

Pendal Group Limited

Level 14, The Chifley Tower
2 Chifley Square
Sydney NSW 2000
Australia

ABN 28 126 385 822

PENDAL

Company Announcements Platform
Australian Securities Exchange Limited
20 Bridge Street
SYDNEY NSW 2000

30 October 2018

Dear Sir/Madam,

Re: Notice of Change of Interests of Substantial Holder

In accordance with section 671B of the Corporations Act 2001 (Cth), we attach a Notice of Change of Interests of Substantial Holder (Form 604) in respect of OFX Group Limited (OFX).

Yours faithfully,



Joanne Hawkins
Company Secretary

Form 604

Corporations Act 2001
Section 671B

Notice of change of interests of substantial holder

To Company Name/Scheme OFX GROUP LIMITED (OFX)

ACN/ARSN ACN 165 602 273

1. Details of substantial holder(1)

Name PENDAL GROUP LIMITED (PDL)

ACN/ARSN (if applicable) ACN 126 385 822

There was a change in the interests of the substantial holder on 26/10/2018

The previous notice was given to the company on 10/08/2018

The previous notice was dated 08/08/2018

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 (2) had a relevant interest (3) in when last required, and when now required, to give a substantial holding notice in 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 SHARES	21,629,259	8.92%	24,154,772	9.96%

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
26/10/2018	PDL & its Associates, Pental Fund Services Limited, Pental Institutional Limited	See Annexure 'A'	See Annexure 'A'	See Annexure 'A'	See Annexure 'A'

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
Pendal Fund Services Limited *	HSBC Custody Nominees (Australia) Limited.	HSBC Custody Nominees (Australia) Limited.	Pendal Fund Services Limited is the trustee or responsible entity of various managed investment schemes and, in that capacity, can exercise the power to vote or dispose of the shares.	13,626,801 Ordinary	13,626,801
Pendal Institutional Limited	Australia and New Zealand Banking Group HSBC Custody Nominees (Australia) Limited. State Street Australia Limited	Australia and New Zealand Banking Group HSBC Custody Nominees (Australia) Limited. State Street Australia Limited	Pendal Institutional Limited is the investment manager appointed by various superannuation funds, institutional investors and unit trusts and, in that capacity, can exercise the power to vote or dispose of the shares..	10,527,971 Ordinary	10,527,971

* Pendal Fund Services Limited has appointed Pendal Institutional Limited to act as the investment manager of the trusts of which it is responsible entity, giving Pendal Institutional Limited the capacity to exercise the power to vote or dispose of the shares. Pendal Institutional Limited therefore also has a relevant interest in shares in which Pendal Fund Services Limited has a relevant interest.

5. Changes in association

The persons who have become associates (2) of, or 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

6. Addresses

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

Name	Address
Pendal Group Limited (PDL)	Level 14, Chifley Tower, 2 Chifley Square, Sydney NSW 2000
Pendal Fund Services Limited	Level 14, Chifley Tower, 2 Chifley Square, Sydney NSW 2000
Pendal Institutional Limited	Level 14, Chifley Tower, 2 Chifley Square SYDNEY NSW 2000
OFX Group Limited (OFX)	The Company Secretary, OFX Group Limited (OFX) Level 19, 60 Margaret St Sydney, NSW 2000 Tel: +61 2 8667 8090

Signature

Print name Joanne Hawkins Capacity Company Secretary

Sign here _____ Date 30/10/2018

DIRECTIONS

- (1) If there are a number of substantial holders with similar or related relevant interests (e.g. 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 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 (e.g. if the relevant interest arises because of an option) write “unknown”.
 - (9) Give details, if appropriate, of the present association and any changes in that association since the last substantial holding notice.

ANNEXURE A

This is annexure 'A' referred to in Form 604, Notice of change of interests of substantial holder, lodged for Pandal Group Limited ACN 126 385 822

Joanne Hawkins – Company Secretary, Pandal Group Limited - 30/10/2018

TRANSACTION HISTORY

Sales & Purchases for the period : 09/08/2018 to 26/10/2018

SECURITY: OFX

Pandal Fund Services Limited

Date	Registered Company	Nature of Change	Quantity	Consideration	Class of Securities	Person's votes affected
20/09/2018	HSBC Custody Nominees (Australia) Limited.	Buy	129,803	258,307.97	Ordinary	129,803
26/09/2018	HSBC Custody Nominees (Australia) Limited.	Buy	34,593	74,374.95	Ordinary	34,593
11/10/2018	HSBC Custody Nominees (Australia) Limited.	Buy	9,867	21,707.40	Ordinary	9,867
12/10/2018	HSBC Custody Nominees (Australia) Limited.	Buy	10,642	23,412.40	Ordinary	10,642
15/10/2018	HSBC Custody Nominees (Australia) Limited.	Buy	60,488	133,073.60	Ordinary	60,488
15/10/2018	HSBC Custody Nominees (Australia) Limited.	Buy	295,294	649,646.80	Ordinary	295,294
16/10/2018	HSBC Custody Nominees (Australia) Limited.	Buy	6,763	14,810.97	Ordinary	6,763
17/10/2018	HSBC Custody Nominees (Australia) Limited.	Buy	205,398	451,875.60	Ordinary	205,398
18/10/2018	HSBC Custody Nominees (Australia) Limited.	Buy	295,294	649,646.80	Ordinary	295,294
19/10/2018	HSBC Custody Nominees (Australia) Limited.	Buy	58,296	125,919.36	Ordinary	58,296
24/10/2018	HSBC Custody Nominees (Australia) Limited.	Buy	19,836	41,060.52	Ordinary	19,836
25/10/2018	HSBC Custody Nominees (Australia) Limited.	Buy	76,666	158,698.62	Ordinary	76,666
25/10/2018	HSBC Custody Nominees (Australia) Limited.	Buy	844	1,747.08	Ordinary	844
26/10/2018	HSBC Custody Nominees (Australia) Limited.	Buy	272,420	563,909.40	Ordinary	272,420
26/10/2018	HSBC Custody Nominees (Australia) Limited.	Buy	35,606	72,636.24	Ordinary	35,606
	Total		1,511,810	3,240,827.71		
	Pandal Fund Services Limited		1,511,810	3,240,827.71		

Pandal Institutional Limited

Date	Registered Company	Nature of Change	Quantity	Consideration	Class of Securities	Person's votes affected
11/09/2018	Australia and New Zealand Banking Group	Buy	21,224	41,811.28	Ordinary	21,224
12/10/2018	Australia and New Zealand Banking Group	Buy	107	235.40	Ordinary	107
15/10/2018	Australia and New Zealand Banking Group	Buy	608	1,337.60	Ordinary	608
15/10/2018	Australia and New Zealand Banking Group	Buy	2,969	6,531.80	Ordinary	2,969

16/10/2018	Australia and New Zealand Banking Group	Buy	68	148.92	Ordinary	68
17/10/2018	Australia and New Zealand Banking Group	Buy	2,065	4,543.00	Ordinary	2,065
18/10/2018	Australia and New Zealand Banking Group	Buy	2,969	6,531.80	Ordinary	2,969
19/10/2018	Australia and New Zealand Banking Group	Buy	580	1,252.80	Ordinary	580
24/10/2018	Australia and New Zealand Banking Group	Buy	691	1,430.37	Ordinary	691
25/10/2018	Australia and New Zealand Banking Group	Buy	6,277	12,993.39	Ordinary	6,277
25/10/2018	Australia and New Zealand Banking Group	Buy	69	142.83	Ordinary	69
26/10/2018	Australia and New Zealand Banking Group	Buy	1,086	2,215.44	Ordinary	1,086
26/10/2018	Australia and New Zealand Banking Group	Buy	8,307	17,195.49	Ordinary	8,307
Total			47,020	96,370.12		

Date	Registered Company	Nature of Change	Quantity	Consideration	Class of Securities	Person's votes affected
29/08/2018	HSBC Custody Nominees (Australia) Limited	Sell	-28,445	-58,027.80	Ordinary	28,445
29/08/2018	HSBC Custody Nominees (Australia) Limited	Sell	-16,081	-32,805.24	Ordinary	16,081
29/08/2018	HSBC Custody Nominees (Australia) Limited	Sell	-16,689	-34,045.56	Ordinary	16,689
12/10/2018	HSBC Custody Nominees (Australia) Limited	Buy	1,082	2,380.40	Ordinary	1,082
15/10/2018	HSBC Custody Nominees (Australia) Limited	Buy	6,151	13,532.20	Ordinary	6,151
15/10/2018	HSBC Custody Nominees (Australia) Limited	Buy	30,030	66,066.00	Ordinary	30,030
16/10/2018	HSBC Custody Nominees (Australia) Limited	Buy	688	1,506.72	Ordinary	688
17/10/2018	HSBC Custody Nominees (Australia) Limited	Buy	20,887	45,951.40	Ordinary	20,887
18/10/2018	HSBC Custody Nominees (Australia) Limited	Buy	30,030	66,066.00	Ordinary	30,030
19/10/2018	HSBC Custody Nominees (Australia) Limited	Buy	5,866	12,670.56	Ordinary	5,866
24/10/2018	HSBC Custody Nominees (Australia) Limited	Buy	2,975	6,158.25	Ordinary	2,975
25/10/2018	HSBC Custody Nominees (Australia) Limited	Buy	11,113	23,003.91	Ordinary	11,113
25/10/2018	HSBC Custody Nominees (Australia) Limited	Buy	122	252.54	Ordinary	122
26/10/2018	HSBC Custody Nominees (Australia) Limited	Buy	41,300	85,491.00	Ordinary	41,300
26/10/2018	HSBC Custody Nominees (Australia) Limited	Buy	5,398	11,011.92	Ordinary	5,398
Total			94,427	209,212.30		

Date	Registered Company	Nature of Change	Quantity	Consideration	Class of Securities	Person's votes affected
23/08/2018	State Street Australia Limited	BUY	51,133	104,797.08	Ordinary	51,133
23/08/2018	State Street Australia Limited	BUY	93,452	191,529.87	Ordinary	93,452
23/08/2018	State Street Australia Limited	BUY	109,210	223,825.90	Ordinary	109,210
23/08/2018	State Street Australia Limited	SELL	-109,210	-223,825.90	Ordinary	109,210
23/08/2018	State Street Australia Limited	SELL	-109,210	-223,825.90	Ordinary	109,210
23/08/2018	State Street Australia Limited	SELL	-10,538	-21,597.63	Ordinary	10,538
20/09/2018	State Street Australia Limited	Buy	15,347	30,540.53	Ordinary	15,347
20/09/2018	State Street Australia Limited	Buy	7,561	15,046.39	Ordinary	7,561
11/10/2018	State Street Australia Limited	Buy	18,461	40,614.20	Ordinary	18,461
11/10/2018	State Street Australia Limited	Buy	9,141	20,110.20	Ordinary	9,141
12/10/2018	State Street Australia Limited	Buy	4,133	9,092.60	Ordinary	4,133
12/10/2018	State Street Australia Limited	Buy	2,056	4,523.20	Ordinary	2,056

15/10/2018	State Street Australia Limited	Buy	23,488	51,673.60	Ordinary	23,488
15/10/2018	State Street Australia Limited	Buy	114,667	252,267.40	Ordinary	114,667
15/10/2018	State Street Australia Limited	Buy	57,040	125,488.00	Ordinary	57,040
15/10/2018	State Street Australia Limited	Buy	11,684	25,704.80	Ordinary	11,684
16/10/2018	State Street Australia Limited	Buy	2,626	5,750.94	Ordinary	2,626
16/10/2018	State Street Australia Limited	Buy	1,306	2,860.14	Ordinary	1,306
17/10/2018	State Street Australia Limited	Buy	79,758	175,467.60	Ordinary	79,758
17/10/2018	State Street Australia Limited	Buy	39,676	87,287.20	Ordinary	39,676
17/10/2018	State Street Australia Limited	BUY	381	846.24	Ordinary	381
17/10/2018	State Street Australia Limited	BUY	218	484.20	Ordinary	218
18/10/2018	State Street Australia Limited	Buy	114,667	252,267.40	Ordinary	114,667
18/10/2018	State Street Australia Limited	Buy	57,040	125,488.00	Ordinary	57,040
19/10/2018	State Street Australia Limited	Buy	23,547	50,861.52	Ordinary	23,547
19/10/2018	State Street Australia Limited	Buy	11,711	25,295.76	Ordinary	11,711
24/10/2018	State Street Australia Limited	Buy	8,197	16,967.79	Ordinary	8,197
24/10/2018	State Street Australia Limited	Buy	4,070	8,424.90	Ordinary	4,070
25/10/2018	State Street Australia Limited	Buy	40,345	83,514.15	Ordinary	40,345
25/10/2018	State Street Australia Limited	Buy	444	919.08	Ordinary	444
25/10/2018	State Street Australia Limited	Buy	20,104	41,615.28	Ordinary	20,104
25/10/2018	State Street Australia Limited	Buy	221	457.47	Ordinary	221
26/10/2018	State Street Australia Limited	Buy	13,859	28,272.36	Ordinary	13,859
26/10/2018	State Street Australia Limited	Buy	106,032	219,486.24	Ordinary	106,032
26/10/2018	State Street Australia Limited	Buy	52,745	109,182.15	Ordinary	52,745
26/10/2018	State Street Australia Limited	Buy	6,894	14,063.76	Ordinary	6,894
Total			872,256	1,875,476.52		

Pendal Institutional Limited	1,013,703	2,181,058.94
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