Form 604

Corporations Act 2001
Section 671B

Notice of change of interests of substantial holder

To Company Name/Scheme: Tranzact Financial Services Limited (**TFS**)

ACN/ARSN: 84 089 997 731

1. Details of substantial holder (1)

Name: Gro-Aust Holdings Limited (**Gro-Aust**), and each of the persons listed in Annexure A (**Group Members**).

ACN/ARSN (if applicable): N/A

There was a change in the interests of the substantial holder on: 09/01/2014

The previous notice was given to the company on: 07/01/2014

The previous notice was dated: 07/01/2014

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 Shares	88,624,456	77.05%	89,952,670	78.20%

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
07/01/14	Gro-Aust	Under section 608(8) of the *Corporations Act* from acquisitions resulting from acceptances of takeover offers contained in Gro-Aust's bidder's statement dated 6 November 2013 (as amended by any subsequent supplementary bidder's statements)	$0.12 per share	1,238,214 Ordinary Shares	1,238,214
07/01/14	Gro-Aust	Under sections 608(1)(a) and 608(8) of the *Corporations Act 2001* (Cth) as a result of Gro-Aust's on-market purchases in accordance with the standard terms and conditions applicable to ASX transactions (On-Market Purchases).	$0.12 per share	90,000 Ordinary Shares	90,000

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
Gro-Aust Holdings Ltd	Gro-Aust Holdings Ltd		Relevant interest under s608(1)(a) of the *Corporations Act 2001* (Cth), as it is the registered holder of the securities.	69,513,111 Ordinary Shares	69,513,111
Gro-Aust Holdings Ltd (settled and subject to settlement of off-market acceptances)	Each relevant accepting shareholder.		Relevant interest under s608(8) of the *Corporations Act 2001* (Cth), resulting from acceptances of takeover offers contained in Gro-Aust's bidder's statement dated 6 November 2013 (as amended by any subsequent supplementary bidder's statements).	19,565,443 Ordinary Shares	19,565,443
Gro-Aust Holdings Ltd (settled and subject to settlement of on-market acceptances)	The shareholders who have accepted on-market offers.		Relevant interest under s608(8) of the *Corporations Act 2001* (Cth), resulting from acceptances of Gro-Aust's on-market purchases.	874,116 Ordinary Shares	874,116

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

6. Addresses

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

Name	Address
Gro-Aust Holdings Ltd	Level 5, Alcatel Lucent Building, 13-27 Manners Street, Wellington 6001, New Zealand
Grosvenor Financial Services Group Ltd	Level 5, Alcatel Lucent Building, 13-27 Manners Street, Wellington 6001, New Zealand
Asset Custodian Nominees Ltd	Level 5, Alcatel Lucent Building, 13-27 Manners Street, Wellington 6001, New Zealand

Signature

print name Paul Foley capacity Director

sign here  date 09/01/2014

TRANZACT FINANCIAL SERVICES LIMITED ABN 84 089 997 731

This is Annexure A of 1 page referred to in Form 604 - Notice of change of interests of substantial holder.

Signature

print name	Paul Foley	capacity	Director
sign here		date	09/01/2014

The following persons are the **Group Members** for the purposes of this notice, and each is a substantial holder in the Company:

Name	Nature of relevant interest	Address
Grosvenor Financial Services Group Ltd	Section 608(3)(b) Grosvenor Financial Services Group Ltd holds 70% of the voting shares in Gro-Aust.	Level 5, Alcatel Lucent Building, 13-27 Manners Street, Wellington 6001, New Zealand