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Melbourne VIC 3001

2 October 2012

Company Announcements Platform
ASX Limited

Dear Sir/Madam

IOOF Holdings Limited's ("IOOF") takeover bid for Plan B Group Holdings Limited ("Offer") - Notice of status of conditions

As required by section 630(3) of the Corporations Act, a notice of the status of the conditions in relation to the Offer is attached.

As previously noted in IOOF's ASX announcement of 27 September 2012, IOOF has declared the Offer, and any takeover contract arising from acceptance of the Offer, free from all of the remaining conditions of the Offer.

Yours faithfully

Danielle Corcoran
Company Secretary

NOTICE OF STATUS OF CONDITIONS

TO: Plan B Group Holdings Limited (ABN 36 124 951 337)

AND TO: ASX Limited

In relation to the offer ("**Offer**") made pursuant to the Bidder's Statement dated 26 July 2012 ("**Bidder's Statement**") by IOOF Holdings Limited (ABN 49 100 103 722) ("**IOOF**"), IOOF gives notice pursuant to section 630(3) of the Corporations Act that:

(a) as stated in the Notice of Fulfilment of Condition under section 630(4) of the Corporations Act dated 23 August 2012, the condition set out in paragraph (k) of Appendix 2 of the Bidder's Statement has previously been fulfilled; and

(b) as stated in the Notice to free Offer from Conditions under section 650F of the Corporations Act dated 27 September 2012, IOOF freed the Offer, and any contract arising from acceptance of the Offer, from all of the remaining conditions set out in paragraphs (a) to (j) of Appendix 2 of the Bidder's Statement.

As at 7.00pm on 1 October 2012, IOOF's voting power in Plan B was 89.631%, comprising 73,291,891 out of a total of 81,770,846 shares presently on issue.

Dated: 2 October 2012

Signed by Peter Stirling as attorney for IOOF Holdings Limited, pursuant to power of attorney dated 25 July 2012.

Peter Stirling
Attorney