

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

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

**To:** Fantastic Holdings Limited  
**ACN:** 004 000 775  
**ASX Code:** FAN

**1. Details of substantial holder**

**Name:** IOOF Holdings Limited  
**ACN:** 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: 18/12/2014  
The previous notice was given to the company on: 10/09/2014  
The previous notice was dated: 08/09/2014

**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	10,397,067	10.088%	11,526,510	11.154%

**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
8/09/2014	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 181,620.50	103,579	103,579
11/09/2014	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 84,948.24	48,463	48,463

16/09/2014	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 70,629.30	40,659	40,659
19/09/2014	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 100,189.18	57,207	57,207
22/09/2014	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 5,171.37	3,000	3,000
23/09/2014	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 4,481.84	2,600	2,600
24/09/2014	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 2,034.07	1,180	1,180
26/09/2014	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 15,439.48	8,986	8,986
29/09/2014	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 39,782.33	23,350	23,350
30/09/2014	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 48,365.77	28,388	28,388
1/10/2014	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 388.99	225	225
7/10/2014	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 6,088.24	3,616	3,616
9/10/2014	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 12,304.42	7,222	7,222
13/10/2014	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 16,129.31	9,467	9,467
15/10/2014	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 2,474.51	1,461	1,461
16/10/2014	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 27,085.06	16,000	16,000
17/10/2014	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 629.90	373	373
21/10/2014	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 1,789.77	1,063	1,063
30/10/2014	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 283,224.95	172,846	172,846
31/10/2014	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 118,377.55	69,481	69,481
10/11/2014	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 2,060.20	1,168	1,168
18/11/2014	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 14,229.03	9,180	9,180
19/11/2014	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 12.66	8	8
25/11/2014	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 3,237.43	1,961	1,961
26/11/2014	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 376.24	217	217
3/12/2014	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 4,635.27	2,647	2,647
5/12/2014	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 29,815.47	17,000	17,000
8/12/2014	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 355,839.34	202,902	202,902

10/12/2014	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 350,769.98	200,000	200,000
18/12/2014	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 348,618.03	198,773	198,773

#### 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
Perennial Investment Partners Limited (ACN 087 901 620)	State Street		Investment Manager	2,339,320	2,339,320
Perennial Investment Partners Limited (ACN 087 901 620)	NAB Asset Servicing		Investment Manager	5,164,788	5,164,788
Perennial Investment Partners Limited (ACN 087 901 620)	Citigroup		Investment Manager	1,414,694	1,414,694
Perennial Investment Partners Limited (ACN 087 901 620)	BNP		Investment Manager	2,607,708	2,607,708

#### 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
Fantastic Holdings Limited	62 Hume Highway Chullora NSW 2190
IOOF Holdings Limited	Level 6, 161 Collins Street Melbourne VIC 3000
Perennial Investment Partners Limited	Level 24, 303 Collins Street Melbourne VIC 3000