

Form 605Corporations Act 2001
Section 671B**Notice of ceasing to be a substantial holder**To Company Name/Scheme HOMELOANS LIMITEDACN/ARSN 095 034 003**1. Details of substantial holder(1)**Name HomeLoans LimitedACN/ARSN (if applicable) 095 034 003The holder ceased to be a
substantial holder on11/05/07

The previous notice was given to the company on

26/02/07

The previous notice was dated

26/02/07**2. Changes in relevant interests**

Particulars of each change in, or change in the nature of, a relevant interest (2) of the substantial holder or an associate (3) 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 (4)	Consideration given in relation to change(5)	Class (6) and number of securities affected	Person's votes affected
<u>11/05/07</u>	<u>HomeLoans Ltd</u>	<u>Refer Annexure A Attached</u>	<u>As per Agreement</u>	<u>3,300,000</u>	<u>Challenger Mort.Mgt.Hold.P/L</u>

3. Changes in association

The persons who have become associates (3) of, ceased to be associates of, or have changed the nature of their association (7) 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

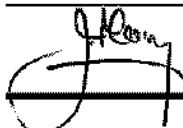
4. Addresses

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

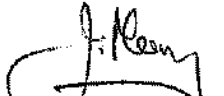
Name	Address
<u>HomeLoans Limited</u>	<u>Level 2, 168 St George's Terrace, Perth WA 6000</u>
<u>Challenger Mort.Mgt.Hld.P/L</u>	<u>Level 4, 88 Phillip Street, Sydney NSW 2000</u>

Signatureprint name Jennifer Murraycapacity Company Secretary

sign here

date 14/05/07

THIS IS THE ANNEXURE MARKED 'A' REFERRED TO IN FORM 605
SIGNED BY ME AND DATED 14/05/2007



Jennifer Murray
Company Secretary

2. Change in relevant interests

A second Subscription Agreement has now been completed between the Company (Homeloans Limited) and the Subscriber (Challenger Mortgage Management Holdings Pty Ltd). The Company therefore no longer has an interest in 8,300,000 ordinary shares which were issued to Challenger Mortgage Management Holdings Pty Ltd in accordance with the terms of the First Subscription Agreement.