

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

**Notice of change of interests of substantial holder**

**To:** MONADELPHOUS GROUP  
**ACN:** 008 988 547  
**ASX Code:** MND

**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: 15/12/08  
The previous notice was given to the company on: 07/11/08  
The previous notice was dated: 11/11/08

**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	4,306,569	5.108%	5,176,830	6.140%

**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
10/11/2008	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 400,478.83	51,983	51,983
12/11/2008	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 349,568.73	50,000	50,000

17/11/2008	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 21,264.73	3,661	3,661
18/11/2008	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 459,974.61	75,000	75,000
19/11/2008	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 545,500.52	93,586	93,586
20/11/2008	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 21,938.13	4,168	4,168
25/11/2008	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 1,462,257.80	243,839	243,839
27/11/2008	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 534,229.88	89,559	89,559
4/12/2008	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 83,484.75	13,071	13,071
12/12/2008	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 1,514,080.98	245,394	245,394

#### 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)	State Street		Investment Manager	349,862	349,862
Perennial Investment Partners Limited (ACN 087 901 620)	ANZ Nominees Limited		Investment Manager	245,394	245,394
Perennial Investment Partners Limited (ACN 087 901 620)	NAB Custodian Services		Investment Manager	1,723,927	1,723,927
Perennial Investment Partners Limited (ACN 087 901 620)	JP Morgan		Investment Manager	836,001	836,001
Perennial Investment Partners Limited (ACN 087 901 620)	Citigroup		Investment Manager	2,021,646	2,021,646

#### 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
MONADELPHOUS GROUP	1-7 Sleat Rd Applecross, WA 6153
IOOF Holdings Limited	Level 29, 303 Collins Street Melbourne VIC 3000
Perennial Investment Partners Limited	Level 29, 303 Collins Street Melbourne VIC 3000