



DLA Piper Australia
201 Elizabeth Street
Sydney NSW 2000
Australia
DX 107 Sydney
T +61 2 9286 8000
F +61 2 9283 4144
W www.dlapiper.com

Our ref: NTS 0482308 CLM

2 May 2013

Manager of Company Announcements
ASX Limited
Level 6
20 Bridge Street
SYDNEY NSW 2000

By fax 1300 135 638

Dear Sir/Madam

NOVOGEN LTD - FORM 604

Please find attached a Form 604 (Notice of Change of Substantial Holder) in relation to Novogen Ltd on behalf of Massachusetts Mutual Life Insurance Company group and certain of its subsidiaries.

Please do not hesitate to contact me if you have any questions.

Yours sincerely

A handwritten signature in black ink, appearing to read 'Nicole Sloggett', with a long horizontal line extending to the right.

Nicole Sloggett
Senior Associate
Direct +61 2 9286 8528
nicole.sloggett@dlapiper.com
Encl

Form 604
Corporations Act 2001
Section 671B
Notice of change of substantial holder

To Company Name/Scheme: **NOVOGEN LTD**

ACN/ARSN: **063 250 754**

1. Details of substantial holder (1)

Name: **Massachusetts Mutual Life Insurance Company group and certain of its subsidiaries (see Annexure A for details) (MassMutual Group)**

ACN/ARSN (if applicable): **Not Applicable**

There was a change in the interests of the substantial holder on: **04/29/2013**

The previous notice was given to the company on: **02/15/2013**

The previous notice was dated **02/14/2013**

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	11,038,532	9.40%	10,222,889	7.7546%

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
04/29/13	Each member of the MassMutual Group	Sale of ordinary shares	See Annexure B	See Annexure B	See Annexure B

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 a holder (8)	Nature of relevant interest (6)	Class and number of securities	Person's votes
Each member of the MassMutual Group	OFI Global: International Growth Fund, LP (formerly OFI Institutional International Equity Fund, LP)	OFI Global: International Growth Fund, LP (formerly OFI Institutional International Equity Fund, LP)	As holder of shares on behalf of clients in its capacity as an investment adviser registered with the US Securities and Exchange Commission in the case of OppenheimerFunds, Inc. and as an associate of such companies (within the meaning of section 11 of the Corporations Act 2001 (Cth)) in the case of each other company listed in Annexure A.	Ordinary 55,688	0.042%
	Oppenheimer International Growth Fund	Oppenheimer International Growth Fund		Ordinary 8,330,223	6.319%
	Oppenheimer International Growth Fund/VA	Oppenheimer International Growth Fund/VA		Ordinary 686,171	0.521%
	MML Premier International Equity Fund	MML Premier International Equity Fund		Ordinary 1,019,755	0.773%
	OFIGTC International Growth Fund (formerly OFITC International Growth Fund)	OFIGTC International Growth Fund (formerly OFITC International Growth Fund)		Ordinary 131,052	0.100%

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

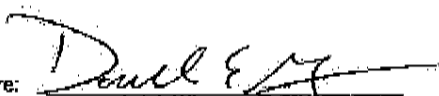
6. Addresses

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

Name	Address
See Annexure A	See Annexure A

Signature

Print name: Donald Griffin capacity: Vice President & Compliance Counsel

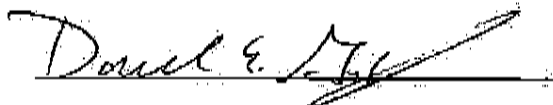
Sign here:  Date: May 1, 2013

Annexure A**To Company Name/Scheme: NOVOGEN LTD****ACN/ARSN: 063 259 754**

This is annexure Form A of 4 pages in Form 604 Notice of Change of Substantial Holder

MASSACHUSETTS MUTUAL LIFE INSURANCE COMPANY GROUP

Company	Address
Massachusetts Mutual Life Insurance Company	1295 State Street Springfield, Massachusetts USA 01111 – 0001
MassMutual Holding LLC	1295 State Street Springfield, Massachusetts USA 01111 – 0001
MM Asset Management Holding LLC	1295 State Street Springfield, Massachusetts USA 01111 – 0001
Oppenheimer Acquisition Corp.	2 World Financial Center 225 Liberty Street New York, New York USA 10281-1008
OppenheimerFunds, Inc.	2 World Financial Center 225 Liberty Street New York, New York USA 10281-1008
OFI Global Institutional, Inc. (formerly OFI Institutional Asset Management, Inc.)	2 World Financial Center 225 Liberty Street New York, New York USA 10281-1008
OFI Global: International Growth Fund, LP (formerly OFI Institutional International Equity Fund, LP)	2 World Financial Center 225 Liberty Street New York, New York USA 10281-1008
Oppenheimer International Growth Fund	2 World Financial Center 225 Liberty Street New York, New York USA 10281-1008
Oppenheimer International Growth Fund/VA	2 World Financial Center 225 Liberty Street New York, New York USA 10281-1008
MML Premier International Equity Fund	2 World Financial Center 225 Liberty Street New York, New York USA 10281-1008
OFIGTC International Growth Fund (formerly OFITC International Growth Fund)	2 World Financial Center 225 Liberty Street New York, New York USA 10281-1008



Donald Griffith, Vice President & Compliance Counsel

May 1, 2013

Date

Accounting Date	Event Type	Investment Security Type	Quantity	Primary Asset ID	Issue Name	Long Asset Short Currency	Trade Date	Settle Date	Accounting Date	Position	Trade Price	TD FX Rate	Net Account Broker event M
20130227	SELL	EQ	CS	8548244	NOVOGEN LTD /AUD/	L AUD	2/26/2013	3/1/2013	2/27/2013	137,607,000000	0.20940000	0.979288116279	42,077.96
20130228	SELL	EQ	CS	8548244	NOVOGEN LTD /AUD/	L AUD	2/27/2013	3/4/2013	2/28/2013	390,296,000000	0.26340000	0.97927186779	107,257.35
Grand total:													
20130227	SELL	EQ	CS	8548244	NOVOGEN LTD /AUD/	L AUD	2/26/2013	3/1/2013	2/27/2013	71,800,000000	0.29560000	0.979288116279	21,895.25
20130228	SELL	EQ	CS	8548244	NOVOGEN LTD /AUD/	L AUD	2/27/2013	3/4/2013	2/28/2013	205,700,000000	0.26400000	0.97927186779	55,957.46
Grand total:													
20130227	SELL	EQ	CS	8548244	NOVOGEN LTD /AUD/	L AUD	2/26/2013	3/1/2013	2/27/2013	234,800,000000	0.30800000	0.979288116279	77,842.71
20130228	SELL	EQ	CS	8548244	NOVOGEN LTD /AUD/	L AUD	2/27/2013	3/4/2013	2/28/2013	3,200,000000	0.29940000	0.979288116279	976.61
Grand total:													
20130227	SELL	EQ	CS	8548244	NOVOGEN LTD /AUD/	L AUD	2/26/2013	3/1/2013	2/27/2013	3,100,000000	0.26400000	0.97927186779	2,001.33
20130228	SELL	EQ	CS	8548244	NOVOGEN LTD /AUD/	L AUD	2/27/2013	3/4/2013	2/27/2013	12,300,000000	0.26800000	1.02899848498	3,479.66
Grand total:													
											815,643		

Donald G. Fisher
 Donald G. Fisher
 Vice President & Compliance Counsel
 1-May-13
 Date