

**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: 08/09/2014  
The previous notice was given to the company on: 02/09/2013  
The previous notice was dated: 29/08/2013

**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	9,353,103	9.075%	10,397,067	10.088%

**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
30/08/2013	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 5,411.88	2,500	2,500
2/09/2013	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 9,200.20	4,250	4,250

3/09/2013	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 3,134.56	1,448	1,448
4/09/2013	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 377,909.58	171,400	171,400
6/09/2013	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 718.77	326	326
9/09/2013	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 4,991.76	2,264	2,264
16/09/2013	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 139.19	62	62
11/10/2013	Perennial Investment Partners Limited (ACN 087 901 620)	Sold on market	-\$ 603,668.99	- 250,000	- 250,000
15/10/2013	Perennial Investment Partners Limited (ACN 087 901 620)	Sold on market	-\$ 395,277.63	- 163,698	- 163,698
8/11/2013	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 699,846.90	310,020	310,020
22/11/2013	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 33,087.70	15,289	15,289
25/11/2013	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 17,196.80	7,944	7,944
26/11/2013	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 11,003.43	5,083	5,083
27/11/2013	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 805.30	372	372
28/11/2013	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 2,164.75	1,000	1,000
29/11/2013	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 8,226.06	3,800	3,800
3/12/2013	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 11,926.60	6,024	6,024
12/12/2013	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 8,835.38	4,484	4,484
16/12/2013	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 401,087.60	203,175	203,175
17/12/2013	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 235,913.18	119,519	119,519
18/12/2013	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 19,221.78	9,787	9,787
19/12/2013	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 41,040.37	20,893	20,893
20/12/2013	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 19,641.16	9,999	9,999
23/12/2013	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 3,064.35	1,564	1,564
22/01/2014	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 151,092.48	75,763	75,763
23/01/2014	Perennial Investment Partners Limited (ACN 087 901 620)	Sold on market	-\$ 1,029,436.95	- 517,305	- 517,305
31/01/2014	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 110,442.45	58,000	58,000
6/02/2014	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 118.99	64	64

24/02/2014	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 292,596.31	148,200	148,200
10/03/2014	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 80,404.76	40,725	40,725
12/03/2014	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 1,169.77	594	594
13/03/2014	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 126,971.40	64,311	64,311
2/06/2014	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 7,478.45	4,673	4,673
3/06/2014	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 3,486.29	2,256	2,256
5/06/2014	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 30,967.94	21,433	21,433
12/06/2014	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 33,168.47	22,840	22,840
13/06/2014	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 275,501.58	189,584	189,584
24/06/2014	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 506.87	338	338
27/06/2014	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 760.43	491	491
4/07/2014	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 66,005.18	43,091	43,091
14/07/2014	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 12,633.56	8,183	8,183
15/07/2014	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 5,245.65	3,421	3,421
16/07/2014	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 17,754.86	11,579	11,579
18/07/2014	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 424.28	257	257
24/07/2014	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 457.30	277	277
29/07/2014	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 892.29	553	553
30/07/2014	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 1,112.06	696	696
7/08/2014	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 15,106.04	9,737	9,737
8/08/2014	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 111,322.02	71,663	71,663
14/08/2014	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 228,020.76	144,595	144,595
15/08/2014	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 9,291.25	5,905	5,905
22/08/2014	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 55,483.74	33,571	33,571
25/08/2014	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 3,294.03	1,980	1,980
26/08/2014	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 2,503.04	1,500	1,500

27/08/2014	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 6,653.11	3,905	3,905
8/09/2014	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 181,620.50	103,579	103,579

#### 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	2,071,123	2,071,123
Perennial Investment Partners Limited (ACN 087 901 620)	NAB Asset Servicing		Investment Manager	4,339,390	4,339,390
Perennial Investment Partners Limited (ACN 087 901 620)	Citigroup		Investment Manager	1,288,522	1,288,522
Perennial Investment Partners Limited (ACN 087 901 620)	BNP		Investment Manager	2,698,032	2,698,032

## 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:

<b>Name &amp; ACN</b>	<b>Nature of association</b>
Not applicable	

## 6. Addresses

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

<b>Name</b>	<b>Address</b>
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