

12 February 2016

Company Announcements Platform
Australian Securities Exchange Limited
20 Bridge Street
SYDNEY NSW 2000

Dear Sir/Madam,

Notice of change of interests of substantial holder

In accordance with section 671B of the Corporations Act 2001 (Cth), we attach a Notice of Change of Interests of Substantial Holder (Form 604) in respect of Vitaco Holdings Limited.

Yours faithfully,



Chris Millard
Company Secretary

Form 604

Corporations Act 2001
Section 671B

Notice of change of interests of substantial holder

To Company Name/Scheme VITACO HOLDINGS LIMITED (VIT)

ACN/ARSN ACN 606 826 493

1. Details of substantial holder(1)

Name BT INVESTMENT MANAGEMENT LIMITED (BTT)

ACN/ARSN (if applicable) ACN 126 365 822

There was a change in the interests of the substantial holder on 10/02/2016

The previous notice was given to the company on 22/09/2015

The previous notice was dated 18/09/2015

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 (2) had a relevant interest (3) in when last required, and when now required, to give a substantial holding notice in the company or scheme, are as follows:

Class of securities (4)	Previous Notice		Present Notice	
	Person's votes	Voting Power (5)	Person's votes	Voting Power (5)
ORDINARY SHARES	13,500,000	9.70%	15,251,758	10.96%

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 of change	Person whose relevant interest changed	Nature of change (6)	Consideration given in relation to change (7)	Class and number of securities affected	Person's votes affected
10/02/2016	BTT & its Associates, BT Investment Management (Fund Services) Limited, BT Investment Management (Institutional) Limited	See Annexure 'A'	See Annexure 'A'	See Annexure 'A'	See Annexure 'A'

4. Present relevant interests

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

Holder of relevant interest	Registered holder of securities	Person entitled to be registered as holder (8)	Nature of relevant interest (6)	Class and Number of securities	Person's votes
BT Investment Management (Fund Services) Limited *	HSBC Custody Nominees (Australia) Limited.	HSBC Custody Nominees (Australia) Limited.	BT Investment Management (Fund Services) Limited is the trustee or responsible entity of various managed investment schemes and, in that capacity, can exercise the power to vote or dispose of the shares.	8,759,574 Ordinary	8,759,574
BT Investment Management (Institutional) Limited	HSBC Custody Nominees (Australia) Limited.	Australia and New Zealand Banking Group HSBC Custody Nominees (Australia) Limited. National Australia Bank Limited National Australia Custodian Services	BT Investment Management (Institutional) Limited is the investment manager appointed by various superannuation funds, institutional investors and unit trusts and, in that capacity, can exercise the power to vote or dispose of the shares.	6,492,184 Ordinary	6,492,184

* BT Investment Management (Fund Services) Limited has appointed BT Investment Management (Institutional) Limited to act as the investment manager of the trusts of which it is responsible entity, giving BT Investment Management (Institutional) Limited the capacity to exercise the power to vote or dispose of the shares. BT Investment (Institutional) Limited therefore also has a relevant interest in shares in which BT Investment Management (Fund Services) Limited has a relevant interest.

5. Changes in association

The persons who have become associates (2) of, or ceased to be associates of, or have changed the nature of their association (9) with, the substantial holder in relation to voting interests in the company or scheme are as follows:

Name and ACN/ARSN (if applicable)	Nature of association

6. Addresses

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

Name	Address
BT Investment Management Limited (BTT)	Level 14, Chifley Tower, 2 Chifley Square, Sydney NSW 2000
BT Investment Management (Fund Services) Limited	Level 14, Chifley Tower, 2 Chifley Square, Sydney NSW 2000
BT Investment Management (Institutional) Limited	Level 14, Chifley Tower, 2 Chifley Square SYDNEY NSW 2000
VITACO HOLDINGS LIMITED (VIT)	The Company Secretary, VITACO HOLDINGS LIMITED (VIT) Level 1, 82 Waterloo Road NORTH RYDE NSW 2113 Tel: +61 02 9490 0300

Signature

Print name Chris Millard Capacity Company Secretary

Sign here Date 12/02/2016

DIRECTIONS

- (1) If there are a number of substantial holders with similar or related relevant interests (e.g. a corporation and its related corporations, or the manager and trustee of an equity trust), the names could be included in an annexure to the form. If the relevant interests of a group of persons are essentially similar, they may be referred to throughout the form as a specifically named group if the membership of each group, with the names and addresses of members is clearly set out in paragraph 6 of the form.
 - (2) See the definition of “associate” in section 9 of the Corporations Act 2001.
 - (3) See the definition of “relevant interest” in sections 608 and 671B(7) of the Corporations Act 2001.
 - (4) The voting shares of a company constitute one class unless divided into separate classes.
 - (5) The person’s votes divided by the total votes in the body corporate scheme multiplied by 100.
 - (6) Include details of:
 - (a) any relevant agreement or other circumstances because of which the change in relevant interest occurred. If subsection 671B(4) applies, a copy of any document setting out the terms of any relevant agreement, and a statement by the person giving full and accurate details of any contract, scheme or arrangement, must accompany this form, together with a written statement certifying this contract, scheme or arrangement; and
 - (b) any qualification of the power of a person to exercise, control the exercise of, or influence the exercise of, the voting powers or disposal of the securities to which the relevant interest relates (indicating clearly the particular securities to which the qualification applies).
- See the definition of “relevant agreement” in section 9 of the Corporations Act 2001.
- (7) Details of the consideration must include any and all benefits, money and other, that any person from whom a relevant interest was acquired has, or may, become entitled to receive in relation to that acquisition. Details must be included even if the benefit is conditional on the happening or not of a contingency. Details must be included of any benefit paid on behalf of the substantial holder or its associate in relation to the acquisitions, even if they are not paid directly to the person from whom the relevant interest was acquired.
 - (8) If the substantial holder is unable to determine the identity of the person (e.g. if the relevant interest arises because of an option) write “unknown”.
 - (9) Give details, if appropriate, of the present association and any changes in that association since the last substantial holding notice.

ANNEXURE A

This is annexure 'A' referred to in Form 604, Notice of change of interests of substantial holder, lodged for BT Investment Management Limited ACN 126 365 822

Chris Millard – Company Secretary, BT Investment Management Limited 12/02/2016

TRANSACTION HISTORY

Sales & Purchases for the period : 19/09/2015 to 10/02/2016

SECURITY: VIT

BT Investment Management (Fund Services) Limited

Date	Registered Company	Nature of Change	Quantity	Consideration	Class of Securities	Person's votes affected
27/11/2015	HSBC Custody Nominees (Australia) Limited.	Buy	285,290	790,253.30	Ordinary	285,290
10/12/2015	HSBC Custody Nominees (Australia) Limited.	Buy	314,384	779,672.32	Ordinary	314,384
21/12/2015	HSBC Custody Nominees (Australia) Limited.	Buy	16,025	37,819.00	Ordinary	16,025
21/12/2015	HSBC Custody Nominees (Australia) Limited.	Buy	74,664	183,673.44	Ordinary	74,664
22/12/2015	HSBC Custody Nominees (Australia) Limited.	Buy	21,050	53,677.50	Ordinary	21,050
10/02/2016	HSBC Custody Nominees (Australia) Limited.	Buy	251,722	526,098.98	Ordinary	251,722
	Total		963,135	2,371,194.54		

**BT Investment Management (Fund Services)
Limited Total :** **963,135** **2,371,194.54**

BT Investment Management (Institutional) Limited

Date	Registered Company	Nature of Change	Quantity	Consideration	Class of Securities	Person's votes affected
13/11/2015	Australia and New Zealand Banking Group Limited	Buy	14,944	45,429.76	Ordinary	14,944
27/11/2015	Australia and New Zealand Banking Group Limited	Buy	8,298	22,985.46	Ordinary	8,298
10/12/2015	Australia and New Zealand Banking Group Limited	Buy	7,027	17,426.96	Ordinary	7,027
21/12/2015	Australia and New Zealand Banking Group Limited	Buy	3,215	7,908.90	Ordinary	3,215
21/12/2015	Australia and New Zealand Banking Group Limited	Buy	690	1,628.40	Ordinary	690
22/12/2015	Australia and New Zealand Banking Group Limited	Buy	906	2,310.30	Ordinary	906
10/02/2016	Australia and New Zealand Banking Group Limited	Buy	10,056	21,017.04	Ordinary	10,056
	Total		45,136	118,706.82		

Date	Registered Company	Nature of Change	Quantity	Consideration	Class of Securities	Person's votes affected
27/11/2015	HSBC Custody Nominees (Australia) Limited.	Buy	37,409	103,622.93	Ordinary	37,409
10/12/2015	HSBC Custody Nominees (Australia) Limited.	Buy	44,249	109,737.52	Ordinary	44,249
21/12/2015	HSBC Custody Nominees (Australia) Limited.	Buy	4,367	10,306.12	Ordinary	4,367
21/12/2015	HSBC Custody Nominees (Australia) Limited.	Buy	20,348	50,056.08	Ordinary	20,348

22/12/2015	HSBC Custody Nominees (Australia) Limited.	Buy	5,737	14,629.35	Ordinary	5,737
10/02/2016	HSBC Custody Nominees (Australia) Limited.	Buy	46,888	97,995.92	Ordinary	46,888
Total			158,998	386,347.92		

Date	Registered Company	Nature of Change	Quantity	Consideration	Class of Securities	Person's votes affected
27/11/2015	National Australia Bank Limited	Buy	113,287	313,804.99	Ordinary	113,287
10/12/2015	National Australia Bank Limited	Buy	90,053	223,331.44	Ordinary	90,053
21/12/2015	National Australia Bank Limited	Buy	40,225	98,953.50	Ordinary	40,225
21/12/2015	National Australia Bank Limited	Buy	8,634	20,376.24	Ordinary	8,634
22/12/2015	National Australia Bank Limited	Buy	11,341	28,919.55	Ordinary	11,341
10/02/2016	National Australia Bank Limited	Buy	128,252	268,046.68	Ordinary	128,252
Total			391,792	953,432.40		

Date	Registered Company	Nature of Change	Quantity	Consideration	Class of Securities	Person's votes affected
27/11/2015	National Australian Custodian Services	Buy	55,716	154,333.32	Ordinary	55,716
10/12/2015	National Australian Custodian Services	Buy	44,287	109,831.76	Ordinary	44,287
21/12/2015	National Australian Custodian Services	Buy	19,786	48,673.56	Ordinary	19,786
21/12/2015	National Australian Custodian Services	Buy	4,247	10,022.92	Ordinary	4,247
22/12/2015	National Australian Custodian Services	Buy	5,579	14,226.45	Ordinary	5,579
10/02/2016	National Australian Custodian Services	Buy	63,082	131,841.38	Ordinary	63,082
Total			192,697	468,929.39		

BT Investment Management (Institutional Limited Total :	788,623	1,927,416.53
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