

**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: 17/11/2015
The previous notice was given to the company on: 16/07/2015
The previous notice was dated: 14/07/2015

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 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	10,479,644	6.462%	8,601,580	5.304%

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
15/07/2015	Perennial Investment Partners Limited (ACN 087 901 620)	Sold on market	-\$ 55,472.71	- 24,356	- 24,356

16/07/2015	Perennial Investment Partners Limited (ACN 087 901 620)	Sold on market	-\$ 125,908.17	- 54,830	- 54,830
17/07/2015	Perennial Investment Partners Limited (ACN 087 901 620)	Sold on market	-\$ 175,843.15	- 76,383	- 76,383
20/07/2015	Perennial Investment Partners Limited (ACN 087 901 620)	Sold on market	-\$ 218,319.15	- 92,980	- 92,980
21/07/2015	Perennial Investment Partners Limited (ACN 087 901 620)	Sold on market	-\$ 1,176,585.81	- 491,325	- 491,325
21/08/2015	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 4,342.23	1,783	1,783
24/08/2015	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 1,693,640.61	738,022	738,022
27/08/2015	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 272,218.90	113,119	113,119
31/08/2015	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 61,836.34	26,716	26,716
2/09/2015	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 34,499.93	15,301	15,301
8/09/2015	Perennial Investment Partners Limited (ACN 087 901 620)	Sold on market	-\$ 124,183.61	- 51,484	- 51,484
9/09/2015	Perennial Investment Partners Limited (ACN 087 901 620)	Sold on market	-\$ 264,508.59	- 108,161	- 108,161
10/09/2015	Perennial Investment Partners Limited (ACN 087 901 620)	Sold on market	-\$ 17,547.81	- 7,158	- 7,158
16/09/2015	Perennial Investment Partners Limited (ACN 087 901 620)	Sold on market	-\$ 36,696.06	- 15,011	- 15,011
17/09/2015	Perennial Investment Partners Limited (ACN 087 901 620)	Sold on market	-\$ 106,736.57	- 43,662	- 43,662
18/09/2015	Perennial Investment Partners Limited (ACN 087 901 620)	Sold on market	-\$ 595,787.86	- 243,695	- 243,695
21/09/2015	Perennial Investment Partners Limited (ACN 087 901 620)	Sold on market	-\$ 863,991.46	- 353,356	- 353,356
22/09/2015	Perennial Investment Partners Limited (ACN 087 901 620)	Sold on market	-\$ 252,378.77	- 103,192	- 103,192
23/09/2015	Perennial Investment Partners Limited (ACN 087 901 620)	Sold on market	-\$ 344,380.45	- 139,614	- 139,614
24/09/2015	Perennial Investment Partners Limited (ACN 087 901 620)	Sold on market	-\$ 514,750.07	- 195,575	- 195,575
12/10/2015	Perennial Investment Partners Limited (ACN 087 901 620)	Sold on market	-\$ 20,082.75	- 6,731	- 6,731
20/10/2015	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 38,863.92	14,000	14,000
9/11/2015	Perennial Investment Partners Limited (ACN 087 901 620)	Sold on market	-\$ 256,445.44	- 87,502	- 87,502
10/11/2015	Perennial Investment Partners Limited (ACN 087 901 620)	Sold on market	-\$ 108,947.64	- 37,581	- 37,581
11/11/2015	Perennial Investment Partners Limited (ACN 087 901 620)	Sold on market	-\$ 72,123.13	- 24,684	- 24,684
12/11/2015	Perennial Investment Partners Limited (ACN 087 901 620)	Sold on market	-\$ 136,812.12	- 46,915	- 46,915
13/11/2015	Perennial Investment Partners Limited (ACN 087 901 620)	Sold on market	-\$ 627,688.93	- 215,283	- 215,283

16/11/2015	Perennial Investment Partners Limited (ACN 087 901 620)	Sold on market	-\$ 539,975.54	- 186,609	- 186,609
17/11/2015	Perennial Investment Partners Limited (ACN 087 901 620)	Sold on market	-\$ 544,503.41	- 188,016	- 188,016

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)	NAB Asset Servicing		Investment Manager	3,857,235	3,857,235
Perennial Investment Partners Limited (ACN 087 901 620)	JP Morgan		Investment Manager	1,923,951	1,923,951
Perennial Investment Partners Limited (ACN 087 901 620)	Citigroup		Investment Manager	951,327	951,327
Perennial Investment Partners Limited (ACN 087 901 620)	BNP		Investment Manager	1,850,460	1,850,460
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