

27 January 2004

Sydney

Level 41, Aurora Place
88 Phillip Street
Sydney NSW 2000 Australia
www.challenger.com.au

telephone: 02 9994 7000
facsimile: 02 9994 7777

The Manager
Companies Announcement Platform
20 Bridge Street
SYDNEY NSW 2000

Dear Sir

Re: Notice of Initial Substantial Holder

Please find attached change of interests of substantial holder notice for Energy Developments Limited (ENE).

Yours faithfully

C E Cuffe
Director

Attach.

Melbourne

Level 41, 101 Collins Street
Melbourne VIC 3000
telephone 03 8616 1000
facsimile 03 8616 1111

Brisbane

Level 9, 175 Eagle Street
Brisbane QLD 4000
telephone 07 3218 8000
facsimile 07 3220 3132

Perth

Level 2, 141 St Georges Terrace
Perth WA 6000
telephone 08 9480 2800
facsimile 08 9322 9289

Adelaide

Level 9, T & G Building
82 King Street
Adelaide SA 5000
telephone 08 8211 7777
facsimile 08 8212 1661

Form 603

Corporations Act 2001
Section 671B

Notice of initial substantial holder

To Company Name/Scheme **Energy Developments Limited**
ACN/ARSN **053 410 263**

1. Details of substantial holder (1)

Name **Challenger Financial Services Group Limited (and the entities listed in Annexure 1)**
ACN/ARSN (if applicable) **106 842 371**

The holder became a substantial holder on 22/01/2004

2. Details of 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 (2) had a relevant interest (3) in on the date the substantial holder became a substantial holder are as follows:

Class of securities (4)	Number of securities	Persons' votes (5)	Voting power (6)
Ordinary Fully Paid	134,020,000	7,270,190	5.42%

3. Details of relevant interests

The nature of the relevant interest the substantial holder or an associate had in the following voting securities on the date the substantial holder became a substantial holder are as follows:

Holder of relevant interest	Nature of relevant interest (7)	Class and number of securities
See Annexure 2	See Annexure 2	See Annexure 2
	Note B	

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	Person entitled to be registered as holder (8)	Class and number of securities
See Annexure 2	See Annexure 2	See Annexure 2	See Annexure 2

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 (9)		Class and number of securities
		Cash	Non-cash	
See Annexure 2	See Annexure 2	See Annexure 2		See Annexure 2

6. Associates

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

Name and ACN/ARSN (if applicable)	Nature of association
See Annexure 2	See Annexure 2
Notes	Notes

7. Addresses

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

Name	Address
Challenger Financial Services Group Limited and each other entity named in Annexure 1	Level 41, Aurora Place, 88 Phillip Street, Sydney NSW 2000
Refer Annexure 2 Note A	Annexure 2 Note A

Signature

print name **C E Cuffe** capacity Director

date **27.01.2004**

Annexure 1

This is page 1 of 2 pages of Annexure 1 referred to in Form 603 signed by me and dated 27/01/2004.

C E Cuffe

Director

Company/Scheme	ABN/ARSN
Challenger Financial Services Group Limited	106 842 371
Challenger Financial Services Group	091 545 185
Challenger Group Holdings Limited	50 002 993 302
eFinancial Capital Limited	58 089 796 798
Allfine Holdings Pty Ltd	84 100 231 918
Beston Financial Management Pty Limited	64 081 985 088
Beston Pacific Vineyard Management Limited	35 079 882 161
BluePeak Institutional Private Equity Pooled Fund Limited	16 092 735 512
BluePeak Private Equity Pooled Fund Limited	20 092 735 594
Bluezen Pty Ltd	94 100 220 175
BluePeak VC Technology Pooled Fund Limited	48 077 305 198
Cascade Pty Limited	76 096 097 399
Challenger Beston Limited	94 055 293 644
Challenger Biotech Management Limited	29 092 382 842
Challenger Capital Fund Limited	45 092 467 591
Challenger Capital Markets Limited	38 099 742 122
Challenger Corporate Superannuation Pty Limited	37 097 635 366
Challenger E-Commerce Limited	85 086 854 471
Challenger Equities Limited	45 009 568 503
Challenger Equity Lending Limited	26 079 047 804
Challenger Freeholds Limited	26 009 568 487
Challenger Group Pty Limited	85 003 374 196
Challenger Group Services Pty. Ltd.	91 085 657 307
Challenger Hedging Limited	38 087 464 131
Challenger International Nominees Limited	70 003 942 765
Challenger IT Pty Ltd	25 094 934 399
Challenger Lending No.1 Pty. Limited	70 085 447 865
Challenger Life Limited	60 006 381 193
Challenger Life No.2 Limited	44 072 486 938
Challenger Managed Investments Limited	94 002 835 592
Challenger Margin Lending Limited	47 091 338 822
Challenger ML Nominees Pty Limited	79 008 411 943
Challenger Mortgage Management Limited	65 000 033 143
Challenger Portfolio Management Limited	29 064 545 124
Challenger Property Capital Limited	36 078 326 128
Challenger Property Finance Limited	72 093 308 028
Challenger Property Funds Management Limited	34 078 627 013
Challenger Property Asset Management Pty Ltd	90 077 569 021
Challenger Property Nominees Pty Limited	39 091 336 793
Challenger Property Services Pty. Ltd.	33 080 916 052
Challenger Securities Limited	28 009 568 496
Challenger Superannuation Pty Ltd	52 006 475 501
Challenger Superannuation Services Pty Limited	95 078 028 798
Challenger Treasury Limited	47 093 307 996
Challenger Wealthlink Management Limited	92 082 448 075
CPH B2B Co. Pty Ltd	093 267 135
CPH B2B Investments Pty Ltd	093 550 200

Annexure 1

This is page 2 of 2 pages of Annexure 1 referred to in Form 603 signed by me and dated 27/01/2004.

C E Cuffe

Director

CPHIC Financial Services Pty Ltd	095 085 466
CPHIC Investments Pty Ltd	093 340 526
FXF Finance Pty Ltd	080 419 521
FXF Holdings Pty Ltd	080 419 512
FXF Investments Pty Ltd	080 149 549
5DI Pty Ltd	81 099 309 887
Galaxy Investment Wrap Pty Ltd	102 597 946
Garrisons Pty Limited	50 009 556 370
Garrisons (Hobart) Pty Ltd	057 707 687
Garrisons (Rosny) Pty Ltd	085 645 860
Howard Pacific Limited	54 071 735 665
HFH Staff Pty Limited	33 080 225 985
Integrated Equity Pty. Ltd.	77 059 686 289
Interstar Home Loan Corporation Pty Limited	058 891 302
Interstar Mortgage Management Pty Limited	082 014 702
Interstar Securities (Australia) Pty Limited	087 271 109
Interstar Securities Holdings Pty Limited	087 284 240
Interstar Securities (International) Pty Limited	087 271 225
Interstar Securitisation Management Pty Limited	100 346 898
Interstar Securities (NZ) Pty Ltd	087 217 136
Iroka Pty. Limited	85 080 036 657
Mawbury Pty Limited	95 096 097 479
School Family Program Management Pty Limited	31 097 463 619
Synergy Capital Management Limited	19 062 264 108
Talavera Herring Pty Limited	34 086 068 984
The Liberty Group Consortium Pty Ltd	79 082 564 289
TLGH Pty Limited	85 092 927 467
TLG Services Pty Limited	20 092 500 608
Venture Link Australia Limited	26 003 162 025
Zed Capital Markets Structured Finance Pty Limited	095 300 502
Overseas Companies	
Challenger Coronet Asset Management Limited	
Challenger International (New Zealand) Limited	
Challenger Securities (New Zealand) Limited	
Challenger Beston Limited	
Sabrand Limited	
Challenger Hungary International Capital and Management Limited Liability Company	
Challenger REIT Number 1 Limited	
Challenger Milk Street LLC	
Challenger South Monaco LLC (US)	
Challenger Las Cimas LLC	
Challenger Life (UK) Limited	
Challenger Group (UK) Limited	
Interstar Home Loan Corporation NZ Limited	
Interstar Securities NZ Limited	
SEIZA Asset Management (Bermuda) Limited	
ZCM Australia Asset Holdings Limited	

Annexure 2

This is page 1 of 6 pages of Annexure 2 referred to in Form 603 signed by me and dated 27/01/2004.

C E Cuffe
Director

Holder of Relevant Interest	Registered Holder	Note	Class and number of securities (Fully Paid Ordinary)
Challenger Managed Investments Limited as Responsible Entity for Challenger Smaller Companies Fund	State Street on behalf of Challenger Managed Investments Limited as Responsible Entity for Challenger Smaller Companies Fund	B	0
Challenger Managed Investments Limited as Responsible Entity for Challenger Socially Responsive Fund	State Street on behalf of Challenger Managed Investments Limited as Responsible Entity for Challenger Socially Responsive Fund	B	0
Challenger Portfolio Management Limited	ANZ Nominees on behalf of Warrakirri Small Companies Fund	B	0
Challenger Portfolio Management Limited	Anglican Homes Foundation	B	0
Challenger Portfolio Management Limited	Anglican Homes Incorporated	B	0
Challenger Portfolio Management Limited	BHP Iron Ore	B	0
Challenger Portfolio Management Limited	Silver Chain Nursing Association	B	0
Challenger Portfolio Management Limited	Stamsuper	B	0
Challenger Portfolio Management Limited	Tower Trust NZ on behalf of Community Trust	B	0
Balance 07.04.2003	For Energy Development Limited (ENE)		0

Trade Date	Nature of change	Price (\$)	Value (\$)	Quantity
16/01/2003	Purchase	1.9665	\$ 10,322	5,249
8/04/2003	Purchase	1.86152	\$ 236,938	127,282
9/04/2003	Purchase	1.87868	\$ 81,159	43,200
9/04/2003	Purchase	1.8787	\$ 20,624	10,978
10/04/2003	Purchase	1.87447	\$ 292,417	156,000
11/04/2003	Purchase	1.98322	\$ 276,065	139,200
11/04/2003	Purchase	1.9832	\$ 69,060	34,822
14/04/2003	Purchase	1.94510	\$ 62,722	32,246
14/04/2003	Purchase	1.9451	\$ 15,681	8,062
15/04/2003	Purchase	1.97550	\$ 122,777	62,150
15/04/2003	Purchase	1.9755	\$ 30,705	15,543
16/04/2003	Purchase	1.96647	\$ 41,099	20,900
16/04/2003	Purchase	1.95644	\$ 1,036,911	530,000
16/04/2003	Purchase	1.9564	\$ 381,505	195,000
27/06/2003	Purchase	1.75768	\$ 339,232	193,000
27/06/2003	Purchase	1.7577	\$ 37,903	21,564
16/07/2003	Purchase	1.90186	\$ 190,186	100,000
4/08/2003	Purchase	2.46792	\$ 55,629	22,541

Annexure 2

This is page 2 of 6 pages of Annexure 2 referred to in Form 603 signed by me and dated 27/01/2004.

C E Cuffe
Director

6/08/2003	Purchase	2.46390	\$	297,322	120,671
7/08/2003	Purchase	2.47354	\$	211,678	85,577
8/08/2003	Purchase	2.47815	\$	77,346	31,211
8/09/2003	Purchase	2.4500	\$	12,005	4,900
8/09/2003	Purchase	2.4500	\$	7,350	3,000
8/09/2003	Purchase	2.450	\$	31,850	13,000
8/09/2003	Purchase	2.450	\$	75,950	31,000
8/09/2003	Purchase	2.450	\$	4,900	2,000
8/09/2003	Purchase	2.450	\$	1,225	500
9/09/2003	Purchase	2.45000	\$	695,800	284,000
15/09/2003	Purchase	2.4500	\$	122,500	50,000
15/09/2003	Purchase	2.5870	\$	258,701	100,000
16/09/2003	Purchase	2.64600	\$	357,210	135,000
17/09/2003	Purchase	2.76961	\$	193,873	70,000
18/09/2003	Purchase	2.76304	\$	109,140	39,500
18/09/2003	Purchase	2.75687	\$	153,006	55,500
1/10/2003	Purchase	2.54838	\$	378,297	148,446
2/10/2003	Purchase	2.50945	\$	334,156	133,159
3/10/2003	Purchase	2.53835	\$	46,693	18,395
27/10/2003	Purchase	27.08910	\$	406,337	15,000
27/10/2003	Purchase	2.71000	\$	2,021,660	746,000
27/10/2003	Purchase	2.69483	\$	1,156,546	429,173
28/10/2003	Purchase	2.65142	\$	148,021	55,827
1/11/2003	Purchase	2.45809	\$	104,469	42,500
3/11/2003	Purchase	2.45000	\$	73,500	30,000
3/11/2003	Purchase	2.45000	\$	318,500	130,000
3/11/2003	Sale	1.9429	-\$	58,286	30,000
4/11/2003	Purchase	2.55842	\$	102,337	40,000
6/11/2003	Purchase	2.57808	\$	1,289,040	500,000
14/11/2003	Purchase	2.42799	\$	228,134	93,960
18/11/2003	Purchase	2.46210	\$	387,780	157,500
21/11/2003	Purchase	2.38785	\$	89,671	37,553
21/11/2003	Purchase	2.37682	\$	356,523	150,000
26/11/2003	Purchase	2.40792	\$	6,224	2,585
3/12/2003	Purchase	2.54000	\$	130,810	51,500
3/12/2003	Sale	2.4500	-\$	12,005	4,900
3/12/2003	Sale	2.4500	-\$	7,350	3,000
3/12/2003	Sale	2.450	-\$	31,850	13,000
3/12/2003	Purchase	2.450	-\$	75,950	31,000
3/12/2003	Sale	2.450	-\$	4,900	2,000
3/12/2003	Sale	2.450	-\$	1,225	500
10/12/2003	Purchase	2.40792	\$	27,383	11,372
11/12/2003	Purchase	2.41795	\$	197,723	81,773
12/12/2003	Purchase	2.43491	\$	129,666	53,253
16/12/2003	Purchase	2.44805	\$	136,601	55,800
16/12/2003	Purchase	2.55916	\$	230,325	90,000
16/12/2003	Purchase	2.44805	\$	371,289	151,667

Annexure 2

This is page 3 of 6 pages of Annexure 2 referred to in Form 603 signed by me and dated 27/01/2004.

C E Cuffe

Director

18/12/2003	Purchase	2.44805	\$	26,380	10,776
18/12/2003	Purchase	2.45809	\$	164,008	66,722
19/12/2003	Purchase	2.44805	\$	365,308	149,224
22/12/2003	Purchase	2.39468	\$	263,414	110,000
23/12/2003	Purchase	2.42799	\$	90,554	37,296
23/12/2003	Purchase	2.3098	\$	4,999	2,164
23/12/2003	Purchase	2.3098	\$	4,999	2,164
23/12/2003	Purchase	2.310	\$	4,999	2,164
23/12/2003	Purchase	2.310	\$	4,999	2,164
23/12/2003	Purchase	2.310	\$	4,999	2,164
23/12/2003	Purchase	2.310	\$	4,999	2,164
30/12/2003	Purchase	2.49631	\$	115,497	46,267
31/12/2003	Purchase	2.49892	\$	134,274	53,733
5/01/2004	Purchase	2.46812	\$	12,341	5,000
7/01/2004	Purchase	2.52300	\$	90,028	35,683
8/01/2004	Purchase	2.58009	\$	153,043	59,317
12/01/2004	Purchase	2.48818	\$	326,201	131,100
12/01/2004	Purchase	2.48768	\$	34,828	14,000
13/01/2004	Purchase	2.48818	\$	10,202	4,100
15/01/2004	Purchase	2.57146	\$	159,173	61,900
16/01/2004	Purchase	2.63115	\$	52,623	20,000
20/01/2004	Purchase	2.60000	\$	11,253	4,328
21/01/2004	Purchase	2.55841	\$	141,808	55,428
22/01/2004	Purchase	2.55842	\$	1,298,838	507,673
Balance as at 12 January 2004 (refer below)					7,270,190
Number of shares on issue					134,020,000
Percentage of issued units held					5.42%

Holder of Relevant Interest	Registered Holder	Note	Class and number of securities (Fully Paid Ordinary)
Challenger Managed Investments Limited as Responsible Entity for Challenger Smaller Companies Fund	State Street on behalf of Challenger Managed Investments Limited as Responsible Entity for Challenger Smaller Companies Fund	B	6,845,988
Challenger Managed Investments Limited as Responsible Entity for Challenger Socially Responsive Fund	State Street on behalf of Challenger Managed Investments Limited as Responsible Entity for Challenger Socially Responsive Fund	B	150,000
Challenger Portfolio Management Limited	ANZ Nominees on behalf of Warrakirri Small Companies Fund	B	261,218
Challenger Portfolio Management Limited	Anglican Homes Foundation	B	2,164

Annexure 2

This is page 4 of 6 pages of Annexure 2 referred to in Form 603 signed by me and dated 27/01/2004.

C E Cuffe

Director

Challenger Portfolio Management Limited	Anglican Homes Incorporated	B	2,164
Challenger Portfolio Management Limited	BHP Iron Ore	B	2,164
Challenger Portfolio Management Limited	Silver Chain Nursing Association	B	2,164
Challenger Portfolio Management Limited	Stamsuper	B	2,164
Challenger Portfolio Management Limited	Tower Trust NZ on behalf of Community Trust	B	2,164
Balance as at 10.12.04			7,270,190

NOTES

A in this Annexure:

"CGF" means Challenger Financial Services Group Limited (ACN 106 842 371) of Level 41, Aurora Place, 88 Phillip Street, Sydney NSW 2000.

"CFG" means Challenger Financial Services Group (ARSN 091 545 185) of Level 3, 55 Park Street, Sydney NSW 2000 which is wholly owned by CGF(ACN 106 842 371).

"Challenger Group Holdings Limited" means Challenger Group Holdings Limited (ACN 002 993 302) which is wholly owned by CFG (ARSN 091 545 185) of Level 41, Aurora Place, 88 Phillip Street, Sydney NSW 2000.

"Challenger Managed Investments Limited" means Challenger Managed Investments Limited (ACN 002 835 592) a wholly owned subsidiary of Howard Mortgage Management Limited (ACN 003 033 143) which is a wholly owned subsidiary of Challenger Life Limited (ACN 006 381 193) which is a wholly owned subsidiary of Iroka Pty Limited (ACN 080 036 657) which is a wholly owned subsidiary of Challenger Financial Services Group Limited.

"Challenger Portfolio Management Limited" means Challenger Portfolio Management Limited (ACN 064 545 124)) which is a wholly owned subsidiary of Challenger Life Limited (ACN 006 381 193) which is a wholly owned subsidiary of Iroka Pty Limited (ACN 080 036 657) which is a wholly owned subsidiary of Challenger Financial Services Group Limited.

"ANZ Nominees" means ANZ Nominees Limited (ACN 005 357 568) which is a wholly owned subsidiary of Australia and New Zealand Banking Group Limited (ACN 005 357 522) of Level 6, 100 Queen Street, Melbourne VIC 3000.

"State Street" means State Street Australia Limited (ACN 002 965 200) of State Street Centre, 338 Pitt Street, Sydney NSW 2000.

"Tower Trust (NSW) Limited" means Tower Trust (NSW) Limited (ACN 000 329 706) of 80 Alfred St, Milsons Point NSW 2061.

"Warakirri Small Companies Fund" means Warakirri Small Companies Fund of Level 3, 53 Queens Street, Melbourne VIC 3000.

"Anglican Homes Foundation" means Anglican Homes Foundation (ABN 14 812 920 499) of 416 Stirling Highway, Cottesloe WA 6011.

"Anglican Homes Incorporated" means Anglican Homes Incorporated (ABN 45 582 438 433) of 416 Stirling Highway, Cottesloe WA 6011.

Annexure 2

This is page 5 of 6 pages of Annexure 2 referred to in Form 603 signed by me and dated 27/01/2004

C E Cuffe
Director

"BHP Iron Ore" means BHP Iron Ore Employees' Provident Fund Pty Ltd (ACN 008 861 498) of 242 Rokeby Road, Subiaco WA 6088.

"Community Trust" means The Community Trust of Level 1 Tudor House, 95 Oxford Street, Christchurch New Zealand.

"Silver Chain Nursing Association" means Silver Chain Nursing Association Incorporation (ABN 77 119 417 018) of 6 Sundercome Street, Osborne Park WA 6017.

"Stamsuper" means Stamsuper Pty Ltd of c/- RSM Bird Cameron, 8 St Georges Terrace, Perth WA 6000.

B. Explanation of Relationship and Nature of Relevant Interests

Registered Holder	On behalf of	Nature of relevant interest
State Street Limited	Challenger Managed Investments Limited as Responsible Entity for Challenger Smaller Companies Fund and Challenger Socially Responsive Fund	Pursuant to the Constitution of Challenger Smaller Companies Fund and Challenger Socially Responsive Fund the responsible entity, Challenger Managed Investments Limited, has the power to control voting and/or disposal of securities.
ANZ Nominees Limited	Warakirri Small Companies Fund	Challenger Portfolio Management Limited is an Investment Manager appointed by Warrakirri Asset Management Pty Ltd. Under the Investment Management Agreement, Challenger Portfolio Management Limited has acquisition and disposal powers in respect of those securities.
Anglican Homes Foundation		Challenger Portfolio Management Limited is an Investment Manager appointed by Anglican Homes Foundation Incorporated. Under the Investment Management Agreement, Challenger Portfolio Management Limited has acquisition and disposal powers in respect of those securities.
Anglican Homes Incorporated		Challenger Portfolio Management Limited is an Investment Manager appointed by Anglican Homes Incorporated. Under the Investment Management Agreement, Challenger Portfolio Management Limited has acquisition and disposal powers in respect of those securities.
BHP Iron Ore		Challenger Portfolio Management Limited is an Investment Manager appointed by BHP Iron Ore Employees' Provident Fund Pty Ltd. Under the Investment Management Agreement, Challenger Portfolio Management Limited has acquisition and disposal powers in respect of those securities.

Annexure 2

This is page 6 of 6 pages of Annexure 2 referred to in Form 603 signed by me and dated 27/01/2004.

C E Cuffe
Director

Tower Trust (NSW) Limited <TEA Custodians Limited>	The Community Trust	Challenger Portfolio Management Limited is an Investment Manager appointed by The Community Trust. Under the Investment Management Agreement, Challenger Portfolio Management Limited has acquisition and disposal powers in respect of those securities.
Silver Chain Nursing Association		Challenger Portfolio Management Limited is an Investment Manager appointed by Silver Chain Nursing Association Incorporation. Under the Investment Management Agreement, Challenger Portfolio Management Limited has acquisition and disposal powers in respect of those securities.
Stamsuper		Challenger Portfolio Management Limited is an Investment Manager appointed by Stamsuper Pty Ltd. Under the Investment Management Agreement, Challenger Portfolio Management Limited has acquisition and disposal powers in respect of those securities.

Associates	Nature of Association
Companies listed in Annexure 1.	Each of the Companies listed in Annexure 1.