

IOOF Holdings Ltd  
ABN 49 100 103 722  
Level 6, 161 Collins Street  
Melbourne VIC 3000

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Melbourne VIC 3001  
Phone 13 13 69  
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24 October 2017

The Manager  
Market Announcements Office  
ASX Limited  
Level 4, North Tower, Rialto  
525 Collins Street  
MELBOURNE VIC 3000

Dear Sir/Madam

**Notice under section 708A(5)(e) of the *Corporations Act 2001* (Cth)**

This notice is given by IOOF Holdings Limited ACN 100 103 722 (ASX Code: IFL) (**IOOF**) under section 708A(5)(e) of the *Corporations Act 2001* (Cth) (**Corporations Act**).

IOOF has today issued 43,478,261 fully paid ordinary shares (**Placement Shares**) to certain professional and sophisticated investors pursuant to the placement announced by IOOF on 17 October 2017.

IOOF advises that:

- (a) the Placement Shares were issued without disclosure to investors under Part 6D.2 of the Corporations Act;
- (b) as at the date of this notice, IOOF has complied with:
  - (i) the provisions of Chapter 2M of the Corporations Act as they apply to IOOF; and
  - (ii) section 674 of the Corporations Act; and
- (c) as at the date of this notice, there is no “excluded information” of the type referred to in sections 708A(7) and 708A(8) of the Corporations Act.

Yours faithfully

A Paul M Vine  
Company Secretary