

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

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

3PL

**To: Company Name/Scheme**    **The Secretary**  
**3P Learning Limited**  
**Level 18**  
**124 Walker Street**  
**North Sydney NSW 2060**

**PH: (02) 9019 2800**  
**Fax: (02) 8214 5869**

**ACN 103 827 836**

**1. Details of substantial holder**

Name ACN (if applicable)

National Australia Bank Limited (ACN 004 044 937) and its associated entities listed in Annexure A give notice of a change in relevant interests

There was a change in the interests of the substantial holder on    07/07/2015

The previous notice was given to the company on    26/06/2015

The previous notice was dated    23/06/2015

**2. Previous and present voting power:**

The total number of votes attached to all 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 |
| Fully paid ordinary shares | 11,153,690      | 8.273%       | 9,050,402      | 6.713%       |

**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 of change | Person whose relevant interest changed | Nature of change | Consideration given in relation to change | Class and number of securities affected | Person's votes affected |
|----------------|----------------------------------------|------------------|-------------------------------------------|-----------------------------------------|-------------------------|
|                |                                        |                  |                                           | <b>Fully paid ordinary shares</b>       |                         |
| 07/07/2015     | MLC Investments Limited                | Sale             | \$19,776.75                               | 9,483                                   | 9,483                   |
| 07/07/2015     | Antares Capital Partners Limited       | Sale             | \$30,081.19                               | 14,424                                  | 14,424                  |
| 01/07/2015     | Antares Capital Partners Limited       | Sale             | \$12,056.43                               | 5,489                                   | 5,489                   |
| 01/07/2015     | Antares Capital Partners Limited       | Sale             | \$72,178.19                               | 32,861                                  | 32,861                  |
| 07/07/2015     | Antares Capital Partners Limited       | Sale             | \$867,625.85                              | 413,838                                 | 413,838                 |
| 07/07/2015     | Antares Capital Partners Limited       | Sale             | \$42,712.71                               | 20,373                                  | 20,373                  |
| 07/07/2015     | Antares Capital Partners Limited       | Sale             | \$21,112.59                               | 10,075                                  | 10,075                  |
| 07/07/2015     | Antares Capital Partners Limited       | Sale             | \$1,764,091.64                            | 841,432                                 | 841,432                 |
| 07/07/2015     | Antares Capital Partners Limited       | Sale             | \$549,357.16                              | 262,031                                 | 262,031                 |

|                          |                                  |                    |                                                                        |                           |                           |
|--------------------------|----------------------------------|--------------------|------------------------------------------------------------------------|---------------------------|---------------------------|
| 07/07/2015               | Antares Capital Partners Limited | Sale               | \$299,433.42                                                           | 142,823                   | 142,823                   |
| 24/06/2015 to 07/07/2015 | National Australia Bank Limited  | Securities Lending | No consideration directly referable to the securities provided by NAB. | Refer to Appendix 1 Table | Refer to Appendix 1 Table |

#### 4. Present relevant interests

Particulars of each relevant interest of the substantial holder in voting securities after the change are as follows:

| Holder of relevant interest      | Registered holder of securities                           | Person entitled to be registered as holder | Nature of relevant interest                                                                                                                                                                                                  | Class and number of securities       | Person's votes   |
|----------------------------------|-----------------------------------------------------------|--------------------------------------------|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|--------------------------------------|------------------|
| MLC Investments Limited          | National Nominees Limited<br>(ACN 004 278 899)            |                                            | Power to control the voting and /or disposal of securities pursuant to its position as the responsible entity or trustee of various managed investment schemes and trusts                                                    | Fully paid ordinary shares 3,019,154 | 3,019,154        |
| Antares Capital Partners Limited | National Nominees Limited<br>(ACN 004 278 899)            |                                            | Power to control the voting and /or disposal of securities pursuant to its position as the responsible entity or trustee of various managed investment schemes or trusts.                                                    | Fully paid ordinary shares 509,363   | 509,363          |
| National Australia Bank Limited  | National Nominees Limited<br>(ACN 004 278 899)            |                                            | Power to control the voting and /or disposal of securities pursuant to securities lending agreements.                                                                                                                        | Fully paid ordinary shares 299,541   | 299,541          |
| Antares Capital Partners Limited | National Nominees Limited<br>(ACN 004 278 899)            |                                            | Power to control the voting and /or disposal of securities pursuant to its position as the responsible entity or trustee of various managed investment schemes or trusts.                                                    | Fully paid ordinary shares 1,459,905 | 1,459,905        |
| Antares Capital Partners Limited | JP Morgan Nominees Australia Limited<br>(ACN 002 899 961) |                                            | Power to control the voting and /or disposal of securities pursuant to its position as an investment manager in accordance with investment mandates and as an investment manager of Antares Capital Partners Limited trusts. | Fully paid ordinary shares 4,271,802 | 4,271,802        |
|                                  |                                                           |                                            | <b>Total</b>                                                                                                                                                                                                                 |                                      | <b>9,050,402</b> |

## 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 and ACN/ARSN (if applicable) | Nature of Association |
|-----------------------------------|-----------------------|
| No change                         |                       |

## 6. Addresses

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

| Name                                 | Address                                                        |
|--------------------------------------|----------------------------------------------------------------|
| National Australia Bank Limited      | Level 1<br>800 Bourke Street<br>DOCKLANDS VIC 3008             |
| National Nominees Limited            | Level 1<br>800 Bourke Street<br>DOCKLANDS VIC 3008             |
| JP Morgan Nominees Australia Limited | Level 37<br>259 George Street<br>SYDNEY NSW 2000               |
| Antares Capital Partners Limited     | Ground Floor<br>105-153 Miller Street<br>NORTH SYDNEY NSW 2060 |
| MLC Investments Limited              | Ground Floor<br>105-153 Miller Street<br>NORTH SYDNEY NSW 2060 |

## Signature

|      |                |                                                                                       |
|------|----------------|---------------------------------------------------------------------------------------|
| Name | Louise Thomson | Capacity<br>Company Secretary<br>for and on behalf of National Australia Bank Limited |
|      | Signature      | Date 10/07/2015                                                                       |

Appendix 1 - 3PL

|                                                                                                                                                                                                                    |                                                                                                                                                                                                                                                    |                                                                                                                                                                                                                                                    |
|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| Type of agreement and parties to agreement                                                                                                                                                                         | National Australia Bank Limited and<br><b>Securities Borrowing Agreement (SBA) clients</b><br>(iv) MOTOR TRADES ASSOCIATION OF AUSTRALIA SUPERAN<br>(vii) VICSUPER PTY LTD                                                                         | National Australia Bank Limited and<br><b>AMSLA Counterparties</b><br>( b ) UBS SECURITIES AUSTRALIA LTD<br>( c ) MACQUARIE BANK LTD                                                                                                               |
| Transfer dates                                                                                                                                                                                                     | <b>24/6/2015 to 7/7/2015</b><br>Specific dates for each transfer can be found by matching the number reference in the 'Type of agreement and parties to agreement' field to the accompanying list of transactions.                                 | <b>24/6/2015 to 7/7/2015</b><br>Specific dates for each transfer can be found by matching the number reference in the 'Type of agreement and parties to agreement' field to the accompanying list of transactions.                                 |
| Holder of voting rights                                                                                                                                                                                            | Registered owner                                                                                                                                                                                                                                   | Registered owner                                                                                                                                                                                                                                   |
| Are there any restrictions on voting                                                                                                                                                                               | The registered owner holds voting rights. However, in certain circumstances the lender may request for the borrower to use best endeavours to arrange for voting instructions to be exercised in accordance with the instructions from the lender. | The registered owner holds voting rights. However, in certain circumstances the lender may request for the borrower to use best endeavours to arrange for voting instructions to be exercised in accordance with the instructions from the lender. |
| Scheduled date of return (if any)                                                                                                                                                                                  | On demand                                                                                                                                                                                                                                          | On demand                                                                                                                                                                                                                                          |
| Does the borrower have the right to return early?                                                                                                                                                                  | Yes - at notice                                                                                                                                                                                                                                    | Yes - at notice                                                                                                                                                                                                                                    |
| Does the lender have the right to recall early?                                                                                                                                                                    | Yes - at notice                                                                                                                                                                                                                                    | Yes - at notice                                                                                                                                                                                                                                    |
| Will the securities be returned on settlement?                                                                                                                                                                     | Yes, or equivalent protection under Securities Borrowing Agreement.                                                                                                                                                                                | Yes, or equivalent protection under AMSLA.                                                                                                                                                                                                         |
| National Australia Bank Limited will, if required by the company or responsible entity to whom the prescribed form must be given or ASIC give a copy of the agreements to the company, responsible entity or ASIC. |                                                                                                                                                                                                                                                    |                                                                                                                                                                                                                                                    |

Appendix 1- 3PL

| Date       | Nature of Change | Consideration | No. of Securities | Class | AMSLA Counterparty |
|------------|------------------|---------------|-------------------|-------|--------------------|
| 24/06/2015 | Settle Sec Loan  |               | 122000            | ORD   | ( c )              |
| 1/07/2015  | Return Security  |               | -120000           | ORD   | ( c )              |
| 1/07/2015  | Return Security  |               | -100000           | ORD   | ( b )              |
| 1/07/2015  | Return Security  |               | -80000            | ORD   | ( b )              |
| 1/07/2015  | Return Security  |               | -50000            | ORD   | ( b )              |
| 1/07/2015  | Return Security  |               | -167366           | ORD   | ( b )              |
| 2/07/2015  | Return Security  |               | -15797            | ORD   | ( b )              |
| 3/07/2015  | Return Security  |               | -60296            | ORD   | ( b )              |
| 3/07/2015  | Settle Sec Loan  |               | 60000             | ORD   | ( b )              |
| 3/07/2015  | Pending Loan     |               | 2000              | ORD   | ( b )              |
| 6/07/2015  | Settle Sec Loan  |               | 2000              | ORD   | ( b )              |
| 6/07/2015  | Settle Sec Loan  |               | 25000             | ORD   | ( b )              |
| 7/07/2015  | Settle Sec Loan  |               | 2000              | ORD   | ( b )              |
| 7/07/2015  | Settle Sec Loan  |               | 30000             | ORD   | ( b )              |

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| Date       | Nature of Change | Consideration | No. of Securities | Class | SBA Counterparty |
|------------|------------------|---------------|-------------------|-------|------------------|
| 24/06/2015 | Settle Sec Loan  |               | 57755             | ORD   | (iv)             |
| 24/06/2015 | Settle Sec Loan  |               | 64245             | ORD   | (vii)            |
| 1/07/2015  | Return Security  |               | -55755            | ORD   | (iv)             |
| 1/07/2015  | Return Security  |               | -64245            | ORD   | (vii)            |
| 1/07/2015  | Return Security  |               | -100000           | ORD   | (iv)             |
| 1/07/2015  | Return Security  |               | -80000            | ORD   | (iv)             |
| 1/07/2015  | Return Security  |               | -50000            | ORD   | (iv)             |
| 1/07/2015  | Return Security  |               | -117565           | ORD   | (iv)             |
| 1/07/2015  | Return Security  |               | -49801            | ORD   | (vii)            |
| 2/07/2015  | Return Security  |               | -15797            | ORD   | (vii)            |
| 3/07/2015  | Return Security  |               | -60296            | ORD   | (vii)            |
| 3/07/2015  | Settle Sec Loan  |               | 60000             | ORD   | (vii)            |
| 3/07/2015  | Pending Loan     |               | 2000              | ORD   | (vii)            |
| 6/07/2015  | Settle Sec Loan  |               | 2000              | ORD   | (vii)            |
| 6/07/2015  | Settle Sec Loan  |               | 25000             | ORD   | (iv)             |
| 7/07/2015  | Settle Sec Loan  |               | 2000              | ORD   | (iv)             |
| 7/07/2015  | Settle Sec Loan  |               | 28755             | ORD   | (iv)             |
| 7/07/2015  | Settle Sec Loan  |               | 1245              | ORD   | (vii)            |

This is Annexure A of 11 pages referred to in the Form 604 Notice of change of interests of substantial holder signed by me and dated 10/07/2015

Louise Thomson, Company Secretary

W M POOL - EQUITIES TRUST NO.25

WM POOL - EQUITIES TRUST NO. 13

WM POOL - EQUITIES TRUST NO.24

11 TUDOR HILL RESIDENTIAL MANAGEMENT COMPANY LIMITED

A.C.N. 083 784 463 LIMITED

ACCESS FUND NO 1

ACCESS FUND NO 10

ACCESS FUND NO 11

ACCESS FUND NO 12

ACCESS FUND NO 13

ACCESS FUND NO 14

ACCESS FUND NO 15

ACCESS FUND NO 16

ACCESS FUND NO 17

ACCESS FUND NO 18

ACCESS FUND NO 19

ACCESS FUND NO 2

ACCESS FUND NO 20

ACCESS FUND NO 21

ACCESS FUND NO 22

ACCESS FUND NO 23

ACCESS FUND NO 24

ACCESS FUND NO 25

ACCESS FUND NO 26

ACCESS FUND NO 27

ACCESS FUND NO 28

ACCESS FUND NO 29

ACCESS FUND NO 3

ACCESS FUND NO 30

ACCESS FUND NO 31

ACCESS FUND NO 32

ACCESS FUND NO 4

ACCESS FUND NO 5

ACCESS FUND NO 6

ACCESS FUND NO 7

ACCESS FUND NO 8

ACCESS FUND NO 9

ADVANTEDGE FINANCIAL SERVICES HOLDINGS PTY LTD

ADVANTEDGE FINANCIAL SERVICES PTY LTD

ADVANTEDGE FINANCIAL SOLUTIONS PTY LTD

AF&L DRAGON LEASING PTY LTD

|                                                        |
|--------------------------------------------------------|
| AF&L VISTA PTY LTD                                     |
| AFSH NOMINEES PTY LTD                                  |
| ALICE CORPORATION PTY LTD                              |
| ALTERNATIVE ASSETS AIRPORTS TRUST                      |
| ALTERNATIVE ASSETS BRISBANE AIRPORTS TRUST             |
| ALTERNATIVE ASSETS INFRASTRUCTURE TRUST                |
| ALTERNATIVE EQUITY - INFRASTRUCTURE (APTC) TRUST       |
| ALTERNATIVE EQUITY - INFRASTRUCTURE (RAIL) TRUST       |
| ALTERNATIVE EQUITY BACL TRUST                          |
| ANCHORAGE HOME LOANS PTY LTD                           |
| ANGARA COMPANY LIMITED                                 |
| ANTARES CAPITAL PARTNERS LTD                           |
| ANTARES INDEX ENHANCED AUSTRALIAN FIXED INTEREST TRUST |
| APOGEE FINANCIAL PLANNING LIMITED                      |
| ARDB LIMITED                                           |
| ASIBOND PTY. LIMITED                                   |
| ATM ACCESS AUSTRALIA LIMITED                           |
| AUSMAQ (NZ) LIMITED                                    |
| AUSMAQ LIMITED                                         |
| AUSTRALIAN COMPANY NUMBER 094 484 625 LIMITED          |
| AUSTRALIAN PAYMENTS CLEARING ASSOCIATION LIMITED       |
| AUSTRALIAN SHARES INDEX FUND                           |
| BANK OF NEW ZEALAND                                    |
| BASTION INFRASTRUCTURE GROUP INC.                      |
| BLSSA PTY LTD                                          |
| BNZ AGRICAPITAL LIMITED                                |
| BNZ BRANCH PROPERTIES LTD                              |
| BNZ CASH PIE UNIT TRUST                                |
| BNZ CORPORATION LTD                                    |
| BNZ EQUITY INVESTMENTS NO.2 LIMITED                    |
| BNZ FACILITIES MANAGEMENT LIMITED                      |
| BNZ INCOME MANAGEMENT LIMITED                          |
| BNZ INCOME SECURITIES 2 LIMITED                        |
| BNZ INCOME SECURITIES LIMITED                          |
| BNZ INSURANCE SERVICES LIMITED                         |
| BNZ INTERNATIONAL FUNDING LTD                          |
| BNZ INVESTMENT SERVICES LIMITED                        |
| BNZ INVESTMENTS LTD                                    |
| BNZ LIFE INSURANCE LIMITED                             |
| BNZ PROPERTIES (AUCKLAND) LTD                          |
| BNZ PROPERTIES LTD                                     |
| BNZ PROPERTY INVESTMENTS LTD                           |
| BNZ RMBS TRUST SERIES 2008-1                           |
| C.B. NOMINEES LIMITED                                  |
| C.B.C. PROPERTIES LIMITED                              |
| CAMBRIDGE REAL ESTATE INVESTMENTS PTE LTD              |
| CARDLINK SERVICES LIMITED                              |
| CARDS NZ LIMITED                                       |
| CASH ACCOUNT INCOME FUND                               |

|                                                             |
|-------------------------------------------------------------|
| CASH SERVICES AUSTRALIA PTY LIMITED                         |
| CBC HOLDINGS LIMITED                                        |
| CGF NO. 9 LIMITED                                           |
| CHOICE LEND PTY LTD                                         |
| CLYDESDALE BANK ASSET FINANCE LIMITED                       |
| CLYDESDALE BANK PLC                                         |
| CNA-CAPITAL INTERNATIONAL - EMERGING MARKETS EQUITY TRUST   |
| CRAIG YR HAUL MANAGEMENT COMPANY LIMITED                    |
| CRUICKSHANK ASSET MANAGEMENT PTY LTD                        |
| CUSTOM CREDIT CORPORATION LTD (IN LIQUIDATION)              |
| CUSTOM CREDIT HOLDINGS LTD (IN LIQUIDATION)                 |
| DIBA EQUITIES LIMITED                                       |
| DIBA INVESTMENTS LIMITED                                    |
| EFTPOS ACCESS AUSTRALIA LIMITED                             |
| ELLY INVESTMENTS PTY LTD (IN LIQUIDATION)                   |
| EQUITY MANAGEMENT UNIT HOLDINGS PTY LTD                     |
| EXPERIAN AUSTRALIA CREDIT SERVICES PTY LTD                  |
| FAIRVIEW EQUITY PARTNERS EMERGING COMPANIES FUND            |
| FAIRVIEW EQUITY PARTNERS PTY LTD                            |
| FAIRWAY VIEWS (COMPTON AVENUE) MANAGEMENT COMPANY LTD       |
| FASTLEND PTY LTD                                            |
| FINANCE & SYSTEMS TECHNOLOGY HOLDINGS PTY LIMITED           |
| FINANCE & SYSTEMS TECHNOLOGY PTY LTD                        |
| FINTRACK MEMBERS PTY LTD                                    |
| GODFREY PEMBROKE LIMITED                                    |
| GRACECHURCH COMMERCIAL INVESTMENTS LIMITED (IN LIQUIDATION) |
| GREAT WESTERN BANCORP, INC.                                 |
| GUIDESTAR FINANCIAL GROUP LIMITED( IN LIQUIDATION)          |
| GW DEVELOPMENT AMERICAS, INC                                |
| GWM ADVISER SERVICES LIMITED                                |
| HEGIRA LIMITED                                              |
| HICAPS PTY LTD                                              |
| HORIZON 1 BOND PORTFOLIO                                    |
| HORIZON 2 INCOME PORTFOLIO                                  |
| HORIZON 3 CONSERVATIVE GROWTH PORTFOLIO                     |
| HORIZON 4 BALANCED PORTFOLIO                                |
| HORIZON 5 GROWTH PORTFOLIO                                  |
| HORIZON 6 SHARE PORTFOLIO                                   |
| HORIZON 7 ACCELERATED GROWTH PORTFOLIO                      |
| I.C.NOMINEES PTY LTD (IN LIQUIDATION)                       |
| INDEPENDENT MORTGAGE AFFILIATES PTY LIMITED                 |
| INFRASTRUCTURE NATURAL RESOURCES TRUST                      |
| INTEGRATED SEPARATELY MANAGED ACCOUNT                       |
| INTERMEDE INVESTMENT PARTNERS LIMITED                       |
| INVIA CUSTODIAN PTY LIMITED                                 |
| JANA AUSTRALIAN SHARE LONG SHORT TRUST                      |
| JANA CASH TRUST                                             |
| JANA CORE AUSTRALIAN SHARE TRUST                            |
| JANA CORE GLOBAL SHARE TRUST                                |

|                                                             |
|-------------------------------------------------------------|
| JANA CORE GLOBAL SHARE TRUST WITH CURRENCY HEDGED           |
| JANA CORPORATE INVESTMENT SERVICES LIMITED                  |
| JANA DIVERSIFIED FIXED INCOME TRUST                         |
| JANA EMERGING MARKETS SHARE TRUST                           |
| JANA GLOBAL OPPORTUNITIES FUND                              |
| JANA GLOBAL SHARE LONG SHORT TRUST                          |
| JANA HIGH ALPHA AUSTRALIAN SHARE TRUST                      |
| JANA HIGH ALPHA GLOBAL SHARE TRUST                          |
| JANA INVESTMENT ADVISERS PTY LIMITED                        |
| JANA PASSIVE AUSTRALIAN SHARE TRUST                         |
| JANA PASSIVE GLOBAL SHARE TRUST                             |
| JANA PROPERTY TRUST                                         |
| JANA TRIPLEPOINT FUND                                       |
| JBWERE (NZ) HOLDINGS LIMITED                                |
| JBWERE (NZ) NOMINEES LIMITED                                |
| JBWERE (NZ) PTY LTD                                         |
| JBWERE LIMITED                                              |
| LIMEHOUSE INVESTMENTS PTY LIMITED                           |
| LINTON SPRINGS RESIDENTIAL MANAGEMENT COMPANY LIMITED       |
| LODESTAR AUSTRALIAN EQUITY INCOME FUND                      |
| LODESTAR AUSTRALIAN STRATEGIC SHARE FUND                    |
| LONG - TERM ABSOLUTE RETURN PORTFOLIO                       |
| LONG TERM INCOME FUND                                       |
| LOYALTY NEW ZEALAND LIMITED                                 |
| MARGIN LENDING (NZ) LIMITED                                 |
| MEDFIN AUSTRALIA PTY LIMITED                                |
| MERITUM FINANCIAL GROUP PTY LTD                             |
| MERITUM FINANCIAL PLANNING PTY LTD                          |
| METRICS CREDIT PARTNERS PTY LTD                             |
| MLC (NCIT) AUSTRALIAN SHARE TRUST                           |
| MLC (NCIT) DIVERSIFIED DEBT TRUST                           |
| MLC (NCIT) GLOBAL SHARE TRUST                               |
| MLC (NCIT) GLOBAL SHARE TRUST WITH CURRENCY HEDGED          |
| MLC (NCIT) MODERATE TRUST                                   |
| MLC (NCIT) SHORT-MATURITY DIVERSIFIED DEBT TRUST            |
| MLC ALLIANCE HOLDINGS PTY LIMITED                           |
| MLC GLOBAL PROPERTY FUND                                    |
| MLC HEDGED GLOBAL SHARE FUND                                |
| MLC HOLDINGS LIMITED                                        |
| MLC INTERNATIONAL HOLDINGS (SINGAPORE) PTE LTD              |
| MLC INVESTMENT TRUST PLATINUM GLOBAL FUND                   |
| MLC INVESTMENTS LIMITED                                     |
| MLC LIFETIME COMPANY LIMITED                                |
| MLC LIMITED                                                 |
| MLC MASTERKEY UNIT TRUST ACCELERATED GROWTH PORTFOLIO       |
| MLC MASTERKEY UNIT TRUST AUSTRALIAN SHARE FUND              |
| MLC MASTERKEY UNIT TRUST AUSTRALIAN SHARE GROWTH STYLE FUND |
| MLC MASTERKEY UNIT TRUST AUSTRALIAN SHARE VALUE STYLE FUND  |
| MLC MASTERKEY UNIT TRUST BALANCED PORTFOLIO                 |

|                                                                      |
|----------------------------------------------------------------------|
| MLC MASTERKEY UNIT TRUST BOND PORTFOLIO                              |
| MLC MASTERKEY UNIT TRUST CASH FUND                                   |
| MLC MASTERKEY UNIT TRUST CONSERVATIVE GROWTH PORTFOLIO               |
| MLC MASTERKEY UNIT TRUST GLOBAL SHARE FUND                           |
| MLC MASTERKEY UNIT TRUST GLOBAL SHARE GROWTH STYLE FUND              |
| MLC MASTERKEY UNIT TRUST GLOBAL SHARE VALUE STYLE FUND               |
| MLC MASTERKEY UNIT TRUST GROWTH PORTFOLIO                            |
| MLC MASTERKEY UNIT TRUST INCOME PORTFOLIO                            |
| MLC MASTERKEY UNIT TRUST INCOMEBUILDER                               |
| MLC MASTERKEY UNIT TRUST MLC CAPITAL INTERNATIONAL GLOBAL SHARE FUND |
| MLC MASTERKEY UNIT TRUST MLC-PLATINUM GLOBAL FUND                    |
| MLC MASTERKEY UNIT TRUST PROPERTY SECURITIES FUND                    |
| MLC MASTERKEY UNIT TRUST SHARE INDEX FUND                            |
| MLC MASTERKEY UNIT TRUST SHARE PORTFOLIO                             |
| MLC NOMINEES PTY LTD                                                 |
| MLC PE EVERGREEN TRUST                                               |
| MLC PROPERTIES PTY. LIMITED                                          |
| MLC SAVINGS LIMITED (IN LIQUIDATION)                                 |
| MLC TRUST MANAGEMENT COMPANY LIMITED (IN LIQUIDATION)                |
| MLC VC TRUST                                                         |
| MLC VINTAGE YEAR TRUST (2008)                                        |
| MLC VINTAGE YEAR TRUST (2009)                                        |
| MLC VINTAGE YEAR TRUST (2010)                                        |
| MLC WEALTH MANAGEMENT LIMITED                                        |
| MLC WHOLESALE AUSTRALIAN SHARE FUND                                  |
| MLC WHOLESALE DIVERSIFIED DEBT FUND                                  |
| MLCI HORIZON 7 TRUST                                                 |
| MLCI POOL - PRIVATE EQUITY TRUST                                     |
| MLCIC TAILORED TRUST NO. 2                                           |
| MLCIC TAILORED TRUST NO.1                                            |
| MLCIC TAILORED TRUST NO.3                                            |
| MONDEX AUSTRALIA PTY LTD (IN LIQUIDATION)                            |
| MORTGAGE SUPPORT SERVICES PTY LTD                                    |
| MSRA HOLDINGS, INC                                                   |
| MSS MF PTY LTD                                                       |
| MSS MFA PTY LTD                                                      |
| MUDCHUTE PTY LIMITED                                                 |
| NAB ASSET MANAGEMENT LIMITED                                         |
| NAB CAPITAL LLC                                                      |
| NAB EUROPE LIMITED                                                   |
| NAB GOLD, LLC                                                        |
| NAB INVESTMENTS LIMITED                                              |
| NAB IRON, LLC                                                        |
| NAB PRIVATE WEALTH ADVISORY LIMITED                                  |
| NAB PROPERTIES AUSTRALIA LIMITED                                     |
| NABCAPITAL LEASING (NO. 1) PTY LIMITED (IN LIQUIDATION)              |
| NABCAPITAL LEASING (NO.2) PTY LIMITED                                |
| NABINVEST (UK) LIMITED                                               |
| NABINVEST CAPITAL PARTNERS PTY LIMITED                               |

|                                                                  |
|------------------------------------------------------------------|
| NABINVEST OXLEY SINGAPORE PTE LTD                                |
| NABINVEST UK RE LIMITED                                          |
| NABSECURITIES, LLC                                               |
| NAM NT RAIL PTY LIMITED                                          |
| NATIONAL AMERICAS CAPITAL INVESTMENTS, LLC                       |
| NATIONAL AMERICAS HOLDINGS LIMITED                               |
| NATIONAL AMERICAS HOLDINGS LLC                                   |
| NATIONAL ASSET MANAGEMENT LIMITED                                |
| NATIONAL AUSTRALIA BALANCED FUND                                 |
| NATIONAL AUSTRALIA BANK LIMITED                                  |
| NATIONAL AUSTRALIA BANK PENSION TRUSTEE (UK) LIMITED             |
| NATIONAL AUSTRALIA BANK SUPERANNUATION FUND PTY LTD              |
| NATIONAL AUSTRALIA CORPORATE SERVICES LIMITED                    |
| NATIONAL AUSTRALIA DIVIDEND IMPUTATION FUND                      |
| NATIONAL AUSTRALIA FINANCE (ASIA) LIMITED                        |
| NATIONAL AUSTRALIA FINANCE (ASSET LEASING) LLP                   |
| NATIONAL AUSTRALIA FINANCE (COMMERCIAL LEASING) LIMITED          |
| NATIONAL AUSTRALIA FINANCE (EQUIPMENT LEASING) LIMITED           |
| NATIONAL AUSTRALIA FINANCE (EUROPE HOLDINGS) LIMITED             |
| NATIONAL AUSTRALIA FINANCE (INFRASTRUCTURE LEASING NO.1) LIMITED |
| NATIONAL AUSTRALIA FINANCE (INFRASTRUCTURE LEASING NO.2) LIMITED |
| NATIONAL AUSTRALIA FINANCE (LEASING) LIMITED                     |
| NATIONAL AUSTRALIA FINANCE (VESSEL LEASING NO.1) LIMITED         |
| NATIONAL AUSTRALIA FINANCE (VESSEL LEASING NO.2) LIMITED         |
| NATIONAL AUSTRALIA FINANCE (VESSEL LEASING NO.3) LIMITED         |
| NATIONAL AUSTRALIA FINANCE (VESSEL LEASING NO.4) LIMITED         |
| NATIONAL AUSTRALIA FINANCE (VESSEL LEASING NO.5) LIMITED         |
| NATIONAL AUSTRALIA FINANCE (VESSEL LEASING NO.6) LIMITED         |
| NATIONAL AUSTRALIA FINANCE (VESSEL LEASING) LIMITED              |
| NATIONAL AUSTRALIA FINANCIAL MANAGEMENT LIMITED                  |
| NATIONAL AUSTRALIA FUNDING (DELAWARE) INC.                       |
| NATIONAL AUSTRALIA GROUP (NZ) LIMITED                            |
| NATIONAL AUSTRALIA GROUP EUROPE INVESTMENTS LIMITED              |
| NATIONAL AUSTRALIA GROUP EUROPE LIMITED                          |
| NATIONAL AUSTRALIA GROUP EUROPE SERVICES LIMITED                 |
| NATIONAL AUSTRALIA GROUP SERVICES LTD                            |
| NATIONAL AUSTRALIA GROUP SSP TRUSTEE LIMITED                     |
| NATIONAL AUSTRALIA INSURANCE SERVICES LTD                        |
| NATIONAL AUSTRALIA INVESTMENT CAPITAL LIMITED                    |
| NATIONAL AUSTRALIA MANAGERS LIMITED                              |
| NATIONAL AUSTRALIA MERCHANT BANK (SINGAPORE) LIMITED             |
| NATIONAL AUSTRALIA MONTHLY INCOME FUND                           |
| NATIONAL AUSTRALIA PKI HOLDINGS LLC                              |
| NATIONAL AUSTRALIA PROPERTY FUND                                 |
| NATIONAL AUSTRALIA SECURITIES LIMITED (IN LIQUIDATION)           |
| NATIONAL AUSTRALIA TRUSTEES LIMITED                              |
| NATIONAL AUSTRALIA UNDERWRITERS LIMITED                          |
| NATIONAL CAPITAL FUNDING (UK) LIMITED                            |
| NATIONAL CAPITAL HOLDINGS I INC.                                 |

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| NATIONAL CAPITAL INSTRUMENTS [AUD] LLC 2                              |
| NATIONAL CAPITAL INSTRUMENTS [EURO] LLC 1                             |
| NATIONAL CAPITAL INSTRUMENTS II LLC 2                                 |
| NATIONAL CAPITAL INSTRUMENTS II LLC1                                  |
| NATIONAL CAPITAL INSTRUMENTS [AUD] LLC 1                              |
| NATIONAL CAPITAL INSTRUMENTS [EURO] LLC 2                             |
| NATIONAL CAPITAL TRUST I                                              |
| NATIONAL CAPITAL TRUST II (DELAWARE)                                  |
| NATIONAL CAPITAL TRUST III                                            |
| NATIONAL E-CONVEYANCING DEVELOPMENT LIMITED                           |
| NATIONAL EQUITIES LIMITED                                             |
| NATIONAL EUROPE HOLDINGS (WEALTH MANAGEMENT) LIMITED (IN LIQUIDATION) |
| NATIONAL FUNDING HOLDINGS PTY LTD                                     |
| NATIONAL FUNDING TRUST I                                              |
| NATIONAL FUNDING TRUST II (DELAWARE)                                  |
| NATIONAL GLOBAL MBS MANAGER PTY LTD (IN LIQUIDATION)                  |
| NATIONAL HK INVESTMENTS LIMITED                                       |
| NATIONAL MARGIN SERVICES PTY LIMITED                                  |
| NATIONAL MARKETS GROUP LIMITED                                        |
| NATIONAL MORTGAGE SECURITIES, INC.                                    |
| NATIONAL NOMINEES LIMITED                                             |
| NATIONAL OBU PTY LIMITED                                              |
| NATIONAL WEALTH MANAGEMENT EUROPE HOLDINGS LIMITED                    |
| NATIONAL WEALTH MANAGEMENT EUROPE SERVICES LIMITED (IN LIQUIDATION)   |
| NATIONAL WEALTH MANAGEMENT HOLDINGS LIMITED                           |
| NATIONAL WEALTH MANAGEMENT INTERNATIONAL HOLDINGS LTD                 |
| NATIONAL WEALTH MANAGEMENT NEW ZEALAND HOLDINGS LTD                   |
| NATIONAL WEALTH MANAGEMENT SERVICES LTD                               |
| NAUTILUS INSURANCE (EUROPE) LIMITED                                   |
| NAUTILUS INSURANCE PTE LIMITED                                        |
| NAVIGATOR AUSTRALIA LIMITED                                           |
| NAVIGATOR INCOME TRUST                                                |
| NBA LEASING PTY. LIMITED (IN LIQUIDATION)                             |
| NBA PROPERTIES LIMITED                                                |
| NCIT- PROPERTY SECURITIES TRUST                                       |
| NCP-CAPITAL INTERNATIONAL GLOBAL EQUITY TRUST WITH CURRENCY           |
| NMS NOMINEES PTY LIMITED                                              |
| NORTHWARD CAPITAL AUSTRALIAN EQUITY                                   |
| NORTHWARD CAPITAL PTY LIMITED                                         |
| NSIM ENHANCED CASH TRUST                                              |
| NULIS NOMINEES (AUSTRALIA) LIMITED                                    |
| NWMH SUB (CANADA) INC                                                 |
| NWMH SUB LIMITED                                                      |
| PARTOWN PTY. LIMITED                                                  |
| PAYMARK LIMITED                                                       |
| PAYMENTS NZ LIMITED                                                   |
| PENGANA HOLDINGS PTY LTD                                              |
| PENNLEY PTY LTD                                                       |
| PERIDIEM GLOBAL INVESTORS LLC                                         |

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| PFS NOMINEES PTY LIMITED                                        |
| PLAN AUSTRALIA FINANCIAL SERVICES PTY. LTD (IN LIQUIDATION)     |
| PLAN AUSTRALIA OPERATIONS PTY. LTD.                             |
| PLAN AUSTRALIA PTY LTD (IN LIQUIDATION)                         |
| PLAN GROUP NOMINEES PTY LTD                                     |
| PLAN LENDING PTY. LTD.                                          |
| PLAN TECHNOLOGIES PTY. LTD (IN LIQUIDATION)                     |
| PLAZA VENTURES LIMITED                                          |
| PLUM FINANCIAL SERVICES LIMITED                                 |
| PMJI INC.                                                       |
| PORTSMOUTH INVESTMENT COMPANY PTY LIMITED (IN LIQUIDATION)      |
| PRE SELECT AUSTRALIAN EQUITY FUND                               |
| PRE SELECT AUSTRALIAN SMALL COMPANIES FUND                      |
| PRE SELECT BALANCED FUND                                        |
| PRE SELECT BOUTIQUE AUSTRALIAN EQUITY FUND                      |
| PRE SELECT CONSERVATIVE FUND                                    |
| PRE SELECT GROWTH FUND                                          |
| PRE SELECT HIGH GROWTH FUND                                     |
| PRE SELECT INTERNATIONAL EQUITY FUND                            |
| PRESIMA INC.                                                    |
| PROFESSIONAL LENDERS ASSOCIATION NETWORK OF AUSTRALIA PTY. LTD. |
| PUGET LIMITED                                                   |
| QW RAIL LEASING LIMITED                                         |
| REDPOINT INVESTMENT MANAGEMENT PTY LTD                          |
| RMBS 2006-2 FINANCE COMPANY PTY LIMITED (IN LIQUIDATION)        |
| RMBS 2006-2 HOLDINGS PTY LIMITED (IN LIQUIDATION)               |
| RMBS 2006-2 INVESTMENT COMPANY PTY LTD (IN LIQUIDATION)         |
| SHADWELL HOLDINGS (UK) LIMITED                                  |
| SOCIETY FOR WORLDWIDE INTERBANK FINANCIAL TELECOMMUNICATION     |
| ST JOHNS PLACE RESIDENTIAL MANAGEMENT COMPANY LIMITED           |
| ST VINCENT (EQUITIES) LIMITED                                   |
| STAR COMMODITIES PTY LTD                                        |
| STARFISH COMPANY LIMITED                                        |
| TASOVAC PTY LIMITED                                             |
| TEMPCO NO.1                                                     |
| THE DEEP IN HULL LIMITED                                        |
| THE PUGET LIMITED PARTNERSHIP                                   |
| THE SCOTTISH AGRICULTURAL SECURITIES CORPORATION P.L.C.         |
| THE TRUSTEE FOR NCIT - GLOBAL EQUITIES TRUST NO 2               |
| THE TRUSTEE FOR WM POOL - EQUITIES TRUST NO. 35                 |
| THE TRUSTEE FOR WM POOL - EQUITIES TRUST NO. 36                 |
| THE TRUSTEE FOR WM POOL - LTAR PART 1 NS TRUST                  |
| TOKARA PTY LTD (IN LIQUIDATION)                                 |
| TOP 200 FUND                                                    |
| VALEWIN PTY. LIMITED                                            |
| VIPRO PTY LTD                                                   |
| VYNOTAS PTY. LTD. (IN LIQUIDATION)                              |
| W M POOL - EQUITIES NO. 23 TRUST                                |
| WEALTHHUB SECURITIES LIMITED                                    |

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| WEALTHHUB SECURITIES NOMINEES PTY LIMITED             |
| WHOLESALE INCOME BUILDER                              |
| WHOLESALE AUSTRALIAN SHARE GROWTH STYLE FUND          |
| WHOLESALE AUSTRALIAN SHARE VALUE STYLE FUND           |
| WHOLESALE CAPITAL INTERNATIONAL GLOBAL SHARE FUND     |
| WHOLESALE GLOBAL SHARE FUND                           |
| WHOLESALE GLOBAL SHARE GROWTH STYLE FUND              |
| WHOLESALE GLOBAL SHARE VALUE STYLE FUND               |
| WHOLESALE PROPERTY SECURITIES FUND                    |
| WILTSHIRE CAPITAL LIMITED                             |
| WILTSHIRE CAPITAL MANAGEMENT LIMITED                  |
| WM AUSTRALIA PTY LIMITED (IN LIQUIDATION)             |
| WM FIXED ASSETS (2) PTY LIMITED (IN LIQUIDATION)      |
| WM GROUP PTY LIMITED (IN LIQUIDATION)                 |
| WM LIFE AUSTRALIA LIMITED                             |
| WM POOL - BANK OF IRELAND GLOBAL EQUITIES TRUST       |
| WM POOL - BEM AGGRESSIVE AUSTRALIAN EQUITIES TRUST    |
| WM POOL - BEM AUSTRALIAN EQUITIES TRUST               |
| WM POOL - BLACKROCK GLOBAL FIXED INTEREST (S) TRUST   |
| WM POOL - BRIDGEWATER GLOBAL FIXED INTEREST TRUST     |
| WM POOL - CAPITAL INTERNATIONAL GLOBAL EQUITIES TRUST |
| WM POOL - CONCORD AUSTRALIAN EQUITIES TRUST           |
| WM POOL - CONTANGO AUSTRALIAN EQUITIES TRUST          |
| WM POOL - DIMENSIONAL AUSTRALIAN EQUITIES TRUST       |
| WM POOL - EQUITIES TRUST NO 14                        |
| WM POOL - EQUITIES TRUST NO 20                        |
| WM POOL - EQUITIES TRUST NO. 15                       |
| WM POOL - EQUITIES TRUST NO. 16                       |
| WM POOL - EQUITIES TRUST NO. 17                       |
| WM POOL - EQUITIES TRUST NO. 18                       |
| WM POOL - EQUITIES TRUST NO. 19                       |
| WM POOL - EQUITIES TRUST NO. 21                       |
| WM POOL - EQUITIES TRUST NO. 22                       |
| WM POOL - EQUITIES TRUST NO. 26                       |
| WM POOL - EQUITIES TRUST NO. 27                       |
| WM POOL - EQUITIES TRUST NO. 28                       |
| WM POOL - EQUITIES TRUST NO. 31                       |
| WM POOL - EQUITIES TRUST NO. 32                       |
| WM POOL - EQUITIES TRUST NO. 33                       |
| WM POOL - EQUITIES TRUST NO. 34                       |
| WM POOL - EQUITIES TRUST NO.1                         |
| WM POOL - EQUITIES TRUST NO.11                        |
| WM POOL - EQUITIES TRUST NO.2                         |
| WM POOL - EQUITIES TRUST NO.9                         |
| WM POOL - FIXED INTEREST TRUST NO 1                   |
| WM POOL - FIXED INTEREST TRUST NO. 15                 |
| WM POOL - FIXED INTEREST TRUST NO. 3                  |
| WM POOL - FIXED INTEREST TRUST NO. 5                  |
| WM POOL - FIXED INTEREST TRUST NO. 6                  |

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| WM POOL - FIXED INTEREST TRUST NO. 7                   |
| WM POOL - FIXED INTEREST TRUST NO. 8                   |
| WM POOL - FIXED INTEREST TRUST NO. 9                   |
| WM POOL - GLOBAL EQUITIES TRUST NO 1                   |
| WM POOL - GLOBAL EQUITIES TRUST NO. 4                  |
| WM POOL - GLOBAL PROPERTIES TRUST                      |
| WM POOL - HIGH YIELD FIXED INTEREST TRUST              |
| WM POOL - INFLATION LINKED SECURITIES TRUST            |
| WM POOL - JARDINE FLEMING AUSTRALIAN EQUITIES TRUST    |
| WM POOL - LAZARD AUSTRALIAN EQUITIES TRUST             |
| WM POOL - LTAR PART 1 TRUST                            |
| WM POOL - MARVIN & PALMER EMERGING MARKETS TRUST       |
| WM POOL - MBA AUSTRALIAN EQUITIES TRUST                |
| WM POOL - NSIM AUSTRALIAN FIXED INTEREST (A) TRUST     |
| WM POOL - NSIM AUSTRALIAN FIXED INTEREST (S) TRUST     |
| WM POOL - NSIM CASH TRUST                              |
| WM POOL - PIMCO GLOBAL FIXED INTEREST (A) TRUST        |
| WM POOL - PIMCO GLOBAL FIXED INTEREST (S) TRUST        |
| WM POOL - PROPERTY SECURITIES TRUST NO 1               |
| WM POOL - RESOLUTION CAPITAL PROPERTY SECURITIES TRUST |
| WM POOL - UBS AUSTRALIAN FIXED INTEREST (A) TRUST      |
| WM POOL - UBS AUSTRALIAN FIXED INTEREST (S) TRUST      |
| WM POOL - VANGUARD AUSTRALIAN EQUITIES INDEX TRUST     |
| WM POOL - VANGUARD GLOBAL EQUITIES INDEX TRUST         |
| WM POOL - WALLARA AUSTRALIAN EQUITIES TRUST            |
| WM POOL - WELLINGTON GLOBAL EQUITIES TRUST             |
| WM POOL EQUITIES TRUST NO 12                           |
| WM POOL GLOBAL EQUITIES TRUST NO 5                     |
| WM SECTOR - AUSTRALIAN EQUITIES GROWTH TRUST           |
| WM SECTOR - AUSTRALIAN EQUITIES TRUST                  |
| WM SECTOR - AUSTRALIAN EQUITIES VALUE TRUST            |
| WM SECTOR - AUSTRALIAN FIXED INTEREST TRUST            |
| WM SECTOR - DIVERSIFIED DEBT (ALL) TRUST               |
| WORKING CAPITAL SERVICES PTY LIMITED                   |
| YCBPS PROPERTY NOMINEE COMPANY LIMITED                 |
| YELDBROKER PTY LIMITED                                 |
| YORKSHIRE AND CLYDESDALE BANK FOUNDATION               |
| YORKSHIRE AND CLYDESDALE BANK PENSION TRUSTEE LIMITED  |
| YORKSHIRE BANK HOME LOANS LIMITED                      |
| YORKSHIRE BANK PLC                                     |