

Sydney

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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 initial substantial holder – Reliance Worldwide Corporation Limited (RWC)

We enclose notice of initial substantial holder in Reliance Worldwide Corporation Limited. This notice is given by Challenger Limited and each of the entities named in Annexure 2 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 603

Corporations Act 2001
Section 671B

Notice of initial substantial holder

To CompanyName/Scheme

Reliance Worldwide Corporation Limited

ACN/ARSN

610 855 877

1. Details of substantial holder (1)

Name

Challenger Limited (and its entities listed in Annexure 2)

ACN/ARSN (if applicable)

106 842 371

The holder became a substantial holder on

04/10/2016

2. Details of 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 on the date the substantial holder became a substantial holder are as follows:

Class of securities (4)	Number of securities	Person's votes (5)	Voting power (6)
Ordinary Fully Paid	Same as person's votes	26,695,363	5.08%

3. Details of relevant interests

The nature of the relevant interest the substantial holder or an associate had in the following voting securities on the date the substantial holder became a substantial holder are as follows:

Holder of relevant interest	Nature of relevant interest (7)	Class and number of securities
Challenger Limited (and its entities listed in Annexure 2)	Ordinary fully paid shares purchased and sold on market by Challenger Limited (and the entities listed in Annexure 2) and obtains a relevant interest by virtue of section 608(3) of the Corporations Act 2001.	Refer Annexure 1

4. Details of present registered holders

The persons registered as holders of the securities referred to in paragraph 3 above are as follows:

Holder of relevant interest	Registered holder of securities	Person entitled to be registered as holder (8)	Class and number of securities
Challenger Limited (and its entities listed in Annexure 2)	BNP Paribas Nominees Pty Limited	BNP Paribas Nominees Pty Limited	1,295,888 (Ordinary Fully Paid)
Challenger Limited (and its entities listed in Annexure 2)	Citicorp Nominees Pty Limited	Citicorp Nominees Pty Limited	5,095,654 (Ordinary Fully Paid)
Challenger Limited (and its entities listed in Annexure 2)	HSBC Custody Nominees (Australia) Limited	HSBC Custody Nominees (Australia) Limited	8,381,009 (Ordinary Fully Paid)
Challenger Limited (and its entities listed in Annexure 2)	J P Morgan Nominees Australia Limited	J P Morgan Nominees Australia Limited	7,639,432 (Ordinary Fully Paid)
Challenger Limited (and its entities listed in Annexure 2)	National Nominees Limited	National Nominees Limited	4,283,380 (Ordinary Fully Paid)

5. Consideration

The consideration paid for each relevant interest referred to in paragraph 3 above, and acquired in the four months prior to the day that the substantial holder became a substantial holder is as follows:

Holder of relevant interest	Date of acquisition	Consideration (9)		Class and number of securities
		Cash	Non-cash	
Refer Annexure 2	Refer Annexure 1	Refer Annexure 1		Refer Annexure 1

6. Associates

The reasons the persons named in paragraph 3 above are associates of the substantial holder are as follows:

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

7. 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 7 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 section s608 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 total number of votes attached to all the voting shares in the company or voting interests in the scheme (if any) that the person or an associate has a relevant interest in.

(6) The person's votes divided by the total votes in the body corporate or scheme multiplied by 100.

(7) Include details of:

(a) any relevant agreement or other circumstances by which the relevant interest was acquired. 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.

(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) 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.



Andrew Brown
Company Secretary of Challenger Limited

Transactions:

Company

Name/Scheme: Reliance Worldwide Corporation Limited (RWC)

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
03/06/2016	Challenger Limited (and its entities listed in Annexure 2)	Opening Balance		21,265,690	21,265,690
06/06/2016	as above	Sell	58,285.08	19,236	19,236
08/06/2016	as above	Sell	183,165.51	58,426	58,426
08/06/2016	as above	Sell	48,523.53	15,478	15,478
08/06/2016	as above	Sell	122,697.63	39,138	39,138
08/06/2016	as above	Sell	97,677.20	31,157	31,157
08/06/2016	as above	Sell	331,686.14	105,801	105,801
09/06/2016	as above	Sell	3,785.04	1,200	1,200
09/06/2016	as above	Sell	8,200.92	2,600	2,600
09/06/2016	as above	Sell	11,039.70	3,500	3,500
09/06/2016	as above	Sell	80,266.34	25,412	25,412
09/06/2016	as above	Sell	100,828.83	31,922	31,922
09/06/2016	as above	Sell	39,877.33	12,625	12,625
09/06/2016	as above	Sell	150,519.92	47,654	47,654
09/06/2016	as above	Sell	272,571.39	86,295	86,295
10/06/2016	as above	Sell	2,826.00	900	900
10/06/2016	as above	Sell	97,614.88	31,157	31,157
10/06/2016	as above	Sell	331,477.67	105,802	105,802
10/06/2016	as above	Sell	183,048.66	58,426	58,426
10/06/2016	as above	Sell	48,489.44	15,477	15,477
10/06/2016	as above	Sell	122,619.35	39,138	39,138
15/06/2016	as above	Sell	3,412.14	1,090	1,090
15/06/2016	as above	Sell	1,518.24	485	485
15/06/2016	as above	Sell	16,553.56	5,288	5,288
15/06/2016	as above	Sell	37,924.80	12,115	12,115
15/06/2016	as above	Sell	795.12	254	254
15/06/2016	as above	Sell	704.34	225	225
15/06/2016	as above	Sell	6,367.23	2,034	2,034
15/06/2016	as above	Sell	26,974.66	8,617	8,617
15/06/2016	as above	Sell	12,424.56	3,969	3,969
15/06/2016	as above	Sell	27,647.69	8,832	8,832
15/06/2016	as above	Sell	688.69	220	220
15/06/2016	as above	Sell	47,203.30	15,079	15,079
15/06/2016	as above	Sell	12,017.61	3,839	3,839
15/06/2016	as above	Sell	33,216.67	10,611	10,611
15/06/2016	as above	Sell	2,222.58	710	710
15/06/2016	as above	Sell	13,147.68	4,200	4,200
16/06/2016	as above	Sell	29,993.70	9,834	9,834
16/06/2016	as above	Sell	13,346.80	4,376	4,376
16/06/2016	as above	Sell	145,564.30	47,726	47,726
16/06/2016	as above	Sell	333,502.25	109,345	109,345
16/06/2016	as above	Sell	122,585.60	40,192	40,192
16/06/2016	as above	Sell	6,191.50	2,030	2,030
16/06/2016	as above	Sell	55,998.00	18,360	18,360
16/06/2016	as above	Sell	237,192.40	77,768	77,768
16/06/2016	as above	Sell	109,241.85	35,817	35,817
16/06/2016	as above	Sell	243,109.40	79,708	79,708
16/06/2016	as above	Sell	6,054.25	1,985	1,985
16/06/2016	as above	Sell	415,086.70	136,094	136,094
16/06/2016	as above	Sell	105,508.65	34,593	34,593
16/06/2016	as above	Sell	292,089.35	95,767	95,767
16/06/2016	as above	Sell	19,535.25	6,405	6,405
16/06/2016	as above	Sell	328.60	106	106
17/06/2016	as above	Sell	19,430.06	6,363	6,363
17/06/2016	as above	Sell	8,644.74	2,831	2,831

Date of Change	Holder of relevant interest	Nature of Change	Consideration	Number of Securities	Person's Votes Affected
17/06/2016	as above	Sell	94,301.28	30,882	30,882
17/06/2016	as above	Sell	216,060.52	70,756	70,756
17/06/2016	as above	Sell	79,418.03	26,008	26,008
17/06/2016	as above	Sell	4,009.38	1,313	1,313
17/06/2016	as above	Sell	36,276.77	11,880	11,880
17/06/2016	as above	Sell	153,666.31	50,323	50,323
17/06/2016	as above	Sell	70,770.23	23,176	23,176
17/06/2016	as above	Sell	157,498.58	51,578	51,578
17/06/2016	as above	Sell	3,920.82	1,284	1,284
17/06/2016	as above	Sell	268,918.34	88,066	88,066
17/06/2016	as above	Sell	68,354.84	22,385	22,385
17/06/2016	as above	Sell	189,231.59	61,970	61,970
17/06/2016	as above	Sell	12,657.17	4,145	4,145
20/06/2016	as above	Sell	14,050.00	4,510	4,510
20/06/2016	as above	Sell	6,252.41	2,007	2,007
20/06/2016	as above	Sell	68,190.80	21,889	21,889
20/06/2016	as above	Sell	156,229.18	50,149	50,149
20/06/2016	as above	Sell	57,424.32	18,433	18,433
20/06/2016	as above	Sell	31,550.40	10,080	10,080
20/06/2016	as above	Sell	2,900.34	931	931
20/06/2016	as above	Sell	8,357.10	2,670	2,670
20/06/2016	as above	Sell	26,230.83	8,420	8,420
20/06/2016	as above	Sell	16,826.88	5,376	5,376
20/06/2016	as above	Sell	111,113.41	35,667	35,667
20/06/2016	as above	Sell	57,135.02	18,254	18,254
20/06/2016	as above	Sell	51,171.92	16,426	16,426
20/06/2016	as above	Sell	21,136.89	6,753	6,753
20/06/2016	as above	Sell	113,882.91	36,556	36,556
20/06/2016	as above	Sell	2,834.92	910	910
20/06/2016	as above	Sell	194,447.68	62,417	62,417
20/06/2016	as above	Sell	49,427.35	15,866	15,866
20/06/2016	as above	Sell	136,827.09	43,921	43,921
20/06/2016	as above	Sell	9,152.75	2,938	2,938
21/06/2016	as above	Sell	172,011.66	54,793	54,793
21/06/2016	as above	Sell	464,999.39	148,122	148,122
21/06/2016	as above	Sell	136,933.13	43,619	43,619
21/06/2016	as above	Sell	68,025.49	21,669	21,669
21/06/2016	as above	Sell	256,785.32	81,797	81,797
22/06/2016	as above	Sell	332,821.35	105,802	105,802
22/06/2016	as above	Sell	98,007.43	31,156	31,156
22/06/2016	as above	Sell	183,790.67	58,426	58,426
22/06/2016	as above	Sell	123,116.41	39,138	39,138
22/06/2016	as above	Sell	48,689.14	15,478	15,478
28/06/2016	as above	Sell	2,163.00	700	700
04/07/2016	as above	Sell	12,969.60	4,200	4,200
05/07/2016	as above	Sell	3,255.00	1,050	1,050
05/07/2016	as above	Sell	861.80	278	278
05/07/2016	as above	Sell	2,182.40	704	704
05/07/2016	as above	Sell	5,896.20	1,902	1,902
05/07/2016	as above	Sell	1,736.00	560	560
12/07/2016	as above	Sell	65,598.05	21,075	21,075
12/07/2016	as above	Sell	177,324.82	56,970	56,970
12/07/2016	as above	Sell	97,922.40	31,460	31,460
12/07/2016	as above	Sell	25,940.41	8,334	8,334
12/07/2016	as above	Sell	52,216.98	16,776	16,776
13/07/2016	as above	Sell	24,235.26	7,637	7,637
13/07/2016	as above	Sell	61,284.70	19,312	19,312
13/07/2016	as above	Sell	91,492.30	28,831	28,831
13/07/2016	as above	Sell	48,787.85	15,374	15,374
13/07/2016	as above	Sell	165,676.87	52,208	52,208
13/07/2016	as above	Sell	73,556.91	22,880	22,880
13/07/2016	as above	Sell	148,168.97	46,741	46,741
13/07/2016	as above	Sell	79,012.25	24,925	24,925
13/07/2016	as above	Sell	268,311.97	84,641	84,641
13/07/2016	as above	Sell	99,255.87	31,311	31,311
13/07/2016	as above	Sell	39,250.94	12,382	12,382
13/07/2016	as above	Sell	338,492.34	105,802	105,802
13/07/2016	as above	Sell	49,515.57	15,477	15,477
13/07/2016	as above	Sell	186,925.50	58,427	58,427
13/07/2016	as above	Sell	125,214.20	39,138	39,138
13/07/2016	as above	Sell	99,680.59	31,157	31,157
14/07/2016	as above	Sell	126,717.78	39,137	39,137
14/07/2016	as above	Sell	189,174.94	58,427	58,427
14/07/2016	as above	Sell	100,880.13	31,157	31,157

Date of Change	Holder of relevant interest	Nature of Change	Consideration	Number of Securities	Person's Votes Affected
14/07/2016	as above	Sell	50,114.67	15,478	15,478
14/07/2016	as above	Sell	342,562.48	105,801	105,801
14/07/2016	as above	Sell	40,193.18	12,463	12,463
14/07/2016	as above	Sell	19,965.98	6,191	6,191
14/07/2016	as above	Sell	136,482.00	42,320	42,320
14/07/2016	as above	Sell	50,487.38	15,655	15,655
14/07/2016	as above	Sell	75,371.48	23,371	23,371
15/07/2016	as above	Sell	698,381.14	211,605	211,605
15/07/2016	as above	Sell	102,163.88	30,955	30,955
15/07/2016	as above	Sell	205,654.52	62,312	62,312
15/07/2016	as above	Sell	385,661.64	116,853	116,853
15/07/2016	as above	Sell	258,338.81	78,275	78,275
19/07/2016	as above	Sell	386,628.00	117,160	117,160
19/07/2016	as above	Sell	56,558.70	17,139	17,139
19/07/2016	as above	Sell	213,503.40	64,698	64,698
19/07/2016	as above	Sell	143,018.70	43,339	43,339
19/07/2016	as above	Sell	113,856.60	34,502	34,502
26/07/2016	as above	Sell	248,278.20	73,023	73,023
28/07/2016	as above	Sell	1,015,519.08	303,448	303,448
28/07/2016	as above	Sell	126,779.25	37,883	37,883
29/07/2016	as above	Sell	290,590.70	88,901	88,901
29/07/2016	as above	Sell	36,279.30	11,099	11,099
11/08/2016	as above	Buy	42,746.00	13,400	13,400
11/08/2016	as above	Sell	21,054.00	6,600	6,600
12/08/2016	as above	Sell	111,228.50	34,528	34,528
22/08/2016	as above	Sell	577,476.00	180,000	180,000
22/08/2016	as above	Sell	224,574.00	70,000	70,000
26/08/2016	as above	Buy	116,280.00	36,000	36,000
26/08/2016	as above	Buy	45,220.00	14,000	14,000
26/08/2016	as above	Buy	228,960.00	72,000	72,000
26/08/2016	as above	Buy	89,040.00	28,000	28,000
26/08/2016	as above	Buy	115,020.00	36,000	36,000
26/08/2016	as above	Buy	44,730.00	14,000	14,000
26/08/2016	as above	Buy	115,480.80	36,000	36,000
26/08/2016	as above	Buy	44,909.20	14,000	14,000
29/08/2016	as above	Sell	26,804.47	8,537	8,537
30/08/2016	as above	Buy	29,180.20	9,500	9,500
30/08/2016	as above	Buy	3,378.76	1,100	1,100
30/08/2016	as above	Sell	28,756.74	9,224	9,224
31/08/2016	as above	Sell	19,109.25	6,149	6,149
02/09/2016	as above	Buy	32,288.54	10,765	10,765
02/09/2016	as above	Buy	1,500,986.74	500,429	500,429
02/09/2016	as above	Buy	107,954.40	35,992	35,992
02/09/2016	as above	Buy	907,432.48	302,538	302,538
02/09/2016	as above	Buy	819,742.02	273,302	273,302
02/09/2016	as above	Buy	12,858.43	4,287	4,287
02/09/2016	as above	Buy	55,260.95	18,424	18,424
02/09/2016	as above	Buy	128,695.26	42,907	42,907
02/09/2016	as above	Buy	975,134.93	325,110	325,110
02/09/2016	as above	Buy	492,072.57	164,057	164,057
02/09/2016	as above	Buy	2,198,701.17	733,047	733,047
02/09/2016	as above	Buy	192,444.50	64,161	64,161
02/09/2016	as above	Buy	1,593,320.27	531,213	531,213
02/09/2016	as above	Buy	7,674.23	2,544	2,544
02/09/2016	as above	Buy	356,694.85	118,244	118,244
02/09/2016	as above	Buy	25,653.17	8,504	8,504
02/09/2016	as above	Buy	215,641.65	71,485	71,485
02/09/2016	as above	Buy	194,802.98	64,577	64,577
02/09/2016	as above	Buy	3,055.82	1,013	1,013
02/09/2016	as above	Buy	13,131.26	4,353	4,353
02/09/2016	as above	Buy	30,582.29	10,138	10,138
02/09/2016	as above	Buy	231,732.20	76,819	76,819
02/09/2016	as above	Buy	116,935.48	38,764	38,764
02/09/2016	as above	Buy	522,502.27	173,209	173,209
02/09/2016	as above	Buy	45,731.66	15,160	15,160
02/09/2016	as above	Buy	378,637.60	125,518	125,518
02/09/2016	as above	Buy	17,664.01	5,900	5,900
02/09/2016	as above	Buy	8,433.82	2,817	2,817
02/09/2016	as above	Buy	62,539.58	20,889	20,889
02/09/2016	as above	Buy	142,428.80	47,573	47,573
02/09/2016	as above	Buy	11,457.66	3,827	3,827
02/09/2016	as above	Buy	3,661.54	1,223	1,223
02/09/2016	as above	Buy	68,745.93	22,962	22,962
02/09/2016	as above	Buy	88,161.37	29,447	29,447

Date of Change	Holder of relevant interest	Nature of Change	Consideration	Number of Securities	Person's Votes Affected
02/09/2016	as above	Buy	201,148.17	67,186	67,186
02/09/2016	as above	Buy	72,724.82	24,291	24,291
02/09/2016	as above	Buy	3,661.54	1,223	1,223
02/09/2016	as above	Buy	33,738.26	11,269	11,269
02/09/2016	as above	Buy	176,960.45	59,107	59,107
02/09/2016	as above	Buy	145,928.67	48,742	48,742
02/09/2016	as above	Buy	249,209.24	83,239	83,239
02/09/2016	as above	Buy	60,791.14	20,305	20,305
02/09/2016	as above	Sell	18,455.54	6,150	6,150
05/09/2016	as above	Buy	15,501.31	5,169	5,169
05/09/2016	as above	Buy	720,683.65	240,316	240,316
05/09/2016	as above	Buy	51,832.99	17,284	17,284
05/09/2016	as above	Buy	435,695.19	145,285	145,285
05/09/2016	as above	Buy	393,590.63	131,245	131,245
05/09/2016	as above	Buy	6,174.74	2,059	2,059
05/09/2016	as above	Buy	26,534.27	8,848	8,848
05/09/2016	as above	Buy	61,792.33	20,605	20,605
05/09/2016	as above	Buy	468,200.26	156,124	156,124
05/09/2016	as above	Buy	236,265.34	78,784	78,784
05/09/2016	as above	Buy	1,055,681.77	352,023	352,023
05/09/2016	as above	Buy	92,402.11	30,812	30,812
05/09/2016	as above	Buy	765,016.39	255,099	255,099
05/09/2016	as above	Buy	565.53	189	189
05/09/2016	as above	Buy	565.53	189	189
05/09/2016	as above	Buy	5,347.06	1,787	1,787
05/09/2016	as above	Buy	27,938.17	9,337	9,337
05/09/2016	as above	Buy	9,590.00	3,205	3,205
05/09/2016	as above	Buy	11,481.07	3,837	3,837
05/09/2016	as above	Buy	2,797.71	935	935
05/09/2016	as above	Buy	1,325.54	443	443
05/09/2016	as above	Buy	39,389.32	13,164	13,164
05/09/2016	as above	Buy	22,543.23	7,534	7,534
05/09/2016	as above	Buy	23,033.96	7,698	7,698
05/09/2016	as above	Buy	9,910.17	3,312	3,312
05/09/2016	as above	Buy	589.46	197	197
05/09/2016	as above	Buy	10,840.74	3,623	3,623
05/09/2016	as above	Buy	13,955.62	4,664	4,664
05/09/2016	as above	Buy	31,762.20	10,615	10,615
05/09/2016	as above	Buy	1,816.27	607	607
06/09/2016	as above	Buy	6,278.79	2,093	2,093
06/09/2016	as above	Buy	291,842.27	97,284	97,284
06/09/2016	as above	Buy	20,990.30	6,997	6,997
06/09/2016	as above	Buy	176,433.12	58,813	58,813
06/09/2016	as above	Buy	159,384.69	53,130	53,130
06/09/2016	as above	Buy	2,501.92	834	834
06/09/2016	as above	Buy	10,745.64	3,582	3,582
06/09/2016	as above	Buy	25,022.17	8,341	8,341
06/09/2016	as above	Buy	189,599.68	63,202	63,202
06/09/2016	as above	Buy	95,675.81	31,893	31,893
06/09/2016	as above	Buy	427,494.75	142,503	142,503
06/09/2016	as above	Buy	37,417.75	12,473	12,473
06/09/2016	as above	Buy	309,793.67	103,268	103,268
06/09/2016	as above	Buy	6,951.68	2,318	2,318
06/09/2016	as above	Buy	67,678.43	22,567	22,567
06/09/2016	as above	Buy	48,664.77	16,227	16,227
06/09/2016	as above	Buy	105,213.92	35,083	35,083
06/09/2016	as above	Buy	2,774.08	925	925
06/09/2016	as above	Buy	25,638.45	8,549	8,549
06/09/2016	as above	Buy	107,631.11	35,889	35,889
06/09/2016	as above	Buy	122,854.04	40,965	40,965
06/09/2016	as above	Buy	7,722.43	2,575	2,575
06/09/2016	as above	Buy	2,774.08	925	925
06/09/2016	as above	Buy	187,455.49	62,506	62,506
06/09/2016	as above	Buy	47,042.31	15,686	15,686
06/09/2016	as above	Buy	135,962.66	45,336	45,336
06/09/2016	as above	Buy	42,399.86	14,138	14,138
06/09/2016	as above	Buy	22,588.47	7,532	7,532
06/09/2016	as above	Buy	7,161.60	2,400	2,400
06/09/2016	as above	Sell	36,966.00	12,322	12,322
07/09/2016	as above	Buy	4,806.00	1,602	1,602
07/09/2016	as above	Buy	46,791.00	15,597	15,597
07/09/2016	as above	Buy	33,645.00	11,215	11,215
07/09/2016	as above	Buy	72,741.00	24,247	24,247
07/09/2016	as above	Buy	1,920.00	640	640

Date of Change	Holder of relevant interest	Nature of Change	Consideration	Number of Securities	Person's Votes Affected
07/09/2016	as above	Buy	17,724.00	5,908	5,908
07/09/2016	as above	Buy	74,415.00	24,805	24,805
07/09/2016	as above	Buy	84,939.00	28,313	28,313
07/09/2016	as above	Buy	5,337.00	1,779	1,779
07/09/2016	as above	Buy	1,920.00	640	640
07/09/2016	as above	Buy	129,603.00	43,201	43,201
07/09/2016	as above	Buy	32,523.00	10,841	10,841
07/09/2016	as above	Buy	93,999.00	31,333	31,333
07/09/2016	as above	Buy	29,313.00	9,771	9,771
07/09/2016	as above	Buy	15,615.00	5,205	5,205
07/09/2016	as above	Buy	2,012.30	672	672
07/09/2016	as above	Buy	19,599.00	6,545	6,545
07/09/2016	as above	Buy	14,092.12	4,706	4,706
07/09/2016	as above	Buy	30,472.03	10,176	10,176
07/09/2016	as above	Buy	802.53	268	268
07/09/2016	as above	Buy	7,423.37	2,479	2,479
07/09/2016	as above	Buy	31,169.75	10,409	10,409
07/09/2016	as above	Buy	35,580.65	11,882	11,882
07/09/2016	as above	Buy	2,236.89	747	747
07/09/2016	as above	Buy	802.53	268	268
07/09/2016	as above	Buy	54,296.27	18,132	18,132
07/09/2016	as above	Buy	13,624.98	4,550	4,550
07/09/2016	as above	Buy	39,374.68	13,149	13,149
07/09/2016	as above	Buy	12,277.45	4,100	4,100
07/09/2016	as above	Buy	6,539.99	2,184	2,184
08/09/2016	as above	Buy	11,171.26	3,724	3,724
08/09/2016	as above	Buy	108,760.75	36,256	36,256
08/09/2016	as above	Buy	78,201.79	26,069	26,069
08/09/2016	as above	Buy	169,077.73	56,363	56,363
08/09/2016	as above	Buy	4,460.70	1,487	1,487
08/09/2016	as above	Buy	41,199.25	13,734	13,734
08/09/2016	as above	Buy	172,965.47	57,659	57,659
08/09/2016	as above	Buy	197,428.84	65,814	65,814
08/09/2016	as above	Buy	12,407.17	4,136	4,136
08/09/2016	as above	Buy	4,460.70	1,487	1,487
08/09/2016	as above	Buy	301,245.92	100,422	100,422
08/09/2016	as above	Buy	75,597.96	25,201	25,201
08/09/2016	as above	Buy	218,490.43	72,835	72,835
08/09/2016	as above	Buy	68,134.46	22,713	22,713
08/09/2016	as above	Buy	36,297.58	12,100	12,100
09/09/2016	as above	Buy	14,266.75	4,754	4,754
09/09/2016	as above	Buy	138,868.27	46,274	46,274
09/09/2016	as above	Buy	99,852.27	33,273	33,273
09/09/2016	as above	Buy	215,888.94	71,939	71,939
09/09/2016	as above	Buy	5,695.90	1,898	1,898
09/09/2016	as above	Buy	52,604.53	17,529	17,529
09/09/2016	as above	Buy	220,849.59	73,592	73,592
09/09/2016	as above	Buy	252,084.00	84,000	84,000
09/09/2016	as above	Buy	15,842.28	5,279	5,279
09/09/2016	as above	Buy	5,695.90	1,898	1,898
09/09/2016	as above	Buy	384,632.17	128,168	128,168
09/09/2016	as above	Buy	96,527.17	32,165	32,165
09/09/2016	as above	Buy	278,978.96	92,962	92,962
09/09/2016	as above	Buy	86,998.99	28,990	28,990
09/09/2016	as above	Buy	46,347.44	15,444	15,444
13/09/2016	as above	Buy	11,039.80	3,724	3,724
13/09/2016	as above	Buy	107,480.91	36,256	36,256
13/09/2016	as above	Buy	77,284.52	26,070	26,070
13/09/2016	as above	Buy	167,088.11	56,363	56,363
13/09/2016	as above	Buy	4,408.21	1,487	1,487
13/09/2016	as above	Buy	40,714.44	13,734	13,734
13/09/2016	as above	Buy	170,930.11	57,659	57,659
13/09/2016	as above	Buy	195,105.60	65,814	65,814
13/09/2016	as above	Buy	12,264.14	4,137	4,137
13/09/2016	as above	Buy	4,408.21	1,487	1,487
13/09/2016	as above	Buy	297,695.09	100,420	100,420
13/09/2016	as above	Buy	74,708.36	25,201	25,201
13/09/2016	as above	Buy	215,919.36	72,835	72,835
13/09/2016	as above	Buy	67,332.69	22,713	22,713
13/09/2016	as above	Buy	35,870.45	12,100	12,100
13/09/2016	as above	Buy	4,720.00	1,600	1,600
14/09/2016	as above	Buy	59,134.39	20,083	20,083
14/09/2016	as above	Buy	264,457.32	89,814	89,814
14/09/2016	as above	Buy	105,301.21	35,762	35,762

Date of Change	Holder of relevant interest	Nature of Change	Consideration	Number of Securities	Person's Votes Affected
14/09/2016	as above	Buy	430,215.01	146,108	146,108
14/09/2016	as above	Buy	27,260.18	9,258	9,258
14/09/2016	as above	Buy	229,064.43	77,794	77,794
14/09/2016	as above	Buy	290,177.53	98,549	98,549
14/09/2016	as above	Buy	6,374.84	2,165	2,165
14/09/2016	as above	Buy	157,180.35	53,381	53,381
14/09/2016	as above	Buy	84,854.60	28,818	28,818
14/09/2016	as above	Buy	17,366.66	5,898	5,898
14/09/2016	as above	Buy	6,374.84	2,165	2,165
14/09/2016	as above	Buy	247,311.50	83,991	83,991
14/09/2016	as above	Buy	119,808.76	40,689	40,689
14/09/2016	as above	Buy	16,268.36	5,525	5,525
15/09/2016	as above	Buy	2,260.56	785	785
15/09/2016	as above	Buy	10,104.87	3,509	3,509
15/09/2016	as above	Buy	4,022.94	1,397	1,397
15/09/2016	as above	Buy	16,434.45	5,707	5,707
15/09/2016	as above	Buy	1,042.45	362	362
15/09/2016	as above	Buy	8,751.41	3,039	3,039
15/09/2016	as above	Buy	11,083.97	3,849	3,849
15/09/2016	as above	Buy	244.77	85	85
15/09/2016	as above	Buy	6,004.17	2,085	2,085
15/09/2016	as above	Buy	3,242.54	1,126	1,126
15/09/2016	as above	Buy	662.33	230	230
15/09/2016	as above	Buy	244.77	85	85
15/09/2016	as above	Buy	9,448.30	3,281	3,281
15/09/2016	as above	Buy	4,578.72	1,590	1,590
15/09/2016	as above	Buy	622.02	216	216
16/09/2016	as above	Buy	20,443.77	6,813	6,813
16/09/2016	as above	Buy	10,319.41	3,439	3,439
16/09/2016	as above	Buy	106,761.91	35,579	35,579
16/09/2016	as above	Buy	237,778.47	79,241	79,241
16/09/2016	as above	Buy	81,369.98	27,117	27,117
16/09/2016	as above	Buy	4,447.04	1,482	1,482
16/09/2016	as above	Buy	40,677.49	13,556	13,556
16/09/2016	as above	Buy	209,343.84	69,765	69,765
16/09/2016	as above	Buy	70,480.44	23,488	23,488
16/09/2016	as above	Buy	76,619.87	25,534	25,534
16/09/2016	as above	Buy	942.22	314	314
16/09/2016	as above	Buy	4,360.02	1,453	1,453
16/09/2016	as above	Buy	299,829.94	99,920	99,920
16/09/2016	as above	Buy	171,550.02	57,170	57,170
16/09/2016	as above	Buy	13,506.15	4,501	4,501
16/09/2016	as above	Buy	81,586.03	27,189	27,189
16/09/2016	as above	Buy	173,329.43	57,763	57,763
21/09/2016	as above	Buy	7,958.15	2,610	2,610
21/09/2016	as above	Buy	4,015.66	1,317	1,317
21/09/2016	as above	Buy	41,550.09	13,627	13,627
21/09/2016	as above	Buy	92,540.19	30,350	30,350
21/09/2016	as above	Buy	31,667.95	10,386	10,386
21/09/2016	as above	Buy	1,731.89	568	568
21/09/2016	as above	Buy	15,830.93	5,192	5,192
21/09/2016	as above	Buy	81,471.95	26,720	26,720
21/09/2016	as above	Buy	27,429.70	8,996	8,996
21/09/2016	as above	Buy	29,820.20	9,780	9,780
21/09/2016	as above	Buy	365.89	120	120
21/09/2016	as above	Buy	1,695.30	556	556
21/09/2016	as above	Buy	116,689.06	38,270	38,270
21/09/2016	as above	Buy	66,763.09	21,896	21,896
21/09/2016	as above	Buy	5,256.65	1,724	1,724
21/09/2016	as above	Buy	31,750.28	10,413	10,413
21/09/2016	as above	Buy	67,455.24	22,123	22,123
22/09/2016	as above	Buy	11,879.75	3,895	3,895
28/09/2016	as above	Buy	46,935.00	14,900	14,900
28/09/2016	as above	Buy	6,930.00	2,200	2,200
30/09/2016	as above	Buy	12,356.74	4,004	4,004
30/09/2016	as above	Buy	90,817.75	29,428	29,428
30/09/2016	as above	Buy	49,661.52	16,092	16,092
30/09/2016	as above	Buy	76,760.57	24,873	24,873
30/09/2016	as above	Buy	1,222.10	396	396
30/09/2016	as above	Buy	88,549.47	28,693	28,693
30/09/2016	as above	Buy	3,042.89	986	986
30/09/2016	as above	Buy	128,532.98	41,649	41,649
30/09/2016	as above	Buy	11,251.92	3,646	3,646
30/09/2016	as above	Buy	205,774.98	66,678	66,678

Date of Change	Holder of relevant interest	Nature of Change	Consideration	Number of Securities	Person's Votes Affected
30/09/2016	as above	Buy	1,226.42	401	401
30/09/2016	as above	Buy	617.80	202	202
30/09/2016	as above	Buy	6,398.17	2,092	2,092
30/09/2016	as above	Buy	14,252.14	4,660	4,660
30/09/2016	as above	Buy	4,832.27	1,580	1,580
30/09/2016	as above	Buy	266.08	87	87
30/09/2016	as above	Buy	2,437.54	797	797
30/09/2016	as above	Buy	12,548.62	4,103	4,103
30/09/2016	as above	Buy	4,223.65	1,381	1,381
30/09/2016	as above	Buy	4,593.72	1,502	1,502
30/09/2016	as above	Buy	55.05	18	18
30/09/2016	as above	Buy	259.96	85	85
30/09/2016	as above	Buy	17,971.16	5,876	5,876
30/09/2016	as above	Buy	10,282.34	3,362	3,362
30/09/2016	as above	Buy	810.48	265	265
30/09/2016	as above	Buy	4,890.38	1,599	1,599
30/09/2016	as above	Buy	10,389.38	3,397	3,397
04/10/2016	as above	Buy	21,425.68	7,003	7,003
04/10/2016	as above	Buy	157,444.93	51,461	51,461
04/10/2016	as above	Buy	86,094.33	28,140	28,140
04/10/2016	as above	Buy	133,076.01	43,496	43,496
04/10/2016	as above	Buy	2,114.11	691	691
04/10/2016	as above	Buy	153,510.41	50,175	50,175
04/10/2016	as above	Buy	5,274.58	1,724	1,724
04/10/2016	as above	Buy	222,829.50	72,832	72,832
04/10/2016	as above	Buy	19,504.31	6,375	6,375
04/10/2016	as above	Buy	356,746.88	116,603	116,603
04/10/2016	as above	Buy	6,144.24	2,021	2,021
04/10/2016	as above	Buy	3,101.00	1,020	1,020
04/10/2016	as above	Buy	32,083.23	10,553	10,553
04/10/2016	as above	Buy	71,450.78	23,502	23,502
04/10/2016	as above	Buy	24,224.31	7,968	7,968
04/10/2016	as above	Buy	1,337.69	440	440
04/10/2016	as above	Buy	12,221.60	4,020	4,020
04/10/2016	as above	Buy	62,907.82	20,692	20,692
04/10/2016	as above	Buy	21,178.03	6,966	6,966
04/10/2016	as above	Buy	23,023.43	7,573	7,573
04/10/2016	as above	Buy	282.74	93	93
04/10/2016	as above	Buy	1,310.33	431	431
04/10/2016	as above	Buy	90,096.33	29,635	29,635
04/10/2016	as above	Buy	51,549.63	16,956	16,956
04/10/2016	as above	Buy	4,058.67	1,335	1,335
04/10/2016	as above	Buy	24,516.17	8,064	8,064
04/10/2016	as above	Buy	52,084.71	17,132	17,132

Total number of securities 26,695,363

Annexure 2

This is page 1 of 5 of Annexure 2 referred to in ASIC Form 603 - Notice of initial substantial holder



Andrew Brown - Company Secretary of Challenger Limited

06/10/2016

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

Annexure 2

This is page 2 of 5 of Annexure 2 referred to in ASIC Form 603 - Notice of initial substantial holder



Andrew Brown - Company Secretary of Challenger Limited

06/10/2016

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