

FACSIMILE

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

FAX No: +61 2 9347 0005

DATE: 1 July 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 **Duncan Saville, Somers Limited, ICM Limited, UIL Limited, Permanent Investments Limited, General Provincial Life Pension Fund Limited, Union Mutual Pension Fund Limited, Somers Isles Private Trustee Company Limited & each other entity controlled by Duncan Saville.**

ACN/ARSN (if applicable) N/A

There was a change in the interests of the substantial holder on 26 June 2018

The previous notice was given to the company on 2 July 2018

The previous notice was dated 2 July 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 (4)	Previous notice		Present notice	
	Person's votes	Voting power (5)	Person's votes	Voting power (5)
Ordinary Shares	246,757,304	61.91%	246,757,304	61.91%

#### 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
26 June 2018	Duncan Saville	Became additionally entitled to a relevant interest in the subject shares by virtue of coming to control of Union Mutual Pension Fund Limited, General Provincial Life Pension Fund Limited, UIL Limited, s608(3)(b)		246,757,304 ordinary shares	246,757,304

**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
See Annexure A					

**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
See Annexure B	

**6. Addresses**

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

Name	Address
All named or referred to in this form	c/- 34 Bermudiana Road, Hamilton HM12 Bermuda

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**Signature**

print name

Werner Van Kets

capacity

Disclosures Administrator

sign here


date

2 July 2018

**Annexure 'A'**

This is Annexure A of 1 page referred to in Form 604 Notice of change of interests of substantial holder signed by me and dated 2 July 2018.

**Print Name** Werner Van Kets **Capacity** Disclosures Administrator

**Signature**  **Date** 2 July 2018

**Holder of relevant interest**

**Present relevant interests**

	<b>Registered holder of securities</b>	<b>Person entitled to be registered as holder (8)</b>	<b>Nature of relevant interest (6)</b>	<b>Class and number of securities</b>	<b>Person's votes</b>
Somers Limited	JP Morgan Nominees Australia Limited	Somers Limited	Power to exercise control of the right to vote and the power to dispose of the subject shares, s.608(1)(b) & (c).	246,757,304 ordinary shares	246,757,304
ICM Limited	JP Morgan Nominees Australia Limited	Somers Limited	Power to exercise control of the right to vote and the power to dispose of the subject shares, s.608(1)(b) & (c).	246,757,304 ordinary shares	246,757,304
UIL Limited	JP Morgan Nominees Australia Limited	Somers Limited	Voting power of above 20% in Somers Limited, s.608(3)(a).	246,757,304 ordinary shares	246,757,304
Permanent Investments Limited	JP Morgan Nominees Australia Limited	Somers Limited	Voting power of above 20% in Somers Limited, s.608(3)(a).	246,757,304 ordinary shares	246,757,304
General Provincial Life Pension Fund Limited	JP Morgan Nominees Australia Limited	Somers Limited	Control of UIL Limited other than because of s.608(3)(a), s.608(3)(b).	246,757,304 ordinary shares	246,757,304
Union Mutual Pension Fund Limited	JP Morgan Nominees Australia Limited	Somers Limited	Control of General Provincial Life Pension Fund Limited & UIL Limited other than because of s.608(3)(a), s.608(3)(b).	246,757,304 ordinary shares	246,757,304
Duncan Saville	JP Morgan Nominees Australia Limited	Somers Limited	Control of ICM Limited and Somers Isles Private Trust Company Limited otherwise than because of s.603(a), s.608(3)(b).  Power to exercise control of the right to vote and the power to dispose of the subject shares, s.608(1)(b) & (c).	246,757,304 ordinary shares	246,757,304
Somers Isles Private Trust Company Limited	JP Morgan Nominees Australia Limited	Somers Limited	Control of Union Mutual Pension Fund Limited, General Provincial Life Pension Fund Limited, UIL Limited & Permanent Investments Limited otherwise than because of s.603(a), s.608(3)(b).  Control of ICM Limited and power to exercise control of the right to vote and the power to dispose of the subject shares, s.608(1)(b) & (c).	246,757,304 ordinary shares	246,757,304

**Annexure 'B'**

This is Annexure B of 1 page referred to in Form 604 Notice of change of interests of substantial holder signed by me and dated 2 July 2018.

**Print Name** Werner Van Kets **Capacity** Disclosures Administrator

**Signature**  **Date** 2 July 2018

**Change in association**

Date of change	Person whose relevant interest changed	Nature of change (6)	Consideration given in relation to change (7)	Class and number of securities	Person's votes affected
26 June 2018	Somers Limited, ICM Limited, Permanent Investments Limited, Somers Isles Private Trust Company Limited and each other entity controlled before the change by Duncan Saville.	Become associates of each of Union Mutual Pension Fund Limited, General Provincial Life Pension Fund Limited, UIL Limited, and each entity controlled before the change by any of these entities when these entities became controlled by Duncan Saville, s.12(2)(a)(iii).		246,757,304 ordinary shares	246,757,304
26 June 2018	Union Mutual Pension Fund Limited, UIL Limited, General Provincial Life Pension Fund Limited, UIL Limited and each entity controlled before any of these entities.	Became controlled by Somers Isles Private Trust Company Limited and associates of it, s.12(2)(a)(ii).  Became controlled by Duncan Saville who before the change controlled each of Somers Limited, ICM Limited, Permanent Investments Limited, Somers Isles Private Trust Company Limited and each other entity controlled by Duncan Saville,		246,757,304 ordinary shares	246,757,304