

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

Notice of change of interests of substantial holder

To : Ausenco Limited
ACN: 114 541 114
ASX Code: AAX

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: 19/06/2014
The previous notice was given to the company on: 12/03/2014
The previous notice was dated: 10/03/2014

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	12,925,393	7.673%	14,839,052	8.809%

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
19/03/2014	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 30,020.97	51,718	51,718
20/03/2014	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 72,482.91	126,396	126,396

21/03/2014	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 371,821.06	663,665	663,665
24/03/2014	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 2,315.66	4,126	4,126
25/03/2014	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 28,437.45	50,000	50,000
26/03/2014	Perennial Investment Partners Limited (ACN 087 901 620)	Sold on market	-\$ 18,643.49	- 31,141	- 31,141
27/03/2014	Perennial Investment Partners Limited (ACN 087 901 620)	Sold on market	-\$ 82,109.23	- 140,547	- 140,547
28/03/2014	Perennial Investment Partners Limited (ACN 087 901 620)	Sold on market	-\$ 14,592.82	- 25,000	- 25,000
1/04/2014	Perennial Investment Partners Limited (ACN 087 901 620)	Sold on market	-\$ 118,917.82	- 202,000	- 202,000
8/04/2014	Perennial Investment Partners Limited (ACN 087 901 620)	Sold on market	-\$ 105,609.94	- 180,250	- 180,250
9/04/2014	Perennial Investment Partners Limited (ACN 087 901 620)	Sold on market	-\$ 128,144.24	- 211,263	- 211,263
10/04/2014	Perennial Investment Partners Limited (ACN 087 901 620)	Sold on market	-\$ 118,412.35	- 190,824	- 190,824
11/04/2014	Perennial Investment Partners Limited (ACN 087 901 620)	Sold on market	-\$ 1,302.85	- 2,106	- 2,106
30/04/2014	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 117,867.22	212,060	212,060
1/05/2014	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 187,470.52	337,104	337,104
2/05/2014	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 6,957.37	12,622	12,622
9/05/2014	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 24,218.44	43,541	43,541
12/05/2014	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 61,508.67	110,623	110,623
13/05/2014	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 68,444.69	125,219	125,219
30/05/2014	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 3,865.15	7,026	7,026
3/06/2014	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 1,823.23	3,484	3,484
11/06/2014	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 45,177.04	88,388	88,388
13/06/2014	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 20,893.37	41,695	41,695
16/06/2014	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 85,620.44	170,865	170,865
17/06/2014	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 6,955.37	13,883	13,883
18/06/2014	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 49,293.05	99,243	99,243
19/06/2014	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 363,791.38	735,132	735,132

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	3,044,227	3,044,227
Perennial Investment Partners Limited (ACN 087 901 620)	NAB Asset Servicing		Investment Manager	6493583	6493583
Perennial Investment Partners Limited (ACN 087 901 620)	Citigroup		Investment Manager	1902496	1902496
Perennial Investment Partners Limited (ACN 087 901 620)	BNP		Investment Manager	3398746	3398746

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
Ausenco Limited	144 Montague Road South Brisbane QLD 4101
Perennial Investment Partners Limited	Level 24, 303 Collins Street Melbourne Victoria 3000