND PTY LTD	122 460 968	AUSTRALIA
CSPP1 MAVIS COURT PTY LTD	122 461 983	AUSTRALIA
DEXION CAPITAL (GUERNSEY) LIMITED	40288	GUERNSEY
DEXION CAPITAL HOLDINGS LIMITED	43315	GUERNSEY
DEXION CAPITAL PLC	04040660	ENGLAND/WALES
EMIF HOLDINGS PTY LTD	130 565 169	AUSTRALIA
FIDANTE LIMITED	06172534	ENGLAND/WALES
FIDANTE PARTNERS (UK & EUROPE) LIMITED	06393787	ENGLAND/WALES
FIDANTE PARTNERS ALPHINITY HOLDINGS PTY LTD	140 716 016	AUSTRALIA
FIDANTE PARTNERS ARDEA HOLDINGS PTY LTD	133 865 853	AUSTRALIA
FIDANTE PARTNERS ARETE HOLDINGS PTY LTD	143 836 373	AUSTRALIA
FIDANTE PARTNERS BENTHAM HOLDINGS PTY LTD	140 715 573	AUSTRALIA
FIDANTE PARTNERS GP US LLC	5651702	UNITED STATES
FIDANTE PARTNERS HOLDINGS PTY LIMITED	123 318 650	AUSTRALIA
FIDANTE PARTNERS INVESTMENT FUNDS PUBLIC LIMITED COMPANY	533320	IRELAND
FIDANTE PARTNERS KAPSTREAM HOLDINGS PTY LIMITED	123 319 460	AUSTRALIA
FIDANTE PARTNERS LIMITED	002 835 592	AUSTRALIA
FIDANTE PARTNERS MERLON HOLDINGS PTY LTD	140 715 662	AUSTRALIA
FIDANTE PARTNERS METISQ HOLDINGS PTY LTD	143 376 961	AUSTRALIA
FIDANTE PARTNERS NOVAPORT HOLDINGS PTY LTD	140 715 797	AUSTRALIA
FIDANTE PARTNERS R&M HOLDINGS PTY LIMITED	152 375 436	AUSTRALIA
FIDANTE PARTNERS SERVICES LIMITED	119 605 373	AUSTRALIA
FIDANTE PARTNERS TEMPO HOLDINGS PTY LTD	167 321 262	AUSTRALIA
FIDANTE PARTNERS US LLC	5651705	UNITED STATES
FIDANTE PARTNERS WAVESTONE HOLDINGS PTY LIMITED	133 626 276	AUSTRALIA
FIDANTE PARTNERS WHITEHELM HOLDINGS PTY LTD	169 043 903	AUSTRALIA
FIDANTE PARTNERS WYETREE LIMITED	09387239	ENGLAND/WALES
GASVALPO FINANCE PTY LIMITED	003 376 529	AUSTRALIA
GASVALPO S.A.	96.960.800-6	CHILE
GREENCAPE CAPITAL PTY LTD	120 328 529	AUSTRALIA
GV CAYMAN COMPANY LIMITED	OG-206918	CAYMAN ISLANDS
GV CHILE HOLDING LIMITADA	12431 17236 11675	CHILE
GV CHILE LIMITADA	12430 17253 11696	CHILE
GV JERSEY HOLDING COMPANY LIMITED	100293	JERSEY
GV JERSEY TRUSTEE COMPANY LIMITED	100294	JERSEY
GV JERSEY TRUSTEE COMPANY NO. 2 LIMITED	100367	JERSEY
HOMELOANS LIMITED	095 034 003	AUSTRALIA
HOWARD COMMERCIAL LENDING LIMITED	000 033 143	AUSTRALIA
KAPSTREAM CAPITAL PTY LIMITED	122 076 117	AUSTRALIA

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Andrew Brown - Company Secretary of Challenger Limited

26/08/2015 Company Name	ACN / Company No.	Country of Incorporation
KINETIC INVESTMENT PARTNERS PTY LTD	009 568 496	AUSTRALIA
KUDU INVESTMENT MANAGEMENT LLC	1231609	UNITED STATES
KUDU INVESTMENT PARTNERS I, LP	47-2497501	UNITED STATES
KUDU INVESTMENTS GP LLC	1244682	UNITED STATES
LANV PTY LTD	147 224 502	AUSTRALIA
LBC TANK TERMINALS (JERSEY) LIMITED	97371	JERSEY
LEASE COLLATERAL NO.2 PTY LTD	168 112 481	AUSTRALIA
LEASE COLLATERAL PTY LTD	168 112 472	AUSTRALIA
LEASE FUNDING MANAGEMENT PTY LTD	168 112 490	AUSTRALIA
MAITLAND NOMINEE HOLDINGS PTY LIMITED	122 853 114	AUSTRALIA
MAVIS COURT DEVELOPMENT CO PTY LTD	124 112 956	AUSTRALIA
MAWBURY PTY LIMITED	096 097 479	AUSTRALIA
MERLON CAPITAL PARTNERS PTY LTD	140 833 683	AUSTRALIA
METISQ CAPITAL HOLDINGS PTY LTD	158 011 351	AUSTRALIA
METISQ CAPITAL PTY LTD	104 642 613	AUSTRALIA
METISQ CAPITAL SINGAPORE PTE. LTD.	49G	SINGAPORE
MIR ASIA PACIFIC EQUITY FEEDER FUND LTD	184062	CAYMAN ISLANDS
MIR ASIA PACIFIC EQUITY MASTER FUND LTD	184007	CAYMAN ISLANDS
MIR GREATER CHINA PTE LTD	200715836D	SINGAPORE
MIR LIBRA CAPITAL MANAGEMENT LTD	236748	CAYMAN ISLANDS
MIR LIBRA GREATER CHINA EQUITY FUND LTD	WK-237319	CAYMAN ISLANDS
NOVAPORT CAPITAL PTY LTD	140 833 656	AUSTRALIA
OAKLANDS HILL PTY LTD	149 814 559	AUSTRALIA
OAKLANDS HILL WIND FARM PTY LTD	126 595 935	AUSTRALIA
OIKOS LIMITED	2705354	ENGLAND/WALES
OIKOS STORAGE LIMITED	315280	ENGLAND/WALES
RESIDENTIAL REAL ESTATE TOTAL RETURN OPPORTUNITIES FUND LTD.	212456	CAYMAN ISLANDS
RESIDENTIAL REAL ESTATE TOTAL RETURN OPPORTUNITIES MASTER	27263	CAYMAN ISLANDS
SABRAND LIMITED	126677	CYPRUS
STRUCTURED CREDIT RESEARCH LLP	OC328062	ENGLAND/WALES
TALAVERA HERRING PTY LIMITED	086 068 984	AUSTRALIA
TEMPO ASSET MANAGEMENT PTY LTD	167 321 637	AUSTRALIA
THE LIBERTY GROUP CONSORTIUM PTY LTD	082 564 289	AUSTRALIA
TLG SERVICES PTY LIMITED	092 500 608	AUSTRALIA
TLGH PTY LIMITED	092 927 467	AUSTRALIA
TRE DATA CENTRES CANBERRA PTY LTD	141 881 227	AUSTRALIA
US LLC HOLDINGS PTY LTD	130 888 292	AUSTRALIA
US LLC INVESTMENTS LLC	36-4811214	UNITED STATES
WATERFORD COUNTY PTY LIMITED	122 853 089	AUSTRALIA
WAVESTONE CAPITAL PTY LTD	120 179 419	AUSTRALIA
WELCOME BREAK CAYMAN LIMITED	FC027450	CAYMAN ISLANDS
WELCOME BREAK GROUP HOLDINGS LIMITED	FC027451	CAYMAN ISLANDS
WELCOME BREAK GROUP LIMITED	03147949	ENGLAND/WALES

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Andrew Brown - Company Secretary of Challenger Limited

Company Name	ACN / Company No.	Country of Incorporation
WELCOME BREAK HOLDINGS (1) LIMITED	04099287	ENGLAND/WALES
WELCOME BREAK HOLDINGS (2) LIMITED	04379574	ENGLAND/WALES
WELCOME BREAK HOLDINGS LIMITED	03290817	CAYMAN ISLANDS
WELCOME BREAK LIMITED	01735476	ENGLAND/WALES
WELCOME BREAK NO.1 LIMITED	08331837	ENGLAND/WALES
WELCOME BREAK NO.2 LIMITED	08331870	ENGLAND/WALES
WELCOME BREAK NO.3 LIMITED	08331918	ENGLAND/WALES
WELCOME BREAK SERVICES LIMITED	04099292	ENGLAND/WALES
WHITEHELM CAPITAL PTY LTD	008 636 717	AUSTRALIA
WYETREE ASSET MANAGEMENT LTD.	06041569	ENGLAND/WALES
WYETREE FUNDS PLC	520464	IRELAND