

FORM 604

Corporations Act 2001

Section 671B

Notice of change of interests of substantial holder**To: Company Name/Scheme: PIONEER CREDIT LIMITED**ACN/ARSN: **103 003 505****1. Details of substantial holder**

Name: Commonwealth Bank of Australia ACN 123 123 124 (CBA) and its related bodies corporate listed in annexure A

There was a change in the interests of the substantial holder on **15/04/2015**The previous notice was given to the company on **15/04/2015**The previous notice was dated **14/04/2015****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 had a relevant interest 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	Previous notice		Present notice	
	Person's votes	Voting power (%)	Person's votes	Voting power (%)
Fully Paid Ordinary Shares	3,140,752	6.92	2,397,072	5.28

For the Securities (if any) listed below see NOTE 1 at the end of this form

Class of securities	Previous notice		Present notice	
	Person's votes	Voting power (%)	Person's votes	Voting power (%)
Fully Paid Ordinary Shares	0	0.00 See note 1 at the end of this form	0	0.00 See note 1 at the end of this form

Class of securities	Previous notice		Present notice	
	Person's votes	Voting power (%)	Person's votes	Voting power (%)
Grand TOTAL	3,140,752	6.92	2,397,072	5.28

3. Changes in relevant interest

Particulars of each change in, or change in the nature of, a relevant interest of the substantial shareholder 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	Consideration given in relation to change	Class and number of securities affected	Person's votes affected
See annexure B to this notice					

4. Present relevant interest

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	Nature of relevant interest	Class and number of securities	Person's votes
Colonial First State Asset Management (Australia) Limited ACN 114 194 311	Citicorp Nominees Pty Limited (Australia)		<p>Relevant interest under paragraph 608(1)(b) and/or 608(1)(c) of the Corporations Act 2001 (Cth), being a relevant interest arising from having the power to control the exercise of the right to vote attached to securities and/or to control the exercise of the power to dispose of securities in its capacity as investment manager (as provided for under its investment mandates). In addition, if any OTC derivatives, warrants or other securities (other than ordinary shares or ordinary units (as applicable)) are referred to below in this row, the relevant interest in respect of those securities arises under subsection 608(8) being an accelerated relevant interest held in the same capacity.</p> <p>Nature of relevant interest derived from; ordinary shares 2,397,072</p>	2,397,072 Fully paid ordinary shares	2,397,072
Colonial First State Investments Limited ACN 002 348 352	Citicorp Nominees Pty Limited (Australia)		<p>Relevant interest under paragraph 608(1)(b) and/or 608(1)(c) of the Corporations Act 2001 (Cth), being a relevant interest arising from having the power to control the exercise of the right to vote attached to securities and/or to control the exercise of the power to dispose of securities in its capacity as a responsible entity of a managed investment scheme (which managed investment scheme is managed by Colonial First Statement Investments Limited or a related body corporate). In addition, if any OTC derivatives, warrants or other securities (other than ordinary shares or ordinary units (as applicable)) are referred to below in this row, the relevant interest in respect of those securities arises under subsection 608(8) being an accelerated relevant interest held in the same capacity.</p> <p>Nature of relevant interest derived from; ordinary shares 2,397,072</p>	2,397,072 Fully paid ordinary shares	2,397,072

5. Changes in association

The persons who have become associates of, ceased to be associates of, or have changed the nature of their association 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
Colonial First State Asset Management (Australia) Limited ACN 114 194 311	Ground Floor Tower 1, 201 Sussex Street, Sydney, NSW, 2000, Australia
Colonial First State Investments Limited ACN 002 348 352	Ground Floor Tower 1, 201 Sussex Street, Sydney, NSW, 2000, Australia

Signature

NOTE 1--(This note is relevant to sections 2,3,4 and 5)

The relevant interests in these securities:

- a) are/were held by Colonial First State Investments Limited (CFS) as responsible entity of the specified registered managed investment schemes and relate(d) to holdings in connection with the Colonial First State First Choice product range. Decisions to buy/sell those securities and exercise voting rights in relation to those securities are made by managers to whom CFS has outsourced those functions. By instrument dated 29 October 2001 the Australian Securities and Investments Commission ("ASIC") has granted certain relief to CFS and its related bodies corporate for these holdings from the applicable provisions of Chapter 6 of the Corporations Act in relation to the acquisition of or increase in voting power of such securities (the Manager Relief). These managers are not associates of, other than by virtue of an agreement in accordance with the terms of the Manager Relief, the Commonwealth Bank of Australia group; or
- b) are/were held by or for the benefit of specified index funds where the funds have an objective of maintaining a portfolio tracking error less than 0.5% per annum. ASIC has granted certain relief to CFS and its related bodies corporate for these holdings from the applicable provisions of Chapter 6 of the Corporations Act in relation to the acquisition of or increase in voting power of such securities.



Dated the 16 day of April 2015

Carla Collingwood-Company Secretary

Annexure A

This is annexure A referred to in Form 604, Notice of change of interest of substantial holder dated **15/04/2015**



Carla Collingwood

Company Secretary

Dated the 16 April 2015

SCHEDULE

ACADIAN ASSET MANAGEMENT (AUSTRALIA) LIMITED	CABLE BEACH PTY LIMITED
ADVICE ESSENTIALS PTY LIMITED	CAPITAL 121 PTY LIMITED
AEGIS CORRECTIONAL PARTNERSHIP PTY LTD	CARDS NZ LIMITED
AEGIS LIMITED	CBA (EUROPE) FINANCE LTD
AHL HOLDINGS PTY LIMITED	CBA A320 4077 PTY LTD
ALTONA V6 PTY LIMITED	CBA A320 5156 PTY LIMITED
ASB BANK LIMITED	CBA A320 5249 PTY LTD
ASB CAPITAL LIMITED	CBA A320 5289 PTY LTD
ASB CAPITAL LIMITED (NZX-ASBPA)	CBA A320 5638 PTY LTD
ASB CAPITAL NO.2 LIMITED	CBA A320 AIRCRAFT NO1 PTY LTD
ASB CAPITAL NO.2 LIMITED (NZX-ASBPB)	CBA A330 1427 Pty Ltd
ASB FINANCE LIMITED	CBA A330 1453 PTY LIMITED
ASB FUNDING LIMITED	CBA AIR A320 2714 PTY LTD
ASB GROUP (LIFE) LIMITED	CBA AIR PTY LTD
ASB GROUP INVESTMENTS LIMITED	CBA ASSET FINANCE (NZ) LIMITED
ASB HOLDINGS LIMITED	CBA ASSET HOLDINGS (NZ) LIMITED
ASB MANAGEMENT SERVICES LIMITED	CBA B377 37091 PTY LTD
ASB NOMINEES LIMITED	CBA CAPITAL AUSTRALIA (NO 2) PTY LIMITED
ASB SECURITIES LIMITED	CBA CAPITAL AUSTRALIA LIMITED
ASKLEPIOS LIMITED	CBA CAPITAL HOLDINGS INC.
ASPIRE SCHOOLS FINANCING (QLD) PTY LIMITED	CBA CAPITAL TRUST I
ASPIRE SCHOOLS HOLDINGS (QLD) PTY LIMITED	CBA CAPITAL TRUST II
AUSIEX MANAGEMENT SERVICES PTY LTD (PENDING DEREGISTRATION)	CBA CORPORATE SERVICES (NSW) PTY LIMITED
AUSIEX NOMINEES PTY LIMITED	CBA CORPORATE SERVICES (VIC) PTY LIMITED
AUSTRALIAN INVESTMENT EXCHANGE LIMITED	CBA EQUITIES LIMITED
AVANTEOS INVESTMENTS LIMITED	CBA EUROPE LIMITED
AVANTEOS PTY LTD	CBA FUNDING (NZ) LIMITED
BANK OF HANGZHOU CO. LTD	CBA FUNDING HOLDINGS PTY LTD
BANKWEST FOUNDATION LIMITED	CBA FUNDING TRUST I
BDELTA VESSEL NO 1 PTY LTD	CBA INTERNATIONAL FINANCE PTY. LIMITED
BDELTA VESSEL NO 2 PTY LTD	CBA INVESTMENTS (NO.4) LIMITED
BDELTA VESSEL NO 3 PTY LTD	CBA INVESTMENTS PTY LIMITED
BDELTA VESSEL NO 4 PTY LTD	CBA IT CO PTY LIMITED
BOCOMMLIFE INSURANCE COMPANY LIMITED	CBA MTE RAIL COMPANY PTY LIMITED
BOND INVESTMENTS NO 1 LIMITED	CBA NZ HOLDING LIMITED
BOND INVESTMENTS UK LIMITED	CBA RAIL & TRAM COMPANY PTY LIMITED
BURDEKIN INVESTMENTS LIMITED	CBA REAL ESTATE FUNDING (NZ) LIMITED
BW FINANCIAL ADVICE LIMITED	CBA SA HOLDINGS PROPRIETARY LIMITED
BW SECURITISATION MANAGEMENT PTY LTD	CBA SERVICES SINGAPORE PTE LTD
BWA GROUP SERVICES PTY LTD	CBA SPECIALISED FINANCING PTY LIMITED
BWA INTELLECTUAL PROPERTY HOLDINGS LIMITED	CBA STAFF COMMUNITY FUND LIMITED
	CBA USD FUNDING LIMITED
	CBA USD INVESTMENTS PTY LIMITED
	CBFC LEASING PTY. LIMITED

CBFC LIMITED
 CFS Newham Limited
 CFSPAI EUROPE CO LIMITED (formerly known as
 CFSPAI MALTA CO LIMITED)
 CFSPAI EUROPE HOLDCO LIMITED (formerly known
 as CFSPAI MALTA HOLDCO LIMITED)
 CHRISTMAS BREAK PTY LTD
 CHULLORA EQUITY INVESTMENT (NO 1) PTY
 LIMITED
 CHULLORA EQUITY INVESTMENT (NO 2) PTY
 LIMITED
 CHULLORA EQUITY INVESTMENT (NO 3) PTY
 LIMITED
 CIPL ARARAT PTY LTD
 CIPL SA SCHOOLS PTY LTD
 CIPL SENTINEL HOLDINGS PTY LTD
 CIPL SENTINEL PTY LTD
 CISL (HAZELWOOD) PTY. LIMITED
 CITICORP NOMINEES PTY LTD AS CUSTODIAN
 FOR THE TRUSTEE OF COLONIAL FIRST STATE
 ACTIVE INFRASTRUCTURE INCOME FUND
 CM-SOMERTON PTY. LTD.
 CMG ASIA LIFE HOLDINGS LIMITED
 CMG ASIA PTY LTD
 COLLATERAL LEASING PTY LTD
 Colonial (UK) Trustees Limited
 COLONIAL FINANCE PTY LIMITED
 COLONIAL FINANCIAL CORPORATION PTY LIMITED
 (DEREGISTERED 16/3/15)
 COLONIAL FIRST STATE ASSET MANAGEMENT
 (AUSTRALIA) LIMITED
 COLONIAL FIRST STATE GROUP LIMITED
 COLONIAL FIRST STATE INFRASTRUCTURE
 HOLDINGS LIMITED
 COLONIAL FIRST STATE INFRASTRUCTURE
 MANAGERS (AUSTRALIA) PTY LTD
 Colonial First State Investment Managers (UK) Limited
 COLONIAL FIRST STATE INVESTMENTS (NZ)
 LIMITED (PENDING DEREGISTRATION)
 COLONIAL FIRST STATE INVESTMENTS LIMITED
 COLONIAL FIRST STATE MANAGED
 INFRASTRUCTURE LIMITED
 COLONIAL HOLDING COMPANY LIMITED
 COLONIAL LGA HOLDINGS PTY LIMITED
 COLONIAL MUTUAL SUPERANNUATION PTY. LTD.
 COLONIAL PTY LIMITED (Pending Deregistration as
 at 27/02/2015)
 COLONIAL SERVICES PTY LIMITED
 COMMBANK EUROPE LIMITED
 COMMBANK MANAGEMENT CONSULTING (ASIA)
 COMPANY LIMITED
 COMMBANK MANAGEMENT CONSULTING
 (SHANGHAI) COMPANY LIMITED
 COMM CAPITAL S.A.R.L
 COMM FOUNDATION PTY LIMITED
 COMM INTERNATIONAL LIMITED
 COMMONWEALTH AUSTRALIA SECURITIES LLC
 COMMONWEALTH BANK OF AUSTRALIA
 COMMONWEALTH BANK OF AUSTRALIA
 (CHENG'AN) COUNTY BANK CO. LTD.
 COMMONWEALTH BANK OF AUSTRALIA (CIXIAN)

COUNTY BANK CO. LTD
 COMMONWEALTH BANK OF AUSTRALIA
 (DENG FENG) COUNTY BANK CO. LTD
 COMMONWEALTH BANK OF AUSTRALIA
 (HANDANXIAN) COUNTY BANK CO. LTD.
 COMMONWEALTH BANK OF AUSTRALIA (JIYUAN)
 COUNTY BANK CO. LTD
 COMMONWEALTH BANK OF AUSTRALIA (LANKAO)
 COUNTY BANK CO. LTD
 COMMONWEALTH BANK OF AUSTRALIA
 (LUANCHENG) COUNTY BANK CO. LTD
 COMMONWEALTH BANK OF AUSTRALIA (MIANCHI)
 COUNTY BANK CO. LTD
 COMMONWEALTH BANK OF AUSTRALIA (SHEXIAN)
 COUNTY BANK CO. LTD
 COMMONWEALTH BANK OF AUSTRALIA (UK)
 STAFF BENEFITS SCHEME TRUSTEE COMPANY
 LIMITED
 COMMONWEALTH BANK OF AUSTRALIA (WEIXIAN)
 COUNTY BANK CO. LTD.
 COMMONWEALTH BANK OF AUSTRALIA
 (WENXIAN) COUNTY BANK CO. LTD
 COMMONWEALTH BANK OF AUSTRALIA (XINJI)
 COUNTY BANK CO. LTD
 COMMONWEALTH BANK OF AUSTRALIA
 (YICHUAN) COUNTY BANK CO. LTD
 COMMONWEALTH BANK OF AUSTRALIA
 (YONGCHENG) COUNTY BANK CO. LTD
 COMMONWEALTH BANK OF AUSTRALIA
 (YONGNIAN) COUNTY BANK CO. LTD
 COMMONWEALTH BANK OFFICERS
 SUPERANNUATION CORPORATION PTY LIMITED
 Commonwealth Custodial Services Pty Ltd
 COMMONWEALTH DEVELOPMENT BANK OF
 AUSTRALIA PTY LIMITED
 COMMONWEALTH FINANCIAL PLANNING LIMITED
 COMMONWEALTH INSURANCE HOLDINGS LIMITED
 COMMONWEALTH INSURANCE LIMITED
 COMMONWEALTH INVESTMENT SERVICES PTY
 LIMITED
 COMMONWEALTH INVESTMENTS PTY LIMITED
 COMMONWEALTH PRIVATE LIMITED
 COMMONWEALTH SECURITIES LIMITED
 COMMONWEALTH INTERNATIONAL HOLDINGS PTY
 LIMITED
 COMSEC NOMINEES PTY LIMITED
 CORE EQUITY SERVICES NOMINEES PTY LIMITED
 COUNT FINANCE PTY LIMITED
 COUNT FINANCIAL LIMITED
 CPPIB AUSTRALIAN HOLDINGS NO. 1 PTY LIMITED
 CRYSTAL AVENUE PTY LIMITED
 CTB AUSTRALIA LIMITED
 DAWNRAPTOR PTY LTD ATF DAWNRAPTOR
 TRUST
 EMERALD HOLDING COMPANY PTY LIMITED
 EQUIGROUP HOLDINGS PTY LIMITED
 FINANCIAL WISDOM LIMITED
 FINCONNECT (AUSTRALIA) PTY LTD
 FIRST STATE CINDA FUND MANAGEMENT
 COMPANY LIMITED
 First State Diversified Hedge Fund Limited

First State European Diversified Infrastructure Sarl	MTE LESSOR 1 PTY LTD
First State Funds Plc	MTE LESSOR 2 PTY LTD
First State Global Umbrella Fund Public Limited	MTE LESSOR 3 PTY LTD
Company	MTE LESSOR 4 PTY LTD
First State Hedge Funds SPC Limited	MTE LESSOR 5 PTY LTD
First State Infrastructure S.à r.l.	MTE NOMINEE PARTNER PTY LTD
First State Investment Management (UK) Limited	NETSHARE NOMINEES PTY LTD
FIRST STATE INVESTMENT MANAGERS (ASIA)	NEWPORT LIMITED
LIMITED	NIMITZ NOMINEES PTY LIMITED
First State Investment Services (UK) Limited	ORE & OVERBURDEN PTY LIMITED
FIRST STATE INVESTMENTS (HONG KONG)	PINNACLE EDUCATION SA HOLDING COMPANY
LIMITED	PTY LIMITED
FIRST STATE INVESTMENTS (JAPAN) LIMITED	PREFERRED CAPITAL LIMITED
FIRST STATE INVESTMENTS (NZ) LIMITED	PREMIUM ALTERNATIVE INVESTMENTS PTY
FIRST STATE INVESTMENTS (SINGAPORE)	LIMITED
First State Investments (UK Holdings) Limited	PREMIUM CUSTODY SERVICES PTY LTD
First State Investments (UK) Limited	PREMIUM PLANTATIONS PTY LIMITED
FIRST STATE INVESTMENTS (US) LLC	PREMIUM PLANTATIONS SERVICES PTY LTD
First State Investments Fund Management Sarl	PT BANK COMMONWEALTH
First State Investments GIP Management Sarl	PT COMMONWEALTH LIFE
FIRST STATE INVESTMENTS HOLDINGS	PT FIRST STATE INVESTMENTS INDONESIA
(SINGAPORE) LIMITED	Purangi Developments Limited
First State Investments ICVC	QILU BANK CO. LTD.
First State Investments International Inc	REALINDEX INVESTMENTS PTY LIMITED
First State Investments International Limited	RELIANCE ACHIEVER PTY LIMITED
FIRST STATE INVESTMENTS US HOLDINGS PTY	RESIDENTIAL MORTGAGE GROUP PTY LTD
LIMITED	ROCK & RUBBLE (DEBT VEHICLE) PTY LIMITED
FIRST STATE NOMINEES (HONG KONG) LIMITED	ROCK & RUBBLE (EXISTING) PTY LIMITED
FSIB LTD (formerly known as FIRST STATE	ROCK & RUBBLE (NEW) PTY LIMITED
INVESTMENTS (BERMUDA) LIMITED)	SAF MINING NO.2 PTY LIMITED
FSIC Limited (formerly known as First State	SAF Mining No1 Pty Limited
Investments (Cayman) Limited)	SAFE NO1 PTY LTD
GT USD FUNDING PTY LIMITED	SAFE NO17 PTY LIMITED
HAZELWOOD INVESTMENT COMPANY PTY	SAFE NO2 PTY LTD
LIMITED	SAFE NO3 PTY LTD
HEBEI XINSHISANG INDUSTRIAL CO. LTD	SAFE NO4 PTY LIMITED
HOMEPAATH PTY LIMITED	SAFE NO9 PTY LIMITED
HUAYU AGRICULTURAL SCIENCE AND	SAFE USD HOLDINGS PTY LTD
TECHNOLOGY CO. LTD.	SBN NOMINEES PTY. LIMITED
INVERLOCH LEASING PTY LIMITED	SECURITISATION ADVISORY SERVICES PTY.
INVESTMENT CUSTODIAL SERVICES LIMITED	LIMITED
INVESTOR SECURITIES PTY LTD	SECURITISATION MANAGEMENT SERVICES
INVESTORWEB.COM. PTY LIMITED	LIMITED
IWL BROKING SOLUTIONS LIMITED	SECURITY HOLDING INVESTMENT ENTITY LINKING
IWL LIMITED	DEALS LIMITED
IWL MANAGEMENT SERVICES PTY LTD (PENDING	SENBARY PTY LIMITED
DEREGISTRATION)	SHARE DIRECT NOMINEES PTY LIMITED
JACQUES MARTIN ADMINISTRATION AND	SHARE INVESTMENTS PTY LIMITED
CONSULTING PTY LTD	SI Holdings Limited
JACQUES MARTIN PTY. LTD.	SIF RAILWAY NO.1 PTY LIMITED
JDV PTY LIMITED (PENDING DEREGISTRATION)	SIF RAILWAY NO.2 PTY LIMITED
KIP NZ LIMITED (PENDING DEREGISTRATION)	SOUTH AUSTRALIAN FLEET LEASE ARRANGER
KPM NZ LIMITED (PENDING DEREGISTRATION)	PTY LTD
Lochness Holdings Limited	SOVEREIGN ASSURANCE COMPANY LIMITED
LOFT NO 1 PTY LIMITED	SOVEREIGN SERVICES LIMITED
LOFT NO 2 PTY LIMITED	SOVEREIGN SUPERANNUATION FUNDS LIMITED
LOFT NO.3 PTY LIMITED	SOVEREIGN SUPERANNUATION TRUSTEES
M M A L FLEET LEASE ARRANGER PTY LTD	LIMITED
MIS FUNDING NO.1 PTY LIMITED	SPARAD (NO.24) PTY. LIMITED (PENDING
MORTGAGE HOLDING TRUST COMPANY LIMITED	DEREGISTRATION AS AT 13/3/15)
MTE DEBT VEHICLE PTY LTD	ST ANDREW'S AUSTRALIA PTY LTD

STATE NOMINEES LTD
SWAN SECURITISATION FINANCE PTY LIMITED
SWAN SECURITISATION INVESTMENTS PTY LTD.
T.W. CUSTODIANS LIMITED
TANKSTREAM RAIL (BY - 1) PTY LIMITED
TANKSTREAM RAIL (BY - 2) PTY LIMITED
TANKSTREAM RAIL (BY - 3) PTY LIMITED
TANKSTREAM RAIL (BY - 4) PTY LIMITED
TANKSTREAM RAIL (SW - 1) PTY LIMITED
TANKSTREAM RAIL (SW - 2) PTY LIMITED
TANKSTREAM RAIL (SW - 3) PTY LIMITED
TANKSTREAM RAIL (SW - 4) PTY LIMITED
TANKSTREAM RAIL (VICTORIA) PTY LIMITED

THE COLONIAL MUTUAL LIFE ASSURANCE
SOCIETY LIMITED
TOTAL KEEN INVESTMENT LIMITED
VH-VZF PTY LTD
VH-VZG PTY LTD
VH-VZH PTY LTD
VICTORIAN FLEET LEASE ARRANGER PTY LTD
VIETNAM INTERNATIONAL BANK (VIETNAM
INTERNATIONAL COMMERCIAL JOINT STOCK
BANK)
VIPRO PTY LIMITED
WESTSIDE PROPERTIES LIMITED
WHITTAKER MACNAUGHT PTY. LTD.

Annexure B

This is annexure B referred to in Form 604, Notice of change of interests of substantial holder dated **15/04/2015**



Carla Collingwood

Company Secretary

Dated the 16 April 2015

Date of change	Person whose relevant interest changed	Nature of change	Consideration given in relation to change	Class and number of securities affected	Person's votes affected
Wednesday, 15 April 2015	Colonial First State Asset Management (Australia) Limited ACN 114 194 311	Sale	1,301,663.10	743,680 Ordinary shares	743,680