

Form 604

Corporations Law
Section 671B

Notice of change of interests of substantial holder

To: Company Name/Scheme **IOOF HOLDINGS LIMITED**

ACN/ARSN **100 103 722**

1. Details of substantial holder

Name **UBS Group AG and its related bodies corporate**

ACN/ARSN (if applicable): _____

There was a change in the interests of the substantial holder on **24 August 2017**

The previous notice was given to the company on **23 August 2017**

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	21,969,513	7.32%	18,585,412	6.19%

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
Please see Appendix B.					

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 holder (8)	Nature of relevant interest (6)	Class and number of securities	Person's votes
UBS Asset Management (Americas) Inc	Various Custodians	UBS Asset Management (Americas) Inc	Fund Manager with power to exercise control over voting shares	20,622 Ordinary	20,622
UBS Asset Management (Australia) Ltd	Various Custodians	UBS Asset Management (Australia) Ltd	Fund Manager with power to exercise control over voting shares	1,234,648 Ordinary	1,234,648

UBS Asset Management (Deutschland) GmbH	Various Custodians	UBS Asset Management (Deutschland) GmbH	Fund Manager with power to exercise control over voting shares	4,456 Ordinary	4,456
UBS Asset Management Life Limited	Various Custodians	UBS Asset Management Life Limited	Fund Manager with power to exercise control over voting shares	36,780 Ordinary	36,780
UBS Asset Management Trust Company	Various Custodians	UBS Asset Management Trust Company	Fund Manager with power to exercise control over voting shares	19,184 Ordinary	19,184
UBS Asset Management (UK) Limited	Various Custodians	UBS Asset Management (UK) Limited	Fund Manager with power to exercise control over voting shares	28,062 Ordinary	28,062
UBS Fund Management (Switzerland) AG	Various Custodians	UBS Fund Management (Switzerland) AG	Fund Manager with power to exercise control over voting shares	98,874 Ordinary	98,874
UBS AG London Branch	Various Custodians	UBS AG London Branch	Power to control disposal over shares pursuant to stock borrowing and lending activities (see Appendix A)	5,110,707 Ordinary	5,110,707
UBS Securities Australia Ltd	Warbont Nominees Pty Ltd	UBS Securities Australia Ltd	Power to control disposal over shares pursuant to stock borrowing and lending activities (see Appendix A)	3,656,000 Ordinary	3,656,000
	Brispot Nominees Pty Ltd	UBS Securities Australia Ltd	Beneficial Owner	1,239,939 Ordinary	1,239,939
UBS Securities LLC	Various Custodians	UBS Securities LLC	Power to control disposal over shares pursuant to stock borrowing and lending activities (see Appendix A)	4,477,076 Ordinary	4,477,076
UBS AG Australia Branch	UBS Nominees Pty Ltd	UBS AG Australia Branch	Prime Broker that has exercised its borrowing right in respect of shares pursuant to a Prime Broking Agreement (see Appendix A)	2,659,064 Ordinary	2,659,064

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
Details of all UBS offices can be found through the following link: http://apps2.ubs.com/locationfinder/	

SIGNATURE

Print Name: Kyu-Ri Kim

Capacity: Authorised signatory

Sign Here: 

Date: 28 August 2017

Print Name: Serene Peh

Capacity: Authorised signatory

Sign Here: 

Date: 28 August 2017

Contact details for this notice:

Serene Peh
Group Risk Control
(T) +65 6495 5283

Appendix A

Holder of relevant interest	UBS AG, London Branch	UBS Securities Australia Ltd	UBS Securities LLC
Type of agreement	Securities Lending Agreement	Securities Lending Agreement	Securities Lending Agreement
Parties to agreement	(i) UBS AG, London Branch ("UBS AG")/ UBS Limited (ii) Client (Please refer to Appendix A-1.)	(i) UBS AG, Australia Branch ("UBS AG")/ UBS Securities Australia Limited (ii) Client (Please refer to Appendix A-1.)	(i) UBS Securities LLC ("UBS Sec LLC") (ii) Client (Please refer to Appendix A-1.)
Transfer date	Please refer to Appendix A-1.	Please refer to Appendix A-1.	Please refer to Appendix A-1.
Holder of voting rights	UBS AG/ UBS Limited	UBS AG/ UBS Securities Australia Limited	UBS Sec LLC
Are there any restrictions on voting rights?	Please refer to the details below.	Please refer to the details below.	No.
If yes, detail	Since all right and title in the securities passes to the transferee (i.e. UBS AG/ UBS Limited), the transferee has the right to vote. However, in certain circumstances, the transferee may seek to arrange for instructions to be exercised in accordance with the instructions of the transferor (i.e. Client).	Since all right and title in the securities passes to the transferee (i.e. UBS AG/ UBS Securities Australia Limited), the transferee has the right to vote. However, in certain circumstances, the transferee may seek to arrange for instructions to be exercised in accordance with the instructions of the transferor (i.e. Client).	N/A
Scheduled return date (if any)	None.	None, subject to the terms of the relevant loan.	None unless agreed to by the parties.
Does the borrower have the right to return early?	Yes.	Yes.	Yes. Either party can terminate the loan upon notice unless otherwise agreed.
If yes, detail	The borrower (i.e. UBS AG/ UBS Limited) has the right to return at its discretion subject to the terms of the relevant loan.	The borrower (i.e. UBS AG/ UBS Securities Australia Limited) has the right to return at its discretion.	The borrower (i.e. UBS Sec LLC) has the right to return at its discretion.
Does the lender have the right to recall early?	Yes.	Yes.	Yes. Either party can terminate the loan upon notice unless otherwise agreed.
If yes, detail	The lender (i.e. Client) can recall at its request subject to compliance with margin requirements and the terms of the relevant loan.	The lender (i.e. Client) can recall at its request subject to compliance with margin requirements and the terms of the relevant loan.	The lender has the right to return at its discretion.
Will the securities be returned on settlement?	Yes.	Yes.	Yes (equivalent securities).
If yes, detail any exceptions	None.	None.	None.

Holder of relevant interest	UBS AG, Australia Branch
Type of agreement	Prime Brokerage Agreement
Parties to agreement	(i) UBS AG, Australia Branch ("UBS AG") (ii) Client (Please refer to Appendix A-1.)
Transfer date	Please refer to Appendix A-1.
Holder of voting rights	UBS AG
Are there any restrictions on voting rights?	Please refer to the details below.
If yes, detail	Since all right and title in the securities passes to the transferee (i.e. UBS AG), the transferee has the right to vote. However, in certain circumstances, the transferee may seek to arrange for instructions to be exercised in accordance with the instructions of the transferor (i.e. Client).
Scheduled return date (if any)	None, subject to the terms of the relevant loan.
Does the borrower have the right to return early?	Yes.
If yes, detail	The borrower (i.e. UBS AG) has the right to return at its discretion.
Does the lender have the right to recall early?	Yes.
If yes, detail	The lender (i.e. Client) can recall at its request subject to compliance with margin requirements and the terms of the relevant loan.
Will the securities be returned on settlement?	Yes.
If yes, detail any exceptions	None.

Securities Lending Agreement - UBS AG, London Branch / UBS Limited

Parties to agreement	Transfer date
BlackRock Institutional Trust Company N.A.	(i) 16 July 2014 (ii) 4 March 2015
Blackrock ITC NA as an agent on behalf of its clients	(i) 10 August 2017 (ii) 14 August 2017
Citibank NA as an agent acting on behalf of its clients	(i) 19 June 2014 (ii) 3 September 2014 (iii) 11 November 2014 (iv) 10 March 2015 (v) 25 June 2015 (vi) 2 May 2016 (vii) 23 May 2016 (viii) 1 June 2016 (ix) 3 June 2016 (x) 6 June 2016 (xi) 7 June 2016 (xii) 18 July 2016 (xiii) 15 December 2016 (xiv) 26 July 2017 (xv) 7 August 2017 (xvi) 9 August 2017
HSBC Bank Plc as an agent acting on behalf of its clients	(i) 25 June 2014 (ii) 22 January 2015 (iii) 22 June 2015 (iv) 8 January 2016 (v) 9 June 2016 (vi) 14 November 2016 (vii) 15 November 2016 (viii) 3 August 2017
JPMorgan Chase Bank, N.A. as an agent acting on behalf of its clients	(i) 7 August 2017
The Northern Trust Company as an agent acting on behalf of its clients	(i) 16 May 2014 (ii) 14 January 2015 (iii) 13 January 2016 (iv) 17 October 2016 (v) 22 November 2016
RBC Dexia Investor Services Trust	(i) 7 August 2017
State Street Bank & Trust Company as an agent acting on behalf of its clients	(i) 10 March 2015 (ii) 9 June 2016 (iii) 14 December 2016 (iv) 17 February 2017
The Bank of New York Mellon as an agent acting on behalf of its clients	(i) 20 January 2015

	(ii) 30 January 2015
	(iii) 4 May 2016
	(iv) 19 May 2016
	(v) 26 January 2017
	(vi) 9 August 2017
	(vii) 14 August 2017

Securities Lending Agreement - UBS AG, Australia Branch/ UBS Securities Australia Limited

Parties to agreement	Transfer date
Citibank NA as an agent acting on behalf of its clients	(i) 11 October 2016
	(ii) 21 November 2016
	(iii) 10 January 2017
	(iv) 17 January 2017
	(v) 12 April 2017
	(vi) 9 May 2017
	(vii) 8 June 2017
	(viii) 13 June 2017
	(ix) 18 July 2017
	(x) 14 August 2017

Securities Lending Agreement - UBS Securities LLC

Parties to agreement	Transfer date
Barclays Global Investment NA as an agent acting on behalf of its clients	(i) 21 July 2015
	(ii) 19 August 2015
	(iii) 8 January 2016
	(iv) 17 October 2016
Citibank NA as an agent acting on behalf of its clients	(i) 29 July 2015
	(ii) 19 August 2015
	(iii) 16 December 2015
	(iv) 7 January 2016
	(v) 2 May 2016
	(vi) 23 May 2016
	(vii) 26 October 2016
	(viii) 13 February 2017
	(ix) 26 April 2017
State Street Bank & Trust Company as an agent acting on behalf of its clients	(i) 16 March 2015
	(ii) 16 December 2015
	(iii) 18 January 2016
	(iv) 13 April 2016
	(v) 9 August 2017
	(vi) 15 August 2017

The Bank of New York Mellon as an agent acting on behalf of its clients	(i) 14 July 2015
	(ii) 3 May 2016
	(iii) 17 February 2017

Prime Brokerage Agreement - UBS AG, Australia Branch

Parties to agreement	Transfer date
Regal Funds Management Pty Limited as trustee and manager of Tasman Market Neutral Fund	(i) 21 August 2017
Colonial First State Investment Limited as Responsible Entity for the Commonwealth Specialist Fund 20	(i) 21 August 2017
JCP Investment Partners Ltd as trustee and manager for JCP Australian Equity (Core) Long-Short Fund	(i) 21 August 2017
RF Capital Pty Ltd as trustee of RF Capital (PB) Trust	(i) 21 August 2017
	(ii) 23 August 2017
	(iii) 24 August 2017
Signature Capital Nominees Pty Ltd as trustee for the Signature Quantitative Fund	(i) 21 August 2017
	(ii) 23 August 2017
Colonial First State Investment Limited as Responsible Entity for the Commonwealth Specialist Fund 9	(i) 23 August 2017

Date of change	Person whose relevant interest changed	Nature of Change	Consideration given in relation to change	Number of securities	Class
22-Aug-17	UBS Securities Australia Ltd	Stock returned	N/A	140,000	Ordinary
22-Aug-17	UBS Securities Australia Ltd	Stock returned	N/A	20,000	Ordinary
22-Aug-17	UBS Securities Australia Ltd	Stock returned	N/A	11,500,000	Ordinary
22-Aug-17	UBS Securities Australia Ltd	Stock returned	N/A	24,000	Ordinary
22-Aug-17	UBS Securities Australia Ltd	Sell	142	(13)	Ordinary
22-Aug-17	UBS Securities Australia Ltd	Sell	1,487	(136)	Ordinary
22-Aug-17	UBS Securities Australia Ltd	Sell	776	(71)	Ordinary
22-Aug-17	UBS Securities Australia Ltd	Sell	142	(13)	Ordinary
22-Aug-17	UBS Securities Australia Ltd	Sell	580	(53)	Ordinary
22-Aug-17	UBS Securities Australia Ltd	Sell	70,494	(6,454)	Ordinary
22-Aug-17	UBS Securities Australia Ltd	Buy	16,167	1,481	Ordinary
22-Aug-17	UBS Securities Australia Ltd	Buy	41,726	3,821	Ordinary
22-Aug-17	UBS Securities Australia Ltd	Sell	65,911	(6,034)	Ordinary
22-Aug-17	UBS Securities Australia Ltd	Buy	272,162	25,010	Ordinary
22-Aug-17	UBS Securities Australia Ltd	Sell	475,227	(48,674)	Ordinary
22-Aug-17	UBS Securities Australia Ltd	Buy	344,437	31,522	Ordinary
22-Aug-17	UBS Securities Australia Ltd	Buy	54,344	4,968	Ordinary
22-Aug-17	UBS Securities Australia Ltd	Buy	43,022	3,959	Ordinary
22-Aug-17	UBS Securities Australia Ltd	Buy	380,375	34,805	Ordinary
22-Aug-17	UBS Securities Australia Ltd	Sell	37,424	(3,425)	Ordinary
22-Aug-17	UBS Securities Australia Ltd	Sell	160,138	(16,482)	Ordinary
22-Aug-17	UBS Securities Australia Ltd	Sell	350	(32)	Ordinary
22-Aug-17	UBS Securities Australia Ltd	Sell	2,089	(199)	Ordinary
22-Aug-17	UBS Securities Australia Ltd	Sell	21,268	(1,963)	Ordinary
22-Aug-17	UBS Securities Australia Ltd	Sell	31	(3)	Ordinary
22-Aug-17	UBS Securities Australia Ltd	Sell	1,879	(149)	Ordinary
22-Aug-17	UBS Securities Australia Ltd	Buy	2,336	216	Ordinary
22-Aug-17	UBS Securities Australia Ltd	Buy	N/A	296	Ordinary
22-Aug-17	UBS Securities Australia Ltd	Buy	284,142	24,072	Ordinary
22-Aug-17	UBS Securities Australia Ltd	Sell	314,942	(32,346)	Ordinary
22-Aug-17	UBS Securities Australia Ltd	Buy	11	1	Ordinary
22-Aug-17	UBS Securities Australia Ltd	Buy	44	4	Ordinary
22-Aug-17	UBS Securities Australia Ltd	Buy	55	5	Ordinary
22-Aug-17	UBS Securities Australia Ltd	Buy	99	9	Ordinary
22-Aug-17	UBS Securities Australia Ltd	Sell	625	(57)	Ordinary
22-Aug-17	UBS Securities Australia Ltd	Sell	154	(14)	Ordinary
22-Aug-17	UBS Securities Australia Ltd	Sell	417	(38)	Ordinary
22-Aug-17	UBS Securities Australia Ltd	Sell	686	(68)	Ordinary
22-Aug-17	UBS Securities Australia Ltd	Sell	241	(22)	Ordinary
22-Aug-17	UBS Securities Australia Ltd	Sell	176	(16)	Ordinary
22-Aug-17	UBS Securities Australia Ltd	Sell	88	(8)	Ordinary
22-Aug-17	UBS Securities Australia Ltd	Sell	11	(1)	Ordinary
22-Aug-17	UBS Securities Australia Ltd	Sell	55	(5)	Ordinary
22-Aug-17	UBS Securities Australia Ltd	Sell	219	(20)	Ordinary
22-Aug-17	UBS Securities Australia Ltd	Sell	265	(26)	Ordinary
22-Aug-17	UBS Securities Australia Ltd	Sell	50,444	(4,537)	Ordinary
22-Aug-17	UBS Securities Australia Ltd	Buy	3,957	351	Ordinary
22-Aug-17	UBS Securities Australia Ltd	Buy	11,798	1,077	Ordinary
22-Aug-17	UBS Securities Australia Ltd	Sell	2,657	(242)	Ordinary
22-Aug-17	UBS Securities Australia Ltd	Buy	1,536	134	Ordinary
22-Aug-17	UBS Securities Australia Ltd	Sell	522,851	(47,848)	Ordinary
22-Aug-17	UBS Securities Australia Ltd	Sell	510,502	(46,478)	Ordinary
22-Aug-17	UBS Securities Australia Ltd	Buy	38,933	3,725	Ordinary
22-Aug-17	UBS Securities Australia Ltd	Buy	16,418	1,500	Ordinary
22-Aug-17	UBS Securities Australia Ltd	Sell	456,405	(41,584)	Ordinary
22-Aug-17	UBS Securities Australia Ltd	Sell	19,047	(1,725)	Ordinary
22-Aug-17	UBS Securities Australia Ltd	Buy	105,481	9,589	Ordinary
22-Aug-17	UBS Securities Australia Ltd	Buy	6,161	560	Ordinary
22-Aug-17	UBS Securities Australia Ltd	Buy	142,602	12,995	Ordinary
22-Aug-17	UBS Securities Australia Ltd	Buy	252,075	23,535	Ordinary
22-Aug-17	UBS Securities Australia Ltd	Buy	1,644	150	Ordinary

Date of change	Person whose relevant interest changed	Nature of Change	Consideration given in relation to change	Number of securities	Class
24-Aug-17	UBS AG Australia Branch	Stock returned	N/A	4,247	Ordinary
24-Aug-17	UBS AG London Branch	Stock returned	N/A	1,000,000	Ordinary
24-Aug-17	UBS AG London Branch	Stock returned	N/A	(450,000)	Ordinary
24-Aug-17	UBS AG London Branch	Stock returned	N/A	(100,000)	Ordinary
24-Aug-17	UBS Securities Australia Ltd	Sell	11	(1)	Ordinary
24-Aug-17	UBS Securities Australia Ltd	Sell	22	(2)	Ordinary
24-Aug-17	UBS Securities Australia Ltd	Sell	630	(56)	Ordinary
24-Aug-17	UBS Securities Australia Ltd	Sell	696	(64)	Ordinary
24-Aug-17	UBS Securities Australia Ltd	Sell	761	(70)	Ordinary
24-Aug-17	UBS Securities Australia Ltd	Sell	826	(76)	Ordinary
24-Aug-17	UBS Securities Australia Ltd	Sell	881	(81)	Ordinary
24-Aug-17	UBS Securities Australia Ltd	Sell	957	(88)	Ordinary
24-Aug-17	UBS Securities Australia Ltd	Sell	1,054	(97)	Ordinary
24-Aug-17	UBS Securities Australia Ltd	Sell	1,174	(108)	Ordinary
24-Aug-17	UBS Securities Australia Ltd	Sell	1,283	(118)	Ordinary
24-Aug-17	UBS Securities Australia Ltd	Sell	2,174	(200)	Ordinary
24-Aug-17	UBS Securities Australia Ltd	Sell	2,848	(262)	Ordinary
24-Aug-17	UBS Securities Australia Ltd	Sell	3,793	(344)	Ordinary
24-Aug-17	UBS Securities Australia Ltd	Sell	4,152	(382)	Ordinary
24-Aug-17	UBS Securities Australia Ltd	Sell	4,577	(426)	Ordinary
24-Aug-17	UBS Securities Australia Ltd	Sell	5,175	(480)	Ordinary
24-Aug-17	UBS Securities Australia Ltd	Sell	315	(28)	Ordinary
24-Aug-17	UBS Securities Australia Ltd	Buy	274	25	Ordinary
24-Aug-17	UBS Securities Australia Ltd	Buy	98	9	Ordinary
24-Aug-17	UBS Securities Australia Ltd	Sell	46,273	(4,229)	Ordinary
24-Aug-17	UBS Securities Australia Ltd	Sell	5,013	(458)	Ordinary
24-Aug-17	UBS Securities Australia Ltd	Buy	22,623	2,070	Ordinary
24-Aug-17	UBS Securities Australia Ltd	Buy	73,889	6,769	Ordinary
24-Aug-17	UBS Securities Australia Ltd	Sell	1,807	(165)	Ordinary
24-Aug-17	UBS Securities Australia Ltd	Buy	242,758	22,233	Ordinary
24-Aug-17	UBS Securities Australia Ltd	Sell	140,383	(12,825)	Ordinary
24-Aug-17	UBS Securities Australia Ltd	Sell	436,033	(39,746)	Ordinary
24-Aug-17	UBS Securities Australia Ltd	Buy	437,165	38,855	Ordinary
24-Aug-17	UBS Securities Australia Ltd	Sell	15,801	(1,397)	Ordinary
24-Aug-17	UBS Securities Australia Ltd	Sell	229,323	(20,973)	Ordinary
24-Aug-17	UBS Securities Australia Ltd	Sell	196,995	(17,978)	Ordinary
24-Aug-17	UBS Securities Australia Ltd	Buy	457,376	41,799	Ordinary
24-Aug-17	UBS Securities Australia Ltd	Sell	13,809	(1,261)	Ordinary