

Sydney

Level 2, 5 Martin Place
Sydney NSW 2000 Australia
GPO Box 3698
Sydney NSW 2001
www.challenger.com.au

Telephone 02 9994 7000
Facsimile 02 9994 7777

12 January 2018

The Manager
Company Announcements Office
ASX Limited
20 Bridge Street
SYDNEY NSW 2000

By electronic lodgement

Dear Sir/Madam

Re: Notice of change of interests of substantial holder – Speedcast International Limited (SDA)

We attach a notice of change of interests of substantial holder in Speedcast International Limited. This notice is given by Challenger Limited and each of its associated entities named in Annexure 2 to this notice.

Yours faithfully



Andrew Brown
Company Secretary

Melbourne Level 19, 31 Queen Street PO Box 297, Flinders Lane, Melbourne VIC 3000 Telephone 02 9994 7000 Facsimile 02 9994 7777
Brisbane Level 9, 241 Adelaide Street GPO Box 3234, Brisbane QLD 4001 Telephone 07 3136 5400 Facsimile 07 3136 5407
Perth Level 5, 50 Georges Terrace, Perth WA 6000 Telephone 08 9261 7412 Facsimile 08 9321 5277
Adelaide Level 7, Suite 714, 147 Pirie Street Adelaide SA 5000 Telephone 08 7071 7042 Facsimile 08 8227 0395

Challenger Limited ABN 85 106 842 371 Challenger Group Services Pty Limited ABN 91 085 657 307
Challenger Life Company Limited ABN 44 072 486 938 AFSL 234670
Challenger Investment Partners Limited ABN 29 092 382 842 AFSL 234 678
Challenger Retirement and Investment Services Limited ABN 80 115 534 453 AFSL295642 RSE Licence No. L0001304
Challenger Investment Solutions Management Pty Ltd ABN 63 130 035 353 AFSL 487354
Challenger Mortgage Management Pty Ltd ABN 72 087 271 109
Challenger Securitisation Management Pty Ltd ABN 56 100 346 898 AFSL 244593

Form 604Corporations Act 2001
Section 671B**Notice of change of interests of substantial holder**

To Company Name/Scheme	Speedcast International Limited
ACN/ARSN	600 699 241
1. Details of substantial holder(1)	
Name	Challenger Limited (and its entities listed in Annexure 2)
ACN/ARSN (if applicable)	106 842 371
There was a change in the interests of the substantial holder on	<u>10/01/2018</u>
The previous notice was given to the company on	<u>12/05/2017</u>
The previous notice was dated	<u>12/05/2017</u>

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 (2) had a relevant interest (3) 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 (4)	Previous notice		Present notice	
	Person's votes	Voting power (5)	Person's votes	Voting power (5)
Ordinary Fully Paid	27,801,938	11.71%	23,660,223	9.90%

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 of change	Person whose relevant interest changed	Nature of change (6)	Consideration given in relation to change (7)	Class and number of securities affected	Person's votes affected
Refer Annexure 1	Challenger Limited (and its entities listed in Annexure 2)	Refer Annexure 1	Refer Annexure 1	Refer Annexure 1	Refer Annexure 1

4. Present relevant interests

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

Holder of relevant interest	Registered holder of securities	Person entitled to be registered as holder (8)	Nature of relevant interest (6)	Class and number of securities	Person's votes
Challenger Limited (and its entities listed in Annexure 2)	Citicorp Nominees Pty Limited	Citicorp Nominees Pty Limited	Ordinary Fully Paid securities purchased and sold on market and acquired by Challenger Limited (and its entities listed in Annexure 2) and obtains a relevant interest by virtue of section 608(3) of the Corporations Act 2001 (Cth).	1,863,257 (Ordinary Fully Paid)	1,863,257
Challenger Limited (and its entities listed in Annexure 2)	J P Morgan Nominees Australia Limited	J P Morgan Nominees Australia Limited	As above	8,246,248 (Ordinary Fully Paid)	8,246,248

Challenger Limited (and its entities listed in Annexure 2)	National Nominees Limited	National Nominees Limited	As above	2,351,702 (Ordinary Fully Paid)	2,351,702
Challenger Limited (and its entities listed in Annexure 2)	HSBC Custody Nominees (Australia) Limited	HSBC Custody Nominees (Australia) Limited	As above	11,199,016 (Ordinary Fully Paid)	11,199,016

5. Changes in association

The persons who have become associates (2) of, ceased to be associates of, or have changed the nature of their association (9) 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
N/A	N/A

6. Addresses

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

Name	Address
Challenger Limited (and its entities listed in Annexure 2)	Level 2, 5 Martin Place, Sydney NSW 2000

Signature

print name Andrew Brown Capacity Company Secretary



sign here _____ date 12/01/2018

DIRECTIONS

(1) If there are a number of substantial holders with similar or related relevant interests (eg. a corporation and its related corporations, or the manager and trustee of an equity trust), the names could be included in an annexure to the form. If the relevant interests of a group of persons are essentially similar, they may be referred to throughout the form as a specifically named group if the membership of each group, with the names and addresses of members is clearly set out in paragraph 6 of the form.

(2) See the definition of "associate" in section 9 of the Corporations Act 2001.

(3) See the definition of "relevant interest" in sections 608 and 671B(7) of the Corporations Act 2001.

(4) The voting shares of a company constitute one class unless divided into separate classes.

(5) The person's votes divided by the total votes in the body corporate or scheme multiplied by 100.

(6) Include details of:

(a) any relevant agreement or other circumstances because of which the change in relevant interest occurred. If subsection 671B(4) applies, a copy of any document setting out the terms of any relevant agreement, and a statement by the person giving full and accurate details of any contract, scheme or arrangement, must accompany this form, together with a written statement certifying this contract, scheme or arrangement; and

(b) any qualification of the power of a person to exercise, control the exercise of, or influence the exercise of, the voting powers or disposal of the securities to which the relevant interest relates (indicating clearly the particular securities to which the qualification applies).

See the definition of "relevant agreement" in section 9 of the Corporations Act 2001.

(7) Details of the consideration must include any and all benefits, money and other, that any person from whom a relevant interest was acquired has, or may, become entitled to receive in relation to that acquisition. Details must be included even if the benefit is conditional on the happening or not of a contingency. Details must be included of any benefit paid on behalf of the substantial holder or its associate in relation to the acquisitions, even if they are not paid directly to the person from whom the relevant interest was acquired.

(8) If the substantial holder is unable to determine the identity of the person (eg. if the relevant interest arises because of an option) write "unknown".

(9) Give details, if appropriate, of the present association and any change in that association since the last substantial holding notice.



Andrew Brown
Company Secretary of Challenger Limited

Transactions:

Company

Name/Scheme: Speedcast International Limited (SDA)

As at: 10/01/2018

Class of security: Ordinary Fully Paid

Date of Change	Holder of relevant interest	Nature of Change	Consideration	Number of Securities	Person's Votes Affected
31/08/2017	Challenger Limited (and its entities listed in Annexure 2)	Buy	6,296.84	1,793	1,793
31/08/2017	as above	Buy	231,634.39	65,957	65,957
31/08/2017	as above	Buy	99,105.82	28,220	28,220
31/08/2017	as above	Buy	109,132.29	31,075	31,075
31/08/2017	as above	Buy	141,248.62	40,220	40,220
31/08/2017	as above	Buy	60,014.86	17,089	17,089
31/08/2017	as above	Buy	23,930.09	6,814	6,814
31/08/2017	as above	Buy	390,948.22	111,321	111,321
31/08/2017	as above	Buy	312,717.14	89,045	89,045
31/08/2017	as above	Buy	11,866.71	3,379	3,379
31/08/2017	as above	Buy	231,925.88	66,040	66,040
31/08/2017	as above	Buy	5,425.89	1,545	1,545
31/08/2017	as above	Buy	5,183.56	1,476	1,476
01/09/2017	as above	Buy	5,055.08	1,374	1,374
01/09/2017	as above	Buy	185,904.92	50,530	50,530
01/09/2017	as above	Buy	79,542.14	21,620	21,620
01/09/2017	as above	Buy	87,588.33	23,807	23,807
01/09/2017	as above	Buy	113,364.11	30,813	30,813
01/09/2017	as above	Buy	48,166.78	13,092	13,092
01/09/2017	as above	Buy	19,204.90	5,220	5,220
01/09/2017	as above	Buy	313,772.04	85,285	85,285
01/09/2017	as above	Buy	250,980.84	68,218	68,218
01/09/2017	as above	Buy	9,525.19	2,589	2,589
01/09/2017	as above	Buy	186,140.39	50,594	50,594
01/09/2017	as above	Buy	4,352.38	1,183	1,183
01/09/2017	as above	Buy	4,161.06	1,131	1,131
04/09/2017	as above	Buy	2,755.75	773	773
04/09/2017	as above	Buy	101,356.52	28,431	28,431
04/09/2017	as above	Buy	43,364.66	12,164	12,164
04/09/2017	as above	Buy	47,753.18	13,395	13,395
04/09/2017	as above	Buy	61,806.41	17,337	17,337
04/09/2017	as above	Buy	26,259.79	7,366	7,366
04/09/2017	as above	Buy	10,470.41	2,937	2,937
04/09/2017	as above	Buy	171,070.09	47,986	47,986
04/09/2017	as above	Buy	136,842.53	38,385	38,385
04/09/2017	as above	Buy	5,194.21	1,457	1,457
04/09/2017	as above	Buy	101,484.86	28,467	28,467
04/09/2017	as above	Buy	2,374.29	666	666
04/09/2017	as above	Buy	2,267.34	636	636
05/09/2017	as above	Buy	2,004.87	573	573
05/09/2017	as above	Buy	73,739.32	21,075	21,075
05/09/2017	as above	Buy	31,549.58	9,017	9,017
05/09/2017	as above	Buy	34,740.58	9,929	9,929
05/09/2017	as above	Buy	44,964.36	12,851	12,851
05/09/2017	as above	Buy	19,103.99	5,460	5,460
05/09/2017	as above	Buy	7,617.11	2,177	2,177
05/09/2017	as above	Buy	124,452.37	35,569	35,569
05/09/2017	as above	Buy	99,547.20	28,451	28,451
05/09/2017	as above	Buy	3,778.81	1,080	1,080
05/09/2017	as above	Buy	73,830.29	21,101	21,101

Date of Change	Holder of relevant interest	Nature of Change	Consideration	Number of Securities	Person's Votes Affected
05/09/2017	as above	Buy	1,728.46	494	494
05/09/2017	as above	Buy	1,651.48	472	472
08/09/2017	as above	Buy	1,377.90	386	386
08/09/2017	as above	Buy	50,671.89	14,195	14,195
08/09/2017	as above	Buy	21,682.36	6,074	6,074
08/09/2017	as above	Buy	23,874.15	6,688	6,688
08/09/2017	as above	Buy	30,899.32	8,656	8,656
08/09/2017	as above	Buy	13,129.36	3,678	3,678
08/09/2017	as above	Buy	5,233.18	1,466	1,466
08/09/2017	as above	Buy	85,526.44	23,959	23,959
08/09/2017	as above	Buy	68,416.87	19,166	19,166
08/09/2017	as above	Buy	2,595.17	727	727
08/09/2017	as above	Buy	50,736.15	14,213	14,213
08/09/2017	as above	Buy	1,185.14	332	332
08/09/2017	as above	Buy	1,135.16	318	318
12/09/2017	as above	Buy	1,602.88	439	439
12/09/2017	as above	Buy	58,974.18	16,152	16,152
12/09/2017	as above	Buy	25,229.79	6,910	6,910
12/09/2017	as above	Buy	27,785.63	7,610	7,610
12/09/2017	as above	Buy	35,960.67	9,849	9,849
12/09/2017	as above	Buy	15,280.27	4,185	4,185
12/09/2017	as above	Buy	6,093.85	1,669	1,669
12/09/2017	as above	Buy	99,531.71	27,260	27,260
12/09/2017	as above	Buy	79,618.07	21,806	21,806
12/09/2017	as above	Buy	3,019.54	827	827
12/09/2017	as above	Buy	59,047.21	16,172	16,172
12/09/2017	as above	Buy	1,380.15	378	378
12/09/2017	as above	Buy	1,318.08	361	361
30/11/2017	as above	Sell	664,528.00	- 131,200	131,200
30/11/2017	as above	Sell	34,948.50	- 6,900	6,900
30/11/2017	as above	Buy	699,476.50	138,100	138,100
07/12/2017	as above	Sell	37.99	- 7	7
07/12/2017	as above	Sell	146.54	- 27	27
07/12/2017	as above	Sell	75.99	- 14	14
07/12/2017	as above	Sell	933.53	- 172	172
07/12/2017	as above	Sell	43.42	- 8	8
07/12/2017	as above	Sell	401.64	- 74	74
07/12/2017	as above	Sell	1,535.98	- 283	283
07/12/2017	as above	Sell	32.57	- 6	6
07/12/2017	as above	Sell	2,594.35	- 478	478
07/12/2017	as above	Sell	732.71	- 135	135
07/12/2017	as above	Sell	721.86	- 133	133
07/12/2017	as above	Sell	2,067.88	- 381	381
07/12/2017	as above	Sell	1,535.98	- 283	283
08/12/2017	as above	Sell	885.73	- 164	164
08/12/2017	as above	Sell	3,386.30	- 627	627
08/12/2017	as above	Sell	1,776.86	- 329	329
08/12/2017	as above	Sell	21,900.24	- 4,055	4,055
08/12/2017	as above	Sell	972.14	- 180	180
08/12/2017	as above	Sell	9,354.19	- 1,732	1,732
08/12/2017	as above	Sell	35,915.32	- 6,650	6,650
08/12/2017	as above	Sell	777.72	- 144	144
08/12/2017	as above	Sell	60,813.01	- 11,260	11,260
08/12/2017	as above	Sell	17,206.95	- 3,186	3,186
08/12/2017	as above	Sell	16,931.51	- 3,135	3,135
08/12/2017	as above	Sell	48,434.37	- 8,968	8,968
08/12/2017	as above	Sell	35,980.13	- 6,662	6,662
11/12/2017	as above	Sell	4,736.03	- 873	873
11/12/2017	as above	Sell	18,059.83	- 3,329	3,329
11/12/2017	as above	Sell	9,472.05	- 1,746	1,746
11/12/2017	as above	Sell	116,783.98	- 21,527	21,527
11/12/2017	as above	Sell	5,180.88	- 955	955
11/12/2017	as above	Sell	49,877.45	- 9,194	9,194
11/12/2017	as above	Sell	191,529.63	- 35,305	35,305
11/12/2017	as above	Sell	4,144.70	- 764	764
11/12/2017	as above	Sell	324,301.08	- 59,779	59,779
11/12/2017	as above	Sell	91,769.30	- 16,916	16,916
11/12/2017	as above	Sell	90,288.28	- 16,643	16,643
11/12/2017	as above	Sell	258,284.25	- 47,610	47,610
11/12/2017	as above	Sell	191,822.58	- 35,359	35,359
12/12/2017	as above	Sell	6,527.90	- 1,198	1,198
12/12/2017	as above	Sell	24,880.13	- 4,566	4,566
12/12/2017	as above	Sell	13,055.80	- 2,396	2,396

Date of Change	Holder of relevant interest	Nature of Change	Consideration	Number of Securities	Person's Votes Affected
12/12/2017	as above	Sell	160,925.32	- 29,533	29,533
12/12/2017	as above	Sell	7,138.19	- 1,310	1,310
12/12/2017	as above	Sell	68,733.69	- 12,614	12,614
12/12/2017	as above	Sell	263,927.76	- 48,436	48,436
12/12/2017	as above	Sell	5,710.55	- 1,048	1,048
12/12/2017	as above	Sell	446,877.94	- 82,011	82,011
12/12/2017	as above	Sell	126,460.39	- 23,208	23,208
12/12/2017	as above	Sell	124,417.02	- 22,833	22,833
12/12/2017	as above	Sell	355,912.33	- 65,317	65,317
12/12/2017	as above	Sell	264,330.99	- 48,510	48,510
13/12/2017	as above	Sell	5,122.99	- 948	948
13/12/2017	as above	Sell	19,530.06	- 3,614	3,614
13/12/2017	as above	Sell	10,245.98	- 1,896	1,896
13/12/2017	as above	Sell	126,307.69	- 23,373	23,373
13/12/2017	as above	Sell	5,598.54	- 1,036	1,036
13/12/2017	as above	Sell	53,948.13	- 9,983	9,983
13/12/2017	as above	Sell	207,146.13	- 38,332	38,332
13/12/2017	as above	Sell	4,479.92	- 829	829
13/12/2017	as above	Sell	350,746.62	- 64,905	64,905
13/12/2017	as above	Sell	99,249.86	- 18,366	18,366
13/12/2017	as above	Sell	97,650.28	- 18,070	18,070
13/12/2017	as above	Sell	279,348.97	- 51,693	51,693
13/12/2017	as above	Sell	207,475.77	- 38,393	38,393
14/12/2017	as above	Sell	203,703.28	- 37,697	37,697
18/12/2017	as above	Sell	157,672.27	- 29,191	29,191
19/12/2017	as above	Sell	4,137.54	- 759	759
19/12/2017	as above	Sell	40,186.98	- 7,372	7,372
19/12/2017	as above	Sell	154,364.46	- 28,317	28,317
19/12/2017	as above	Sell	72,573.16	- 13,313	13,313
19/12/2017	as above	Sell	3,897.68	- 715	715
19/12/2017	as above	Sell	3,308.94	- 607	607
19/12/2017	as above	Sell	261,455.25	- 47,962	47,962
19/12/2017	as above	Sell	72,453.23	- 13,291	13,291
19/12/2017	as above	Sell	207,672.72	- 38,096	38,096
19/12/2017	as above	Sell	14,418.69	- 2,645	2,645
19/12/2017	as above	Sell	7,680.88	- 1,409	1,409
19/12/2017	as above	Sell	93,969.51	- 17,238	17,238
19/12/2017	as above	Sell	154,140.96	- 28,276	28,276
19/12/2017	as above	Sell	2,086.40	- 379	379
19/12/2017	as above	Sell	20,291.43	- 3,686	3,686
19/12/2017	as above	Sell	77,945.30	- 14,159	14,159
19/12/2017	as above	Sell	36,646.79	- 6,657	6,657
19/12/2017	as above	Sell	1,970.79	- 358	358
19/12/2017	as above	Sell	1,673.52	- 304	304
19/12/2017	as above	Sell	132,015.41	- 23,981	23,981
19/12/2017	as above	Sell	36,586.23	- 6,646	6,646
19/12/2017	as above	Sell	104,859.24	- 19,048	19,048
19/12/2017	as above	Sell	7,283.12	- 1,323	1,323
19/12/2017	as above	Sell	3,881.03	- 705	705
19/12/2017	as above	Sell	47,442.09	- 8,618	8,618
19/12/2017	as above	Sell	77,818.68	- 14,136	14,136
20/12/2017	as above	Sell	50,965.24	- 9,385	9,385
20/12/2017	as above	Sell	13,494.79	- 2,485	2,485
20/12/2017	as above	Sell	461,087.46	- 84,907	84,907
20/12/2017	as above	Sell	274,967.94	- 50,634	50,634
20/12/2017	as above	Sell	7,266.01	- 1,338	1,338
20/12/2017	as above	Sell	96,119.85	- 17,700	17,700
20/12/2017	as above	Sell	165,668.26	- 30,507	30,507
20/12/2017	as above	Sell	204,072.76	- 37,579	37,579
20/12/2017	as above	Sell	6,956.47	- 1,281	1,281
20/12/2017	as above	Sell	5,919.25	- 1,090	1,090
20/12/2017	as above	Sell	70,895.18	- 13,055	13,055
20/12/2017	as above	Sell	272,062.62	- 50,099	50,099
20/12/2017	as above	Sell	134,839.32	- 24,830	24,830
21/12/2017	as above	Sell	15,383.93	- 2,889	2,889
21/12/2017	as above	Sell	4,073.63	- 765	765
21/12/2017	as above	Sell	139,163.55	- 26,134	26,134
21/12/2017	as above	Sell	82,990.13	- 15,585	15,585
21/12/2017	as above	Sell	3,977.78	- 747	747
21/12/2017	as above	Sell	29,010.60	- 5,448	5,448
21/12/2017	as above	Sell	50,001.75	- 9,390	9,390
21/12/2017	as above	Sell	61,594.28	- 11,567	11,567
21/12/2017	as above	Sell	2,098.05	- 394	394

Date of Change	Holder of relevant interest	Nature of Change	Consideration	Number of Securities	Person's Votes Affected
21/12/2017	as above	Sell	21,395.85	- 4,018	4,018
21/12/2017	as above	Sell	82,111.50	- 15,420	15,420
21/12/2017	as above	Sell	40,698.98	- 7,643	7,643
21/12/2017	as above	Sell	43,918.06	- 8,259	8,259
21/12/2017	as above	Sell	11,629.59	- 2,187	2,187
21/12/2017	as above	Sell	397,331.07	- 74,720	74,720
21/12/2017	as above	Sell	236,952.26	- 44,560	44,560
21/12/2017	as above	Sell	11,353.08	- 2,135	2,135
21/12/2017	as above	Sell	82,832.26	- 15,577	15,577
21/12/2017	as above	Sell	142,761.61	- 26,847	26,847
21/12/2017	as above	Sell	175,858.35	- 33,071	33,071
21/12/2017	as above	Sell	5,992.94	- 1,127	1,127
21/12/2017	as above	Sell	61,093.91	- 11,489	11,489
21/12/2017	as above	Sell	234,447.67	- 44,089	44,089
21/12/2017	as above	Sell	116,189.56	- 21,850	21,850
21/12/2017	as above	Sell	60,534.00	- 11,400	11,400
22/12/2017	as above	Sell	37,498.74	- 7,055	7,055
22/12/2017	as above	Sell	9,928.79	- 1,868	1,868
22/12/2017	as above	Sell	339,232.01	- 63,823	63,823
22/12/2017	as above	Sell	202,301.83	- 38,061	38,061
22/12/2017	as above	Sell	3,651.54	- 687	687
22/12/2017	as above	Sell	70,718.74	- 13,305	13,305
22/12/2017	as above	Sell	121,882.85	- 22,931	22,931
22/12/2017	as above	Sell	150,138.45	- 28,247	28,247
22/12/2017	as above	Sell	5,118.54	- 963	963
22/12/2017	as above	Sell	6,048.70	- 1,138	1,138
22/12/2017	as above	Sell	52,158.06	- 9,813	9,813
22/12/2017	as above	Sell	200,165.12	- 37,659	37,659
22/12/2017	as above	Sell	99,197.58	- 18,663	18,663
02/01/2018	as above	Sell	26,975.44	- 5,125	5,125
02/01/2018	as above	Sell	16,211.58	- 3,080	3,080
02/01/2018	as above	Sell	4,279.23	- 813	813
02/01/2018	as above	Sell	2,247.51	- 427	427
02/01/2018	as above	Sell	22,475.15	- 4,270	4,270
02/01/2018	as above	Sell	77,157.65	- 14,659	14,659
02/01/2018	as above	Sell	57,277.41	- 10,882	10,882
02/01/2018	as above	Sell	43,618.62	- 8,287	8,287
02/01/2018	as above	Sell	2,205.41	- 419	419
02/01/2018	as above	Sell	146,241.08	- 27,784	27,784
02/01/2018	as above	Sell	52,519.20	- 9,978	9,978
02/01/2018	as above	Sell	86,326.66	- 16,401	16,401
02/01/2018	as above	Sell	1,600.10	- 304	304
03/01/2018	as above	Sell	273,814.39	- 51,354	51,354
03/01/2018	as above	Sell	164,553.10	- 30,862	30,862
03/01/2018	as above	Sell	43,444.32	- 8,148	8,148
03/01/2018	as above	Sell	228,183.99	- 42,796	42,796
03/01/2018	as above	Sell	783,266.77	- 146,902	146,902
03/01/2018	as above	Sell	581,417.04	- 109,045	109,045
03/01/2018	as above	Sell	9,389.48	- 1,761	1,761
03/01/2018	as above	Sell	22,377.98	- 4,197	4,197
03/01/2018	as above	Sell	1,092,282.37	- 204,858	204,858
03/01/2018	as above	Sell	533,152.68	- 99,993	99,993
03/01/2018	as above	Sell	876,297.77	- 164,350	164,350
03/01/2018	as above	Sell	16,235.64	- 3,045	3,045
03/01/2018	as above	Sell	25,607.15	- 4,773	4,773
03/01/2018	as above	Sell	486,331.89	- 90,649	90,649
03/01/2018	as above	Sell	437,672.73	- 82,038	82,038
10/01/2018	as above	Sell	44,151.01	- 8,161	8,161
10/01/2018	as above	Sell	1,744,216.46	- 322,406	322,406
10/01/2018	as above	Sell	837,305.70	- 154,770	154,770
10/01/2018	as above	Sell	453,974.74	- 83,914	83,914
10/01/2018	as above	Sell	2,953,427.20	- 545,920	545,920
10/01/2018	as above	Sell	1,395,677.21	- 257,981	257,981
10/01/2018	as above	Sell	86,743.94	- 16,034	16,034
10/01/2018	as above	Sell	657,585.50	- 121,550	121,550
10/01/2018	as above	Sell	327,754.03	- 60,583	60,583
10/01/2018	as above	Sell	1,876,669.49	- 346,889	346,889
10/01/2018	as above	Sell	1,061,176.91	- 196,151	196,151
10/01/2018	as above	Sell	32,725.09	- 6,049	6,049
10/01/2018	as above	Sell	45,709.09	- 8,449	8,449

Total Number of Securities

-4,141,715

Annexure 2

This is page 1 of 5 of Annexure 2 referred to in ASIC Form 604 - Notice of change of interests of Substantial Holder



Andrew Brown - Company Secretary of Challenger Limited

12/01/2018

Company Name	ACN / Company No.	Country of Incorporation
255 FINANCE INVESTMENTS PTY LTD	164 516 401	AUSTRALIA
255 FINANCE PTY LTD	168 112 507	AUSTRALIA
ACCURIUM HOLDINGS PTY LTD	158 242 936	AUSTRALIA
ACCURIUM PTY LTD	009 492 219	AUSTRALIA
AGRICULTURAL ASSET MANAGEMENT LIMITED	08953424	ENGLAND/WALES
ALLFINE HOLDINGS PTY LTD	100 231 918	AUSTRALIA
ALPHINITY INVESTMENT MANAGEMENT PTY LTD	140 833 709	AUSTRALIA
APPIA EUROPE LIMITED	6490323	ENGLAND/WALES
APPIA FINANCE 2 LIMITED	6538054	ENGLAND/WALES
APPIA FINANCE LIMITED	6490331	ENGLAND/WALES
APPIA GROUP LIMITED	99865	JERSEY
APPIA INVESTMENTS LIMITED	6490313	ENGLAND/WALES
ARDEA INVESTMENT MANAGEMENT PTY LTD	132 902 722	AUSTRALIA
ARETE INVESTMENT PARTNERS PTY LTD	167 156 961	AUSTRALIA
AVENIR CAPITAL PTY LTD	150 790 355	AUSTRALIA
BENTHAM ASSET MANAGEMENT PTY LTD	140 833 674	AUSTRALIA
CDPG AUSTRALIA PTY LIMITED	124 498 095	AUSTRALIA
CDPG LUXEMBOURG HOLDINGS SARL	B 127717	LUXEMBOURG
CDPG LUXEMBOURG II SARL	B 127580	LUXEMBOURG
CDPG LUXEMBOURG SARL	B 127515	LUXEMBOURG
CDPG MALTA LIMITED	C 41110	MALTA
CESCADE PTY LIMITED	096 097 399	AUSTRALIA
CFSG HOLDINGS NO 2 (VICTORIA) PTY LIMITED	107 601 605	AUSTRALIA
CHALLENGER DIRECT PTY LTD	006 475 501	AUSTRALIA
CHALLENGER DIVERSIFIED PROPERTY DEVELOPMENT PTY LIMITED	121 624 833	AUSTRALIA
CHALLENGER DPG FRANCE II SAS	495 391 062	FRANCE
CHALLENGER DPG FRANCE SAS	495 390 392	FRANCE
CHALLENGER EMERGING MARKET INFRASTRUCTURE FUND PTE. LTD	200804361D	SINGAPORE
CHALLENGER EMERGING MARKET INFRASTRUCTURE FUND, L.P.		CAYMAN ISLANDS
CHALLENGER FINANCIAL SERVICES PTY LIMITED	087 464 131	AUSTRALIA
CHALLENGER FM 2 HOLDINGS PTY LIMITED	080 036 657	AUSTRALIA
CHALLENGER FUNDS MANAGEMENT HOLDINGS PTY LIMITED	107 728 030	AUSTRALIA
CHALLENGER GROUP HOLDINGS LIMITED	002 993 302	AUSTRALIA
CHALLENGER GROUP PTY LIMITED	003 374 196	AUSTRALIA
CHALLENGER GROUP SERVICES (UK) LIMITED	04244127	ENGLAND/WALES
CHALLENGER GROUP SERVICES PTY. LTD.	085 657 307	AUSTRALIA
CHALLENGER HOLDING VAGYONKEZELO KFT	01-09-879644	HUNGARY
CHALLENGER HOME LOAN CORPORATION PTY LTD	058 891 302	AUSTRALIA
CHALLENGER INVENTORY FINANCE SERVICING PTY LIMITED	107 706 810	AUSTRALIA
CHALLENGER INVESTMENT PARTNERS LIMITED	092 382 842	AUSTRALIA
CHALLENGER INVESTMENT SOLUTIONS MANAGEMENT PTY LTD	130 035 353	AUSTRALIA
CHALLENGER JAPAN HOLDINGS KABUSHIKI KAISHA	0100-01-182399	JAPAN
CHALLENGER JAPAN HOLDINGS PTY LIMITED	617 208 205	AUSTRALIA

Annexure 2

This is page 2 of 5 of Annexure 2 referred to in ASIC Form 604 - Notice of change of interests of Substantial Holder



Andrew Brown - Company Secretary of Challenger Limited

12/01/2018

Company Name	ACN / Company No.	Country of Incorporation
CHALLENGER JAPAN KABUSHIKI KAISHA	0100-01-182920	
CHALLENGER JERSEY I3 LIMITED	95120	JERSEY
CHALLENGER KABUSHIKI KAISHA	0100-01-182872	
CHALLENGER LBC TERMINALS HOLDING COMPANY LIMITED	C41149	MALTA
CHALLENGER LBC TERMINALS LIMITED	C41150	MALTA
CHALLENGER LIFE CDI NOMINEES PTY LTD	055 293 644	AUSTRALIA
CHALLENGER LIFE COMPANY HOLDINGS PTY LTD	006 381 193	AUSTRALIA
CHALLENGER LIFE COMPANY LIMITED	072 486 938	AUSTRALIA
CHALLENGER LIFE DEBT INVESTMENTS (EUROPE) LIMITED	07626067	ENGLAND/WALES
CHALLENGER LIFE FUND PROPERTY INVESTMENTS PTY LTD	161 212 693	AUSTRALIA
CHALLENGER LIFE INVESTMENTS UK LIMITED	6067787	ENGLAND/WALES
CHALLENGER LIFE NOMINEES NO.2 PTY LTD	078 627 013	AUSTRALIA
CHALLENGER LIFE NOMINEES NO.3 PTY LIMITED	151 482 147	AUSTRALIA
CHALLENGER LIFE NOMINEES PTY LTD	091 336 793	AUSTRALIA
CHALLENGER LIFE OFFSHORE INVESTMENTS LIMITED	105145	JERSEY
CHALLENGER LIFE SUBSIDIARY HOLDINGS LTD	099 742 122	AUSTRALIA
CHALLENGER LIMITED	106 842 371	AUSTRALIA
CHALLENGER LUXEMBOURG HOLDING NO.1A SARL	B124890	LUXEMBOURG
CHALLENGER LUXEMBOURG HOLDING NO.1B SARL	B124891	LUXEMBOURG
CHALLENGER LUXEMBOURG HOLDING NO.2 SARL	B124889	LUXEMBOURG
CHALLENGER MANAGED INVESTMENTS (INTERNATIONAL) PTY LIMITED	120 871 212	AUSTRALIA
CHALLENGER MANAGEMENT SERVICES (UK) LIMITED	06393787	ENGLAND/WALES
CHALLENGER MARGIN LENDING PTY LIMITED	091 338 822	AUSTRALIA
CHALLENGER MBK EMERGING MARKET INFRASTRUCTURE FUND GP LTD	WK-209744	CAYMAN ISLANDS
CHALLENGER MBK FUND MANAGEMENT PTE. LTD	200804360M	SINGAPORE
CHALLENGER MORTGAGE MANAGEMENT PTY LTD	087 271 109	AUSTRALIA
CHALLENGER NON-CONFORMING FINANCE PTY LTD	107 725 486	AUSTRALIA
CHALLENGER ORIGINATOR FINANCE PTY LIMITED	095 085 466	AUSTRALIA
CHALLENGER PROPERTY ASSET MANAGEMENT PTY LTD	077 569 021	AUSTRALIA
CHALLENGER RETIREMENT AND INVESTMENT SERVICES LIMITED	115 534 453	AUSTRALIA
CHALLENGER SECURITISATION MANAGEMENT PTY LTD	100 346 898	AUSTRALIA
CHALLENGER SKYBRIDGE (CAPITAL II) INVESTMENT LLP	OC338355	ENGLAND/WALES
CHALLENGER SKYBRIDGE (FUND SLP) JERSEY LIMITED	100742	JERSEY
CHALLENGER SKYBRIDGE (GP HOLDINGS) INVESTMENT LLP	OC338388	ENGLAND/WALES
CHALLENGER SKYBRIDGE (GROUP) HOLDING COMPANY PTY LTD	130 888 327	AUSTRALIA
CHALLENGER SKYBRIDGE (HASTINGS) HOLDING COMPANY PTY LTD	130 888 274	AUSTRALIA
CHALLENGER SKYBRIDGE (HASTINGS) INVESTMENT LLP	OC338387	ENGLAND/WALES
CHALLENGER SKYBRIDGE FUND (LP) JERSEY LIMITED	100741	JERSEY
CHALLENGER SPECIAL SERVICING PTY LIMITED	107 707 415	AUSTRALIA
CHALLENGER SPECIALISED FINANCE NO.2 PTY LTD	168 107 355	AUSTRALIA
CHALLENGER TREASURY LIMITED	093 307 996	AUSTRALIA
CHALLENGER UK TERMINALS LIMITED	95751	JERSEY
CHALLENGER WELCOME BREAK LIMITED	99827	JERSEY

Annexure 2

This is page 3 of 5 of Annexure 2 referred to in ASIC Form 604 - Notice of change of interests of Substantial Holder



Andrew Brown - Company Secretary of Challenger Limited

12/01/2018

Company Name	ACN / Company No.	Country of Incorporation
CHALLENGER WHOLESALE FINANCE HOLDINGS PTY LIMITED	087 284 240	AUSTRALIA
CHALLENGER WIND HOLDINGS PTY LIMITED	151 496 061	AUSTRALIA
CLASHFERN INVESTMENTS (UK) LIMITED	4558112	ENGLAND/WALES
CLS US HOLDINGS, LLC	5302598	UNITED STATES
CPHC INVESTMENTS PTY LTD	093 340 526	AUSTRALIA
CSPP1 MAITLAND PTY LTD	122 460 968	AUSTRALIA
CSPP1 MAVIS COURT PTY LTD	122 461 983	AUSTRALIA
FIDANTE PARTNERS (GUERNSEY) LIMITED	40288	GUERNSEY
FIDANTE PARTNERS ALPHINITY HOLDINGS PTY LTD	140 716 016	AUSTRALIA
FIDANTE PARTNERS ARDEA HOLDINGS PTY LTD	133 865 853	AUSTRALIA
FIDANTE PARTNERS ARETE HOLDINGS PTY LTD	143 836 373	AUSTRALIA
FIDANTE PARTNERS AVENIR CAPITAL HOLDINGS PTY LTD	616 504 502	AUSTRALIA
FIDANTE PARTNERS BENTHAM HOLDINGS PTY LTD	140 715 573	AUSTRALIA
FIDANTE PARTNERS EUROPE LIMITED	04040660	ENGLAND/WALES
FIDANTE PARTNERS GP US LLC	5651702	UNITED STATES
FIDANTE PARTNERS HOLDINGS (GUERNSEY) LIMITED	43315	GUERNSEY
FIDANTE PARTNERS HOLDINGS EUROPE LIMITED	06172534	ENGLAND/WALES
FIDANTE PARTNERS HOLDINGS PTY LIMITED	123 318 650	AUSTRALIA
FIDANTE PARTNERS INVESTMENT FUNDS PUBLIC LIMITED COMPANY	533320	IRELAND
FIDANTE PARTNERS KAPSTREAM HOLDINGS PTY LIMITED	123 319 460	AUSTRALIA
FIDANTE PARTNERS LENNOX HOLDINGS PTY LIMITED	616 975 565	AUSTRALIA
FIDANTE PARTNERS LIMITED	002 835 592	AUSTRALIA
FIDANTE PARTNERS MERLON HOLDINGS PTY LTD	140 715 662	AUSTRALIA
FIDANTE PARTNERS METISQ HOLDINGS PTY LTD	143 376 961	AUSTRALIA
FIDANTE PARTNERS NOVAPORT HOLDINGS PTY LTD	140 715 797	AUSTRALIA
FIDANTE PARTNERS R&M HOLDINGS PTY LIMITED	152 375 436	AUSTRALIA
FIDANTE PARTNERS SERVICES LIMITED	119 605 373	AUSTRALIA
FIDANTE PARTNERS TEMPO HOLDINGS PTY LTD	167 321 262	AUSTRALIA
FIDANTE PARTNERS US LLC	5651705	UNITED STATES
FIDANTE PARTNERS WAVESTONE HOLDINGS PTY LIMITED	133 626 276	AUSTRALIA
FIDANTE PARTNERS WHITEHELM HOLDINGS PTY LTD	169 043 903	AUSTRALIA
FIDANTE PARTNERS WYETREE LIMITED	09387239	ENGLAND/WALES
GASVALPO S.A.	96.960.800-6	CHILE
GREENCAPE CAPITAL PTY LTD	120 328 529	AUSTRALIA
GV CAYMAN COMPANY LIMITED	OG-206918	CAYMAN ISLANDS
GV CHILE HOLDING LIMITADA	124311723611675	CHILE
GV CHILE LIMITADA	124301725311696	CHILE
GV JERSEY HOLDING COMPANY LIMITED	100293	JERSEY
GV JERSEY TRUSTEE COMPANY LIMITED	100294	JERSEY
GV JERSEY TRUSTEE COMPANY NO. 2 LIMITED	100367	JERSEY
HOWARD COMMERCIAL LENDING PTY LTD	000 033 143	AUSTRALIA
KUDU INVESTMENT MANAGEMENT LLC	1231609	UNITED STATES
KUDU INVESTMENT PARTNERS I, LP	47-2497501	UNITED STATES

Annexure 2

This is page 4 of 5 of Annexure 2 referred to in ASIC Form 604 - Notice of change of interests of Substantial Holder



Andrew Brown - Company Secretary of Challenger Limited

12/01/2018

Company Name	ACN / Company No.	Country of Incorporation
KUDU INVESTMENTS GP LLC	1244682	UNITED STATES
LANV PTY LTD	147 224 502	AUSTRALIA
LBC TANK TERMINALS (JERSEY) LIMITED	97371	JERSEY
LEASE COLLATERAL NO.2 PTY LTD	168 112 481	AUSTRALIA
LEASE COLLATERAL PTY LTD	168 112 472	AUSTRALIA
LEASE FUNDING MANAGEMENT PTY LTD	168 112 490	AUSTRALIA
LENNOX CAPITAL PARTNERS PTY LIMITED	617 001 966	AUSTRALIA
MAITLAND NOMINEE HOLDINGS PTY LIMITED	122 853 114	AUSTRALIA
MAVIS COURT DEVELOPMENT CO PTY LTD	124 112 956	AUSTRALIA
MAWBURY PTY LIMITED	096 097 479	AUSTRALIA
MERLON CAPITAL PARTNERS PTY LTD	140 833 683	AUSTRALIA
METISQ CAPITAL HOLDINGS PTY LTD	158 011 351	AUSTRALIA
METISQ CAPITAL PTY LTD	104 642 613	AUSTRALIA
METISQ CAPITAL SINGAPORE PTE. LTD.	200604549G	SINGAPORE
METISQ LIBRA GREATER CHINA EQUITY FUND LTD.	WK-237319	CAYMAN ISLANDS
MIR GREATER CHINA PTE LTD	200715836D	SINGAPORE
MIR LIBRA CAPITAL MANAGEMENT LTD	236748	CAYMAN ISLANDS
NOVAPORT CAPITAL PTY LTD	140 833 656	AUSTRALIA
OAKLANDS HILL PTY LTD	149 814 559	AUSTRALIA
OAKLANDS HILL WIND FARM PTY LTD	126 595 935	AUSTRALIA
OFFSHORE REINSURER (BERMUDA) COMPANY LIMITED	51746	BERMUDA
OIKOS LIMITED	2705354	ENGLAND/WALES
OIKOS STORAGE LIMITED	315280	ENGLAND/WALES
RESIDENTIAL REAL ESTATE TOTAL RETURN OPPORTUNITIES FUND LTD.	212456	CAYMAN ISLANDS
RESIDENTIAL REAL ESTATE TOTAL RETURN OPPORTUNITIES MASTER FUND L.P.	27263	CAYMAN ISLANDS
RESONANCE ASSET MANAGEMENT LIMITED	09028327	ENGLAND/WALES
SABRAND LIMITED	126677	CYPRUS
STRUCTURED CREDIT RESEARCH LLP	OC328062	ENGLAND/WALES
TALAVERA HERRING PTY LIMITED	086 068 984	AUSTRALIA
TEMPO ASSET MANAGEMENT PTY LTD	167 321 637	AUSTRALIA
THE LIBERTY GROUP CONSORTIUM PTY LTD	082 564 289	AUSTRALIA
TLG SERVICES PTY LIMITED	092 500 608	AUSTRALIA
TLGH PTY LIMITED	092 927 467	AUSTRALIA
TRE DATA CENTRES CANBERRA PTY LTD	141 881 227	AUSTRALIA
US LLC HOLDINGS PTY LTD	130 888 292	AUSTRALIA
US LLC INVESTMENTS LLC	36-4811214	UNITED STATES
WATER VENTURES LIMITED	09592184	ENGLAND/WALES
WATERFORD COUNTY PTY LIMITED	122 853 089	AUSTRALIA
WAVESTONE CAPITAL PTY LIMITED	120 179 419	AUSTRALIA
WELCOME BREAK CAYMAN LIMITED	FC027450	CAYMAN ISLANDS
WELCOME BREAK GROUP HOLDINGS LIMITED	FC027451	CAYMAN ISLANDS
WELCOME BREAK GROUP LIMITED	03147949	ENGLAND/WALES
WELCOME BREAK HOLDINGS (1) LIMITED	04099287	ENGLAND/WALES

Annexure 2

This is page 5 of 5 of Annexure 2 referred to in ASIC Form 604 - Notice of change of interests of Substantial Holder



Andrew Brown - Company Secretary of Challenger Limited

12/01/2018

Company Name

**ACN /
Company No.**

**Country of
Incorporation**

WELCOME BREAK HOLDINGS (2) LIMITED	04379574	ENGLAND/WALES
WELCOME BREAK HOLDINGS LIMITED	03290817	CAYMAN ISLANDS
WELCOME BREAK LIMITED	01735476	ENGLAND/WALES
WELCOME BREAK NO.1 LIMITED	08331837	ENGLAND/WALES
WELCOME BREAK NO.2 LIMITED	08331870	ENGLAND/WALES
WELCOME BREAK NO.3 LIMITED	08331918	ENGLAND/WALES
WELCOME BREAK SERVICES LIMITED	04099292	ENGLAND/WALES
WYETREE FUNDS PLC	520464	IRELAND