

Form 603
Corporations Act 2001
Section 671B

Notice of initial substantial holder

To Company Name/Scheme IOOF HOLDINGS LTD (ASX code: IFL AU)
ACN/ARSN 100 103 722

1. Details of substantial holder (1)

Name Sumitomo Mitsui Trust Holdings, Inc. (SMTH) and its Subsidiaries as listed in Annexure C
ACN/ARSN (if applicable) n/a

The holder became a substantial holder on 1 May 2018

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 had a relevant interest in on the date the substantial holder became a substantial holder are as follows:

Class of securities	Number of securities	Person's votes	Voting power
Ordinary Shares	17,657,109	17,657,109	5.03%

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	Class and number of securities
Nikko AM Limited (NAML)	Under section 608(1) and 608(3) of the Corporations Act in its capacity as fund manager.	17,502,072 fully paid ordinary shares
Nikko Asset Management Co., Ltd	Under section 608(1) and 608(3) of the Corporations Act in its capacity as fund manager.	152,837 fully paid ordinary shares
Nikko Asset Management Asia Limited	Under section 608(1) and 608(3) of the Corporations Act in its capacity as fund manager.	2,200 fully paid ordinary shares

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	Class and number of securities
Each person named in section 3 above	As set out in Annexure A		

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	Class and number of securities
As set out in Annexure B			

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
Nikko AM Limited (NAML) ABN: 99 003 376 252	Ultimately a subsidiary of Sumitomo Mitsui Trust Holdings, Inc.
Nikko Asset Management Co., Ltd (NAM)	Ultimately a subsidiary of Sumitomo Mitsui Trust Holdings, Inc.
Nikko Asset Management Asia Limited (NAM Asia)	Ultimately a subsidiary of Sumitomo Mitsui Trust Holdings, Inc.

7. Addresses

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

Name	Address
NAML	Level 26, One International Towers Sydney, 100 Barangaroo Avenue, Barangaroo NSW 2000
NAM	Midtown Tower 9-7-1 Akasaka, Minato-ku Tokyo 107-6242 Japan
NAM Asia	12 Marina View, #18-02 Asia Square Tower 2, Singapore 018961
SMTH	1-4-1 Marunouchi, Chiyoda-ku, Tokyo 100-8233, Japan

Signatureprint name **Junichi Kabasawa**capacity **Senior Manager, Risk Management
Dept. Sumitomo Mitsui Trust
Holdings, Inc.**

sign here

date **2/5/2018**

Annexure A – Details of present registered holders

This is Annexure A of 2 page referred to in the Form 603 Notice of initial substantial holder

Signed by me and dated 2/5/2018

Junichi Kabasawa

Junichi Kabasawa,

Senior Manager, Risk Management Dept. Sumitomo Mitsui Trust Holdings, Inc.

Details of present registered holders

Holder of relevant interest	Registered holder of securities	Person entitled to be registered as holder	Class and number of securities
Nikko AM Limited	BNP Paribas Nominees Pty Ltd	Account 7 BNP Paribas Nominees Pty Ltd 60 Castlereagh Street Sydney NSW 2000	Fully Paid Ordinary & 300,959
Nikko AM Limited	BNP Paribas Nominees Pty Ltd	Account 56 BNP Paribas Nominees Pty Ltd 60 Castlereagh Street Sydney NSW 2000	Fully Paid Ordinary & 135,724
Nikko AM Limited	BNP Paribas Nominees Pty Ltd	Account 57 BNP Paribas Nominees Pty Ltd 60 Castlereagh Street Sydney NSW 2000	Fully Paid Ordinary & 225,349
Nikko AM Limited	BNP Paribas Nominees Pty Ltd	Account 87 BNP Paribas Nominees Pty Ltd 60 Castlereagh Street Sydney NSW 2000	Fully Paid Ordinary & 149,121
Nikko AM Limited	BNP Paribas Nominees Pty Ltd	Account 47 BNP Paribas Nominees Pty Ltd 60 Castlereagh Street Sydney NSW 2000	Fully Paid Ordinary & 122,480
Nikko AM Limited	Citicorp Nominees Pty Limited	Account 59 Citicorp Nominees Pty Limited Level 25 2 Park Street SYDNEY NSW 2000	Fully Paid Ordinary & 216,984
Nikko AM Limited	BNP Paribas Nominees Pty Ltd	Account 9 BNP Paribas Nominees Pty Ltd 60 Castlereagh Street Sydney NSW 2000	Fully Paid Ordinary & 203,945
Nikko AM Limited	National Australia Bank Limited (NAB Custodian Services)	Account 81 National Australia Bank Limited (NAB Custodian Services) Level 23, 255 George St, Sydney NSW 2000 Australia	Fully Paid Ordinary & 397,723
Nikko AM Limited	JP Morgan Nominees Australia Ltd	Account 54 JP Morgan Nominees Australia Ltd Level 26, Grosvenor Place, 255 George Street Sydney NSW 2000	Fully Paid Ordinary & 491,266
Nikko AM Limited	Citicorp Nominees Pty Limited	Account 92 Citicorp Nominees Pty Limited Level 25 2 Park Street SYDNEY NSW 2000	Fully Paid Ordinary & 481,724
Nikko AM Limited	National Australia Bank Limited (NAB Custodian Services)	Account 91 National Australia Bank Limited (NAB Custodian Services) Level 23, 255 George St, Sydney NSW 2000 Australia	Fully Paid Ordinary & 822,569
Nikko AM Limited	JP Morgan Nominees Australia Ltd	Account 94 JP Morgan Nominees Australia Ltd Level 26, Grosvenor Place, 255 George Street Sydney NSW 2000	Fully Paid Ordinary & 934,160
Nikko AM Limited	National Australia Bank Limited (NAB Custodian Services)	Account 88 National Australia Bank Limited (NAB Custodian Services) Level 23, 255 George St, Sydney NSW	Fully Paid Ordinary & 1,702,818

Holder of relevant interest	Registered holder of securities	Person entitled to be registered as holder	Class and number of securities
		2000 Australia	
Nikko AM Limited	National Australia Bank Limited (NAB Custodian Services)	Account 53 National Australia Bank Limited (NAB Custodian Services) Level 23, 255 George St, Sydney NSW 2000 Australia	Fully Paid Ordinary & 201,232
Nikko AM Limited	Citicorp Nominees Pty Limited	Account 75 Citicorp Nominees Pty Limited Level 25 2 Park Street SYDNEY NSW 2000	Fully Paid Ordinary & 3,271,075
Nikko AM Limited	BNP Paribas Nominees Pty Ltd	Account 3 BNP Paribas Nominees Pty Ltd 60 Castlereagh Street Sydney NSW 2000	Fully Paid Ordinary & 3,435,068
Nikko AM Limited	BNP Paribas Security Services Pty Ltd	Account 98 BNP Paribas Security Services Pty Ltd 60 Castlereagh Street Sydney NSW 2000	Fully Paid Ordinary & 796,862
Nikko AM Limited	BNP Paribas Security Services Pty Ltd	Account 99 BNP Paribas Security Services Pty Ltd 60 Castlereagh Street Sydney NSW 2000	Fully Paid Ordinary & 1,059,936
Nikko AM Limited	JP Morgan Nominees Australia Ltd	Account 100 JP Morgan Nominees Australia Ltd Level 26, Grosvenor Place, 255 George Street Sydney NSW 2000	Fully Paid Ordinary & 330,585
Nikko AM Limited	JP Morgan Nominees Australia Ltd	Account 101 JP Morgan Nominees Australia Ltd Level 26, Grosvenor Place, 255 George Street Sydney NSW 2000	Fully Paid Ordinary & 192,058
Nikko AM Limited	HSBC Custody Nominees (Australia) Limited	Account 102 HSBC Custody Nominees (Australia) Limited Level 36, Tower 1, International Towers Sydney, 100 Barangaroo Avenue, Sydney NSW 2000	Fully Paid Ordinary & 2,030,434
Nikko Asset Management Co., Ltd (NAM)	Mizuho Trust & Banking Co., Ltd.	1-2-1 Yaesu, Chuo-ku, Tokyo	Fully Paid Ordinary & 135,537
Nikko Asset Management Co., Ltd (NAM)	Sumitomo Mitsui Trust Bank, Limited.	1-4-1 Marunouchi, Chiyoda-ku, Tokyo	Fully Paid Ordinary & 17,300
Nikko Asset Management Asia Limited (NAM Asia)	BNP Paribas Nominees Pty Limited	20 Collyer Quay, #01-01, Singapore 049319	Fully Paid Ordinary & 2,200

Annexure B – Consideration

This is Annexure B of 1 page referred to in the Form 603 Notice of initial substantial holder
Signed by me and dated 2/5/2018.

Junichi Kabasawa

Junichi Kabasawa,
Senior Manager, Risk Management Dept. Sumitomo Mitsui Trust Holdings, Inc.

Holder of relevant interest	Date of acquisition	Consideration	Class and number of securities
Nikko AM Limited	19/01/2018 – 1/05/2018	A\$165,200,661.58	Fully Paid Ordinary & 16,267,053
Nikko Asset Management Co. Ltd (NAM)	18/02/2018 – 1/05/2018	A\$1599708.89	Fully Paid Ordinary & 152,837
Nikko Asset Management Asia Limited (NAM Asia)	20/04/2018	A\$20954.9	Fully Paid Ordinary & 2,200

Annexure C – Sumitomo subsidiaries

This is Annexure C of 2 pages referred to in the Form 603 Notice of initial substantial holder

Signed by me and dated 2/5/2018

*Junichi Kabasawa*Junichi Kabasawa,
Senior Manager, Risk Management Dept. Sumitomo Mitsui Trust Holdings, Inc.

Sumitomo Mitsui Trust Holdings Inc. Subsidiaries:
Sumitomo Mitsui Trust Bank, Limited
SBI Sumishin Net Bank, Ltd.
SBI Sumishin Net Bank Card Co., Ltd.
SBI Card Co., Ltd.
Sumitomo Mitsui Trust General Service Co., Ltd.
Sumitomo Mitsui Trust Career Partners Co., Ltd.
HR One Corporation
HR One Shanghai Co., Ltd.
Sumitomo Mitsui Trust Systems & Services Co., Ltd.
Sumitomo Mitsui Trust Guarantee Co., Ltd.
Sumishin Guaranty Company Limited
Sumitomo Mitsui Trust Wealth Partners Co., Ltd.
Sumitomo Mitsui Trust Card Co., Ltd.
Sumitomo Mitsui Trust Club Co., Ltd.
Sumitomo Mitsui Trust Business Service Co., Ltd.
Sumitomo Mitsui Trust Loan & Finance Co., Ltd.
Sumitomo Mitsui Trust Panasonic Finance Co., Ltd.
Japan Machinery Leasing and Sales Co., Ltd.
Sumitomo Mitsui Trust Leasing (SINGAPORE) Pte.Ltd.
FA Leasing Ltd. Co., Ltd.
Sumishin Life Card Company, Limited
Enex Asset Management Co., Ltd.
Zijin Trust Co., Ltd
Nanjing Zijin Financial Leasing Co., Ltd.
Marubeni SumIT Rail Transport Inc.
Midwest Rail Corporation
Sumitomo Mitsui Trust Bank(Thai) Public Company Limited
BIDV-SuMI TRUST Leasing Co.,Ltd.
Sumitomo Mitsui Trust Investment Co., Ltd.
Sumitomo Mitsui Trust(Hong Kong) Limited
Sumitomo Mitsui Trust Real Estate Investment Management Co., Ltd.
Tokyo Securities Transfer Agent Co.,Ltd.
Japan Securities Agents, Ltd.
Sumitomo Mitsui Trust TA Solution, Ltd.
Japan Stockholders Data Service Company, Limited
Sumitomo Mitsui Trust Research Institute Co., Ltd.
Sumitomo Mitsui Trust Realty Co., Ltd.
Mitsui & Co., Logistics Partners Ltd.
Sumitomo Mitsui Trust Asset Management Co., Ltd.
Nikko Asset Management Co., Ltd.
Nippon Institutional Securities Establishment(Preparation)Co., Ltd.
Nikko Asset Management Americas, Inc.
Nikko Asset Management Asia Limited
Nikko Asset Management Australia Limited
Nikko Asset Management Europe Ltd
Nikko AM Limited
Nikko Asset Management International Limited
AIIMAN Asset Management Sdn.Bhd.
Nikko Asset Management New Zealand Limited
Nikko AM Americas Holding Co., Inc.

Nikko AM Global Holdings Limited
Nikko Asset Management Hong Kong Limited
Ambit Mauritius Investment Managers Private Limited
Nikko AM Global Cayman Limited
Nikko AM (Cayman) Ltd
Nikko Asset Management Luxembourg S.A.
NAMA Investment Partneres, Inc.
Nikko AM Equities Australia Pty Limited
Affin Hwang Asset Management Berhad
Rongtong Fund Management Co., Ltd.
Ambit Investment Advisors Private Limited
Shen Zhen Rongtong Capital Management Co., Ltd.
Rongtong Global Investment Limited
Affin Capital Services Berhad
Nikko AM Japan Property Fund I Pte. Ltd.
Sky Ocean Asset Management Co, Ltd.
JP Asset Management Co., Ltd.
Sumitomo Mitsui Trust International Limited
NS Holdings LLP
NS Asset Management LLP
Japan Trustee Services Bank, Ltd.
Sumitomo Mitsui Trust Bank (Luxembourg) S.A.
Sumitomo Mitsui Trust Bank (U.S.A.) Limited
Sumitomo Mitsui Trust (Ireland) Limited
SMT Fund Services (Ireland) Limited
SMT Trustees (Ireland) Limited
G.A.S. (Cayman) Limited
Sumitomo Mitsui Trust (UK) Limited
Japan Pension Operation Service, Ltd.
OIF(PANAMA) S.A.
STL AIRCRAFT S.A.
Maritime International Oceanus S.A.
Lucid Rainbow S.A.
SILVER SAIL (PANAMA) S.A.
SLOC(PANAMA) S.A.

