

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

Notice of change of interests of substantial holder

To: Premier Investments Limited
ACN: 006 727 966
ASX Code: PMV

1. Details of substantial holder

Name: IOOF Holdings Limited
ACN: ACN 100 103 722

This notice is given by IOOF Holdings Limited on behalf of itself and its subsidiaries.

There was a change in the interest of the substantial holder on: 23/02/2012
The previous notice was given to the company on: 24/10/2011
The previous notice was dated: 20/10/2011

2. Previous and present 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 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
Ordinary	13,319,557	8.590%	15,099,631	9.738%

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	Person	Nature	Consideration	Class & number (ord)	Person's votes
25/10/2011	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 41,538.53	8,452	8,452
27/10/2011	Perennial Investment Partners Limited (ACN 087 901 620)	Sold on market	-\$ 334.45	- 67	- 67

28/10/2011	Perennial Investment Partners Limited (ACN 087 901 620)	Sold on market	-\$ 113,861.40	- 22,604	- 22,604
4/11/2011	Perennial Investment Partners Limited (ACN 087 901 620)	Sold on market	-\$ 4,627,997.87	- 892,257	- 892,257
8/11/2011	Perennial Investment Partners Limited (ACN 087 901 620)	Sold on market	-\$ 7,314.67	- 1,358	- 1,358
9/11/2011	Perennial Investment Partners Limited (ACN 087 901 620)	Sold on market	-\$ 136,195.46	- 24,822	- 24,822
10/11/2011	Perennial Investment Partners Limited (ACN 087 901 620)	Sold on market	-\$ 4,042.61	- 744	- 744
14/11/2011	Perennial Investment Partners Limited (ACN 087 901 620)	Sold on market	-\$ 1,718.80	- 319	- 319
15/11/2011	Perennial Investment Partners Limited (ACN 087 901 620)	Sold on market	-\$ 988.58	- 188	- 188
16/11/2011	Perennial Investment Partners Limited (ACN 087 901 620)	Sold on market	-\$ 4,214.48	- 803	- 803
21/11/2011	Perennial Investment Partners Limited (ACN 087 901 620)	Sold on market	-\$ 3,151.15	- 605	- 605
24/11/2011	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 832.59	161	161
25/11/2011	Perennial Investment Partners Limited (ACN 087 901 620)	Sold on market	-\$ 1,392.83	- 270	- 270
28/11/2011	Perennial Investment Partners Limited (ACN 087 901 620)	Sold on market	-\$ 1,325.77	- 258	- 258
29/11/2011	Perennial Investment Partners Limited (ACN 087 901 620)	Sold on market	-\$ 1,115.09	- 217	- 217
2/12/2011	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 2,631,140.49	496,398	496,398
7/12/2011	Perennial Investment Partners Limited (ACN 087 901 620)	Sold on market	-\$ 3,646.38	- 678	- 678
8/12/2011	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 975,230.78	183,128	183,128
9/12/2011	Perennial Investment Partners Limited (ACN 087 901 620)	off market transfer	\$ -	- 48,568	- 48,568
9/12/2011	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 265,142.06	49,845	49,845
14/12/2011	Perennial Investment Partners Limited (ACN 087 901 620)	Sold on market	-\$ 40,095.90	- 7,444	- 7,444
15/12/2011	Perennial Investment Partners Limited (ACN 087 901 620)	Sold on market	-\$ 6,135.05	- 1,139	- 1,139
16/12/2011	Perennial Investment Partners Limited (ACN 087 901 620)	Sold on market	-\$ 707,893.71	- 132,466	- 132,466
19/12/2011	Perennial Investment Partners Limited (ACN 087 901 620)	Sold on market	-\$ 895,009.78	- 169,091	- 169,091
20/12/2011	Perennial Investment Partners Limited (ACN 087 901 620)	Sold on market	-\$ 19,388.41	- 3,829	- 3,829
21/12/2011	Perennial Investment Partners Limited (ACN 087 901 620)	Sold on market	-\$ 75,316.55	- 14,747	- 14,747
23/12/2011	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 151.61	31	31
28/12/2011	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 93,048.93	19,358	19,358

29/12/2011	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 343,919.42	72,079	72,079
30/12/2011	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 209,589.39	43,914	43,914
6/01/2012	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 451,462.15	95,376	95,376
11/01/2012	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 2,519.64	512	512
17/01/2012	Perennial Investment Partners Limited (ACN 087 901 620)	Sold on market	-\$ 1,317.10	- 275	- 275
20/01/2012	Perennial Investment Partners Limited (ACN 087 901 620)	Sold on market	-\$ 461.20	- 97	- 97
24/01/2012	Perennial Investment Partners Limited (ACN 087 901 620)	Sold on market	-\$ 2,094.75	- 441	- 441
27/01/2012	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 185,836.57	39,864	39,864
30/01/2012	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 540,770.77	116,167	116,167
2/02/2012	Perennial Investment Partners Limited (ACN 087 901 620)	Sold on market	-\$ 5,587.04	- 1,149	- 1,149
6/02/2012	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 8,462.32	1,702	1,702
8/02/2012	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 217,648.69	44,306	44,306
9/02/2012	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 72,259.76	14,635	14,635
10/02/2012	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 24,300.86	4,887	4,887
14/02/2012	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 7,614,923.32	1,551,506	1,551,506
21/02/2012	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 45,457.72	8,885	8,885
23/02/2012	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 1,806,409.09	353,304	353,304

4. Present Relevant Interests

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

Holder	Registered holder of securities	Person Entitled to be holder	Nature of relevant interest	Class & Number (Ord)	Person's votes
Perennial Investment Partners Limited (ACN 087 901 620)	Northern Trust		Investment Manager	329,146	329,146
Perennial Investment Partners Limited (ACN 087 901 620)	NAB Asset Servicing		Investment Manager	7,498,219	7,498,219

Perennial Investment Partners Limited (ACN 087 901 620)	JP Morgan		Investment Manager	3,108,798	3,108,798
Perennial Investment Partners Limited (ACN 087 901 620)	JB WERE		Investment Manager	56,413	56,413
Perennial Investment Partners Limited (ACN 087 901 620)	Citigroup		Investment Manager	2,449,698	2,449,698
Perennial Investment Partners Limited (ACN 087 901 620)	BNP		Investment Manager	1,657,357	1,657,357

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 & ACN	Nature of association
Not applicable	

6. Addresses

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

Name	Address
IOOF Holdings Limited	Level 6, 161 Collins Street, Melbourne Victoria 3000
Perennial Investment Partners Limited	Level 24, 303 Collins Street, Melbourne Victoria 3000
Premier Investments Limited	Level 53 , 101 Collins Street , MELBOURNE , Victoria, 3000