

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

Notice of change of interests of substantial holder

To : People Infrastructure Limited
ACN: 615 173 076
ASX Code: PPE

1. Details of substantial holder

Name: IOOF Holdings Limited
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: 27/12/2018
The previous notice was given to the company on: 21/11/2018
The previous notice was dated: 19/11/2018

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	5,520,026	8.537%	6,191,824	9.539%

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
20/11/2018	Perennial Value Management Limited (ACN 090 879 904)	Purchased on market	\$ 90,754.04	47,191	47,191
21/11/2018	Perennial Value Management Limited (ACN 090 879 904)	Purchased on market	\$ 114,274.55	60,330	60,330

22/11/2018	Perennial Value Management Limited (ACN 090 879 904)	Purchased on market	\$ 111,398.05	58,743	58,743
23/11/2018	Perennial Value Management Limited (ACN 090 879 904)	Purchased on market	\$ 70,402.83	37,002	37,002
29/11/2018	Perennial Value Management Limited (ACN 090 879 904)	Purchased on market	\$ 37,074.75	18,134	18,134
30/11/2018	Perennial Value Management Limited (ACN 090 879 904)	Purchased on market	\$ 140,016.67	67,952	67,952
3/12/2018	Perennial Value Management Limited (ACN 090 879 904)	Purchased on market	\$ 81,054.53	39,452	39,452
4/12/2018	Perennial Value Management Limited (ACN 090 879 904)	Purchased on market	\$ 41,174.39	20,000	20,000
14/12/2018	Perennial Value Management Limited (ACN 090 879 904)	Purchased on market	\$ 84,262.34	44,722	44,722
17/12/2018	Perennial Value Management Limited (ACN 090 879 904)	Purchased on market	\$ 69,826.82	36,678	36,678
20/12/2018	Perennial Value Management Limited (ACN 090 879 904)	Purchased on market	\$ 65,319.84	36,310	36,310
21/12/2018	Perennial Value Management Limited (ACN 090 879 904)	Purchased on market	\$ 273,691.03	152,607	152,607
24/12/2018	Perennial Value Management Limited (ACN 090 879 904)	Purchased on market	\$ 84,310.67	49,474	49,474
27/12/2018	Perennial Value Management Limited (ACN 090 879 904)	Purchased on market	\$ 5,448.09	3,203	3,203

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 Value Management Limited (ACN 090 879 904)	NAB Asset Servicing		Investment Manager	2,976,511	2,976,511
Perennial Value Management Limited (ACN 090 879 904)	Citigroup		Investment Manager	1,935,036	1,935,036
Perennial Value Management Limited (ACN 090 879 904)	BNP		Investment Manager	1,280,277	1,280,277

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
People Infrastructure Limited	69-75 Sandgate Road Albion, QLD 4010
Perennial Value Management Limited	Level 27, 88 Phillip Street Sydney, NSW 2000