

**Form 604  
Corporations Act 2001  
Section 671B**

**Notice of change of interests of substantial holder**

**To:** Sundance Energy Limited  
**ACN:** 112 202 883  
**ASX Code:** SEA

**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.

There was a change in the interest of the substantial holder on: 17/12/2014  
The previous notice was given to the company on: 18/09/2014  
The previous notice was dated: 15/09/2014

**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 had a relevant interest 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	Previous notice		Present notice	
	Person's votes	Voting Power	Person's votes	Voting Power
Ordinary	35,016,997	6.380%	44,058,830	8.021%

**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	Person	Nature	Consideration	Class & number (ord)	Person's votes
16/09/2014	Perennial Investment Partners Limited (ACN 087 901 620)	Sold on market	-\$ 181,166.56	- 140,000	- 140,000
17/09/2014	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 121,470.37	95,436	95,436

19/09/2014	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 1,388,546.53	1,084,454	1,084,454
22/09/2014	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 511.13	408	408
23/09/2014	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 27,560.51	22,000	22,000
24/09/2014	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 71,931.09	57,949	57,949
1/10/2014	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 611.34	500	500
7/10/2014	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 1,597.59	1,312	1,312
8/10/2014	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 65,176.99	53,710	53,710
9/10/2014	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 238,251.02	198,019	198,019
10/10/2014	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 575,660.33	497,234	497,234
13/10/2014	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 152,004.82	137,933	137,933
14/10/2014	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 1,715.29	1,535	1,535
15/10/2014	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 16,817.16	15,637	15,637
17/10/2014	Perennial Investment Partners Limited (ACN 087 901 620)	Sold on market	-\$ 256,843.40	- 233,494	- 233,494
30/10/2014	Perennial Investment Partners Limited (ACN 087 901 620)	Sold on market	-\$ 149,535.64	- 131,606	- 131,606
10/11/2014	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 2,163.45	1,958	1,958
18/11/2014	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 899,474.57	1,000,000	1,000,000
21/11/2014	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 2,052,582.22	2,493,627	2,493,627
25/11/2014	Perennial Investment Partners Limited (ACN 087 901 620)	Sold on market	-\$ 656,874.03	- 749,911	- 749,911
26/11/2014	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 611.99	708	708
28/11/2014	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 791,369.28	1,127,058	1,127,058
17/12/2014	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 1,653,176.23	4,000,000	4,000,000

#### 4. Present Relevant Interests

Particulars of each relevant interest of the substantial holder in voting securities after the change are as follows:

Holder	Registered holder of securities	Person Entitled to be holder	Nature of relevant interest	Class & Number (Ord)	Person's votes
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Perennial Investment Partners Limited (ACN 087 901 620)	State Street		Investment Manager	3,911,856	3,911,856
Perennial Investment Partners Limited (ACN 087 901 620)	Northern Trust		Investment Manager	16,712,272	16,712,272
Perennial Investment Partners Limited (ACN 087 901 620)	NAB Asset Servicing		Investment Manager	14,318,140	14,318,140
Perennial Investment Partners Limited (ACN 087 901 620)	Citigroup		Investment Manager	2,365,500	2,365,500
Perennial Investment Partners Limited (ACN 087 901 620)	BNP		Investment Manager	6,658,912	6,658,912
IOOF Investment Management Limited (ACN 006 695 021)	NAB Asset Servicing		Investment Manager	92,150	92,150

## 5. Changes in association

The persons who have become associates of, ceased to be associates of, or have changed the nature of their association with, the substantial holder in relation to voting interests in the company or scheme are as follows:

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 Victoria 3000
Sundance Energy Australia Limited	32 Beulah Rd Norwood SA 5067
Perennial Investment Partners Limited	Level 24, 303 Collins Street Melbourne Victoria 3000