

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

**Notice of change of interests of substantial holder**

**To:** Premier Investments Limited  
**ACN:** 006 727 966  
**ASX Code:** PMV

**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: 07/06/2012

The previous notice was given to the company on: 27/02/2012

The previous notice was dated: 23/02/2012

**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	15,099,631	9.738%	17,476,797	11.256%

**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
23/02/2012	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	-\$ 3,332.28	- 651	- 651
2/03/2012	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 1,626.50	312	312

5/03/2012	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 1,735.98	333	333
6/03/2012	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 7,585.14	1,455	1,455
7/03/2012	Perennial Investment Partners Limited (ACN 087 901 620)	Sold on market	-\$ 603.03	116	116
8/03/2012	Perennial Investment Partners Limited (ACN 087 901 620)	Sold on market	-\$ 805.56	147	147
13/03/2012	Perennial Investment Partners Limited (ACN 087 901 620)	Sold on market	-\$ 5,416.79	1,038	1,038
15/03/2012	Perennial Investment Partners Limited (ACN 087 901 620)	Sold on market	-\$ 421,661.79	79,409	79,409
16/03/2012	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 22,934.99	4,391	4,391
22/03/2012	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 54,869.24	10,609	10,609
2/04/2012	Perennial Investment Partners Limited (ACN 087 901 620)	Sold on market	-\$ 188.96	34	34
3/04/2012	Perennial Investment Partners Limited (ACN 087 901 620)	Sold on market	-\$ 120,254.36	21,829	21,829
10/04/2012	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 992.25	181	181
11/04/2012	Perennial Investment Partners Limited (ACN 087 901 620)	Sold on market	-\$ 157,982.97	29,008	29,008
13/04/2012	Perennial Investment Partners Limited (ACN 087 901 620)	Sold on market	-\$ 350.33	63	63
20/04/2012	Perennial Investment Partners Limited (ACN 087 901 620)	Sold on market	-\$ 92,043.00	17,045	17,045
24/04/2012	Perennial Investment Partners Limited (ACN 087 901 620)	Sold on market	-\$ 4,251.95	798	798
27/04/2012	Perennial Investment Partners Limited (ACN 087 901 620)	Sold on market	-\$ 21,802.92	4,116	4,116
30/04/2012	Perennial Investment Partners Limited (ACN 087 901 620)	Sold on market	-\$ 793.91	149	149
4/05/2012	Perennial Investment Partners Limited (ACN 087 901 620)	Sold on market	-\$ 413,421.87	78,155	78,155
8/05/2012	Perennial Investment Partners Limited (ACN 087 901 620)	Sold on market	-\$ 46,814.19	9,288	9,288
10/05/2012	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 1,832,389.30	362,375	362,375
15/05/2012	Perennial Investment Partners Limited (ACN 087 901 620)	Sold on market	-\$ 1,089.78	218	218
17/05/2012	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 9,188.59	1,815	1,815
18/05/2012	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 139,967.90	27,664	27,664
21/05/2012	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 1,201,896.06	238,352	238,352
24/05/2012	Perennial Investment Partners Limited (ACN 087 901 620)	Sold on market	-\$ 83,096.68	16,930	16,930
25/05/2012	Perennial Investment Partners Limited (ACN 087 901 620)	Sold on market	-\$ 3,376.78	699	699

28/05/2012	Perennial Investment Partners Limited (ACN 087 901 620)	Sold on market	-\$ 9,192.69	- 1,920	- 1,920
29/05/2012	Perennial Investment Partners Limited (ACN 087 901 620)	Sold on market	-\$ 447.37	- 95	- 95
6/06/2012	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 1,878,866.11	407,435	407,435
7/06/2012	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 7,304,613.23	1,583,952	1,583,952

#### 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)	NAB Asset Servicing		Investment Manager	8,385,902	8,385,902
Perennial Investment Partners Limited (ACN 087 901 620)	JP Morgan		Investment Manager	3,555,095	3,555,095
Perennial Investment Partners Limited (ACN 087 901 620)	JB WERE		Investment Manager	52,847	52,847
Perennial Investment Partners Limited (ACN 087 901 620)	Citigroup		Investment Manager	2,928,896	2,928,896
Perennial Investment Partners Limited (ACN 087 901 620)	BNP		Investment Manager	2,554,057	2,554,057

#### 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	

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## 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
Perennial Investment Partners Limited	Level 24, 303 Collins Street, Melbourne Victoria 3000
Premier Investments Limited	Level 53 , 101 Collins Street , MELBOURNE , Victoria, 3000