

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

14 April 2021

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 12/04/2021

The previous notice was given to the company on 25/03/2021

The previous notice was dated 23/03/2021

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	12,957,324	5.19%	15,849,583	6.35%

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
12/04/2021	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.	10,627,220 Ordinary	10,627,220
Pendal Institutional Limited	HSBC Custody Nominees (Australia) Limited. National Nominees Limited State Street Bank & Trust Company	HSBC Custody Nominees (Australia) Limited. National Nominees Limited 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..	5,222,363 Ordinary	5,222,363

* 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

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 – 14/04/2021

TRANSACTION HISTORY

Sales & Purchases for the period: 24/03/2021 to 12/04/2021

SECURITY: OFX

Pental Fund Services Limited

Date	Registered Company	Nature of Change	Quantity	Consideration	Class of Securities	Person's votes affected
24/03/2021	HSBC Custody Nominees (Australia) Limited	Buy	13,353	14,833.85	Ordinary	13,353
24/03/2021	HSBC Custody Nominees (Australia) Limited	Buy	36,231	40,249.02	Ordinary	36,231
24/03/2021	HSBC Custody Nominees (Australia) Limited	Buy	283,347	311,455.02	Ordinary	283,347
24/03/2021	HSBC Custody Nominees (Australia) Limited	Buy	768,852	845,122.12	Ordinary	768,852
25/03/2021	HSBC Custody Nominees (Australia) Limited	Buy	3,687	4,060.12	Ordinary	3,687
25/03/2021	HSBC Custody Nominees (Australia) Limited	Buy	10,003	11,015.30	Ordinary	10,003
25/03/2021	HSBC Custody Nominees (Australia) Limited	Buy	23,656	26,016.87	Ordinary	23,656
25/03/2021	HSBC Custody Nominees (Australia) Limited	Buy	64,192	70,598.36	Ordinary	64,192
26/03/2021	HSBC Custody Nominees (Australia) Limited	Buy	226	248.04	Ordinary	226
26/03/2021	HSBC Custody Nominees (Australia) Limited	Buy	613	672.77	Ordinary	613
26/03/2021	HSBC Custody Nominees (Australia) Limited	Buy	28,944	31,835.51	Ordinary	28,944
26/03/2021	HSBC Custody Nominees (Australia) Limited	Buy	78,539	86,385.05	Ordinary	78,539
29/03/2021	HSBC Custody Nominees (Australia) Limited	Buy	56	61.74	Ordinary	56
29/03/2021	HSBC Custody Nominees (Australia) Limited	Buy	152	167.58	Ordinary	152
30/03/2021	HSBC Custody Nominees (Australia) Limited	Buy	11,692	13,117.25	Ordinary	11,692
30/03/2021	HSBC Custody Nominees (Australia) Limited	Buy	31,726	35,593.40	Ordinary	31,726
31/03/2021	HSBC Custody Nominees (Australia) Limited	Buy	7,775	8,661.35	Ordinary	7,775
31/03/2021	HSBC Custody Nominees (Australia) Limited	Buy	13,060	14,493.99	Ordinary	13,060
31/03/2021	HSBC Custody Nominees (Australia) Limited	Buy	21,096	23,500.94	Ordinary	21,096
31/03/2021	HSBC Custody Nominees (Australia) Limited	Buy	35,437	39,327.98	Ordinary	35,437
1/04/2021	HSBC Custody Nominees (Australia) Limited	Buy	5,925	6,602.23	Ordinary	5,925
1/04/2021	HSBC Custody Nominees (Australia) Limited	Buy	16,077	17,914.60	Ordinary	16,077
1/04/2021	HSBC Custody Nominees (Australia) Limited	Buy	18,003	20,159.76	Ordinary	18,003
1/04/2021	HSBC Custody Nominees (Australia) Limited	Buy	48,851	54,703.35	Ordinary	48,851
6/04/2021	HSBC Custody Nominees (Australia) Limited	Buy	30,969	35,248.92	Ordinary	30,969
6/04/2021	HSBC Custody Nominees (Australia) Limited	Buy	84,034	95,647.50	Ordinary	84,034
7/04/2021	HSBC Custody Nominees (Australia) Limited	Buy	6,047	6,843.99	Ordinary	6,047

7/04/2021	HSBC Custody Nominees (Australia) Limited	Buy	16,409	18,571.71	Ordinary	16,409
9/04/2021	HSBC Custody Nominees (Australia) Limited	Buy	12,230	14,091.41	Ordinary	12,230
9/04/2021	HSBC Custody Nominees (Australia) Limited	Buy	33,184	38,234.60	Ordinary	33,184
12/04/2021	HSBC Custody Nominees (Australia) Limited	Buy	4,482	5,111.72	Ordinary	4,482
12/04/2021	HSBC Custody Nominees (Australia) Limited	Buy	12,161	13,869.62	Ordinary	12,161
12/04/2021	HSBC Custody Nominees (Australia) Limited	Buy	148,502	169,292.28	Ordinary	148,502
12/04/2021	HSBC Custody Nominees (Australia) Limited	Buy	402,955	459,368.70	Ordinary	402,955
	Total		2,272,466	2,533,076.65		

Date	Registered Company	Nature of Change	Quantity	Consideration	Class of Securities	Person's votes affected
7/04/2021	State Street Australia Limited	Buy	12,633	14,401.62	Ordinary	12,633
	Total		12,633	14,401.62		

Pendal Fund Services Limited	2,285,099	2,547,478.27
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Pendal Institutional Limited

Date	Registered Company	Nature of Change	Quantity	Consideration	Class of Securities	Person's votes affected
24/03/2021	HSBC Custody Nominees (Australia) Limited	Buy	3,199	3,553.77	Ordinary	3,199
24/03/2021	HSBC Custody Nominees (Australia) Limited	Buy	67,884	74,618.09	Ordinary	67,884
25/03/2021	HSBC Custody Nominees (Australia) Limited	Buy	883	972.36	Ordinary	883
25/03/2021	HSBC Custody Nominees (Australia) Limited	Buy	5,668	6,233.67	Ordinary	5,668
26/03/2021	HSBC Custody Nominees (Australia) Limited	Buy	54	59.27	Ordinary	54
26/03/2021	HSBC Custody Nominees (Australia) Limited	Buy	6,935	7,627.81	Ordinary	6,935
29/03/2021	HSBC Custody Nominees (Australia) Limited	Buy	13	14.33	Ordinary	13
30/03/2021	HSBC Custody Nominees (Australia) Limited	Buy	2,801	3,142.44	Ordinary	2,801
31/03/2021	HSBC Custody Nominees (Australia) Limited	Buy	1,863	2,075.38	Ordinary	1,863
31/03/2021	HSBC Custody Nominees (Australia) Limited	Buy	3,129	3,472.56	Ordinary	3,129
1/04/2021	HSBC Custody Nominees (Australia) Limited	Buy	1,420	1,582.31	Ordinary	1,420
1/04/2021	HSBC Custody Nominees (Australia) Limited	Buy	4,313	4,829.70	Ordinary	4,313
6/04/2021	HSBC Custody Nominees (Australia) Limited	Buy	7,419	8,444.31	Ordinary	7,419
7/04/2021	HSBC Custody Nominees (Australia) Limited	Buy	1,449	1,639.98	Ordinary	1,449
9/04/2021	HSBC Custody Nominees (Australia) Limited	Buy	2,930	3,375.95	Ordinary	2,930
12/04/2021	HSBC Custody Nominees (Australia) Limited	Buy	1,074	1,224.90	Ordinary	1,074
12/04/2021	HSBC Custody Nominees (Australia) Limited	Buy	35,578	40,558.92	Ordinary	35,578
	Total		146,612	163,425.75		

Date	Registered Company	Nature of Change	Quantity	Consideration	Class of Securities	Person's votes affected
24/03/2021	National Nominees Limited	Buy	325	361.04	Ordinary	325
24/03/2021	National Nominees Limited	Buy	6,900	7,584.48	Ordinary	6,900
25/03/2021	National Nominees Limited	Buy	90	99.11	Ordinary	90
25/03/2021	National Nominees Limited	Buy	576	633.48	Ordinary	576
26/03/2021	National Nominees Limited	Buy	6	6.59	Ordinary	6
26/03/2021	National Nominees Limited	Buy	704	774.33	Ordinary	704
29/03/2021	National Nominees Limited	Buy	1	1.10	Ordinary	1
30/03/2021	National Nominees Limited	Buy	285	319.74	Ordinary	285
31/03/2021	National Nominees Limited	Buy	189	210.55	Ordinary	189
31/03/2021	National Nominees Limited	Buy	318	352.92	Ordinary	318
1/04/2021	National Nominees Limited	Buy	144	160.46	Ordinary	144
1/04/2021	National Nominees Limited	Buy	439	491.59	Ordinary	439
6/04/2021	National Nominees Limited	Buy	754	858.20	Ordinary	754
7/04/2021	National Nominees Limited	Buy	147	166.37	Ordinary	147
9/04/2021	National Nominees Limited	Buy	298	343.36	Ordinary	298
12/04/2021	National Nominees Limited	Buy	109	124.31	Ordinary	109
12/04/2021	National Nominees Limited	Buy	3,616	4,122.24	Ordinary	3,616
	Total		14,901	16,609.87		

Date	Registered Company	Nature of Change	Quantity	Consideration	Class of Securities	Person's votes affected
24/03/2021	State Street Australia Limited	Buy	4,213	4,680.22	Ordinary	4,213
24/03/2021	State Street Australia Limited	Buy	5,510	6,121.06	Ordinary	5,510
24/03/2021	State Street Australia Limited	Buy	89,412	98,281.67	Ordinary	89,412
24/03/2021	State Street Australia Limited	Buy	116,932	128,531.65	Ordinary	116,932
25/03/2021	State Street Australia Limited	Buy	1,163	1,280.70	Ordinary	1,163
25/03/2021	State Street Australia Limited	Buy	1,521	1,674.93	Ordinary	1,521
25/03/2021	State Street Australia Limited	Buy	7,465	8,210.01	Ordinary	7,465
25/03/2021	State Street Australia Limited	Buy	9,763	10,737.35	Ordinary	9,763
26/03/2021	State Street Australia Limited	Buy	71	77.92	Ordinary	71
26/03/2021	State Street Australia Limited	Buy	93	102.07	Ordinary	93
26/03/2021	State Street Australia Limited	Buy	9,134	10,046.49	Ordinary	9,134
26/03/2021	State Street Australia Limited	Buy	11,945	13,138.31	Ordinary	11,945
29/03/2021	State Street Australia Limited	Buy	18	19.85	Ordinary	18
29/03/2021	State Street Australia Limited	Buy	23	25.36	Ordinary	23
30/03/2021	State Street Australia Limited	Buy	3,689	4,138.69	Ordinary	3,689
30/03/2021	State Street Australia Limited	Buy	4,825	5,413.17	Ordinary	4,825
31/03/2021	State Street Australia Limited	Buy	2,453	2,732.64	Ordinary	2,453
31/03/2021	State Street Australia Limited	Buy	3,209	3,574.83	Ordinary	3,209
31/03/2021	State Street Australia Limited	Buy	4,121	4,573.49	Ordinary	4,121
31/03/2021	State Street Australia Limited	Buy	5,389	5,980.71	Ordinary	5,389
1/04/2021	State Street Australia Limited	Buy	1,870	2,083.74	Ordinary	1,870
1/04/2021	State Street Australia Limited	Buy	2,445	2,724.46	Ordinary	2,445
1/04/2021	State Street Australia Limited	Buy	5,681	6,361.58	Ordinary	5,681
1/04/2021	State Street Australia Limited	Buy	7,430	8,320.11	Ordinary	7,430
6/04/2021	State Street Australia Limited	Buy	9,773	11,123.63	Ordinary	9,773
6/04/2021	State Street Australia Limited	Buy	12,780	14,546.20	Ordinary	12,780

7/04/2021	State Street Australia Limited	Buy	1,908	2,159.47	Ordinary	1,908
7/04/2021	State Street Australia Limited	Buy	2,496	2,824.97	Ordinary	2,496
9/04/2021	State Street Australia Limited	Buy	3,859	4,446.34	Ordinary	3,859
9/04/2021	State Street Australia Limited	Buy	5,047	5,815.15	Ordinary	5,047
12/04/2021	State Street Australia Limited	Buy	1,414	1,612.67	Ordinary	1,414
12/04/2021	State Street Australia Limited	Buy	1,849	2,108.78	Ordinary	1,849
12/04/2021	State Street Australia Limited	Buy	46,861	53,421.54	Ordinary	46,861
12/04/2021	State Street Australia Limited	Buy	61,285	69,864.90	Ordinary	61,285
	Total		445,647	496,754.66		

Pendal Institutional Limited	607,160	676,790.28
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