

**Form 603
Corporations Act 2001
Section 671B**

Notice of initial substantial holder

To : Lifehealthcare Group Limited
ACN: 166 525 186
ASX Code: LHC

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.

The holder became a substantial shareholder on: 01/04/2014

2. Previous and present 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 is as follows:

Class of securities	Number of securities	Person's votes	Voting Power
Ordinary	2,204,668	2,204,668	5.187%

3. Details of present registered holders

The persons registered as holders of the securities 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	506,303	506,303
Perennial Investment Partners Limited (ACN 087 901 620)	NAB Asset Servicing		Investment Manager	1,081,384	1,081,384
Perennial Investment Partners Limited (ACN 087 901 620)	Citigroup		Investment Manager	325,150	325,150
Perennial Investment Partners Limited (ACN 087 901 620)	BNP		Investment Manager	291,831	291,831

4. Consideration

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

Date	Person	Nature	Consideration	Class & number (ord)	Person's votes
5/12/2013	Perennial Investment Partners Limited (ACN 087 901 620)	Institutional Offer	\$ 2,000,000.00	1,000,000	1,000,000
5/12/2013	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 797,614.08	389,518	389,518
9/12/2013	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 262,681.39	136,641	136,641
10/12/2013	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 653,804.45	339,952	339,952
11/12/2013	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 1,186,581.91	652,329	652,329
13/12/2013	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 35,604.28	19,847	19,847
18/12/2013	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 661,595.36	368,795	368,795
19/12/2013	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 35,993.58	20,064	20,064

23/12/2013	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 39,709.55	22,021	22,021
23/01/2014	Perennial Investment Partners Limited (ACN 087 901 620)	Sold on market	-\$ 1,060,520.29	- 463,621	- 463,621
24/01/2014	Perennial Investment Partners Limited (ACN 087 901 620)	Sold on market	-\$ 142,378.06	- 62,040	- 62,040
5/02/2014	Perennial Investment Partners Limited (ACN 087 901 620)	Sold on market	-\$ 70,803.49	- 30,852	- 30,852
6/02/2014	Perennial Investment Partners Limited (ACN 087 901 620)	Sold on market	-\$ 172,460.15	- 75,148	- 75,148
7/02/2014	Perennial Investment Partners Limited (ACN 087 901 620)	Sold on market	-\$ 717,767.19	- 303,794	- 303,794
21/02/2014	Perennial Investment Partners Limited (ACN 087 901 620)	Sold on market	-\$ 1,449,586.50	- 591,567	- 591,567
4/03/2014	Perennial Investment Partners Limited (ACN 087 901 620)	Sold on market	-\$ 14,388.64	- 5,996	- 5,996
5/03/2014	Perennial Investment Partners Limited (ACN 087 901 620)	Sold on market	-\$ 23,429.95	- 9,784	- 9,784
7/03/2014	Perennial Investment Partners Limited (ACN 087 901 620)	Sold on market	-\$ 5,611.29	- 2,343	- 2,343
10/03/2014	Perennial Investment Partners Limited (ACN 087 901 620)	Sold on market	-\$ 12,229.20	- 5,101	- 5,101
19/03/2014	Perennial Investment Partners Limited (ACN 087 901 620)	Sold on market	-\$ 19,145.54	- 8,165	- 8,165
28/03/2014	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 48,271.96	22,455	22,455
31/03/2014	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 256,814.77	120,275	120,275
1/04/2014	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 458,133.46	211,849	211,849

5. Associates

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 VIC 3000
Lifehealthcare Group Limited	Level 8, 15 Talavera Road, NORTH RYDE, NSW, AUSTRALIA, 2113
Perennial Investment Partners Limited	Level 24, 303 Collins Street Melbourne VIC 3000