

**Form 603
Corporations Act 2001
Section 671B**

Notice of initial substantial holder

To : Lifehealthcare Group Limited
ACN: 166 525 186
ASX Code: LHC

1. Details of substantial holder

Name: IOOF Holdings Limited
ACN: 100 103 722

This notice is given by IOOF Holdings Limited on behalf of itself and its subsidiaries.

The holder became a substantial shareholder on: 28/11/2014

2. Previous and present voting power

The total number of votes attached to all the voting shares in the company or voting interest in the scheme that the substantial holder or an associate had a relevant interest in on the date the substantial holder is as follows:

Class of securities	Number of securities	Person's votes	Voting Power
Ordinary	2,743,886	2,743,886	6.456%

3. Details of present registered holders

The persons registered as holders of the securities are as follows:

Holder	Registered holder of securities	Person Entitled to be holder	Nature of relevant interest	Class & Number (Ord)	Person's votes
Perennial Investment Partners Limited (ACN 087 901 620)	State Street		Investment Manager	597,291	597,291
Perennial Investment Partners Limited (ACN 087 901 620)	NAB Asset Servicing		Investment Manager	1,267,738	1,267,738
Perennial Investment Partners Limited (ACN 087 901 620)	Citigroup		Investment Manager	361,198	361,198
Perennial Investment Partners Limited (ACN 087 901 620)	BNP		Investment Manager	517,659	517,659

4. Consideration

The consideration paid for each relevant interest and acquired in the four months prior to the day that the substantial holder became a substantial holder is as follows:

Date	Person	Nature	Consideration	Class & number (ord)	Person's votes
4/08/2014	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 2,416.37	1,106	1,106
5/08/2014	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 104.86	48	48
6/08/2014	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 29,009.72	13,278	13,278
7/08/2014	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 5,206.38	2,383	2,383
8/08/2014	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 14,810.48	6,782	6,782
11/08/2014	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 10,371.23	4,747	4,747
12/08/2014	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 40,390.04	18,353	18,353
13/08/2014	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 5,789.93	2,626	2,626
15/08/2014	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 16,803.08	7,621	7,621
22/08/2014	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 3,579.66	1,610	1,610
26/08/2014	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 31,482.10	14,150	14,150

29/08/2014	Perennial Investment Partners Limited (ACN 087 901 620)	Sold on market	-\$ 48,765.19	- 21,249	- 21,249
1/09/2014	Perennial Investment Partners Limited (ACN 087 901 620)	Sold on market	-\$ 98,134.17	- 42,901	- 42,901
15/09/2014	Perennial Investment Partners Limited (ACN 087 901 620)	Sold on market	-\$ 4,742.98	- 2,014	- 2,014
19/09/2014	Perennial Investment Partners Limited (ACN 087 901 620)	Sold on market	-\$ 1,329.79	- 553	- 553
3/10/2014	Perennial Investment Partners Limited (ACN 087 901 620)	Sold on market	-\$ 30,107.62	- 12,840	- 12,840
6/10/2014	Perennial Investment Partners Limited (ACN 087 901 620)	Sold on market	-\$ 3,048.28	- 1,300	- 1,300
7/10/2014	Perennial Investment Partners Limited (ACN 087 901 620)	Sold on market	-\$ 8,692.29	- 3,707	- 3,707
8/10/2014	Perennial Investment Partners Limited (ACN 087 901 620)	Sold on market	-\$ 37,931.89	- 16,386	- 16,386
9/10/2014	Perennial Investment Partners Limited (ACN 087 901 620)	Sold on market	-\$ 16,062.14	- 6,938	- 6,938
10/10/2014	Perennial Investment Partners Limited (ACN 087 901 620)	Sold on market	-\$ 88,446.62	- 38,373	- 38,373
17/10/2014	Perennial Investment Partners Limited (ACN 087 901 620)	Sold on market	-\$ 133,490.45	- 58,542	- 58,542
22/10/2014	Perennial Investment Partners Limited (ACN 087 901 620)	Sold on market	-\$ 5,307.05	- 2,300	- 2,300
24/10/2014	Perennial Investment Partners Limited (ACN 087 901 620)	Sold on market	-\$ 4,979.11	- 2,208	- 2,208
28/10/2014	Perennial Investment Partners Limited (ACN 087 901 620)	Sold on market	-\$ 72,371.84	- 31,819	- 31,819
29/10/2014	Perennial Investment Partners Limited (ACN 087 901 620)	Sold on market	-\$ 77,139.89	- 33,654	- 33,654
30/10/2014	Perennial Investment Partners Limited (ACN 087 901 620)	Sold on market	-\$ 13,795.31	- 6,048	- 6,048
31/10/2014	Perennial Investment Partners Limited (ACN 087 901 620)	Sold on market	-\$ 1,783.58	- 784	- 784
21/11/2014	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 52,210.14	23,908	23,908
24/11/2014	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 9,315.30	4,241	4,241
26/11/2014	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 90,825.38	41,203	41,203
28/11/2014	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 3,183,682.45	1,459,602	1,459,602

5. Associates

Name & ACN	Nature of association
Not applicable	

6. Addresses

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

Name	Address
IOOF Holdings Limited	Level 6, 161 Collins Street Melbourne VIC 3000
Lifehealthcare Group Limited	Level 8, 15 Talavera Road, NORTH RYDE, NSW, AUSTRALIA, 2113
Perennial Investment Partners Limited	Level 24, 303 Collins Street Melbourne VIC 3000