

25 October 2013
ASX Announcement

HFA Holdings Limited

Notice of Meeting and updated additional information required by ASX Listing Rules in Annual Report

The Company's Annual General Meeting will be held on Wednesday, 27 November 2013 at 11:00am at the Sofitel Sydney Wentworth, Hobart Room, 61-101 Phillip Street, Sydney. The Notice of Meeting and Proxy Form are attached.

The Company also attaches updated additional information, as at 23 September, required by the ASX Listing Rules contained within the Annual Report. This updated information is contained within those Annual Reports which shareholders have elected to receive in hard copy and the soft copy on the Company website www.hfaholdings.com.au.

About HFA Holdings Ltd

HFA Holdings Limited (ASX: HFA) is the listed Australian holding company and comprises two wholly-owned operating subsidiaries – the Australian based Certitude Global Investments Limited and US-based Lighthouse Investment Partners, LLC.

Further information on HFA Holdings' subsidiaries and their product offerings can be found at:

Certitude Global Investments Ltd: www.certitudeglobal.com.au

Lighthouse Investment Partners, LLC: www.lighthousepartners.com

ENDS:

Enquiries:
Amber Stoney
Company Secretary
07 3218 6200



Notice of Annual General Meeting

The 2013 Annual General Meeting of HFA Holdings Limited ABN 47 101 585 737 (**Company**) will be held at:

Time: 11.00am (Sydney time)

Date: Wednesday, 27 November 2013

Venue: Sofitel Sydney Wentworth, Hobart Room, 61-101 Phillip Street, Sydney NSW 2000

Items of Business

Financial and other reports

1. To receive the financial report, directors' report and auditor's report for the Company and its controlled entities for the financial year ended 30 June 2013.

There is no vote on this item.

Remuneration Report

2. To adopt the remuneration report for the year ended 30 June 2013.

This resolution is advisory only and does not bind the Company or the directors.

The directors will consider the outcome of the vote and comments made by shareholders on the remuneration report at the meeting when reviewing the Company's remuneration policies.

If 25% or more of the votes that are cast are voted against the adoption of the remuneration report at two consecutive AGMs, shareholders will be required to vote at the second of those AGMs on a resolution (a "spill resolution") that another meeting be held within 90 days at which all of the Company's directors (other than the CEO) must go up for re-election.

The Chairman of the Meeting (Chairman) intends to vote available proxies in favour of this resolution.

Election of Directors

3. To elect directors:
 - a. Mr Michael Shepherd, who retires by rotation and offers himself for re-election as a director of the Company.
 - b. Mr Grant Kelley who retires by rotation and offers himself for re-election as a director of the Company.
 - c. Mr Mike Fox, having been nominated by the directors in accordance with clause 8.1(k)(2) of the constitution, be elected as a director of the Company.

The non-candidate directors unanimously support the re-election of Mr Shepherd and Mr Kelley, and the election of Mr Fox.

The Chairman intends to vote available proxies in favour of the re-election of Mr Shepherd and Mr Kelley, and the election of Mr Fox.

Grant of performance rights to executive director and CEO of Lighthouse

4. To approve the grant of Calendar Year 2012 performance rights to the executive director and CEO of Lighthouse, Mr Sean McGould or his nominee, under the Company's 2008 Performance Rights Plan, as described in the explanatory notes.

In accordance with ASX Listing Rule 14.11, the Company will disregard any votes cast on Resolution 4 by Mr Sean McGould and his associates or any other Director of the Company who is eligible to participate in any employee incentive scheme in relation to the Company and their associates.

However, the Company will not disregard a vote if it is cast by a person as proxy for a person who is entitled to vote, in accordance with the directions on the proxy form, or it is cast by the person chairing the meeting as proxy for a person who is entitled to vote, in accordance with a direction on the proxy form to vote as the proxy decides.

The Chairman of the Meeting (Chairman) intends to vote available proxies in favour of this resolution.

Please refer to the explanatory notes for further information on the proposed resolutions and applicable voting exclusions.

By order of the Board
24 October 2013



Amber Stoney
Company Secretary

How to vote

Eligibility to attend and vote

You will be eligible to attend and vote at the meeting if you are registered as a holder of shares in the Company at 7.00pm (Sydney time) on Monday 25 November 2013.

Voting

The required quorum for the meeting is at least five members present in person or by proxy, attorney or representative.

Voting will be decided on a show of hands unless a poll is demanded by the Chairman or members entitled to do so before the show of hands is taken, or before or immediately after the declaration of the result on a show of hands.

- On a show of hands, every member present in person or by proxy, attorney or representative shall have one vote.
- On a poll, each member present in person or by proxy, attorney or representative shall have one vote for each share held by that member and in respect of which that member is entitled to vote.

If shares are jointly held and more than one of the joint holders votes, only the vote of the holder whose name appears first in the register of members will be counted.

Voting by proxy

You can appoint a proxy to attend and vote on your behalf as an alternative to attending the meeting in person. A Proxy Form accompanies this Notice of Meeting. Proxy voting instructions are outlined on the back of the Proxy Form.

A proxy need not be a shareholder in the Company. You may appoint no more than two proxies or attorneys. Each proxy or attorney must be appointed to represent a specified proportion of your voting rights. If no proportion is specified, each proxy or attorney is entitled to exercise half the member's votes. Where a member appoints two proxies or attorneys, neither will be entitled to vote on a show of hands if more than one proxy or attorney attends, and each may only exercise the voting rights the proxy or attorney represents on a poll.

If you appoint a proxy, you may still attend the meeting. However, your proxy's rights to speak and vote are suspended while you are present.

Voting restrictions that may affect your proxy appointment

Due to the voting exclusions that apply to certain items of business, the Key Management Personnel (KMP) of the Company and their closely related parties will not be able to vote your proxy on:

- Item 2 (Remuneration report)
- Item 4 (Grant of performance rights to the executive director and CEO of Lighthouse)

unless you have directed them how to vote or in the case of the Chairman if you expressly authorise him or her.

The KMP are the directors of the Company and those other persons having authority and responsibility for planning and directing and controlling the activities of the Company. The term "closely related party" is defined in the Corporations Act 2001 (Cth) and includes a KMP's spouse, dependant and certain other close family members, as well as any companies controlled by the KMP.

If you intend to appoint a KMP (including the Chairman) as your proxy, you are encouraged to direct them how to vote on Items 2 and 4 by marking either "For", "Against" or "Abstain" for each of those items of business.

If you appoint the Chairman as your proxy, he or she can only cast your votes on Items 2 and 4 if you expressly authorise him or her to do so by marking the second box in Step 1 on the Proxy Form or you direct the Chairman how to vote.

How the Chairman will vote undirected proxies

The Chairman will vote undirected proxies on, and in favour of, all of the proposed resolutions, except that in respect of Items 2 and 4 the Chairman will only do so where expressly authorised by the shareholder having marked the second box in Step 1 on the Proxy Form.

The Chairman's decision as to whether a vote cast by a proxy is valid is conclusive.

Sending your Proxy Form

Your completed Proxy Form must be received by **no later than 11.00am (Sydney time) on Monday 25 November 2013**, being 48 hours before the commencement of the meeting. An original or certified copy of any power of attorney under which the form was signed must also be received by this time unless previously provided to Link Market Services.

You can lodge your Proxy Form:

- **Online** at www.linkmarketservices.com.au by following the instructions. To lodge your vote online you will need your Securityholder Reference Number (SRN) or Holder Identification Number (HIN) as shown on the front of the Proxy Form.
- **By completing the enclosed Proxy Form** and:
 - Mailing it to Link Market Services using the reply paid envelope
 - Posting it to Locked Bag A14 Sydney South, NSW, 1235
 - Faxing it to +61 (2) 9287 0309
 - Hand delivering it to Link Market Services Limited, Level 12, 680 George Street, Sydney NSW 2000

Attending the meeting

Please bring your personalised Proxy Form with you as it will help you to register your attendance at the meeting.

If you do not bring your Proxy Form, you will still be able to attend the meeting but representatives from Link Market Services will need to verify your identity. You will be able to register from 10.30am (Sydney time) on the day of the meeting.

Corporate shareholders

Corporate shareholders who wish to appoint a representative to attend the meeting on their behalf must provide that person with a properly executed letter or other document confirming that they are authorised to act as the corporate shareholder's representative. The authorisation may be effective either for this meeting only or for all meetings of the Company. Shareholders can download and fill out the 'Appointment of Corporate Representation' form from the Link Market Services website at www.linkmarketservices.com.au/corporate/InvestorServices/Forms.html.

Questions from shareholders

In addition to asking questions at the meeting, written questions to the Chairman about the management of the Company, or to the Company's auditor about the content of the auditor's report and the conduct of the audit, may be submitted no later than Wednesday, 20 November 2013 to:

The Chairman
C/- Company Secretary
HFA Holdings Limited
GPO Box 1616
Brisbane QLD 4001
Email: contact@hfaholdings.com.au

Explanatory Notes

Item 1 - Financial and other reports

The Company's 2013 Annual Report, which includes the financial report, directors' report and the auditor's report (collectively the 'reports'), will be laid before the meeting. Shareholders can access a copy of the 2013 Annual Report on the Company's website at www.hfaholdings.com.au/investor-centre/annual-reports. A printed copy of the 2013 Annual Report has been sent only to those shareholders who have elected to receive a printed copy.

There is no requirement for shareholders to approve the reports. However, the Chairman will provide shareholders with a reasonable opportunity to ask questions about, or make comments on, the reports and the Company's operations, management and financial performance. Shareholders will be given a reasonable opportunity to ask the auditor questions about the conduct of the audit and the content of the auditor's report.

Item 2 - Remuneration report (non-binding advisory vote)

The remuneration report of the Company for the financial year ended 30 June 2013 is set out on pages 32 to 40, inclusive, of the Directors' Report as contained in the Company's 2013 Annual Report. Shareholders can access a copy of the 2013 Annual Report on the Company's website at www.hfaholdings.com.au/investor-centre/annual-reports.

The remuneration report sets out the Company's remuneration arrangements, including for each director and key member of the senior management team. The Chairman will allow a reasonable opportunity for shareholders to ask questions about, or make comments on, the remuneration report at the meeting. In addition, shareholders will be asked to vote on the remuneration report.

The resolution is advisory only and does not bind the Company or its directors. The board will consider the outcome of the vote and comments made by shareholders on the remuneration report at the meeting when reviewing the Company's remuneration policies. Under the Corporations Act 2001 (Cth), if 25% or more of votes that are cast are voted against the adoption of the remuneration report at two consecutive AGMs, shareholders will be required to vote at the second of those AGMs (a 'spill resolution') that another meeting be held within 90 days at which all of the Company's directors (other than the CEO) must go up for re-election. The Company encourages all shareholders to cast their votes on Item 2 (remuneration report).

Voting exclusions

The Company will disregard any votes cast on Item 2 (remuneration report):

- *by or on behalf of a member of the KMP whose remuneration is disclosed in the remuneration report and any closely related parties of those persons*
- *as a proxy by a member of the KMP or a KMP's closely related party*

unless the vote is cast as a proxy for a person who is entitled to vote on Item 2:

- *in accordance with their directions of how to vote on the Proxy Form or*
- *by the Chairman pursuant to an express authorisation on the Proxy Form.*

Item 3 - Election of directors

In accordance with the Company's constitution Mr Michael Shepherd, Mr Grant Kelley and Mr James Zelter are retiring at this AGM. Messrs' Shepherd and Kelley offer themselves for re-election, whilst Mr Zelter has not offered himself for re-election. Mr Zelter has confirmed that there is no matter relating to his retirement that needs to be brought to the attention of the shareholders.

Item 3(a) - Mr Michael Shepherd

*Independent non-executive director
Appointed 16 December 2009*

Mr Shepherd has extensive experience in financial markets and the financial services industry having held a range of senior positions including Vice Chairman of ASX Limited, and directorships of several of the ASX's subsidiaries including Australian Clearing House Pty Ltd. Currently, Mr Shepherd is Chairman of the Shepherd Centre and is an independent Compliance Committee Member for UBS Global Asset Management (Australia) Limited. He is also a Senior Fellow (SF Fin), Life Member and past President of the Financial Services Institute of Australasia and a Member of the Australian Institute of Company Directors.

Mr Shepherd is the Chair of the Remuneration and Nominations Committee and a member of the Audit and Risk Committee.

Board recommendation

The non-candidate directors unanimously recommend that you vote in favour of the re-election of Mr Shepherd.

Item 3(b) - Mr Grant Kelley

Non-executive director

Appointed director 25 February 2011

Mr Kelley is co-head of Asia Pacific for Apollo Global Management and also leads their real estate investment activities in the region. He joined Apollo in January 2010 and has over 20 years experience in Asian corporate strategy and private equity, including from 2004-2008, as Chief Executive Officer of Colony Capital Asia, where he received a number of industry awards. Mr Kelley holds a Bachelor of Laws degree from the University of Adelaide, a Masters degree in International Relations from the London School of Economics and Political Science, and a MBA from the Harvard Business School.

Mr Kelley is a member of the Audit and Risk Committee.

Board recommendation

The non-candidate directors unanimously recommend that you vote in favour of the re-election of Mr Kelley.

Item 3(c) - Mr Mike Fox

Mr Fox joined Apollo in 2009 and is a senior member of Apollo's marketing and investor relations team, specialising in credit and hedge funds. Prior to that time, he held a number of roles in the hedge fund industry, including serving as product specialist for Pequot Capital Management and participating in the investment committee for ACAM Advisors, a hedge fund of funds. Before joining the hedge fund industry in 2001, Mr Fox was a consultant at Merrill Lynch where he advised high net worth individuals and middle market companies on investments and liability management. Prior to Merrill Lynch, he began his career at Norwest Financial originating and collecting subprime loans. Mr Fox graduated from Iona College with a degree in Finance.

The Subscription Agreement in relation to the convertible notes issued by the Company allows the noteholders to nominate three directors to sit on the board of the Company. With the retirement of Mr Zelter, the noteholders have proposed that Mr Fox be considered for the vacant position of director. The board has considered Mr Fox's experience and background, and accordingly nominates Mr Fox for election as a director of the Company.

Board recommendation

The non-candidate directors unanimously recommend that you vote in favour of the election of Mr Fox.

Item 4 – Grant of performance rights to Executive director and CEO of Lighthouse

Mr McGould has been an executive director of the Company and the CEO of its US business unit since January 2008. Since that time, Mr McGould's remuneration has consisted only of a base salary, and his base salary has not been increased since that time. As outlined in the 2013 Annual Report, the board has been reviewing Mr McGould's remuneration arrangements, and believes that additional compensation for his performance is warranted. In order to reward Mr McGould for his past performance, as well as to motivate and retain Mr McGould in his role, the Company will, subject to shareholder approval, issue performance rights where vesting is contingent upon Mr McGould remaining in employment.

The board considers that additional compensation of US\$450,000 provided in the form of performance rights is reasonable and appropriate remuneration to reward Mr McGould's performance in relation to the 2012 calendar year.

Mr McGould is entitled to participate in the HFA Holdings Limited 2008 Employee Performance Rights Plan ('the Plan') in accordance with the Plan rules and subject to any approval the Company considers necessary or appropriate.

Shareholder approval of the issue to Mr McGould or his nominee of performance rights under the Plan is sought for all purposes, including under ASX Listing Rule 10.14. The Company asks shareholders to consider and vote upon Mr McGould's participation in the Plan through the grant of the Calendar Year 2012 Performance Rights ('Calendar Year 2012 Grant').

Details of the Calendar Year 2012 Grant are provided below:

The Calendar Year 2012 Grant

Type of Securities	Performance rights, being a right to acquire per performance right, subject to the vesting conditions, 1 fully paid ordinary share in the Company.
Plan	HFA Holdings Limited 2008 Employee Performance Rights Plan
Number of Rights Granted	<p>The number of performance rights that will be granted to Mr McGould will be to a maximum value of US\$450,000.</p> <p>The actual number of Calendar Year 2012 Rights to be granted will be calculated as:</p> <p>A divided by B divided by C</p> <p>where:</p> <p>A equals US\$450,000;</p> <p>B equals the AUD:USD exchange rate sourced from the Reserve Bank of Australia for the day immediately prior to date the performance rights are issued; and</p> <p>C equals the 10 day volume weighted average price of fully paid ordinary shares in the Company calculated on the day immediately prior to the date the performance rights are issued.</p>
Issue Date of Rights	The performance rights will be issued by 31 December 2013.
Amount payable for the Rights	Nil consideration will be sought in relation to the rights granted.
Exercise Price of the Rights	Nil
Term of the Rights	All rights will expire 1 year after their relevant vesting date.
Vesting of Rights	<p>Percentage of Calendar Year 2012 performance rights which will vest and can be exercised on or after the relevant vesting date:</p> <p>1 January 2014: 50%</p> <p>1 January 2015: 50%</p>
Vesting conditions	The performance rights are being granted in recognition for past performance in relation to the 2012 calendar year. As such, the only vesting condition is for Mr McGould to remain in employment as at each vesting date.

Change of control	In the event of a takeover bid or change of control event, any unvested performance rights will vest and become exercisable.
Loan	No loan will be made by the Company in relation to the acquisition of performance rights or shares.
Plan participation	Mr McGould is the only director eligible to be granted performance rights under the Plan.

Voting exclusions

The Company will disregard any votes cast on Item 4 (Grant of performance rights to Executive director and CEO of Lighthouse):

- *by Mr McGould or an associate of Mr McGould*
- *as a proxy by a member of the KMP or a KMP's closely related party*

unless the vote is cast as a proxy for a person who is entitled to vote on Item 4:

- *in accordance with their directions of how to vote on the Proxy Form or*
- *by the Chairman pursuant to an express authorisation on the Proxy Form.*

Board recommendation

The non-executive directors unanimously recommend that you vote in favour of this item.



HFA Holdings Limited
ABN 47 101 585 737

LODGE YOUR VOTE

ONLINE www.linkmarketservices.com.au

By mail:
HFA Holdings Limited
C/- Link Market Services Limited
Locked Bag A14
Sydney South NSW 1235 Australia

By fax: +61 2 9287 0309

All enquiries to: Telephone: +61 1300 554 474



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SHAREHOLDER PROXY FORM

I/We being a member(s) of HFA Holdings Limited and entitled to attend and vote hereby appoint:

STEP 1 **APPOINT A PROXY**

the Chairman of the Meeting (mark box) OR if you are NOT appointing the Chairman of the Meeting as your proxy, please write the name of the person or body corporate (excluding the registered shareholder) you are appointing as your proxy. I/we appoint the Chairman of the Meeting as an alternate proxy to the person named.

If no person/body corporate is named, the Chairman of the Meeting, is appointed as my/our proxy and to vote for me/us on my/our behalf at the Annual General Meeting of the Company to be held at **11:00am on Wednesday, 27 November 2013, at Sofitel Sydney Wentworth, Hobart Room, 61-101 Phillip Street, Sydney NSW 2000** and at any adjournment or postponement of the meeting. I/we expressly authorise the Chairman of the Meeting to exercise my/our proxy even if the resolution is connected directly or indirectly with the remuneration of a member of the Key Management Personnel.

The Chairman of the Meeting intends to vote undirected proxies in favour of all items of business.

Important information for Resolutions 2 and 4 - if the Chairman of the Meeting is your proxy or is appointed as your proxy by default
The Chairman of the Meeting intends to vote all undirected proxies in favour of Resolutions 2 and 4.

I/We direct the Chairman of the Meeting to vote in accordance with the Chairman's voting intentions on Resolutions 2 and 4 (except where I/we have indicated a different voting intention in Step 2 below) and acknowledge that the Chairman of the Meeting may exercise my proxy even though Resolutions 2 and 4 are connected directly or indirectly with the remuneration of a member of Key Management Personnel.

Note

- If you appoint a proxy, the Company encourages you to direct your proxy how to vote on each item of business. **GO TO STEP 2**
- Directors (other than the Chairman, where authorised) and other Key Management Personnel of the Company and their closely related parties (see Notice of Meeting) will not cast any votes in respect of Resolutions 2 and 4 that arise from any undirected proxy that they hold.
- If the Chairman is appointed your proxy, the Chairman intends to vote available proxies "FOR" each item of business.

Proxies will only be valid and accepted by the Company if they are signed and received no later than 48 hours before the meeting. Please read the voting instructions overleaf before marking any boxes with an

STEP 2 **VOTING DIRECTIONS**

Resolution 2 Remuneration Report	For <input type="checkbox"/>	Against <input type="checkbox"/>	Abstain* <input type="checkbox"/>	Resolution 3 c Election of Mr Michael Fox	For <input type="checkbox"/>	Against <input type="checkbox"/>	Abstain* <input type="checkbox"/>
Resolution 3 a Re-election of Mr Michael Shepherd	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	Resolution 4 Grant of performance rights to Mr Sean McGould, executive director and CEO of Lighthouse	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Resolution 3 b Re-election of Mr Grant Kelley	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>				

* If you mark the Abstain box for a particular Item, you are directing your proxy not to vote on your behalf on a show of hands or on a poll and your votes will not be counted in computing the required majority on a poll.

STEP 3 **SIGNATURE OF SHAREHOLDERS - THIS MUST BE COMPLETED**

Shareholder 1 (Individual) <input type="text"/> Sole Director and Sole Company Secretary	Joint Shareholder 2 (Individual) <input type="text"/> Director/Company Secretary (Delete one)	Joint Shareholder 3 (Individual) <input type="text"/> Director
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This form should be signed by the shareholder. If a joint holding, either shareholder may sign. If signed by the shareholder's attorney, the power of attorney must have been previously noted by the registry or a certified copy attached to this form. If executed by a company, the form must be executed in accordance with the company's constitution and the *Corporations Act 2001* (Cth).

HFA PRX301R



HOW TO COMPLETE THIS PROXY FORM

Your Name and Address

This is your name and address as it appears on the Company's share register. If this information is incorrect, please make the correction on the form. Shareholders sponsored by a broker should advise their broker of any changes. **Please note: you cannot change ownership of your shares using this form.**

Appointment of a Proxy

If you wish to appoint the Chairman of the Meeting as your proxy, mark the box in Step 1. If the person you wish to appoint as your proxy is someone other than the Chairman of the Meeting please write the name of that person in Step 1. If you appoint someone other than the Chairman of the Meeting as your proxy, you will also be appointing the Chairman of the Meeting as your alternate proxy to act as your proxy in the event the named proxy does not attend the meeting.

Votes on Items of Business - Proxy Appointment

You may direct your proxy how to vote by placing a mark in one of the boxes opposite each item of business. All your shares will be voted in accordance with such a direction unless you indicate only a portion of voting rights are to be voted on any item by inserting the percentage or number of shares you wish to vote in the appropriate box or boxes. If you do not mark any of the boxes on the items of business, your proxy may vote as he or she chooses. If you mark more than one box on an item your vote on that item will be invalid.

Appointment of a Second Proxy

You are entitled to appoint up to two persons as proxies to attend the meeting and vote on a poll. If you wish to appoint a second proxy, an additional Proxy Form may be obtained by telephoning the Company's share registry or you may copy this form and return them both together. The appointment of the Chairman of the Meeting as your alternate proxy also applies to the appointment of the second proxy.

To appoint a second proxy you must:

- (a) on each of the first Proxy Form and the second Proxy Form state the percentage of your voting rights or number of shares applicable to that form. If the appointments do not specify the percentage or number of votes that each proxy may exercise, each proxy may exercise half your votes. Fractions of votes will be disregarded; and
- (b) return both forms together.

Signing Instructions

You must sign this form as follows in the spaces provided:

Individual: where the holding is in one name, the holder must sign.

Joint Holding: where the holding is in more than one name, either shareholder may sign.

Power of Attorney: to sign under Power of Attorney, you must lodge the Power of Attorney with the registry. If you have not previously lodged this document for notation, please attach a certified photocopy of the Power of Attorney to this form when you return it.

Companies: where the company has a Sole Director who is also the Sole Company Secretary, this form must be signed by that person. If the company (pursuant to section 204A of the *Corporations Act 2001*) does not have a Company Secretary, a Sole Director can also sign alone. Otherwise this form must be signed by a Director jointly with either another Director or a Company Secretary. Please indicate the office held by signing in the appropriate place.

Corporate Representatives

If a representative of the corporation is to attend the meeting the appropriate "Certificate of Appointment of Corporate Representative" should be produced prior to admission in accordance with the Notice of Meeting. A form of the certificate may be obtained from the Company's share registry.

Lodgement of a Proxy Form

This Proxy Form (and any Power of Attorney under which it is signed) must be received at an address given below by **11:00am on Monday, 25 November 2013**, being not later than 48 hours before the commencement of the meeting. Any Proxy Form received after that time will not be valid for the scheduled meeting.

Proxy Forms may be lodged using the reply paid envelope or:



ONLINE > www.linkmarketservices.com.au

Login to the Link website using the holding details as shown on the proxy form. Select 'Voting' and follow the prompts to lodge your vote. To use the online lodgement facility, shareholders will need their "Holder Identifier" (Securityholder Reference Number (SRN) or Holder Identification Number (HIN) as shown on the front of the proxy form).



by mail:

HFA Holdings Limited
C/- Link Market Services Limited
Locked Bag A14
Sydney South NSW 1235
Australia



by fax:

+61 2 9287 0309



by hand:

delivering it to Link Market Services Limited, 1A Homebush Bay Drive, Rhodes NSW 2138.

**If you would like to attend and vote at the Annual General Meeting, please bring this form with you.
This will assist in registering your attendance.**

Additional information required by the Australian Securities Exchange Limited Listing Rules is set out below.

Shareholdings (as at 23 September 2013)

Substantial Shareholdings (not less than 5%)

The following parties have a substantial relevant interest in ordinary shares of HFA Holdings Limited:

Category	Number of ordinary shares	%
Delaware Street Capital Master Fund, LP	26,101,982	22.00
Sean McGould, his controlled entities and associates	19,438,084	16.37
Spencer Young and his associates	7,034,564	5.92

Securities subject to voluntary escrow

The voluntary escrow period for 31,091,245 ordinary shares that were subject to voluntary escrow ended on 31 December 2012.

Distribution of Equity Security Holders

Category	Number of equity security holders ordinary shares
1-1,000	426
1,001-5,000	632
5,001-10,000	197
10,001-100,000	251
100,001 and over	34
Total	1,540

The number of shareholders holding less than a marketable parcel of ordinary shares is 274.

On-Market Buy-Back

There is no current on-market buy-back.

Twenty Largest Shareholders

Name	Number of ordinary shares held	Percentage of capital held
HSBC Custody Nominees (Australia) Limited	33,263,185	28.01%
Citicorp Nominees Pty Limited	28,068,129	23.64%
Merrill Lynch (Australia) Nominees Pty Limited	10,333,873	8.70%
Mr Spencer Young	7,034,564	5.92%
HSBC Custody Nominees (Australia) Limited-GSCO ECA	4,814,520	4.05%
Brispot Nominees Ltd	3,482,742	2.93%
CS Fourth Nominees Pty Ltd	3,335,449	2.81%
J P Morgan Nominees Australia Limited	2,849,158	2.40%
JP Morgan Nominees Australia Ltd <Cash Income A/C>	2,154,295	1.81%
UBS Nominees Pty Ltd	1,883,980	1.59%
Carrington Land Pty Ltd	1,497,099	1.26%
Merrill Lynch (Australia) Nominees Pty Ltd	1,449,890	1.22%
Mr Shay Shimon Hazan-Shaked	1,300,000	1.09%
ABN AMRO Clearing Sydney Nominees Pty Ltd <Custodian A/C>	1,132,458	0.95%
HSBC Custody Nominees (Australia) Ltd – A/C 3	1,055,513	0.89%
Woodmont Trust Company Ltd	742,719	0.63%
Mr Richard James Williams & Ms Jane Clare Dunlop	365,000	0.31%
Mr Mark Sheffield Hancock & Brig Ian Denis Westwood	300,000	0.25%
HSBC Custody Nominees (Australia) Limited – A/C 2	283,750	0.24%
Ms Guozhen Lu	275,500	0.23%

Unquoted Equity Securities

There are no unquoted equity securities.

Voting Rights

Ordinary Shares

Refer to note 19 of the financial statements.