

**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: 24/09/2012

The previous notice was given to the company on: 12/06/2012

The previous notice was dated: 07/06/2012

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	17,476,797	11.256%	15,386,563	9.910%

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
8/06/2012	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 181,085.15	39,314	39,314
8/06/2012	Perennial Investment Partners Limited (ACN 087 901 620)	Off Market Transfer	\$ -	- 1,007,053	- 1,007,053

12/06/2012	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 60,243.37	13,127	13,127
15/06/2012	Perennial Investment Partners Limited (ACN 087 901 620)	Sold on market	-\$ 1,130.92	- 247	- 247
19/06/2012	Perennial Investment Partners Limited (ACN 087 901 620)	Sold on market	-\$ 253,861.28	- 56,164	- 56,164
20/06/2012	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 6,383.96	1,405	1,405
21/06/2012	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 544.80	120	120
22/06/2012	Perennial Investment Partners Limited (ACN 087 901 620)	Sold on market	-\$ 131,888.20	- 29,514	- 29,514
29/06/2012	Perennial Investment Partners Limited (ACN 087 901 620)	Sold on market	-\$ 31,998.70	- 6,890	- 6,890
6/07/2012	Perennial Investment Partners Limited (ACN 087 901 620)	Sold on market	-\$ 60,579.84	- 12,786	- 12,786
10/07/2012	Perennial Investment Partners Limited (ACN 087 901 620)	Sold on market	-\$ 1,154.02	- 244	- 244
16/07/2012	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 4,593.97	963	963
27/07/2012	Perennial Investment Partners Limited (ACN 087 901 620)	Sold on market	-\$ 2,902.44	- 601	- 601
30/07/2012	Perennial Investment Partners Limited (ACN 087 901 620)	Sold on market	-\$ 7,377.83	- 1,509	- 1,509
31/07/2012	Perennial Investment Partners Limited (ACN 087 901 620)	Off Market Transfer	\$ -	- 246,145	- 246,145
2/08/2012	Perennial Investment Partners Limited (ACN 087 901 620)	Sold on market	-\$ 2,356.13	- 478	- 478
6/08/2012	Perennial Investment Partners Limited (ACN 087 901 620)	Sold on market	-\$ 68,798.92	- 13,988	- 13,988
8/08/2012	Perennial Investment Partners Limited (ACN 087 901 620)	Off Market Transfer	\$ -	- 194,746	- 194,746
10/08/2012	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 322,630.35	67,185	67,185
13/08/2012	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 119,029.72	25,444	25,444
14/08/2012	Perennial Investment Partners Limited (ACN 087 901 620)	Sold on market	-\$ 4,793.63	- 1,020	- 1,020
16/08/2012	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 54,272.16	11,419	11,419
17/08/2012	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 469,931.85	98,064	98,064
20/08/2012	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 522,716.84	107,362	107,362
21/08/2012	Perennial Investment Partners Limited (ACN 087 901 620)	Sold on market	-\$ 23,686.03	- 4,869	- 4,869
28/08/2012	Perennial Investment Partners Limited (ACN 087 901 620)	Sold on market	-\$ 6,337.33	- 1,007	- 1,007
29/08/2012	Perennial Investment Partners Limited (ACN 087 901 620)	Sold on market	-\$ 91,692.69	- 18,157	- 18,157
30/08/2012	Perennial Investment Partners Limited (ACN 087 901 620)	Sold on market	-\$ 8,244.69	- 1,640	- 1,640

31/08/2012	Perennial Investment Partners Limited (ACN 087 901 620)	Sold on market	-\$ 621,293.39	- 126,023	- 126,023
3/09/2012	Perennial Investment Partners Limited (ACN 087 901 620)	Sold on market	-\$ 5,668.37	- 1,157	- 1,157
5/09/2012	Perennial Investment Partners Limited (ACN 087 901 620)	Sold on market	-\$ 56,098.08	- 11,361	- 11,361
6/09/2012	Perennial Investment Partners Limited (ACN 087 901 620)	Sold on market	-\$ 77,208.31	- 15,470	- 15,470
7/09/2012	Perennial Investment Partners Limited (ACN 087 901 620)	Sold on market	-\$ 150,691.19	- 30,127	- 30,127
13/09/2012	Perennial Investment Partners Limited (ACN 087 901 620)	Sold on market	-\$ 400,785.15	- 75,830	- 75,830
14/09/2012	Perennial Investment Partners Limited (ACN 087 901 620)	Sold on market	-\$ 32,755.20	- 6,200	- 6,200
17/09/2012	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 2,028,526.31	382,739	382,739
18/09/2012	Perennial Investment Partners Limited (ACN 087 901 620)	Sold on market	-\$ 271,060.11	- 51,087	- 51,087
19/09/2012	Perennial Investment Partners Limited (ACN 087 901 620)	Sold on market	-\$ 10,360.41	- 1,969	- 1,969
20/09/2012	Perennial Investment Partners Limited (ACN 087 901 620)	Sold on market	-\$ 4,138.60	- 789	- 789
21/09/2012	Perennial Investment Partners Limited (ACN 087 901 620)	Sold on market	-\$ 1,430,125.04	- 253,703	- 253,703
24/09/2012	Perennial Investment Partners Limited (ACN 087 901 620)	Sold on market	-\$ 3,707,838.27	- 652,420	- 652,420

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	210,350	210,350
Perennial Investment Partners Limited (ACN 087 901 620)	NAB Asset Servicing		Investment Manager	7,521,152	7,521,152
Perennial Investment Partners Limited (ACN 087 901 620)	JP Morgan		Investment Manager	2,631,885	2,631,885
Perennial Investment Partners Limited (ACN 087 901 620)	JB WERE		Investment Manager	56,177	56,177

Perennial Investment Partners Limited (ACN 087 901 620)	Citigroup		Investment Manager	2,789,238	2,789,238
Perennial Investment Partners Limited (ACN 087 901 620)	BNP		Investment Manager	2,177,761	2,177,761

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