

Sydney

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Sydney NSW 2001
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Telephone 02 9994 7000
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7 October 2016

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 1 to this notice.

Yours faithfully



Andrew Brown
Company Secretary

attach

Melbourne Level 19, 31 Queen Street PO Box 297, Flinders Lane, Melbourne VIC 3000 Telephone 02 9994 7000 Facsimile 02 9994 7777
Brisbane Level 9, 241 Adelaide Street GPO Box 3234, Brisbane QLD 4001 Telephone 07 3136 5400 Facsimile 07 3136 5407
Perth Level 5, 50 Georges Terrace, Perth WA 6000 Telephone 08 9261 7412 Facsimile 08 9321 5277
Adelaide Level 7, Suite 714, 147 Pirie Street Adelaide SA 5000 Telephone 08 7071 7042 Facsimile 08 8227 0395

Challenger Limited ABN 85 106 842 371 Challenger Group Services Pty Limited ABN 91 085 657 307
Challenger Life Company Limited ABN 44 072 486 938 AFSL 234670 Howard Commercial Lending Limited ABN 65 000 033 143
Challenger Management Services Limited ABN 29 092 382 842 AFSL 234 678
Challenger Retirement and Investment Services Limited ABN 80 115 534 453 AFSL295642 RSE Licence No. L0001304
Challenger Mortgage Management Pty Ltd ABN 72 087 271 109 Challenger Securitisation Management Pty Ltd ABN 56 100 346 898 AFSL 244593

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	<u>04/10/2016</u>
The previous notice was given to the company on	<u>10/03/2016</u>
The previous notice was dated	<u>10/03/2016</u>

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:

Class of securities (4)	Previous notice		Present notice	
	Person's votes	Voting power (5)	Person's votes	Voting power (5)
Ordinary Fully Paid	13,158,264	8.22%	12,144,543	7.20%

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	Nature of change (6)	Consideration given in relation to change (7)	Class and number of securities affected	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 securities	Person entitled to be registered as holder (8)	Nature of relevant interest (6)	Class and number of securities	Person's votes
Challenger Limited (and its entities listed in Annexure 2)	BNP Paribas Nominees Pty Limited	BNP Paribas Nominees Pty Limited	Ordinary fully paid securities purchased by initial public offering and purchased and sold on market by Challenger Limited (and its entities listed in Annexure 2) and obtains a relevant interest by virtue of Section 608(3) of the Corporations Act 2001 (Cth).	1,143,571 (Ordinary Fully Paid)	1,143,571
Challenger Limited (and its entities listed in Annexure 2)	Citicorp Nominees Pty Limited	Citicorp Nominees Pty Limited	As above	2,992,282 (Ordinary Fully Paid)	2,992,282
Challenger Limited (and its entities listed in Annexure 2)	J P Morgan Nominees Australia Limited	J P Morgan Nominees Australia Limited	As above	3,779,803 (Ordinary Fully Paid)	3,779,803

Challenger Limited (and its entities listed in Annexure 2)	National Nominees Limited	National Nominees Limited	As above	1,013,359 (Ordinary Fully Paid)	1,013,359
Challenger Limited (and its entities listed in Annexure 2)	HSBC Custody Nominees (Australia) Limited	HSBC Custody Nominees (Australia) Limited	As above	3,215,528 (Ordinary Fully Paid)	3,215,528

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:

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

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 2, 5 Martin Place, Sydney NSW 2000

Signature

print name **Andrew Brown** Capacity **Company Secretary**



sign here _____ date **06/10/2016**

DIRECTIONS

(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: 04/10/2016

Class of security: Ordinary Fully Paid

Date of Change	Holder of relevant interest	Nature of Change	Consideration	Number of Securities	Person's Votes Affected
10/03/2016	Challenger Limited (and its entities listed in Annexure 2)	Sell	46,731.30	-4200	4,200
11/03/2016	as above	Buy	245,455.62	21,971	21,971
11/03/2016	as above	Buy	140,909.91	12,613	12,613
11/03/2016	as above	Buy	92,401.96	8,271	8,271
11/03/2016	as above	Buy	79,822.51	7,145	7,145
16/03/2016	as above	Buy	40,761.05	3,700	3,700
16/03/2016	as above	Buy	241,100.97	21,971	21,971
16/03/2016	as above	Buy	138,410.02	12,613	12,613
16/03/2016	as above	Buy	90,762.65	8,271	8,271
16/03/2016	as above	Buy	78,406.37	7,145	7,145
17/03/2016	as above	Buy	511,614.04	45,830	45,830
17/03/2016	as above	Buy	293,739.91	26,313	26,313
17/03/2016	as above	Buy	192,622.74	17,255	17,255
17/03/2016	as above	Buy	166,400.15	14,906	14,906
17/03/2016	as above	Sell	24,640.00	-2200	2,200
18/03/2016	as above	Buy	239,977.76	21,409	21,409
18/03/2016	as above	Buy	453,804.46	40,485	40,485
18/03/2016	as above	Buy	217,637.83	19,416	19,416
18/03/2016	as above	Buy	669,278.91	59,708	59,708
18/03/2016	as above	Buy	61,233.37	5,470	5,470
31/03/2016	as above	Buy	10,440.00	900	900
01/04/2016	as above	Buy	80,961.30	7,100	7,100
01/04/2016	as above	Buy	83,241.90	7,300	7,300
01/04/2016	as above	Buy	31,928.40	2,800	2,800
05/04/2016	as above	Buy	46,594.04	4,100	4,100
05/04/2016	as above	Buy	77,277.92	6,800	6,800
05/04/2016	as above	Buy	88,422.95	7,700	7,700
13/04/2016	as above	Sell	12,329.18	-1075	1,075
13/04/2016	as above	Sell	893,389.22	-77896	77,896
13/04/2016	as above	Sell	224,184.54	-19547	19,547
13/04/2016	as above	Sell	65,017.76	-5669	5,669
13/04/2016	as above	Sell	28,018.77	-2443	2,443
13/04/2016	as above	Sell	312,748.16	-27269	27,269
13/04/2016	as above	Sell	13,453.14	-1173	1,173
13/04/2016	as above	Sell	119,942.80	-10458	10,458
13/04/2016	as above	Sell	510,026.43	-44470	44,470
21/04/2016	as above	Sell	22,420.00	1,900	1,900
28/04/2016	as above	Sell	1,466.69	-123	123
28/04/2016	as above	Sell	643.91	-54	54
28/04/2016	as above	Sell	20,271.31	-1700	1,700
28/04/2016	as above	Sell	7,094.96	-595	595
28/04/2016	as above	Sell	11,578.50	-971	971
28/04/2016	as above	Sell	11,864.68	-995	995
28/04/2016	as above	Sell	286.18	-24	24
28/04/2016	as above	Sell	286.18	-24	24
28/04/2016	as above	Sell	5,330.16	-447	447
28/04/2016	as above	Sell	3,314.96	-278	278
28/04/2016	as above	Sell	691.61	-58	58
28/04/2016	as above	Sell	16,276.67	-1365	1,365
28/04/2016	as above	Sell	989.72	-83	83
28/04/2016	as above	Sell	5,210.92	-437	437
28/04/2016	as above	Sell	286.18	-24	24
28/04/2016	as above	Sell	2,730.66	-229	229
28/04/2016	as above	Sell	3,541.52	-297	297
28/04/2016	as above	Sell	14,225.69	-1193	1,193

Date of Change	Holder of relevant interest	Nature of Change	Consideration	Number of Securities	Person's Votes Affected
28/04/2016	as above	Sell	4,865.11	-408	408
28/04/2016	as above	Sell	5,115.52	-429	429
29/04/2016	as above	Sell	76,505.10	-6429	6,429
29/04/2016	as above	Sell	215,282.65	-18500	18,500
02/05/2016	as above	Sell	147,750.00	-12500	12,500
03/05/2016	as above	Sell	24,257.30	-2026	2,026
03/05/2016	as above	Sell	10,667.94	-891	891
03/05/2016	as above	Sell	335,064.41	-27985	27,985
03/05/2016	as above	Sell	117,311.45	-9798	9,798
03/05/2016	as above	Sell	191,268.68	-15975	15,975
03/05/2016	as above	Sell	196,081.82	-16377	16,377
03/05/2016	as above	Sell	4,645.52	-388	388
03/05/2016	as above	Sell	4,813.15	-402	402
03/05/2016	as above	Sell	88,061.42	-7355	7,355
03/05/2016	as above	Sell	54,692.66	-4568	4,568
03/05/2016	as above	Sell	11,350.40	-948	948
03/05/2016	as above	Sell	269,188.96	-22483	22,483
03/05/2016	as above	Sell	16,343.15	-1365	1,365
03/05/2016	as above	Sell	74,843.22	-6251	6,251
03/05/2016	as above	Sell	4,813.15	-402	402
03/05/2016	as above	Sell	45,066.37	-3764	3,764
03/05/2016	as above	Sell	58,476.13	-4884	4,884
03/05/2016	as above	Sell	234,958.15	-19624	19,624
03/05/2016	as above	Sell	80,326.86	-6709	6,709
03/05/2016	as above	Sell	84,457.54	-7054	7,054
03/05/2016	as above	Sell	22,876.92	-1908	1,908
03/05/2016	as above	Sell	10,059.61	-839	839
03/05/2016	as above	Sell	316,068.39	-26361	26,361
03/05/2016	as above	Sell	110,655.71	-9229	9,229
03/05/2016	as above	Sell	180,413.53	-15047	15,047
03/05/2016	as above	Sell	184,957.74	-15426	15,426
03/05/2016	as above	Sell	4,376.35	-365	365
03/05/2016	as above	Sell	4,544.21	-379	379
03/05/2016	as above	Sell	83,066.72	-6928	6,928
03/05/2016	as above	Sell	51,592.97	-4303	4,303
03/05/2016	as above	Sell	10,707.07	-893	893
03/05/2016	as above	Sell	253,912.23	-21177	21,177
03/05/2016	as above	Sell	15,407.15	-1285	1,285
03/05/2016	as above	Sell	70,597.12	-5888	5,888
03/05/2016	as above	Sell	4,544.21	-379	379
03/05/2016	as above	Sell	42,504.55	-3545	3,545
03/05/2016	as above	Sell	55,165.99	-4601	4,601
03/05/2016	as above	Sell	221,623.16	-18484	18,484
03/05/2016	as above	Sell	75,764.81	-6319	6,319
03/05/2016	as above	Sell	79,661.56	-6644	6,644
04/05/2016	as above	Sell	5,985.40	-502	502
04/05/2016	as above	Sell	2,635.01	-221	221
04/05/2016	as above	Sell	82,615.16	-6929	6,929
04/05/2016	as above	Sell	28,925.44	-2426	2,426
04/05/2016	as above	Sell	47,167.78	-3956	3,956
04/05/2016	as above	Sell	48,360.09	-4056	4,056
04/05/2016	as above	Sell	1,144.62	-96	96
04/05/2016	as above	Sell	1,192.31	-100	100
04/05/2016	as above	Sell	21,711.97	-1821	1,821
04/05/2016	as above	Sell	13,485.03	-1131	1,131
04/05/2016	as above	Sell	2,801.93	-235	235
04/05/2016	as above	Sell	66,375.90	-5567	5,567
04/05/2016	as above	Sell	4,030.01	-338	338
04/05/2016	as above	Sell	18,456.96	-1548	1,548
04/05/2016	as above	Sell	1,192.31	-100	100
04/05/2016	as above	Sell	11,112.33	-932	932
04/05/2016	as above	Sell	14,426.95	-1210	1,210
04/05/2016	as above	Sell	57,946.27	-4860	4,860
04/05/2016	as above	Sell	19,804.27	-1661	1,661
04/05/2016	as above	Sell	20,829.66	-1747	1,747
06/05/2016	as above	Sell	21,204.00	-1800	1,800
11/05/2016	as above	Sell	63,997.16	-5342	5,342
11/05/2016	as above	Sell	28,141.02	-2349	2,349
11/05/2016	as above	Sell	884,195.88	-73806	73,806
11/05/2016	as above	Sell	309,563.20	-25840	25,840
11/05/2016	as above	Sell	504,741.36	-42132	42,132
11/05/2016	as above	Sell	517,452.14	-43193	43,193
11/05/2016	as above	Sell	12,255.54	-1023	1,023
11/05/2016	as above	Sell	12,710.78	-1061	1,061

Date of Change	Holder of relevant interest	Nature of Change	Consideration	Number of Securities	Person's Votes Affected
11/05/2016	as above	Sell	232,412.00	-19400	19,400
11/05/2016	as above	Sell	144,347.02	-12049	12,049
11/05/2016	as above	Sell	29,950.00	-2500	2,500
11/05/2016	as above	Sell	710,366.08	-59296	59,296
11/05/2016	as above	Sell	43,128.00	-3600	3,600
11/05/2016	as above	Sell	197,514.26	-16487	16,487
11/05/2016	as above	Sell	12,710.78	-1061	1,061
11/05/2016	as above	Sell	118,925.46	-9927	9,927
11/05/2016	as above	Sell	154,326.36	-12882	12,882
11/05/2016	as above	Sell	620,024.90	-51755	51,755
11/05/2016	as above	Sell	211,974.12	-17694	17,694
11/05/2016	as above	Sell	222,863.94	-18603	18,603
12/05/2016	as above	Sell	6,070.60	-508	508
12/05/2016	as above	Sell	2,664.85	-223	223
12/05/2016	as above	Sell	83,924.85	-7023	7,023
12/05/2016	as above	Sell	29,373.10	-2458	2,458
12/05/2016	as above	Sell	47,907.55	-4009	4,009
12/05/2016	as above	Sell	49,102.55	-4109	4,109
12/05/2016	as above	Sell	1,159.15	-97	97
12/05/2016	as above	Sell	1,206.95	-101	101
12/05/2016	as above	Sell	22,059.70	-1846	1,846
12/05/2016	as above	Sell	13,694.70	-1146	1,146
12/05/2016	as above	Sell	2,844.10	-238	238
12/05/2016	as above	Sell	67,421.90	-5642	5,642
12/05/2016	as above	Sell	4,086.90	-342	342
12/05/2016	as above	Sell	18,737.60	-1568	1,568
12/05/2016	as above	Sell	1,206.95	-101	101
12/05/2016	as above	Sell	11,280.80	-944	944
12/05/2016	as above	Sell	14,650.70	-1226	1,226
12/05/2016	as above	Sell	58,841.80	-4924	4,924
12/05/2016	as above	Sell	20,123.80	-1684	1,684
12/05/2016	as above	Sell	21,151.50	-1770	1,770
12/05/2016	as above	Sell	20,936.40	-1752	1,752
12/05/2016	as above	Sell	9,201.50	-770	770
12/05/2016	as above	Sell	289,249.75	-24205	24,205
12/05/2016	as above	Sell	101,264.30	-8474	8,474
12/05/2016	as above	Sell	165,101.20	-13816	13,816
12/05/2016	as above	Sell	169,259.80	-14164	14,164
12/05/2016	as above	Sell	4,003.25	-335	335
12/05/2016	as above	Sell	4,158.60	-348	348
12/05/2016	as above	Sell	76,013.95	-6361	6,361
12/05/2016	as above	Sell	47,214.45	-3951	3,951
12/05/2016	as above	Sell	9,799.00	-820	820
12/05/2016	as above	Sell	232,367.75	-19445	19,445
12/05/2016	as above	Sell	14,101.00	-1180	1,180
12/05/2016	as above	Sell	64,613.65	-5407	5,407
12/05/2016	as above	Sell	4,158.60	-348	348
12/05/2016	as above	Sell	38,897.25	-3255	3,255
12/05/2016	as above	Sell	50,476.80	-4224	4,224
12/05/2016	as above	Sell	202,815.40	-16972	16,972
12/05/2016	as above	Sell	69,333.90	-5802	5,802
12/05/2016	as above	Sell	72,895.00	-6100	6,100
17/05/2016	as above	Sell	86,040.00	-7200	7,200
25/05/2016	as above	Sell	25,750.41	-2060	2,060
25/05/2016	as above	Sell	16,075.26	-1286	1,286
25/05/2016	as above	Sell	5,300.08	-424	424
25/05/2016	as above	Sell	49,150.79	-3932	3,932
25/05/2016	as above	Sell	35,888.07	-2871	2,871
25/05/2016	as above	Sell	24,037.88	-1923	1,923
25/05/2016	as above	Sell	43,075.69	-3446	3,446
25/05/2016	as above	Sell	13,750.22	-1100	1,100
25/05/2016	as above	Sell	4,662.57	-373	373
25/05/2016	as above	Sell	14,675.23	-1174	1,174
25/05/2016	as above	Sell	2,962.55	-237	237
25/05/2016	as above	Sell	71,732.08	-5800	5,800
25/05/2016	as above	Sell	23,498.44	-1900	1,900
25/05/2016	as above	Sell	30,919.00	-2500	2,500
25/05/2016	as above	Sell	8,657.32	-700	700
26/05/2016	as above	Sell	375,309.00	-30600	30,600
26/05/2016	as above	Sell	404,745.00	-33000	33,000
26/05/2016	as above	Sell	82,175.50	-6700	6,700
27/05/2016	as above	Sell	13,640.00	-1100	1,100
30/05/2016	as above	Sell	44,697.60	-3600	3,600
30/05/2016	as above	Sell	24,832.00	-2000	2,000

Date of Change	Holder of relevant interest	Nature of Change	Consideration	Number of Securities	Person's Votes Affected
03/06/2016	as above	Sell	182,010.76	-14702	14,702
03/06/2016	as above	Sell	486,558.76	-39302	39,302
03/06/2016	as above	Sell	32,856.52	-2654	2,654
03/06/2016	as above	Sell	22,197.34	-1793	1,793
03/06/2016	as above	Sell	9,767.82	-789	789
03/06/2016	as above	Sell	49,718.08	-4016	4,016
03/06/2016	as above	Sell	404,875.52	-32704	32,704
03/06/2016	as above	Sell	93,221.40	-7530	7,530
03/06/2016	as above	Sell	9,767.82	-789	789
03/06/2016	as above	Sell	554,921.12	-44824	44,824
03/06/2016	as above	Sell	689,008.90	-55655	55,655
03/06/2016	as above	Sell	241,509.04	-19508	19,508
03/06/2016	as above	Sell	194,440.28	-15706	15,706
03/06/2016	as above	Sell	393,324.98	-31771	31,771
03/06/2016	as above	Sell	9,767.82	-789	789
03/06/2016	as above	Sell	166,028.18	-13411	13,411
03/06/2016	as above	Sell	174,025.66	-14057	14,057
09/06/2016	as above	Sell	17,207.82	-1400	1,400
09/06/2016	as above	Sell	38,103.03	-3100	3,100
09/06/2016	as above	Sell	47,936.07	-3900	3,900
10/06/2016	as above	Sell	14,628.00	-1200	1,200
28/06/2016	as above	Buy	218,435.10	21,113	21,113
28/06/2016	as above	Buy	525,607.84	50,803	50,803
28/06/2016	as above	Buy	240,844.53	23,279	23,279
28/06/2016	as above	Buy	639,889.75	61,849	61,849
28/06/2016	as above	Sell	12,444.00	-1200	1,200
29/06/2016	as above	Buy	109,000.00	10,000	10,000
11/07/2016	as above	Buy	13,133.52	1,200	1,200
11/07/2016	as above	Buy	40,220.03	3,678	3,678
11/07/2016	as above	Buy	189,126.01	17,295	17,295
11/07/2016	as above	Buy	198,366.34	18,140	18,140
11/07/2016	as above	Buy	113,584.96	10,387	10,387
11/07/2016	as above	Buy	378,809.73	34,641	34,641
11/07/2016	as above	Buy	123,907.88	11,331	11,331
11/07/2016	as above	Buy	131,518.85	12,027	12,027
11/07/2016	as above	Buy	331,514.55	30,316	30,316
11/07/2016	as above	Buy	21,739.38	1,988	1,988
11/07/2016	as above	Buy	275,536.75	25,197	25,197
03/08/2016	as above	Buy	766,850.00	70,000	70,000
05/08/2016	as above	Buy	6,528.00	600	600
05/08/2016	as above	Buy	117,113.48	10,756	10,756
05/08/2016	as above	Buy	196,031.15	18,004	18,004
05/08/2016	as above	Buy	162,833.03	14,955	14,955
05/08/2016	as above	Buy	23,801.61	2,186	2,186
05/08/2016	as above	Buy	223,578.30	20,534	20,534
05/08/2016	as above	Buy	12,521.43	1,150	1,150
05/08/2016	as above	Buy	112,104.91	10,296	10,296
05/08/2016	as above	Buy	73,277.59	6,730	6,730
05/08/2016	as above	Buy	67,016.87	6,155	6,155
05/08/2016	as above	Buy	74,878.15	6,877	6,877
05/08/2016	as above	Buy	6,532.92	600	600
08/08/2016	as above	Buy	95,478.92	8,600	8,600
11/08/2016	as above	Buy	228,091.00	21,100	21,100
11/08/2016	as above	Sell	113,505.00	-10500	10,500
18/08/2016	as above	Buy	73,698.94	6,706	6,706
19/08/2016	as above	Sell	149,579.68	-12129	12,129
19/08/2016	as above	Sell	2,540.47	-206	206
19/08/2016	as above	Sell	176,205.33	-14288	14,288
19/08/2016	as above	Sell	43,940.34	-3563	3,563
19/08/2016	as above	Sell	97,610.95	-7915	7,915
19/08/2016	as above	Sell	86,203.48	-6990	6,990
19/08/2016	as above	Sell	99,300.48	-8052	8,052
19/08/2016	as above	Sell	30,424.03	-2467	2,467
19/08/2016	as above	Sell	12,677.71	-1028	1,028
19/08/2016	as above	Sell	5,919.55	-480	480
19/08/2016	as above	Sell	62,118.30	-5037	5,037
19/08/2016	as above	Sell	250,557.37	-20317	20,317
19/08/2016	as above	Sell	207,036.33	-16788	16,788
19/08/2016	as above	Sell	143,240.83	-11615	11,615
19/08/2016	as above	Sell	2,540.47	-206	206
19/08/2016	as above	Sell	24,085.18	-1953	1,953
19/08/2016	as above	Sell	100,570.72	-8155	8,155
19/08/2016	as above	Sell	285,211.41	-23127	23,127
19/08/2016	as above	Sell	16,476.09	-1336	1,336

Date of Change	Holder of relevant interest	Nature of Change	Consideration	Number of Securities	Person's Votes Affected
19/08/2016	as above	Sell	14,952.00	-1200	1,200
22/08/2016	as above	Sell	116,339.62	-9570	9,570
22/08/2016	as above	Sell	114,272.98	-9400	9,400
22/08/2016	as above	Sell	167,519.33	-13780	13,780
22/08/2016	as above	Sell	35,679.91	-2935	2,935
22/08/2016	as above	Sell	334,017.49	-27476	27,476
22/08/2016	as above	Sell	19,134.65	-1574	1,574
22/08/2016	as above	Sell	5,689.34	-468	468
22/08/2016	as above	Sell	29,467.84	-2424	2,424
22/08/2016	as above	Sell	6,199.92	-510	510
22/08/2016	as above	Sell	55,847.88	-4594	4,594
22/08/2016	as above	Sell	175,287.46	-14419	14,419
22/8/2016	as above	Sell	293,681.56	-24158	24,158
22/8/2016	as above	Sell	100,827.67	-8294	8,294
22/8/2016	as above	Sell	6,199.92	-510	510
22/8/2016	as above	Sell	102,894.31	-8464	8,464
22/8/2016	as above	Sell	13,968.05	-1149	1,149
22/8/2016	as above	Sell	412,586.24	-33939	33,939
22/8/2016	as above	Sell	145,807.46	-11994	11,994
22/8/2016	as above	Sell	235,779.20	-19395	19,395
22/8/2016	as above	Sell	242,489.69	-19947	19,947
22/8/2016	as above	Sell	135,766.77	-11136	11,136
22/8/2016	as above	Sell	133,352.81	-10938	10,938
22/8/2016	as above	Sell	195,506.10	-16036	16,036
22/8/2016	as above	Sell	41,634.66	-3415	3,415
22/8/2016	as above	Sell	389,805.22	-31973	31,973
22/8/2016	as above	Sell	22,323.00	-1831	1,831
22/8/2016	as above	Sell	6,632.28	-544	544
22/8/2016	as above	Sell	34,392.79	-2821	2,821
22/8/2016	as above	Sell	7,241.87	-594	594
22/8/2016	as above	Sell	65,164.64	-5345	5,345
22/8/2016	as above	Sell	204,552.34	-16778	16,778
22/8/2016	as above	Sell	342,745.26	-28113	28,113
22/8/2016	as above	Sell	117,662.10	-9651	9,651
22/8/2016	as above	Sell	7,241.87	-594	594
22/8/2016	as above	Sell	120,076.05	-9849	9,849
22/8/2016	as above	Sell	16,288.11	-1336	1,336
22/8/2016	as above	Sell	481,559.96	-39499	39,499
22/8/2016	as above	Sell	170,159.56	-13957	13,957
22/8/2016	as above	Sell	275,154.48	-22569	22,569
22/8/2016	as above	Sell	283,005.93	-23213	23,213
30/8/2016	as above	Buy	162,303.89	13,300	13,300
30/8/2016	as above	Buy	7,321.98	600	600
6/9/2016	as above	Buy	39,767.31	3,300	3,300
13/9/2016	as above	Buy	22,714.40	2,000	2,000
15/9/2016	as above	Buy	89,388.00	7,800	7,800
21/9/2016	as above	Sell	12,870.00	-1100	1,100
28/9/2016	as above	Buy	15,249.00	1,300	1,300
28/9/2016	as above	Buy	99,705.00	8,500	8,500
28/9/2016	as above	Sell	98,532.00	-8400	8,400
30/9/2016	as above	Sell	9,401.84	-800	800
4/10/2016	as above	Sell	7,182.52	-598	598
4/10/2016	as above	Sell	198,624.25	-16537	16,537
4/10/2016	as above	Sell	135,206.70	-11257	11,257
4/10/2016	as above	Sell	118,463.51	-9863	9,863
4/10/2016	as above	Sell	139,999.05	-11656	11,656
4/10/2016	as above	Sell	208,196.94	-17334	17,334
4/10/2016	as above	Sell	345,793.81	-28790	28,790
4/10/2016	as above	Sell	285,979.53	-23810	23,810
4/10/2016	as above	Sell	41,882.01	-3487	3,487
4/10/2016	as above	Sell	393,657.25	-32775	32,775
4/10/2016	as above	Sell	22,736.63	-1893	1,893
4/10/2016	as above	Buy	248,848.75	21,925	21,925
4/10/2016	as above	Buy	13,427.05	1,183	1,183
4/10/2016	as above	Buy	140,626.50	12,390	12,390
4/10/2016	as above	Buy	9,057.30	798	798
4/10/2016	as above	Buy	700,805.75	61,745	61,745
4/10/2016	as above	Buy	346,106.90	30,494	30,494
4/10/2016	as above	Buy	44,537.40	3,924	3,924
4/10/2016	as above	Buy	21,076.95	1,857	1,857
4/10/2016	as above	Buy	207,126.15	18,249	18,249
4/10/2016	as above	Buy	527,945.25	46,515	46,515
4/10/2016	as above	Buy	826,393.50	72,810	72,810
4/10/2016	as above	Buy	612,786.50	53,990	53,990

Date of Change	Holder of relevant interest	Nature of Change	Consideration	Number of Securities	Person's Votes Affected
4/10/2016	as above	Buy	277,813.95	24,477	24,477
4/10/2016	as above	Buy	94,341.20	8,312	8,312
4/10/2016	as above	Buy	43,164.05	3,803	3,803
4/10/2016	as above	Buy	8,716.80	768	768
4/10/2016	as above	Buy	80,709.85	7,111	7,111
4/10/2016	as above	Buy	249,552.45	21,987	21,987
4/10/2016	as above	Buy	188,251.10	16,586	16,586
4/10/2016	as above	Buy	184,732.60	16,276	16,276

**Diference in the
balance of securities
from last Disclosure - 1,013,721**

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Andrew Brown - Company Secretary of Challenger Limited

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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
AGRICULTURAL ASSET MANAGEMENT LIMITED	08953424	ENGLAND/WALES
ALLFINE HOLDINGS PTY LTD	100 231 918	AUSTRALIA
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
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	FRANCE
CHALLENGER EMERGING MARKET INFRASTRUCTURE FUND PTE. LTD	200804361D	SINGAPORE
CHALLENGER EMERGING MARKET INFRASTRUCTURE FUND, L.P.		CAYMAN ISLANDS
CHALLENGER FINANCIAL SERVICES PTY LIMITED	087 464 131	AUSTRALIA
CHALLENGER FM 2 HOLDINGS PTY LIMITED	080 036 657	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 INVESTMENT SOLUTIONS MANAGEMENT PTY LTD	130 035 353	AUSTRALIA
CHALLENGER JERSEY I3 LIMITED	95120	JERSEY
CHALLENGER LBC TERMINALS HOLDING COMPANY LIMITED	C41149	MALTA
CHALLENGER LBC TERMINALS LIMITED	C41150	MALTA
CHALLENGER LIFE CDI NOMINEES PTY LTD	055 293 644	AUSTRALIA

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Company Name	ACN / Company No.	Country of Incorporation
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 INVESTMENTS UK LIMITED	6067787	ENGLAND/WALES
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 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
CLS US HOLDINGS, LLC	5302598	UNITED STATES
CPHIC INVESTMENTS PTY LTD	093 340 526	AUSTRALIA

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Andrew Brown - Company Secretary of Challenger Limited

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Company Name	ACN / Company No.	Country of Incorporation
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
FIDANTE PARTNERS HOLDINGS EUROPE LIMITED	06172534	ENGLAND/WALES
FIDANTE PARTNERS (GUERNSEY) LIMITED	40288	GUERNSEY
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 ASSET MANAGEMENT (EUROPE) LIMITED	06393787	ENGLAND/WALES
FIDANTE PARTNERS BENTHAM HOLDINGS PTY LTD	140 715 573	AUSTRALIA
FIDANTE PARTNERS EUROPE LIMITED	04040660	ENGLAND/WALES
FIDANTE PARTNERS GP US LLC	5651702	UNITED STATES
FIDANTE PARTNERS HOLDINGS (GUERNSEY) LIMITED	43315	GUERNSEY
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 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	124311723611675	CHILE
GV CHILE LIMITADA	124301725311696	CHILE
GV JERSEY HOLDING COMPANY LIMITED	100293	JERSEY
GV JERSEY TRUSTEE COMPANY LIMITED	100294	JERSEY
GV JERSEY TRUSTEE COMPANY NO. 2 LIMITED	100367	JERSEY
HOWARD COMMERCIAL LENDING PTY LTD	000 033 143	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

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Andrew Brown - Company Secretary of Challenger Limited

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Company Name	ACN / Company No.	Country of Incorporation
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
METISQ LIBRA GREATER CHINA EQUITY FUND LTD.	WK-237319	CAYMAN ISLANDS
MIR GREATER CHINA PTE LTD	200715836D	SINGAPORE
MIR LIBRA CAPITAL MANAGEMENT LTD	236748	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
OFFSHORE REINSURER (BERMUDA) COMPANY LIMITED	51746	BERMUDA
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 FUND L.P.	27263	CAYMAN ISLANDS
RESONANCE ASSET MANAGEMENT LIMITED	09028327	ENGLAND/WALES
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
WATER VENTURES LIMITED	09592184	ENGLAND/WALES
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
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

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Andrew Brown - Company Secretary of Challenger Limited

06/10/2016

Company Name

**ACN /
Company No.**

**Country of
Incorporation**

WELCOME BREAK NO.3 LIMITED	08331918	ENGLAND/WALES
WELCOME BREAK SERVICES LIMITED	04099292	ENGLAND/WALES
WHITEHELM CAPITAL PTY LTD	008 636 717	AUSTRALIA
WYETREE FUNDS PLC	520464	IRELAND