

**Form 603  
Corporations Act 2001  
Section 671B**

**Notice of initial substantial holder**

To : VITACO HOLDINGS LIMITED  
ACN: 606 826 493  
ASX Code: VIT

**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.

The holder became a substantial shareholder on: 22/04/2016

**2. Previous and present voting power**

The total number of votes attached to all the voting shares in the company or voting interest in the scheme that the substantial holder or an associate had a relevant interest in on the date the substantial holder is as follows:

<b>Class of securities</b>	<b>Number of securities</b>	<b>Person's votes</b>	<b>Voting Power</b>
Ordinary	7,202,209	7,202,209	5.176%

**3. Details of present registered holders**

The persons registered as holders of the securities are as follows:

<b>Holder</b>	<b>Registered holder of securities</b>	<b>Person Entitled to be holder</b>	<b>Nature of relevant interest</b>	<b>Class &amp; Number (Ord)</b>	<b>Person's votes</b>
Perennial Investment Partners Limited (ACN 087 901 620)	NAB Asset Servicing		Investment Manager	3,233,911	3,233,911

Perennial Investment Partners Limited (ACN 087 901 620)	JP Morgan		Investment Manager	1,647,842	1,647,842
Perennial Investment Partners Limited (ACN 087 901 620)	Citigroup		Investment Manager	810,857	810,857
Perennial Investment Partners Limited (ACN 087 901 620)	BNP		Investment Manager	1,509,599	1,509,599

#### 4. Consideration

The consideration paid for each relevant interest and acquired in the four months prior to the day that the substantial holder became a substantial holder is as follows:

Date	Person	Nature	Consideration	Class & number (ord)	Person's votes
3/03/2016	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 733,974.60	411,186	411,186
4/03/2016	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 2,848,436.97	1,579,134	1,579,134
7/03/2016	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 1,408,086.98	781,966	781,966
8/03/2016	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 306,685.27	171,401	171,401
15/03/2016	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 50,879.39	27,442	27,442
24/03/2016	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 380,784.65	213,552	213,552
29/03/2016	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 502,985.37	282,810	282,810
30/03/2016	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 488,019.23	290,126	290,126
12/04/2016	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 1,238,557.32	798,500	798,500
13/04/2016	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 189,748.76	121,161	121,161
14/04/2016	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 24,788.19	15,754	15,754
15/04/2016	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 23,713.52	15,071	15,071
18/04/2016	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 175,683.56	111,790	111,790
19/04/2016	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 1,717,363.91	1,102,486	1,102,486
20/04/2016	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 220,975.28	145,385	145,385
21/04/2016	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 319,619.82	209,856	209,856
22/04/2016	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 1,428,802.22	935,911	935,911

## 5. Associates

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
VITACO HOLDINGS LIMITED	Level 1, 82 Waterloo Road, North Ryde, NSW, AUSTRALIA, 2113
Perennial Investment Partners Limited	Level 19, 56 Pitt Street Sydney NSW 2000