

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

13 August 2020

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
Group 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 11/08/2020

The previous notice was given to the company on 04/06/2020

The previous notice was dated 02/06/2020

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	15,994,356	6.43%	12,949,398	5.21%

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
11/08/2020	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. State Street Bank & Trust Company	HSBC Custody Nominees (Australia) Limited. State Street Bank & Trust Company	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.	6,051,778 Ordinary	6,051,778
Pendal Institutional Limited	Australia and New Zealand Banking Group HSBC Custody Nominees (Australia) Limited. National Australia Bank State Street Bank & Trust Company	Australia and New Zealand Banking Group HSBC Custody Nominees (Australia) Limited. National Australia Bank State Street Bank & Trust Company	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..	6,897,620 Ordinary	6,897,620

* 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

Signature

Print name Joanne Hawkins Capacity Company Secretary

Sign here  Date 13/08/2020

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 Pental Group Limited ACN 126 385 822

Joanne Hawkins – Company Secretary, Pental Group Limited – 13/08/2020

TRANSACTION HISTORY

Sales & Purchases for the period: 03/06/2020 to 11/08/2020

SECURITY: OFX

Pental Fund Services Limited

Date	Registered Company	Nature of Change	Quantity	Consideration	Class of Securities	Person's votes affected
25/6/2020	HSBC Custody Nominees (Australia) Limited.	Sell	-2,941	-4,157.99	Ordinary	2,941
25/6/2020	HSBC Custody Nominees (Australia) Limited.	Sell	-22,561	-31,662.11	Ordinary	22,561
26/6/2020	HSBC Custody Nominees (Australia) Limited.	Sell	-66,913	-93,992.69	Ordinary	66,913
29/6/2020	HSBC Custody Nominees (Australia) Limited.	Sell	-25,355	-35,497.00	Ordinary	25,355
1/7/2020	HSBC Custody Nominees (Australia) Limited.	Sell	-1,625	-2,328.95	Ordinary	1,625
1/7/2020	HSBC Custody Nominees (Australia) Limited.	Sell	-2,254	-3,214.43	Ordinary	2,254
2/7/2020	HSBC Custody Nominees (Australia) Limited.	Sell	-1,233	-1,750.86	Ordinary	1,233
6/7/2020	HSBC Custody Nominees (Australia) Limited.	Sell	-66	-93.72	Ordinary	66
6/7/2020	HSBC Custody Nominees (Australia) Limited.	Sell	-8	-11.44	Ordinary	8
20/7/2020	HSBC Custody Nominees (Australia) Limited.	Sell	-43	-56.01	Ordinary	43
20/7/2020	HSBC Custody Nominees (Australia) Limited.	Sell	-99,092	-127,660.22	Ordinary	99,092
21/7/2020	HSBC Custody Nominees (Australia) Limited.	Sell	-42,553	-55,633.79	Ordinary	42,553
21/7/2020	HSBC Custody Nominees (Australia) Limited.	Sell	-37,542	-48,740.78	Ordinary	37,542
22/7/2020	HSBC Custody Nominees (Australia) Limited.	Sell	-16,928	-21,598.44	Ordinary	16,928
22/7/2020	HSBC Custody Nominees (Australia) Limited.	Sell	-7,784	-9,920.71	Ordinary	7,784
23/7/2020	HSBC Custody Nominees (Australia) Limited.	Sell	-6,773	-8,687.05	Ordinary	6,773
23/7/2020	HSBC Custody Nominees (Australia) Limited.	Sell	-7,656	-9,863.22	Ordinary	7,656
24/7/2020	HSBC Custody Nominees (Australia) Limited.	Sell	-30,434	-38,149.02	Ordinary	30,434
27/7/2020	HSBC Custody Nominees (Australia) Limited.	Sell	-2,865	-3,674.36	Ordinary	2,865
27/7/2020	HSBC Custody Nominees (Australia) Limited.	Sell	-96,716	-121,030.40	Ordinary	96,716
28/7/2020	HSBC Custody Nominees (Australia) Limited.	Sell	-41,129	-51,505.85	Ordinary	41,129
28/7/2020	HSBC Custody Nominees (Australia) Limited.	Sell	-20,582	-25,877.75	Ordinary	20,582
29/7/2020	HSBC Custody Nominees (Australia) Limited.	Sell	-63,676	-79,779.66	Ordinary	63,676
29/7/2020	HSBC Custody Nominees (Australia) Limited.	Sell	-2,100	-2,625.00	Ordinary	2,100
29/7/2020	HSBC Custody Nominees (Australia) Limited.	Sell	-58,339	-73,215.44	Ordinary	58,339
29/7/2020	HSBC Custody Nominees (Australia) Limited.	Sell	-550,670	-685,584.15	Ordinary	550,670
30/7/2020	HSBC Custody Nominees (Australia) Limited.	Sell	-2,564	-5,755.66	Ordinary	2,564
30/7/2020	HSBC Custody Nominees (Australia) Limited.	Sell	-746,000	-939,960.00	Ordinary	746,000
11/8/2020	HSBC Custody Nominees (Australia) Limited.	Sell	-700,000	-833,000.00	Ordinary	700,000
Total			-2,658,402	-3,315,027		

Date	Registered Company	Nature of Change	Quantity	Consideration	Class of Securities	Person's votes affected
25/6/2020	State Street Bank & Trust Company	Buy	59,981	84,573.21	Ordinary	59,981
	Total		59,981	84,573.21		

Pendal Fund Services Limited	-2,598,421	-3,230,453
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Pendal Institutional Limited

Date	Registered Company	Nature of Change	Quantity	Consideration	Class of Securities	Person's votes affected
25/06/2020	HSBC Custody Nominees (Australia) Limited.	Sell	-408	-576.83	Ordinary	408
25/06/2020	HSBC Custody Nominees (Australia) Limited.	Sell	-3,131	-4,394.05	Ordinary	3,131
26/06/2020	HSBC Custody Nominees (Australia) Limited.	Sell	-9,284	-13,041.23	Ordinary	9,284
29/06/2020	HSBC Custody Nominees (Australia) Limited.	Sell	-3,518	-4,925.20	Ordinary	3,518
1/07/2020	HSBC Custody Nominees (Australia) Limited.	Sell	-225	-322.47	Ordinary	225
1/07/2020	HSBC Custody Nominees (Australia) Limited.	Sell	-313	-446.37	Ordinary	313
2/07/2020	HSBC Custody Nominees (Australia) Limited.	Sell	-171	-242.82	Ordinary	171
6/07/2020	HSBC Custody Nominees (Australia) Limited.	Sell	-9	-12.78	Ordinary	9
6/07/2020	HSBC Custody Nominees (Australia) Limited.	Sell	-1	-1.43	Ordinary	1
20/07/2020	HSBC Custody Nominees (Australia) Limited.	Sell	-7	-9.12	Ordinary	7
20/07/2020	HSBC Custody Nominees (Australia) Limited.	Sell	-15,153	-19,521.61	Ordinary	15,153
21/07/2020	HSBC Custody Nominees (Australia) Limited.	Sell	-6,507	-8,507.25	Ordinary	6,507
21/07/2020	HSBC Custody Nominees (Australia) Limited.	Sell	-5,741	-7,453.54	Ordinary	5,741
22/07/2020	HSBC Custody Nominees (Australia) Limited.	Sell	-2,589	-3,303.31	Ordinary	2,589
22/07/2020	HSBC Custody Nominees (Australia) Limited.	Sell	-1,190	-1,516.66	Ordinary	1,190
29/07/2020	HSBC Custody Nominees (Australia) Limited.	Sell	-4,262	-5,339.86	Ordinary	4,262
29/07/2020	HSBC Custody Nominees (Australia) Limited.	Sell	-3,905	-4,900.78	Ordinary	3,905
29/07/2020	HSBC Custody Nominees (Australia) Limited.	Sell	-141	-176.25	Ordinary	141
	Total		-56,555	-74,691.56		

Date	Registered Company	Nature of Change	Quantity	Consideration	Class of Securities	Person's votes affected
20/7/2020	National Australia Bank Limited	Sell	-562	-724.02	Ordinary	562
21/7/2020	National Australia Bank Limited	Sell	-241	-315.08	Ordinary	241
21/7/2020	National Australia Bank Limited	Sell	-213	-276.54	Ordinary	213
22/7/2020	National Australia Bank Limited	Sell	-96	-122.49	Ordinary	96
22/7/2020	National Australia Bank Limited	Sell	-44	-56.08	Ordinary	44
	Total		-1,156	-1,494.21		

Date	Registered Company	Nature of Change	Quantity	Consideration	Class of Securities	Person's votes affected
3/06/2020	State Street Bank & Trust Company	Sell	-69,139	-94,962.42	Ordinary	69,139
3/06/2020	State Street Bank & Trust Company	Sell	-34,469	-47,343.17	Ordinary	34,469
23/06/2020	State Street Bank & Trust Company	Sell	-1,327	-1,926.67	Ordinary	1,327
23/06/2020	State Street Bank & Trust Company	Sell	-581	-843.55	Ordinary	581
25/06/2020	State Street Bank & Trust Company	Sell	-10,446	-14,659.92	Ordinary	10,446
25/06/2020	State Street Bank & Trust Company	Sell	-1,361	-1,924.18	Ordinary	1,361
25/06/2020	State Street Bank & Trust Company	Sell	-5,169	-7,254.17	Ordinary	5,169
25/06/2020	State Street Bank & Trust Company	Sell	-674	-952.90	Ordinary	674
26/06/2020	State Street Bank & Trust Company	Sell	-30,980	-43,517.61	Ordinary	30,980
26/06/2020	State Street Bank & Trust Company	Sell	-15,330	-21,534.05	Ordinary	15,330
29/06/2020	State Street Bank & Trust Company	Sell	-11,739	-16,434.60	Ordinary	11,739
29/06/2020	State Street Bank & Trust Company	Sell	-5,809	-8,132.60	Ordinary	5,809
1/07/2020	State Street Bank & Trust Company	Sell	-752	-1,077.77	Ordinary	752
1/07/2020	State Street Bank & Trust Company	Sell	-1,044	-1,488.85	Ordinary	1,044
1/07/2020	State Street Bank & Trust Company	Sell	-372	-533.15	Ordinary	372
1/07/2020	State Street Bank & Trust Company	Sell	-517	-737.29	Ordinary	517
2/07/2020	State Street Bank & Trust Company	Sell	-571	-810.82	Ordinary	571
2/07/2020	State Street Bank & Trust Company	Sell	-283	-401.86	Ordinary	283
6/07/2020	State Street Bank & Trust Company	Sell	-30	-42.60	Ordinary	30
6/07/2020	State Street Bank & Trust Company	Sell	-4	-5.72	Ordinary	4
6/07/2020	State Street Bank & Trust Company	Sell	-2	-2.86	Ordinary	2
6/07/2020	State Street Bank & Trust Company	Sell	-15	-21.30	Ordinary	15
20/07/2020	State Street Bank & Trust Company	Sell	-44,584	-57,437.57	Ordinary	44,584
20/07/2020	State Street Bank & Trust Company	Sell	-19	-24.75	Ordinary	19
20/07/2020	State Street Bank & Trust Company	Sell	-22,065	-28,426.34	Ordinary	22,065
20/07/2020	State Street Bank & Trust Company	Sell	-10	-13.03	Ordinary	10
21/07/2020	State Street Bank & Trust Company	Sell	-19,145	-25,030.17	Ordinary	19,145
21/07/2020	State Street Bank & Trust Company	Sell	-16,891	-21,929.59	Ordinary	16,891
21/07/2020	State Street Bank & Trust Company	Sell	-8,360	-10,853.79	Ordinary	8,360
21/07/2020	State Street Bank & Trust Company	Sell	-9,476	-12,388.92	Ordinary	9,476
22/07/2020	State Street Bank & Trust Company	Sell	-7,616	-9,717.25	Ordinary	7,616
22/07/2020	State Street Bank & Trust Company	Sell	-3,502	-4,463.30	Ordinary	3,502
22/07/2020	State Street Bank & Trust Company	Sell	-3,770	-4,810.14	Ordinary	3,770
22/07/2020	State Street Bank & Trust Company	Sell	-1,733	-2,208.71	Ordinary	1,733
29/07/2020	State Street Bank & Trust Company	Sell	-19,199	-24,094.75	Ordinary	19,199
29/07/2020	State Street Bank & Trust Company	Sell	-20,955	-26,254.52	Ordinary	20,955

29/07/2020	State Street Bank & Trust Company	Sell	-691	-863.75	Ordinary	691
29/07/2020	State Street Bank & Trust Company	Sell	-9,493	-11,913.72	Ordinary	9,493
29/07/2020	State Street Bank & Trust Company	Sell	-342	-427.50	Ordinary	342
29/07/2020	State Street Bank & Trust Company	Sell	-10,361	-12,981.30	Ordinary	10,361
Total			-388,826	-518,447.16		

Pendal Institutional Limited	-446,537	-594,632.93
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