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Legg Mason Asset Management Australia Limited, ABN 78 004 335 949, AFSL No. 240827

LEGG MASON

GLOBAL ASSET MANAGEMENT

To: ASX Company Announcements Platform	From: Legg Mason Asset Management Australia Limited
IOOF Holdings Ltd	
Fax: 02 9028 5938 / 1300 35 638	Fax: 03 9017 8665
Phone:	Phone: 03 9017 8600
Pages (Including cover): 11	Date: 1 st April 2015
Re: Submission of Form 603: IOOF Holdings Ltd	

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Notes:

Please find following Form 603 – Notice of Initial Substantial Shareholder by Legg Mason

Asset Management Australia Limited

Notice of initial substantial shareholder

Form 603
Corporations Law
Section 671B

To: IOOF Holdings Ltd
 Level 29, 303 Collins Street
 MELBOURNE VIC 3000

1. Details of substantial shareholder

Legg Mason Asset Management Limited (ABN 76 004 838 849) and each of the bodies corporate listed in Annexure A

The holder became a substantial holder on 30th March 2015

2. Details of voting power

The total number of votes attached to all the voting shares in the company or voting interest in the scheme that the substantial holder or an associate had a relevant interest in on the date the substantial holder became a substantial holder are as follows:

Class of securities	Number of securities	Person's vote	Voting Power
IFL Fully Paid Ordinary	15,237,777	15,237,777	5.08%

3. Details of relevant interests

Holder of relevant interest	Nature of relevant interest	Class and number of securities
Legg Mason Asset Management Australia Limited	15,226,249 units were acquired pursuant to contracts entered into in the ordinary course of business on a stock market of a stock exchange containing no terms and conditions other than standard terms and conditions	15,226,249 IFL Fully Paid Ordinary
Royce & Associates, LLC	11,528 units were acquired pursuant to contracts entered into in the ordinary course of business on a stock market of a stock exchange containing no terms and conditions other than standard terms and conditions	11,528 IFL Fully Paid Ordinary

4. Details of present registered holders

The persons registered as holders of the securities referred to in paragraph 3 above are as follows:

Holder of relevant interest	Registered holder of securities	Class and number of securities
Legg Mason Asset Management Australia Limited	State Street Australia Limited	805,868 IFL Fully Paid Ordinary
Legg Mason Asset Management Australia Limited	JP Morgan	214,296 IFL Fully Paid Ordinary
Legg Mason Asset Management Australia Limited	National Custodian Services	1,926,626 IFL Fully Paid Ordinary
Legg Mason Asset Management Australia Limited	Banque Nationale de Paris	2,191,912 IFL Fully Paid Ordinary
Legg Mason Asset Management Australia Limited	BNY Mellon	1,386,134 IFL Fully Paid Ordinary
Legg Mason Asset Management Australia Limited	Citi	8,701,413 IFL Fully Paid Ordinary
Royce & Associates, LLC	State Street	11,528 IFL Fully Paid Ordinary

5. Consideration

The consideration paid for each relevant interest referred to in paragraph 3 above, and acquired in the four months prior to the day that the substantial holder became a substantial holder is as follows:

Holder of relevant interest	Date of acquisition	Consideration	Class and number of securities
Legg Mason Asset Management Australia Limited	Refer to Annexure B		
Royce & Associates, LLC	Refer to Annexure B		

6. Associates

The reasons the persons named in paragraph 3 above are associates of the substantial holder are as follows:

Name and ACN/ABN (if applicable)	Nature of association
As per Annexure A	Each of the bodies corporate referred to in Annexure A is a related body corporate of Legg Mason Asset Management Australia Limited.

7. Addresses

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

Name	Nature of association
Legg Mason Asset Management Australia Limited	Level 47, 120 Collins Street, Melbourne VIC 3000

Dated this 1st day of April 2015



Rino Lupo
Director
Legg Mason Asset Management Australia Limited

ANNEXURE A

Legg Mason, Inc. Subsidiaries

Name of Undertaking	Nature of Close Link
Legg Mason, Inc.	Parent Undertaking
Legg Mason & Co., LLC	Subsidiary of Parent Undertaking
Legg Mason Asset Management Australia Limited	Subsidiary of Parent Undertaking
Legg Mason Asset Management Hong Kong Limited	Subsidiary of Parent Undertaking
Legg Mason Asset Management (Japan) Co., Ltd.	Subsidiary of Parent Undertaking
Legg Mason Asset Management Singapore Pte. Limited	Subsidiary of Parent Undertaking
Legg Mason Charitable Foundation, Inc.	Subsidiary of Parent Undertaking
Legg Mason International Equities (Hong Kong) Limited	Subsidiary of Parent Undertaking
Legg Mason International Equities Limited	Subsidiary of Parent Undertaking
Legg Mason Investment Funds Limited	Subsidiary of Parent Undertaking
Legg Mason Investments (Europe) Limited	Subsidiary of Parent Undertaking
Legg Mason Investments (Ireland) Limited	Subsidiary of Parent Undertaking
Legg Mason Investments (Luxembourg) S.A.	Subsidiary of Parent Undertaking
Legg Mason Investments (Taiwan) Limited	Subsidiary of Parent Undertaking
Legg Mason Political Action Committee ("PAC")	Subsidiary of Parent Undertaking
Legg Mason Towarzystwo Funduszy Inwestycyjnych Spolka Akcyjna	Subsidiary of Parent Undertaking
Brandywine (UK) Holdings Limited	Subsidiary of Parent Undertaking
The Baltimore Company	Subsidiary of Parent Undertaking
Legg Mason & Co (UK) Limited	Subsidiary of Parent Undertaking
Legg Mason Canada Holdings Ltd	Subsidiary of Parent Undertaking
Legg Mason Commercial Real Estate Services, Inc.	Subsidiary of Parent Undertaking
Legg Mason Funding Ltd	Subsidiary of Parent Undertaking
Legg Mason Global Holdings Ltd	Subsidiary of Parent Undertaking
Legg Mason Holdings, LLC	Subsidiary of Parent Undertaking
Legg Mason International Holdings, LLC	Subsidiary of Parent Undertaking
Legg Mason International Holdings (Cayman) Limited	Subsidiary of Parent Undertaking
Legg Mason (Chile) Inversiones Holding Limitada	Subsidiary of Parent Undertaking
Legg Mason Investments Holdings Limited	Subsidiary of Parent Undertaking
Legg Mason Investments Management Services Limited	Subsidiary of Parent Undertaking
Legg Mason Investments Nominees Limited	Subsidiary of Parent Undertaking
Legg Mason (UK) Holdings Limited	Subsidiary of Parent Undertaking
Legg Mason Real Estate Securities	Subsidiary of Parent Undertaking

ANNEXURE A

Advisors, Inc.		
Legg Mason Realty Group, Inc.	Subsidiary of Parent	Undertaking
Legg Mason Realty Partners, Inc.	Subsidiary of Parent	Undertaking
Legg Mason Tower, Inc.	Subsidiary of Parent	Undertaking
LM BAM, Inc.	Subsidiary of Parent	Undertaking
LM (BVI) Limited	Subsidiary of Parent	Undertaking
LM Capital Support V, LLC	Subsidiary of Parent	Undertaking
LM Holdings Limited	Subsidiary of Parent	Undertaking
LM Holdings 2 Limited	Subsidiary of Parent	Undertaking
LM International Holding LP	Subsidiary of Parent	Undertaking
LM Tower, LLC	Subsidiary of Parent	Undertaking
Nova Scotia Company	Subsidiary of Parent	Undertaking
Barrett Associates, Inc.	Subsidiary of Parent	Undertaking
Brandywine Global Investment Management, LLC	Subsidiary of Parent	Undertaking
Brandywine Global Investment Management (Canada), ULC	Subsidiary of Parent	Undertaking
Brandywine Global Investment Management (Europe) Limited	Subsidiary of Parent	Undertaking
Brandywine Global Investment Management (Asia) Pte. Limited	Subsidiary of Parent	Undertaking
ClearBridge, LLC	Subsidiary of Parent	Undertaking
ClearBridge Investments, LLC	Subsidiary of Parent	Undertaking
ClearBridge Management Holdings LLC	Subsidiary of Parent	Undertaking
Legg Mason ClearBridge Holdings LLC	Subsidiary of Parent	Undertaking
Legg Mason Fund Asset Management, Inc.	Subsidiary of Parent	Undertaking
Legg Mason Investment Counsel, LLC	Subsidiary of Parent	Undertaking
Legg Mason Investment Counsel & Trust Company, N.A.	Subsidiary of Parent	Undertaking
Legg Mason Investor Services, LLC	Subsidiary of Parent	Undertaking
Legg Mason Partners Fund Advisor, LLC	Subsidiary of Parent	Undertaking
LM Pelican Holdings, L.P.	Subsidiary of Parent	Undertaking
LMM, LLC	Subsidiary of Parent	Undertaking
LMOBC, Inc.	Subsidiary of Parent	Undertaking
LMP Select, LLC	Subsidiary of Parent	Undertaking
Martin Currie Investment Management Limited	Subsidiary of Parent	Undertaking
Martin Currie Fund Management Limited	Subsidiary of Parent	Undertaking
Martin Currie Asia PTE Limited	Subsidiary of Parent	Undertaking
Martin Currie Inc.	Subsidiary of Parent	Undertaking
Martin Currie Investor Services Inc.	Subsidiary of Parent	Undertaking
Permal Asset Management LLC	Subsidiary of Parent	Undertaking
Permal Capital Management LLC	Subsidiary of Parent	Undertaking
Permal (PGI) LLC	Subsidiary of Parent	Undertaking
Permal Group Limited	Subsidiary of Parent	Undertaking
Permal (Hong Kong) Limited	Subsidiary of Parent	Undertaking

ANNEXURE A

Permal Investment Management Services Limited	Subsidiary of Parent Undertaking
Permal (Isle of Man) Limited	Subsidiary of Parent Undertaking
Permal (Japan) K.K.	Subsidiary of Parent Undertaking
Permal (Singapore) Pte. Limited	Subsidiary of Parent Undertaking
QS Batterymarch Financial Management, Inc.	Subsidiary of Parent Undertaking
QS Investors Fund Management, LLC	Subsidiary of Parent Undertaking
QS Investors Holdings, LLC	Subsidiary of Parent Undertaking
QS Investors, LLC	Subsidiary of Parent Undertaking
QS Legg Mason Global Asset Allocation, LLC	Subsidiary of Parent Undertaking
Royce & Associates, LLC	Subsidiary of Parent Undertaking
Royce Fund Services, Inc.	Subsidiary of Parent Undertaking
Royce Management Company, LLC	Subsidiary of Parent Undertaking
The Saint James Bank and Trust Company Ltd	Subsidiary of Parent Undertaking
Western Asset Management Company	Subsidiary of Parent Undertaking
Western Asset Management Company Ltd- Japan	Subsidiary of Parent Undertaking
Western Asset Management Company Limited- UK	Subsidiary of Parent Undertaking
Western Asset Management Company Pty Ltd- Australia	Subsidiary of Parent Undertaking
Western Asset Management Company Distribuidora de Titulos E Valores Mobiliarios Limitada	Subsidiary of Parent Undertaking
Western Asset Management Company Pte. Ltd.- Singapore	Subsidiary of Parent Undertaking
Batterymarch Asia GP, LTD	Subsidiary of Parent Undertaking
BGIM Capital Management, LLC	Subsidiary of Parent Undertaking
BMML, Inc.	Subsidiary of Parent Undertaking
Fauchier Partners Limited	Subsidiary of Parent Undertaking
Fauchier Partners Management Company Limited	Subsidiary of Parent Undertaking
Gray Seifert & Company, LLC	Subsidiary of Parent Undertaking
LM Asset Services, LLC	Subsidiary of Parent Undertaking
LMIC Services Company, LLC	Subsidiary of Parent Undertaking
Martin Currie (Holdings) Limited	Subsidiary of Parent Undertaking
Martin Currie Limited	Subsidiary of Parent Undertaking
Martin Currie (Bermuda) Limited	Subsidiary of Parent Undertaking
China Healthcare GP Limited	Subsidiary of Parent Undertaking
China Development Capital GP Limited	Subsidiary of Parent Undertaking
Martin Currie Absolute Return Fund GP Limited	Subsidiary of Parent Undertaking
Moorgate Investment Management Limited (Dormant)	Subsidiary of Parent Undertaking
Martin Currie Trustees Limited (Dormant)	Subsidiary of Parent Undertaking

ANNEXURE A

Pelican Holdings I, LLC	Subsidiary of Parent Undertaking
Pelican Holdings II, LLC	Subsidiary of Parent Undertaking
Permal Business Consulting (Beijing) Company Limited	Subsidiary of Parent Undertaking
Permal Capital Holdings LLC	Subsidiary of Parent Undertaking
Permal Cayman International Limited Partnership	Subsidiary of Parent Undertaking
Permal MEP Cayman LP	Subsidiary of Parent Undertaking
Permal Group LLC	Subsidiary of Parent Undertaking
Permal Group Holdings, LLC	Subsidiary of Parent Undertaking
Permal Group Holdings Ltd.	Subsidiary of Parent Undertaking
Permal Group SAS	Subsidiary of Parent Undertaking
Permal Investment Consulting (Shanghai) Ltd.	Subsidiary of Parent Undertaking
Permal UK Ltd.	Subsidiary of Parent Undertaking
Saintco Ltd.	Subsidiary of Parent Undertaking
SJBTC Ltd.	Subsidiary of Parent Undertaking
W&P Fund Services	Subsidiary of Parent Undertaking
Western Asset Holdings (Australia) Pty Ltd.	Subsidiary of Parent Undertaking
Western Asset Management (Brazil) Holdings Limitada	Subsidiary of Parent Undertaking
Western Asset Management (Cayman) Holdings Limited	Subsidiary of Parent Undertaking
Western Asset Management (UK) Holdings Limited	Subsidiary of Parent Undertaking

Annexure B

IFL Acquisitions from 30th November 2014 - 30th March 2015:

Date	Buy	Quantity	Price	Class
03/30/15	B	80386	10.0551	Fully Paid Ordinary
03/30/15	B	241664	10.0541	Fully Paid Ordinary
03/30/15	B	6930	10.0551	Fully Paid Ordinary
03/27/15	B	238865	10.1553	Fully Paid Ordinary
03/18/15	B	195733	10.095	Fully Paid Ordinary
03/13/15	B	50M	10.5578	Fully Paid Ordinary
03/12/15	B	138870	10.5912	Fully Paid Ordinary
03/11/15	B	8453	10.486	Fully Paid Ordinary
03/06/15	B	18289	10.4908	Fully Paid Ordinary
03/06/15	B	66291	10.5532	Fully Paid Ordinary
03/04/15	B	188056	10.4756	Fully Paid Ordinary
03/03/15	B	184891	10.6401	Fully Paid Ordinary
03/02/15	B	69083	10.6282	Fully Paid Ordinary
02/27/15	B	115281	10.5603	Fully Paid Ordinary
02/25/15	B	196180	10.6113	Fully Paid Ordinary
02/25/15	B	79865	10.6484	Fully Paid Ordinary
02/24/15	B	82903	10.4928	Fully Paid Ordinary
02/20/15	B	179765	10.3255	Fully Paid Ordinary
02/19/15	B	9121	10.29	Fully Paid Ordinary
02/17/15	B	4523	10.18	Fully Paid Ordinary
02/10/15	B	2199	9.95	Fully Paid Ordinary
02/04/15	B	116350	9.6755	Fully Paid Ordinary
02/03/15	B	64080	9.584	Fully Paid Ordinary
02/03/15	B	25618	9.584	Fully Paid Ordinary
02/03/15	B	15089	9.584	Fully Paid Ordinary
02/03/15	B	91933	9.5868	Fully Paid Ordinary
02/03/15	B	27542	9.584	Fully Paid Ordinary
02/02/15	B	125371	9.4958	Fully Paid Ordinary
01/30/15	B	5108	9.456	Fully Paid Ordinary
01/30/15	B	27911	9.456	Fully Paid Ordinary
01/29/15	B	18607	9.4049	Fully Paid Ordinary
01/29/15	B	3405	9.4049	Fully Paid Ordinary
01/28/15	B	20876	9.3637	Fully Paid Ordinary
01/28/15	B	35366	9.3637	Fully Paid Ordinary
01/28/15	B	74203	9.3637	Fully Paid Ordinary
01/28/15	B	39524	9.3637	Fully Paid Ordinary
01/23/15	B	2784	9.1879	Fully Paid Ordinary
01/23/15	B	22460	9.1879	Fully Paid Ordinary
01/23/15	B	2198	9.1879	Fully Paid Ordinary
01/23/15	B	4484	9.1879	Fully Paid Ordinary
01/23/15	B	34962	9.1879	Fully Paid Ordinary
01/23/15	B	7568	9.1879	Fully Paid Ordinary
01/23/15	B	13721	9.1879	Fully Paid Ordinary
01/23/15	B	65735	9.1879	Fully Paid Ordinary
01/22/15	B	20396	8.8546	Fully Paid Ordinary
01/22/15	B	12662	8.8546	Fully Paid Ordinary
01/22/15	B	159010	8.8546	Fully Paid Ordinary
01/22/15	B	102148	8.8546	Fully Paid Ordinary
01/22/15	B	34417	8.8546	Fully Paid Ordinary
01/22/15	B	298969	8.8546	Fully Paid Ordinary

01/22/15	B	62404	8.8546	Fully Paid Ordinary
01/22/15	B	9994	8.8546	Fully Paid Ordinary
01/21/15	B	8878	8.8598	Fully Paid Ordinary
01/21/15	B	21148	8.8598	Fully Paid Ordinary
01/21/15	B	97710	8.8598	Fully Paid Ordinary
01/21/15	B	15055	8.8598	Fully Paid Ordinary
01/21/15	B	38062	8.8598	Fully Paid Ordinary
01/21/15	B	183159	8.8598	Fully Paid Ordinary
01/21/15	B	16126	8.8598	Fully Paid Ordinary
01/21/15	B	31619	8.8598	Fully Paid Ordinary
01/20/15	B	20545	8.8016	Fully Paid Ordinary
01/20/15	B	14626	8.8016	Fully Paid Ordinary
01/20/15	B	177929	8.8016	Fully Paid Ordinary
01/20/15	B	36975	8.8016	Fully Paid Ordinary
01/20/15	B	94919	8.8016	Fully Paid Ordinary
01/20/15	B	15665	8.8016	Fully Paid Ordinary
01/20/15	B	8625	8.8016	Fully Paid Ordinary
01/20/15	B	30716	8.8016	Fully Paid Ordinary
01/19/15	B	15273	8.7443	Fully Paid Ordinary
01/19/15	B	123220	8.7443	Fully Paid Ordinary
01/19/15	B	12056	8.7443	Fully Paid Ordinary
01/19/15	B	24614	8.7443	Fully Paid Ordinary
01/14/15	B	33418	8.9439	Fully Paid Ordinary
01/14/15	B	19725	8.9439	Fully Paid Ordinary
01/14/15	B	70151	8.9439	Fully Paid Ordinary
01/14/15	B	36728	8.9439	Fully Paid Ordinary
01/14/15	B	25631	8.9607	Fully Paid Ordinary
01/13/15	B	13768	8.908	Fully Paid Ordinary
01/13/15	B	3872	8.908	Fully Paid Ordinary
01/13/15	B	6559	8.908	Fully Paid Ordinary
01/13/15	B	7208	8.908	Fully Paid Ordinary
01/07/15	B	175021	8.7725	Fully Paid Ordinary
01/06/15	B	36573	8.7861	Fully Paid Ordinary
01/05/15	B	112560	8.9426	Fully Paid Ordinary
12/29/14	B	111805	8.9758	Fully Paid Ordinary
12/22/14	B	85852	8.8807	Fully Paid Ordinary
12/22/14	B	4468	8.8807	Fully Paid Ordinary
12/22/14	B	17083	8.8807	Fully Paid Ordinary
12/22/14	B	10687	8.8807	Fully Paid Ordinary
12/22/14	B	8400	8.8807	Fully Paid Ordinary
12/19/14	B	19848	8.7614	Fully Paid Ordinary
12/19/14	B	159439	8.7614	Fully Paid Ordinary
12/19/14	B	31724	8.7614	Fully Paid Ordinary
12/19/14	B	15600	8.7614	Fully Paid Ordinary
12/19/14	B	8298	8.7614	Fully Paid Ordinary
12/18/14	B	96997	8.6085	Fully Paid Ordinary
12/18/14	B	9490	8.6085	Fully Paid Ordinary
12/18/14	B	12075	8.6085	Fully Paid Ordinary
12/18/14	B	19303	8.6085	Fully Paid Ordinary
12/17/14	B	9154	8.4567	Fully Paid Ordinary
12/17/14	B	14639	8.4567	Fully Paid Ordinary
12/17/14	B	73528	8.4567	Fully Paid Ordinary
12/17/14	B	7194	8.4567	Fully Paid Ordinary
12/16/14	B	13163	8.5088	Fully Paid Ordinary
12/16/14	B	17500	8.5088	Fully Paid Ordinary
12/16/14	B	27621	8.5088	Fully Paid Ordinary

12/16/14	B	7766	8.5088	Fully Paid Ordinary
12/16/14	B	28154	8.5088	Fully Paid Ordinary
12/16/14	B	13756	8.5088	Fully Paid Ordinary
12/16/14	B	140590	8.5088	Fully Paid Ordinary
12/16/14	B	14457	8.5088	Fully Paid Ordinary
12/15/14	B	18020	8.5235	Fully Paid Ordinary
12/15/14	B	144757	8.5235	Fully Paid Ordinary
12/15/14	B	28989	8.5235	Fully Paid Ordinary
12/15/14	B	14163	8.5235	Fully Paid Ordinary
12/12/14	B	96542	8.631	Fully Paid Ordinary
12/04/14	B	238307	8.9	Fully Paid Ordinary
12/03/14	B	96255	8.985	Fully Paid Ordinary
12/03/14	B	18879	8.985	Fully Paid Ordinary
12/02/14	B	126846	8.9686	Fully Paid Ordinary
12/01/14	B	93689	8.8951	Fully Paid Ordinary