

Form 603
Corporations Act 2001
Section 671B

Notice of initial substantial holder

To Company Name/Scheme
ACN/ARSN

IOOF HOLDINGS LTD (ASX code: IFL AU)
100 103 722

1. Details of substantial holder (1)

Name Sumitomo Mitsui Trust Holdings, Inc. (SMTH) and its Subsidiaries as listed in Annexure C
ACN/ARSN (if applicable) n/a

The holder became a substantial holder on 14 January 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 had a relevant interest in on the date the substantial holder became a substantial holder are as follows:

Class of securities	Number of securities	Person's votes	Voting power
Ordinary Shares	15,068,689	15,068,689	5.02%

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	Class and number of securities
Nikko AM Limited (NAML)	Under section 608(1) and 608(3) of the Corporations Act in its capacity as fund manager.	15,057,149 fully paid ordinary shares
Nikko Asset Management Co., Ltd	Under section 608(1) and 608(3) of the Corporations Act in its capacity as fund manager.	11,540 fully paid ordinary shares

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	Class and number of securities
Each person named in section 3 above	As set out in Annexure A		

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	Class and number of securities
As set out in Annexure B			

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
Nikko AM Limited (NAML) ABN: 99 003 376 252	Ultimately a subsidiary of NAM.
Nikko Asset Management Co., Ltd (NAM)	Ultimate parent company of NAML and subsidiary of SMTH.
SMTH's subsidiaries as set out in Annexure C	Each subsidiary is a related body corporate of SMTH.

7. Addresses

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

Name	Address
NAML	Level 31, 420 George Street, Sydney NSW 2000
NAM	Midtown Tower 9-7-1 Akasaka, Minato-ku Tokyo 107-6242 Japan
Sumitomo Mitsui Trust Holdings Inc. (SMTH)	1-4-1 Marunouchi, Chiyodaku, Tokyo 100-8233, Japan

Signature

print name **Shiro Nakamura**

capacity Senior Manager, Risk
Management Dept.
Sumitomo Mitsui Trust
Holdings, Inc.

sign here

Shiro Nakamura

date 19/1/2016

Annexure A – Details of present registered holders

This is Annexure A of 1 page referred to in the Form 603 Notice of initial substantial holder

Signed by me and dated 19/1/2016

Shiro Nakamura

Shiro Nakamura

Senior Manager, Risk Management Dept.
Sumitomo Mitsui Trust Holdings, Inc.

Details of present registered holders

Holder of relevant interest	Registered holder of securities	Registration details	Person's votes
Nikko AM Limited	BNP Paribas Nominees Pty Ltd	Account 89 BNP Paribas Nominees Pty Ltd 60 Castlereagh Street Sydney NSW 2000	99,235
Nikko AM Limited	BNP Paribas Nominees Pty Ltd	Account 7 BNP Paribas Nominees Pty Ltd 60 Castlereagh Street Sydney NSW 2000	118,886
Nikko AM Limited	National Australia Bank Limited (NAB Custodian Services)	Account 93 National Australia Bank Limited (NAB Custodian Services) Level 23, 255 George St, Sydney NSW 2000 Australia	119,202
Nikko AM Limited	BNP Paribas Nominees Pty Ltd	Account 56 BNP Paribas Nominees Pty Ltd 60 Castlereagh Street Sydney NSW 2000	141,895
Nikko AM Limited	BNP Paribas Nominees Pty Ltd	Account 57 BNP Paribas Nominees Pty Ltd 60 Castlereagh Street Sydney NSW 2000	146,798
Nikko AM Limited	BNP Paribas Nominees Pty Ltd	Account 87 BNP Paribas Nominees Pty Ltd 60 Castlereagh Street Sydney NSW 2000	148,378
Nikko AM Limited	BNP Paribas Nominees Pty Ltd	Account 47 BNP Paribas Nominees Pty Ltd 60 Castlereagh Street Sydney NSW 2000	157,500
Nikko AM Limited	National Australia Bank Limited (NAB Custodian Services)	Account 76 National Australia Bank Limited (NAB Custodian Services) Level 23, 255 George St, Sydney NSW 2000 Australia	171,640
Nikko AM Limited	Citicorp Nominees Pty Limited	Account 59 Citicorp Nominees Pty Limited Level 25 2 Park Street SYDNEY NSW 2000	204,444
Nikko AM Limited	BNP Paribas Nominees Pty Ltd	Account 10 BNP Paribas Nominees Pty Ltd 60 Castlereagh Street Sydney NSW 2000	223,854
Nikko AM Limited	National Australia Bank Limited (NAB Custodian Services)	Account 81 National Australia Bank Limited (NAB Custodian Services) Level 23, 255 George St, Sydney NSW 2000 Australia	280,580
Nikko AM Limited	National Australia Bank Limited (NAB Custodian Services)	Account 90 National Australia Bank Limited (NAB Custodian Services) Level 23, 255 George St, Sydney NSW 2000 Australia	487,071
Nikko AM Limited	JP Morgan Nominees Australia Ltd	Account 54 JP Morgan Nominees Australia Ltd Level 26, Grosvenor Place,	534,219

Holder of relevant interest	Registered holder of securities	Registration details	Person's votes
		255 George Street Sydney NSW 2000	
Nikko AM Limited	Citicorp Nominees Pty Limited	Account 92 Citicorp Nominees Pty Limited Level 25 2 Park Street SYDNEY NSW 2000	550,727
Nikko AM Limited	National Australia Bank Limited (NAB Custodian Services)	Account 91 National Australia Bank Limited (NAB Custodian Services) Level 23, 255 George St, Sydney NSW 2000 Australia	571,819
Nikko AM Limited	BNP Paribas Nominees Pty Ltd	Account 44 BNP Paribas Nominees Pty Ltd 60 Castlereagh Street Sydney NSW 2000	841,937
Nikko AM Limited	JP Morgan Nominees Australia Ltd Level 26, Grosvenor Place, 255 George Street Sydney NSW 2000	Account 94 JP Morgan Nominees Australia Ltd Level 26, Grosvenor Place, 255 George Street Sydney NSW 2000	952,851
Nikko AM Limited	National Australia Bank Limited (NAB Custodian Services)	Account 88 National Australia Bank Limited (NAB Custodian Services) Level 23, 255 George St, Sydney NSW 2000 Australia	1,266,726
Nikko AM Limited	National Australia Bank Limited (NAB Custodian Services)	Account 53 National Australia Bank Limited (NAB Custodian Services) Level 23, 255 George St, Sydney NSW 2000 Australia	1,799,602
Nikko AM Limited	Citicorp Nominees Pty Limited	Account 75 Citicorp Nominees Pty Limited Level 25 2 Park Street SYDNEY NSW 2000	2,837,503
Nikko AM Limited	BNP Paribas Nominees Pty Ltd	Account 3 BNP Paribas Nominees Pty Ltd 60 Castlereagh Street Sydney NSW 2000	3,402,282
Nikko Asset Management Co., Ltd (NAM)	Mizuho Trust & Banking Co., Ltd.	1-2-1 Yaesu, Chuo-ku, Tokyo	11,540
		TOTAL UNITS	15,068,689

Annexure B – Consideration

This is Annexure B of 1 page referred to in the Form 603 Notice of initial substantial holder

Signed by me and dated 19/1/2016

Shiro Nakamura

Shiro Nakamura

Senior Manager, Risk Management Dept.
Sumitomo Mitsui Trust Holdings, Inc.

Holder of relevant interest	Date of acquisition	Consideration	Class	Number of securities
Nikko AM Limited	14/9/2015 – 14/01/2016	54,118,457	Fully Paid Ordinary	5,805,804

Annexure C – Sumitomo subsidiaries

This is Annexure C of 2 pages referred to in the Form 603 Notice of initial substantial holder

Signed by me and dated 19/1/2016

Shiro Nakamura

Shiro Nakamura

Senior Manager, Risk Management Dept.
Sumitomo Mitsui Trust Holdings, Inc.

Sumitomo Mitsui Trust Holdings Inc. Subsidiaries:
Sumitomo Mitsui Trust Bank, Limited
SBI Sumishin Net Bank, Ltd.
SBI Sumishin Net Bank Card Co., Ltd.
Sumitomo Mitsui Trust General Service Co., Ltd.
Sumitomo Mitsui Trust Career Partners Co., Ltd.
HR One Corporation
Aon Hewitt HR One
HR One Shanghai Co., Ltd.
Sumitomo Mitsui Trust Business Service Co., Ltd.
Sumitomo Mitsui Trust Systems & Services Co., Ltd.
Sumitomo Mitsui Trust Guarantee Co., Ltd.
Sumishin Guaranty Company Limited
Sumitomo Mitsui Trust Wealth Partners Co., Ltd.
Sumitomo Mitsui Trust Card Co., Ltd.
Sumitomo Mitsui Trust Loan & Finance Co., Ltd.
Sumitomo Mitsui Trust Panasonic Finance Co., Ltd.
Japan Machinery Leasing and Sales Co., Ltd.
Sumitomo Mitsui Trust Leasing (SINGAPORE) Pte.Ltd.
Sumishin Life Card Company, Limited
Sumitomo Mitsui Trust Investment Co., Ltd.
Sumitomo Mitsui Trust(Hong Kong) Limited
Zijin Trust Co., Ltd
Sumitomo Mitsui Trust Bank(Thai) Public Company Limited
Tokyo Securities Transfer Agent Co.,Ltd.
Japan Securities Agents, Ltd.
Sumitomo Mitsui Trust TA Solution, Ltd.
Japan Stockholders Data Service Company, Limited
Sumitomo Mitsui Trust Research Institute Co., Ltd.
Sumitomo Mitsui Trust Realty Co., Ltd.
Sumitomo Mitsui Trust Real Estate Investment Management Co., Ltd.
Top REIT Asset Management Co., Ltd.
Mitsui & Co., Logistics Partners Ltd.
Sumitomo Mitsui Trust Asset Management Co., Ltd.
Nikko Asset Management Co., Ltd.
Nikko Asset Management Americas, Inc.
Nikko Asset Management Asia Limited
Nikko Asset Management Australia Limited
Nikko Asset Management Europe Ltd
Nikko AM Limited
Nikko Asset Management International Limited
Asian Islamic Investment Management Sdn. Bhd.
Nikko Asset Management New Zealand Limited

SIM Funds Management Limited
Nikko AM Americas Holding Co., Inc.
Nikko AM Global Holdings Limited
Nikko Asset Management Hong Kong Limited
Ambit Mauritius Investment Managers Private Limited
Nikko AM Global Cayman Limited
Nikko AM (Cayman) Ltd
Nikko Asset Management Luxembourg S.A.
Nikko AM Equities Australia Pty Limited
Singapore Consortium Investment Management Limited
Affin Hwang Asset Management Berhad
Rongtong Fund Management Co., Ltd.
Ambit Investment Advisors Private Limited
Shen Zhen Rongtong Capital Management Co., Ltd.
Treasury Asia Asset Management Limited
TAAM (Singapore) Pte.Ltd.
Rongtong Global Investment Limited
Affin Capital Services Berhad
Nikko AM Japan Property Fund I Pte. Ltd.
Nikko AM Japan Property I-I Pte. Ltd.
Nikko AM Japan Property I-II Pte. Ltd.
Nikko AM Japan Property 1-2 SPC
Sky Ocean Asset Management Co.,Ltd.
SNJ Preparatory Company Limited
Sumitomo Mitsui Trust International Limited
NS Holdings LLP
NS Asset Management LLP
NSS Serv Limited
NewSmith US LP
NewSmith US GP LLC
Japan Trustee Services Bank, Ltd.
Sumitomo Mitsui Trust Bank (Luxembourg)S.A.
Sumitomo Mitsui Trust Bank (U.S.A.) Limited
Sumitomo Mitsui Trust (Ireland) Limited
SMT Fund Services (Ireland) Limited
SMT Trustees (Ireland) Limited
G.A.S. (Cayman) Limited
Sumitomo Mitsui Trust (UK) Limited
SMT Fund Services (UK) Limited
Japan Pension Operation Service, Ltd.
OIF(PANAMA) S.A.
STL AIRCRAFT S.A.
Maritime International Oceanus S.A.
Lucid Rainbow S.A.
SILVER SAIL (PANAMA) S.A.
SLOC(PANAMA) S.A.

