

FACSIMILE

To: The Manager
Company Announcements Office
ASX Limited
20 Bridge Street
Sydney
NSW 2000

FAX No: +61 2 9347 0005

DATE: 25 June 2018

Dear Sir/Madam,

RE: ASX:HOM – Notification of change of interests in substantial holder (Amended)

Please find attached Form 604 Notification of change of interest in substantial holder (Amended) for Homeloans Limited (ASX:HOM) for lodging with and announcement by the ASX

Yours faithfully,

Werner Van Kets

Werner.vankets@icm.limited

Form 604

Corporations Act 2001

Section 671B

Notice of change of interests of substantial holder (amended)

To Company Name/Scheme	HOMELOANS LIMITED
ACN/ARSN	095 034 003
1 Details of substantial holder (1)	
Name	SOMERS LIMITED, UIL LIMITED, PERMANENT INVESTMENTS LIMITED, INGOT CAPITAL MANAGEMENT PTY LTD, DUNCAN SAVILLE, ICM LIMITED PERMANENT MUTUAL LIMITED, SOMERS ISLES PRIVATE TRUST COMPANY LIMITED, & SOMERS PTE LIMITED
ACN/ARSN (if applicable)	N/A
There was a change in the interests of the substantial holder on	25 October 2016
The previous notice was given to the company on	25 June 2018
The previous notice was dated	25 June 2018

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	Previous notice		Present notice	
	Person's vote	Voting power (5)	Person's vote	Voting power (5)
Ordinary shares	21,039,716	19.9%	231,922,076	58.91%

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
25 October 2016	Somers Limited	Acquisition of the subject Homeloans Limited shares on implementation of scheme of arrangement.	18,062,476 shares in RESIMAC Limited	231,922,076 fully paid ordinary shares	231,922,076
25 October 2016	UIL Limited and Permanent Investments Limited	Each had a voting power exceeding 20% in Somers Limited when Somers Limited acquired its relevant interest in the subject shares otherwise than because of s603(3)(a).	Nil	231,922,076 fully paid ordinary shares	231,922,076
25 October 2016	Somers Isles Private Trust Company Limited	Controlled Permanent Investments Limited when that company acquired its relevant interest.	Nil	231,922,076 fully paid ordinary shares	231,922,076
25 October 2016	Ingot Capital Management Pty Ltd	Holder of entitlement to subscribe for shares giving voting power exceeding 20% in Somers Limited when Somers Limited acquired its relevant interest in the subject shares otherwise than because of s603(3)(a).	Nil	231,922,076 fully paid ordinary shares	231,922,076
25 October 2016	Duncan Saville	Controlled Somers Limited when it acquired its relevant interest in the subject shares. Controlled Somers Isles Private Trust Company Limited when it acquired its relevant interest.	Nil	231,922,076 fully paid ordinary shares	231,922,076
25 October 2016	ICM Limited	Power to control exercise of rights attaching to subject shares and power to dispose of subject shares	Nil	231,922,076 fully paid ordinary shares	231,922,076

25 October 2016	Somers Pte Limited	Option to acquire the subject shares from Somers Limited	US\$1.00	231,922,076 fully paid ordinary shares	231,922,076
25 October 2016	Permanent Mutual Limited and each body corporate controlled by Duncan Paul Saville	Associates of Duncan Paul Saville, Somers Limited, Permanent Investments Limited, Somers Isles Private Trust Company Limited and of Somers Pte Limited	Nil	231,922,076 fully paid ordinary shares	231,922,076

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 affected	Person's votes
Somers Limited	Somers Limited	Somers Limited	Holder of Shares	231,922,076 fully paid ordinary shares	231,922,076
UIL Limited and Permanent Investments Limited	Somers Limited	Somers Limited	Each has voting power exceeding 20% in Somers Limited which has a relevant interest in the subject shares otherwise than because of s608(3)(a).	231,922,076 fully paid ordinary shares	231,922,076
Somers Isles Private Trust Company Limited	Somers Limited	Somers Limited	Controlled Permanent Investments Limited	231,922,076 fully paid ordinary shares	231,922,076
Ingot Capital Management Pty Ltd	Somers Limited	Somers Limited	Entitlement to voting power exceeding 20% in Somers Limited which has a relevant interest in the subject shares otherwise than because of s608(3)(a).	231,922,076 fully paid ordinary shares	231,922,076
Duncan Paul Saville	Somers Limited	Somers Limited	Control of Somers Limited, Somers Isles Private Trust Company Limited, Permanent Investments Limited, ICM Limited and Ingot Capital Management Pty Ltd.	231,922,076 fully paid ordinary shares	231,922,076
Somers Pte Limited	Somers Limited	Somers Limited	Option to acquire the subject shares from Somers Limited	231,922,076 fully paid ordinary shares	231,922,076

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
ICM Limited, Ingot Capital Management Pty Ltd and Somers Pte Limited	Each continues as an associate of each substantial holder other than Duncan Saville as it is a body corporate controlled by the entity which controls each of that substantial holder.

6 Addresses

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

Name	Address
All named above except for Somers Pte Limited	34 Bermudian Road, HAMILTON HM11, BERMUDA
Somers Pte Limited	896 Dunearn Rd #04-09, SINGAPORE 589472

Signature

print name Werner Van Kets

Capacity Disclosures Administrator

sign here

date

25 / 06 / 2018

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 interested 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.