

IRSA INVESTMENTS & REPRESENTATIONS INC
Form SC 13D/A
August 19, 2014

UNITED STATES

SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

SCHEDULE 13D

(Rule 13d-101)

INFORMATION TO BE INCLUDED IN

STATEMENTS FILED PURSUANT TO RULE 13d-1(a) AND

AMENDMENTS THERETO FILED PURSUANT TO RULE 13d-2(a)

Under the Securities Exchange Act of 1934

(Amendment No. 15)*

IRSA INVERSIONES Y REPRESENTACIONES SOCIEDAD ANÓNIMA

(Name of Issuer)

Common Stock, Par Value 1.00 Peso per Share

(Title of Class of Securities)

450047204

(CUSIP Number)

Saúl Zang

Juan Manuel Quintana

Carolina Zang

Estudio Zang, Bergel y Viñes

Florida 537, 18th Floor

Buenos Aires, Argentina

+54(11) 4322-0033

(Name, Address and Telephone Number of Person
authorized to Receive Notices and Communications)

August 11, 2014

(Date of Event which Requires Filing of this Statement)

If the filing person has previously filed a statement on Schedule 13G to report the acquisition that is the subject of this Schedule 13D, and is filing this schedule because of Rule 13d-1(e), Rule 13d-1(f) or Rule 13d-1(g), check the following box. ?

Note: Schedules filed in paper format shall include a signed original and five copies of the schedule, including all exhibits. See Rule 13d-7 for other parties to who copies are to be sent.

*The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter disclosures provided in a prior cover page.

The information required on the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

SCHEDULE 13D

CUSIP No. 450047204

Page 2 of 25 Pages

1. NAME OF REPORTING PERSON
I.R.S. IDENTIFICATION NO. OF ABOVE PERSON (ENTITIES ONLY)
Eduardo S. Elsztain
 2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a)
(b)
 3. SEC USE ONLY
 4. SOURCE OF FUNDS
WC - OO
 5. CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d)
or 2(e)
 6. CITIZENSHIP OR PLACE OF ORGANIZATION
Republic of Argentina
 7. SOLE VOTING POWER
900
 8. SHARED VOTING POWER
376,033,777
 9. SOLE DISPOSITIVE POWER
900
 10. SHARED DISPOSITIVE POWER
376,033,777
 11. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON
376,033,777
 12. CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES
 13. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)
64.98%
 14. TYPE OF REPORTING PERSON
IN
-

0

SCHEDULE 13D

CUSIP No. 450047204

Page 3 of 25 Pages

1. NAME OF REPORTING PERSON
I.R.S. IDENTIFICATION NO. OF ABOVE PERSON (ENTITIES ONLY)
Agroinvestment S.A.
 2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a)
(b)
 3. SEC USE ONLY
 4. SOURCE OF FUNDS
OO
 5. CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d)
or 2(e)
 6. CITIZENSHIP OR PLACE OF ORGANIZATION
Republic of Uruguay
 7. SOLE VOTING POWER
0
 8. SHARED VOTING POWER
376,033,777
 9. SOLE DISPOSITIVE POWER
0
 10. SHARED DISPOSITIVE POWER
376,033,777
 11. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON
376,033,777
 12. CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES
 13. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)
64.98%
 14. TYPE OF REPORTING PERSON
CO
-

0

SCHEDULE 13D

CUSIP No. 450047204

Page 4 of 25 Pages

1. NAME OF REPORTING PERSON
I.R.S. IDENTIFICATION NO. OF ABOVE PERSON (ENTITIES ONLY)
IFIS Limited
 2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a)
(b)
 3. SEC USE ONLY
 4. SOURCE OF FUNDS
WC - OO
 5. CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d)
or 2(e)
 6. CITIZENSHIP OR PLACE OF ORGANIZATION
Bermuda
 7. SOLE VOTING POWER
0
 8. SHARED VOTING POWER
376,033,777
 9. SOLE DISPOSITIVE POWER
0
 10. SHARED DISPOSITIVE POWER
376,033,777
 11. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON
376,033,777
 12. CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES
 13. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)
64.98%
 14. TYPE OF REPORTING PERSON
CO
-

0

SCHEDULE 13D

CUSIP No. 450047204

Page 5 of 25 Pages

1. NAME OF REPORTING PERSON
I.R.S. IDENTIFICATION NO. OF ABOVE PERSON (ENTITIES ONLY)
Inversiones Financieras del Sur S.A.
 2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a) (b)
 3. SEC USE ONLY
 4. SOURCE OF FUNDS
BK
 5. CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) or 2(e)
 6. CITIZENSHIP OR PLACE OF ORGANIZATION
Republic of Uruguay
- | | | | |
|--|-----|--------------------------|-------------|
| | 7. | SOLE VOTING POWER | |
| | | | 0 |
| NUMBER OF SHARES
BENEFICIALLY OWNED BY
EACH REPORTING PERSON
WITH | 8. | SHARED VOTING POWER | 376,033,777 |
| | 9. | SOLE DISPOSITIVE POWER | 0 |
| | 10. | SHARED DISPOSITIVE POWER | 376,033,777 |
11. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON
376,033,777
 12. CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES
 13. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)
64.98%
 14. TYPE OF REPORTING PERSON
CO
-

0

SCHEDULE 13D

CUSIP No. 450047204

Page 6 of 25 Pages

1. NAME OF REPORTING PERSON
I.R.S. IDENTIFICATION NO. OF ABOVE PERSON (ENTITIES ONLY)
Consultores Venture Capital Limited
2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a)
(b)
3. SEC USE ONLY
4. SOURCE OF FUNDS
WC-OO
5. CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d)
or 2(e)
6. CITIZENSHIP OR PLACE OF ORGANIZATION
Cayman Islands
7. SOLE VOTING POWER
0
8. SHARED VOTING POWER
376,033,777
9. SOLE DISPOSITIVE POWER
0
10. SHARED DISPOSITIVE POWER
376,033,777
11. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON
376,033,777
12. CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES
13. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)
64.98%
14. TYPE OF REPORTING PERSON
CO

0

SCHEDULE 13D

CUSIP No. 450047204

Page 7 of 25 Pages

1. NAME OF REPORTING PERSON
I.R.S. IDENTIFICATION NO. OF ABOVE PERSON (ENTITIES ONLY)
Cresud Sociedad Anónima Comercial Inmobiliaria
Financiera y Agropecuaria
 2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a)
(b)
 3. SEC USE ONLY
 4. SOURCE OF FUNDS
WC – OO
 5. CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) or 2(e)
 6. CITIZENSHIP OR PLACE OF ORGANIZATION
Republic of Argentina
- | | | | |
|--|-----|--------------------------|-------------|
| | 7. | SOLE VOTING POWER | |
| | | | 0 |
| NUMBER OF SHARES
BENEFICIALLY OWNED BY
EACH REPORTING PERSON
WITH | 8. | SHARED VOTING POWER | |
| | | | 376,033,777 |
| | 9. | SOLE DISPOSITIVE POWER | |
| | | | 0 |
| | 10. | SHARED DISPOSITIVE POWER | |
| | | | 376,033,777 |
11. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON
376,033,777
 12. CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES
 13. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)
64.98%
 14. TYPE OF REPORTING PERSON
CO

0

SCHEDULE 13D

CUSIP No. 450047204

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1. NAME OF REPORTING PERSON
I.R.S. IDENTIFICATION NO. OF ABOVE PERSON (ENTITIES ONLY)
Consultores Assets Management S.A.
 2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a) (b)
 3. SEC USE ONLY
 4. SOURCE OF FUNDS
WC – OO
 5. CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) or 2(e)
 6. CITIZENSHIP OR PLACE OF ORGANIZATION
Republic of Argentina
- | | | | |
|--|-----|--------------------------|-------------|
| | 7. | SOLE VOTING POWER | |
| | | | 0 |
| NUMBER OF SHARES
BENEFICIALLY OWNED BY
EACH REPORTING PERSON
WITH | 8. | SHARED VOTING POWER | 376,033,777 |
| | 9. | SOLE DISPOSITIVE POWER | 0 |
| | 10. | SHARED DISPOSITIVE POWER | 376,033,777 |
11. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON
376,033,777
 12. CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES
 13. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)
64.98%
 14. TYPE OF REPORTING PERSON
CO

0

SCHEDULE 13D

CUSIP No. 450047204

Page 9 of 25 Pages

1. NAME OF REPORTING PERSON
I.R.S. IDENTIFICATION NO. OF ABOVE PERSON (ENTITIES ONLY)
Consultores Venture Capital Uruguay S.A.
 2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a) (b)
 3. SEC USE ONLY
 4. SOURCE OF FUNDS
WC – OO
 5. CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) or 2(e)
 6. CITIZENSHIP OR PLACE OF ORGANIZATION
Republic of Uruguay
- | | | | |
|--|-----|--------------------------|-------------|
| | 7. | SOLE VOTING POWER | |
| | | | 0 |
| NUMBER OF SHARES
BENEFICIALLY OWNED BY
EACH REPORTING PERSON
WITH | 8. | SHARED VOTING POWER | 376,033,777 |
| | 9. | SOLE DISPOSITIVE POWER | 0 |
| | 10. | SHARED DISPOSITIVE POWER | 376,033,777 |
11. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON
376,033,777
 12. CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES
 13. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)
64.98%
 14. TYPE OF REPORTING PERSON
CO

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CUSIP No. 450047204

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1. NAME OF REPORTING PERSON

I.R.S. IDENTIFICATION NO. OF ABOVE PERSON (ENTITIES ONLY)

Cactus S.A.

2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a) (b)
3. SEC USE ONLY
4. SOURCE OF FUNDS
WC - OO
5. CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) or 2(e)
6. CITIZENSHIP OR PLACE OF ORGANIZATION
Republic of Argentina
- | | | |
|-----------------------|-----|--------------------------|
| | 7. | SOLE VOTING POWER |
| | | 0 |
| NUMBER OF SHARES | 8. | SHARED VOTING POWER |
| BENEFICIALLY OWNED BY | | 376,033,777 |
| EACH REPORTING PERSON | 9. | SOLE DISPOSITIVE POWER |
| WITH | | 0 |
| | 10. | SHARED DISPOSITIVE POWER |
| | | 376,033,777 |
11. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON
376,033,777
12. CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES
13. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)
64.98%
14. TYPE OF REPORTING PERSON
CO

0

SCHEDULE 13D

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CUSIP No. 450047204

1. NAME OF REPORTING PERSON
I.R.S. IDENTIFICATION NO. OF ABOVE PERSON (ENTITIES ONLY)
Helmir S.A.
2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a) (b)
3. SEC USE ONLY
4. SOURCE OF FUNDS
WC - OO
5. CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) or 2(e)

6. CITIZENSHIP OR PLACE OF ORGANIZATION

Republic of Uruguay

- | | | | |
|-----------------------|---|--------------------------|-------------|
| | 7. | SOLE VOTING POWER | 0 |
| NUMBER OF SHARES | 8. | SHARED VOTING POWER | 376,033,777 |
| BENEFICIALLY OWNED BY | | | |
| EACH REPORTING PERSON | 9. | SOLE DISPOSITIVE POWER | 0 |
| WITH | | | |
| | 10. | SHARED DISPOSITIVE POWER | 376,033,777 |
| 11. | AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON | | |
| | 376,033,777 | | |
| 12. | CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES | | |
| | | | |
| 13. | PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11) | | |
| | 64.98% | | |
| 14. | TYPE OF REPORTING PERSON | | |
| | CO | | |

0

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STATEMENT PURSUANT TO RULE 13d-1 OF THE
GENERAL RULES AND REGULATIONS UNDER THE
SECURITIES AND EXCHANGE ACT OF 1934, AS AMENDED

AMENDMENT No. 15 TO SCHEDULE 13D

This Amendment No. 15 Schedule 13D (“Amendment No. 15”) amends and restates Items 2, 4, 5 and 6 of the Schedule 13D filed by IRSA with the SEC (the “Schedule 13D”), as amended and restated from time to time. Capitalized terms used in this Amendment No. 15 but not defined herein have the meaning given to such terms in the Schedule 13D, as amended and restated from time to time.

Item 2. Identity and Background

(a)-(c), (f) This statement is being filed by Eduardo S. Elsztain (“Elsztain”) a citizen of the Republic of Argentina who serves as Chairman of the board of directors of each of the following companies, except for Helmir S.A. and Cactus S.A.:

- (i) IFIS Limited, a limited liability company organized under the laws of Bermuda (“IFIS”);
- (ii) Inversiones Financieras del Sur S.A., a stock corporation organized under the laws of the Republic of Uruguay (“IFISA”);
 - (iii) Cresud Sociedad Anónima Comercial, Inmobiliaria, Financiera y Agropecuaria, a stock corporation organized under the laws of the Republic of Argentina (“Cresud”);
 - (iv) Cactus S.A., a stock corporation organized under the laws of the Republic of Argentina (“Cactus”);
- (v) Consultores Assets Management S.A., a limited liability company organized under the laws of Argentina (“CAM”);
- (vi) Consultores Venture Capital Limited, a limited liability company organized under the laws of Cayman Island (“CVC Cayman”);
- (vii) Consultores Venture Capital Uruguay S.A., a limited liability company organized under the laws of the Republic of Uruguay (“CVC Uruguay”);
- (viii) Agroinvestment S.A., a stock corporation organized under the laws of the Republic of Uruguay (“Agroinvestment”);
- (ix) Helmir S.A., a stock corporation organized under the laws of the Republic of Uruguay (“Helmir”) (Elsztain, IFIS, IFISA, Cresud, Cactus, CAM, CVC Cayman, CVC Uruguay Agroinvestment and Helmir being collectively referred to as the “Reporting Persons”).

Elsztain’s principal offices are located at Bolívar 108, 1st floor, Buenos Aires, Argentina; IFIS’ principal offices are located at Clarendon House, 2 Church Street, Hamilton HM 08, Bermuda; IFISA’s principal offices are located at Ruta 8 Km 17.500 Edificio@1 Local 106, CP 91600 Montevideo, of the Republic of Uruguay; Cresud’s principal offices are located at Moreno 877, 23rd Floor, (C1091AAQ) Ciudad Autónoma de Buenos Aires, Argentina; Cactus’ principal offices are located at Moreno 877, 23rd floor (C1091AAQ) Ciudad Autónoma de Buenos Aires, Argentina; CAM’s principal offices are located at Bolívar 108, 1st floor, Buenos Aires, Argentina; CVC Cayman’s principal offices are located at 89 Nexus Way, Camana Bay, P.O. Box 31106, Grand Cayman KY1-1205, Cayman Islands; CVC Uruguay’s principal offices are located at Ruta 8 Km 17.500 Edificio@1 Local 106, CP 91600Montevideo, of the Republic of Uruguay; Agroinvestment’s principal offices are located at Zabala 1422, 2nd Floor, (11500) Montevideo, Republic of Uruguay; and Helmir’s principal offices are located at Cambara 1620 apart. 202, Montevideo, (11500), Republic of Uruguay.

Due to the fact that Mr. Elsztain controls each of the other Reporting Persons, the Reporting Persons report their direct and indirect ownership of common shares as “shared” voting and dispositive power other than common shares held directly by Mr. Elsztain (and not through any other Reporting Person).

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(d) None of the Reporting Persons nor, to their knowledge, any person named in Schedule A hereto, has been convicted in a criminal proceeding (excluding traffic violations or similar misdemeanors) within the last five years.

(e) During the last five years, none of the Reporting Persons nor, to their knowledge, any person named in Schedule A hereto, has been a party to any civil proceeding of a judicial or administrative body of competent jurisdiction as a result of which any such person was or is subject to a judgment, decree or final order enjoining future violations of, or prohibiting or mandating activities subject to, federal or state securities laws or finding any violation of such laws.

Item 4. Purpose of Transaction

Since September 2011, the Reporting Persons have decreased their beneficial ownership of IRSA common shares in a 1.02% of IRSA's outstanding share capital. Such decrease was mainly a result of the sale in the open market of 6,188,447 common shares (346,792 GDR and 2,720,527 common shares), for an aggregate price of approximately US\$ 10,657,725. These transactions were effected from June 16, 2014 to August 11, 2014.

Except as described above, neither the Reporting Persons nor, to their knowledge, any person named in Schedule A, has any present plans or proposals that relate to or would result in any of the actions described in subparagraphs (a) through (j) of Item 4 of Schedule 13D.

Item 5. Interests in Securities of the Issuer

(a) As of August 11, 2014, the Reporting Persons beneficially owned 376,033,777 common shares of IRSA, representing 64.98 % of its outstanding share capital.

The following is a description of the Reporting Persons' beneficial ownership of IRSA's outstanding stock as August 11, 2014:

Shareholder	Number of Shares Currently Owned	% of Currently Outstanding Shares
Reporting Persons	376,033,777	64.98 %
Total IRSA Outstanding Shares	578,676,460	100%

- (i) Elsztain is the Chairman of the Board of Directors of IFIS, IFISA, Cresud, CAM, CVC Uruguay, CVC Cayman, Agroinvestment, and IRSA, except for Cactus and Helmir, two companies wholly owned by Cresud.
- (ii) Elsztain is the beneficial owner of 37.94% of IFIS, including: (a) 19.66% owned indirectly through Agroinvestment, (b) 18.46% owned indirectly through CVC Uruguay and (c) 3.06% owned indirectly through CVC Cayman. Elsztain owns 100% of Agroinvestment and 85.0% of CAM which directly owns 100% of CVC Uruguay which in turn owns 0.0002% of Cresud's shares on a fully diluted basis and 100% of CVC Cayman. Elsztain also directly owns 0.0002% of IRSA's outstanding stock and 0.1932% of Cresud's shares on a fully diluted basis.

(iii) CVC Cayman serves as the Investment Manager of IFIS.

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(iv) IFIS is the direct owner of 100% of the common shares of IFISA.

(v) IFISA directly owns 39.13% of Cresud's shares on a fully diluted basis.

(vi) Cresud directly owns 64.50% of IRSA's outstanding stock, 94.99% of Cactus and 100% of Helmir.

(vii) Helmir owns the remaining 5.01% of Cactus

(viii) Cactus directly owns 0.48% of IRSA's outstanding stock

Set forth below is a diagram of the Reporting Persons' beneficial ownership of IRSA's outstanding stock as of August 11, 2014:

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Given the foregoing, as of August 11, 2014, Mr. Eduardo S. Elsztain, is the beneficial owner of 222,906,969 common shares of Cresud representing 39.33% of its share capital on a fully diluted basis. Although Mr. Elsztain does not own a majority of the shares of Cresud, he is its largest shareholder and exercises substantial influence over Cresud. If Mr. Elsztain were considered to control Cresud due to his significant influence over it, he would be considered to be the beneficial owner of 64.98% of IRSA's shares (includes (i) 373,240,215 common shares beneficially owned by Cresud, (ii) 2,792,662 common shares beneficially owned by Cactus, and (iii) 900 common shares owned directly by Mr. Elsztain).

(b) Item 5(a) is incorporated herein by reference.

(c) Transactions by the Reporting Persons or other persons named in Schedule A, attached hereto, in IRSA common shares that were affected during the previous 60 days are listed on Annex I.

(d)-(e) Not applicable.

Item 6. Contracts, Arrangements, Understandings or Relationships with Respect to Securities of the Issuer

Line of Credit Agreement: On August 22, 2012, as amended on November 29, 2013 and June 25, 2014, Cresud entered into a Line of Credit Agreement with IFISA, by virtue of which Cresud granted a line of credit over 4,053,942 GDRs representative of 10 common shares, with a nominal value of Ps. 1 per share, of IRSA. IFISA shall have the right to request to Cresud, at its sole discretion, GDRs or common shares of IRSA. This line of credit accrues interest at a monthly rate equivalent to 3 month LIBOR, plus 50 basis points and is effective for 30 days since the date of the last amendment, renewable for equal periods, and up to 360 days (June 25, 2015). IFISA shall have the right to request the total amount of the line of credit and partially cancel it, at any time. As of the date hereof, IFISA has requested 3,334,517 GDRs under this line of credit.

Notwithstanding the aforementioned agreement, Cresud maintains the political and economic rights related to the GDRs. As regards the exercise of the political rights, Cresud will grant a power of attorney to IFISA with the respective voting instructions. As regards the economic rights, IFISA commits to transfer immediately to Cresud the dividends received.

Other than as set forth above there are no contracts, arrangements, understandings or relationships with respect to any securities of IRSA to which the Reporting Persons are a party.

Eduardo S. Elsztain
Bolívar 108, 1st floor
(1066) Buenos Aires
Republic of Argentina
Citizen of Argentina

Directors of IFIS Limited

- | | | | |
|----|--|----|--|
| 1. | Eduardo S. Elsztain
Director
Mintflower Place 4th Floor
8 Par-La-Ville Road,
Hamilton HM 08,
Bermuda.
Citizen of Argentina | 3. | Mariana Renata Carmona de Elsztain
Director
Mintflower Place 4th Floor
8 Par-La-Ville Road
Hamilton HM 08,
Bermuda.
Citizen of Argentina |
| 2. | Saul Zang
Director
Mintflower Place 4th Floor,
8 Par-La-Ville Road,
Hamilton HM 08
Bermuda.
Citizen of Argentina | 4. | Alejandro Gustavo Elsztain
Director
Mintflower Place 4th Floor
8 Par-La-Ville Road
Hamilton HM 08,
Bermuda.
Citizen of Argentina |
| 1. | Eduardo S. Elsztain
Director
Mintflower Place 4th Floor
8 Par-La-Ville Road,
Hamilton HM 08,
Bermuda.
Citizen of Argentina | 3. | Mariana Renata Carmona de Elsztain
Director
Mintflower Place 4th Floor
8 Par-La-Ville Road
Hamilton HM 08,
Bermuda.
Citizen of Argentina |

- | | |
|---|---|
| 2. Saul Zang
Director
Mintflower Place 4th Floor,
8 Par-La-Ville Road,
Hamilton HM 08
Bermuda.
Citizen of Argentina | 4. Alejandro Gustavo Elsztain
Director
Mintflower Place 4th Floor
8 Par-La-Ville Road
Hamilton HM 08,
Bermuda.
Citizen of Argentina |
|---|---|

Directors of Consultores Venture Capital Uruguay

- | | |
|--|--|
| 1. Eduardo S. Elsztain (Chairman)
Director
Ruta 8K 17.500 Edificio@1 Local
106,
CP 91600 Montevideo
Republic of Uruguay
Citizen of Argentina | 3. Olga Stirling
Director
Ruta 8K 17.500 Edificio@1 Local 106,
CP 91600 Montevideo
Republic of Uruguay
Citizen of Uruguay |
| 2. Eduardo Simon Bartfeld
Director
Ruta 8K 17.500 Edificio@1 Local
106,
CP 91600 Montevideo
Republic of Uruguay
Citizen of Uruguay | |
-

Directors of Consultores Assets Management S.A.

- | | |
|---|---|
| <p>1. Eduardo S. Elsztain (Chairman)
Director
Bolívar 108, 1st floor
(1066) Buenos Aires
Republic of Argentina
Citizen of Argentina</p> | <p>3. Mariana Renata Carmona de Elsztain (First Vice Chairman)
Director
Bolívar 108, 1st floor
(1066) Buenos Aires
Republic of Argentina
Citizen of Argentina</p> |
| <p>2. Saul Zang (Second Vice Chairman)
Director
Bolívar 108, 1st floor
(1066) Buenos Aires
Republic of Argentina
Citizen of Argentina</p> | |

Directors of Consultores Venture Capital Limited

- | | |
|---|--|
| <p>1. Eduardo S. Elsztain (Chairman)
Director
89, Nexus Way, 2nd floor, Camana Bay. P.O. Box 31106, Grand Cayman ky1-1250, Cayman Islands</p> | <p>2. Saul Zang
Director
89, Nexus Way, 2nd floor, Camana Bay. P.O. Box 31106, Grand Cayman ky1-1250, Cayman Islands</p> |
|---|--|

Directors of Inversiones Financieras del Sur S.A.

- | | |
|---|---|
| <p>1. Eduardo S. Elsztain
Chairman of the Board
Ruta 8K 17.500 Edificio@1 Local 003,
CP 91600 Montevideo
Republic of Uruguay
Citizen of Argentina</p> | <p>3. Eduardo Simon Bartfeld
Director
Ruta 8K 17.500 Edificio@1 Local 003,
CP 91600 Montevideo
Republic of Uruguay
Citizen of Uruguay</p> |
| <p>2. Saúl Zang
Director (Vice-Chairman)
Ruta 8K 17.500 Edificio@1 Local 003,
CP 91600 Montevideo
Republic of Uruguay
Citizen of Argentina</p> | <p>4. Olga Stirling
Director
Ruta 8K 17.500 Edificio@1 Local 003,
CP 91600 Montevideo
Republic of Uruguay
Citizen of Uruguay</p> |

Directors of Agroinvestment S.A.

- | | |
|---|--|
| <p>1. Eduardo S. Elsztain
Chairman of the Board
Zabala 1422, 2nd Floor
(11500), Montevideo
Republic of Uruguay
Citizen of Argentina</p> <p>2. Mariana Renata Carmona de Elsztain
Director (First Vice-Chairman)
Zabala 1422, 2nd Floor
(11500), Montevideo
Republic of Uruguay
Citizen of Argentina</p> | <p>3. Eduardo Simon Bartfeld
Director (Second Vice-Chairman)
Zabala 1422, 2nd Floor
(11500), Montevideo
Republic of Uruguay
Citizen of Argentina</p> |
|---|--|

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Directors and Executive Officers of

Cresud Sociedad Anónima Comercial, Inmobiliaria, Financiera y Agropecuaria

Directors

- | | |
|---|---|
| <p>1. Eduardo Sergio Elsztain
Director (Chairman)
Moreno 877, 23rd floor
(C1091AAQ) Buenos Aires
Republic of Argentina
Citizen of Argentina</p> <p>2. Saúl Zang
Director (First Vice-Chairman)
Moreno 877, 23rd floor
(C1091AAQ) Buenos Aires
Republic of Argentina
Citizen of Argentina</p> <p>3. Alejandro Gustavo Elsztain
Director (Second Vice-Chairman)
Moreno 877, 23rd floor
(C1091AAQ) Buenos Aires
Republic of Argentina
Citizen of Argentina</p> <p>4. Gabriel Adolfo Reznik
Director
Moreno 877, 23rd floor
(C1091AAQ) Buenos Aires</p> | <p>8. David Alberto Perednik
Director
Moreno 877, 23rd floor
(C1091AAQ) Buenos Aires
Republic of Argentina
Citizen of Argentina</p> <p>9. Daniel E. Mellicovsky
Director
Moreno 877, 23rd floor
(C1091AAQ) Buenos Aires
Republic of Argentina
Citizen of Argentina</p> <p>10. Alejandro Casaretto
Director
Moreno 877, 23rd floor
(C1091AAQ) Buenos Aires
Republic of Argentina
Citizen of Argentina</p> <p>11. Salvador Darío Bergel
Alternate Director
Moreno 877, 23rd floor
(C1091AAQ) Buenos Aires</p> |
|---|---|

Republic of Argentina
Citizen of Argentina

Republic of Argentina
Citizen of Argentina

5. Jorge Oscar Fernández
Director
Moreno 877, 23rd floor
(C1091AAQ) Buenos Aires
Republic of Argentina
Citizen of Argentina

12. Gastón Armando Lernoud
Alternate Director
Moreno 877, 23rd floor
(C1091AAQ) Buenos Aires
Republic of Argentina
Citizen of Argentina

6. Fernando Adrián Elsztain
Director
Moreno 877, 23rd floor
(C1091AAQ) Buenos Aires
Republic of Argentina
Citizen of Argentina

13. Enrique Antonini
Alternate Director
Moreno 877, 23rd floor
(C1091AAQ) Buenos Aires
Republic of Argentina
Citizen of Argentina

7. Pedro Damaso Labaqui Palácio
Director
Moreno 877, 23rd floor
(C1091AAQ) Buenos Aires
Republic of Argentina
Citizen of Argentina

14. Eduardo Kalpakian
Alternate Director
Moreno 877, 23rd floor
(C1091AAQ) Buenos Aires
Republic of Argentina
Citizen of Argentina

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Senior Management

1. Alejandro Gustavo Elsztain
Chief Executive Officer
Moreno 877, 23rd floor
(C1091AAQ) Buenos Aires
Republic of Argentina
Citizen of Argentina

3. David A. Perednik
Chief Administrative Officer
Moreno 877, 23rd floor
(C1091AAQ) Buenos Aires
Republic of Argentina
Citizen of Argentina

2. Matias Gaivironsky
Chief Financial Officer
Moreno 877, 23rd floor
(C1091AAQ) Buenos Aires
Republic of Argentina
Citizen of Argentina

4. Carlos Blousson
Chief Executive Officer of the
Argentinean and International Operation
(Paraguay, Bolivia and Uruguay)
Moreno 877, 23rd floor
(C1091AAQ) Buenos Aires
Republic of Argentina
Citizen of Argentina

Directors of Cactus S.A.

1. Alejandro G. Elsztain
Chairman of the Board

3. Carlos Blousson
Director

Moreno 877, 23rd floor
(C1091AAQ) Buenos Aires
Republic of Argentina
Citizen of Argentina

Moreno 877, 23rd floor
(C1091AAQ) Buenos Aires
Republic of Argentina
Citizen of Argentina

2. Saul Zang
Director (Vice-Chairman)
Moreno 877, 23rd floor
(C1091AAQ) Buenos Aires
Republic of Argentina
Citizen of Argentina

4. Alejandro Casaretto
Director
Moreno 877, 23rd floor
(C1091AAQ) Buenos Aires
Republic of Argentina
Citizen of Argentina
Directors of Helmir S.A.

1. Carlos Blousson
Chairman of the Board
Cambara 1620, apt. 202
(11500) Montevideo
Republic of Uruguay
Citizen of Argentina

3. Gastón A. Lernoud
Director
Cambara 1620, apt. 202
(11500) Montevideo
Republic of Uruguay
Citizen of Argentina

2. Alejandro Casaretto
Director (Vice-Chairman)
Cambara 1620, apt. 202
(11500) Montevideo
Republic of Uruguay
Citizen of Argentina

4. Olga Stirling
Director
Cambara 1620, apt. 202
(11500) Montevideo
Republic of Uruguay
Citizen of Uruguay

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Directors and Executive Officers of

IRSA Inversiones y Representaciones Sociedad Anónima

Directors

1. Eduardo Sergio Elsztain
Chairman of the Board
Bolívar 108, 1 floor
(C1066AAD) Buenos Aires
Republic of Argentina
Citizen of Argentina

9. Fernando Rubín
Director
Bolívar 108, 1 floor
(C1066AAD) Buenos Aires
Republic of Argentina
Citizen of Argentina

2. Saul Zang
Director (First Vice-Chairman)
Bolívar 108, 1 floor
(C1066AAD) Buenos Aires
Republic of Argentina
Citizen of Argentina

10. Mauricio Wior
Director
Bolívar 108, 1 floor
(C1066AAD) Buenos Aires
Republic of Argentina
Citizen of Argentina

3. Alejandro Gustavo Elsztain
Director (Second Vice-Chairman)

11. Mario Blejer
Director

Bolívar 108, 1 floor
(C1066AAD) Buenos Aires
Republic of Argentina
Citizen of Argentina

Bolívar 108, 1 floor
(C1066AAD) Buenos Aires
Republic of Argentina
Citizen of Argentina

4. Carlos Ricardo Estevez
Director
Bolívar 108, 1 floor
(C1066AAD) Buenos Aires
Republic of Argentina
Citizen of Argentina

12. Ricardo Liberman
Director
Bolívar 108, 1 floor
(C1066AAD) Buenos Aires
Republic of Argentina
Citizen of Argentina

5. Fernando Adrián Elsztain
Director
Bolívar 108, 1 floor
(C1066AAD) Buenos Aires
Republic of Argentina
Citizen of Argentina

13. Gabriel A. Reznik
Director
Bolívar 108, 1 floor
(C1066AAD) Buenos Aires
Republic of Argentina
Citizen of Argentina

6. Cedric D. Bridger
Director
Bolívar 108, 1 floor
(C1066AAD) Buenos Aires
Republic of Argentina
Citizen of Argentina

14. Daniel R. Elsztain
Director
Bolívar 108, 1 floor
(C1066AAD) Buenos Aires
Republic of Argentina
Citizen of Argentina

7. Marcos Moisés Fishman
Director
Bolívar 108, 1 floor
(C1066AAD) Buenos Aires
Republic of Argentina
Citizen of Argentina

15. Enrique Antonini
Alternate Director
Bolívar 108, 1 floor
(C1066AAD) Buenos Aires
Republic of Argentina
Citizen of Argentina

8. Gary S. Gladstein
Director
Bolívar 108, 1 floor
(C1066AAD) Buenos Aires
Republic of Argentina
Citizen of USA

16. Salvador D. Bergel
Alternate Director
Bolívar 108, 1 floor
(C1066AAD) Buenos Aires
Republic of Argentina
Citizen of Argentina

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Senior Management

1. Eduardo Sergio Elsztain
Chief Executive Officer
Moreno 877, 23rd floor
(C1091AAQ) Buenos Aires
Republic of Argentina

4. Jorge Cruces
Chief Real Estate Officer
Moreno 877, 23rd floor
(C1091AAQ) Buenos Aires
Republic of Argentina

Citizen of Argentina

Citizen of Argentina

2. Matias Gaivironsky
Chief Financial Officer
Moreno 877, 23rd floor
(C1091AAQ) Buenos Aires
Republic of Argentina
Citizen of Argentina

5. Daniel R. Elsztain
Chief Real Estate Business Officer
Moreno 877, 23rd floor
(C1091AAQ) Buenos Aires
Republic of Argentina
Citizen of Argentina

3. David Alberto Perednik
Chief Administrative Officer
Moreno 877, 23rd floor
(C1091AAQ) Buenos Aires
Republic of Argentina
Citizen of Argentina

Transactions by the Reporting Persons or persons named in Schedule A in Shares
that were effected during the the last 60 days

Annex 1

Cresud's transactions in IRSA shares

Tran Type	Trade Date	Quantity (Units)	Price per Unit	Place
Sell	06/27/2014	11,188	ARS 16.53	Buenos Aires Stock Exchange
Sell	07/01/2014	257,271	ARS 16.99	Buenos Aires Stock Exchange
Sell	07/02/2014	35,564	ARS 16.95	Buenos Aires Stock Exchange
Sell	07/03/2014	40,000	ARS 16.95	Buenos Aires Stock Exchange
Sell	07/11/2014	24,728	ARS 17.10	Buenos Aires Stock Exchange
Sell	07/14/2014	2,060	ARS 17.20	Buenos Aires Stock Exchange

IFISA's transactions in IRSA ADRs (IRS)

Tran Type	Trade Date	Quantity (Units)	Price per Unit	Place
Sell	06/16/2014	17,000	U\$S 16.21	NYSE
Sell	06/20/2014	23,630	U\$S 15.76	NYSE
Sell	06/23/2014	23,769	U\$S 16.54	NYSE
Sell	06/24/2014	2,300	U\$S 16.93	NYSE
Sell	06/26/2014	1,000	U\$S 16.50	NYSE
Sell	06/27/2014	1,000	U\$S 16.35	NYSE
Sell	07/01/2014	3,280	U\$S 16.78	NYSE
Sell	07/03/2014	50	U\$S 16.95	NYSE
Sell	07/07/2014	1,500	U\$S 16.99	NYSE
Sell	07/09/2014	13,350	U\$S 16.98	NYSE
Sell	07/10/2014	5,500	U\$S 17.18	NYSE
Sell	07/11/2014	8,500	U\$S 17.33	NYSE
Sell	07/14/2014	21	U\$S 17.40	NYSE

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Sell	07/16/2014	4,500	U\$S 16.19	NYSE
Sell	07/17/2014	25,500	U\$S 16.24	NYSE
Sell	07/18/2014	19,500	U\$S 16.63	NYSE
Sell	07/21/2014	9,887	U\$S 16.25	NYSE
Sell	07/22/2014	20,000	U\$S 15.73	NYSE
Sell	07/23/2014	20,900	U\$S 15.10	NYSE
Sell	07/24/2014	53,000	U\$S 15.23	NYSE
Sell	07/25/2014	70,000	U\$S 14.97	NYSE
Sell	07/28/2014	22,605	U\$S 14.67	NYSE

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Cactus's transactions in IRSA shares

Tran Type	Trade Date	Quantity (Units)	Price per Unit	Place
Sell	07/15/2014	100,000	ARS 16.77	Buenos Aires Stock Exchange
Sell	07/16/2014	9,423	ARS 16.35	Buenos Aires Stock Exchange
Sell	07/18/2014	100,000	ARS 16.55	Buenos Aires Stock Exchange
Sell	07/22/2014	104,012	ARS 15.26	Buenos Aires Stock Exchange
Sell	07/23/2014	72,898	ARS 14.86	Buenos Aires Stock Exchange
Sell	07/24/2014	50,766	ARS 15.39	Buenos Aires Stock Exchange
Sell	07/25/2014	100,000	ARS 14.50	Buenos Aires Stock Exchange
Sell	07/28/2014	200,000	ARS 14.30	Buenos Aires Stock Exchange
Sell	07/29/2014	249,948	ARS 15.34	Buenos Aires Stock Exchange
Sell	07/30/2014	250,620	ARS 16.56	Buenos Aires Stock Exchange
Sell	07/31/2014	66,005	ARS 15.68	Buenos Aires Stock Exchange
Sell	08/01/2014	45,824	ARS 16.03	Buenos Aires Stock Exchange
Sell	08/04/2014	199,808	ARS 15.87	Buenos Aires Stock Exchange
Sell	08/05/2014	70,000	ARS 15.86	Buenos Aires Stock Exchange
Sell	08/06/2014	200,000	ARS 15.53	Buenos Aires Stock Exchange
Sell	08/07/2014	300,000	ARS 16.07	Buenos Aires Stock Exchange

Sell	08/08/2014	140,000	ARS 16.58	Buenos Aires Stock Exchange
Sell	08/11/2014	90,412	ARS 16.77	Buenos Aires Stock Exchange

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SIGNATURE

After reasonable inquiry and to the best of his knowledge and belief, the undersigned certifies that the information set forth in this Statement on Schedule 13D is true, complete and correct.

DATED: August 19, 2014

Eduardo S. Elsztain
By: /S/ Eduardo S. Elsztain
Name: Eduardo S. Elsztain

Consultores Assets Management S.A.
By: /S/ Eduardo S. Elsztain
Name: Eduardo S. Elsztain
Title: Chairman of the Board

IFIS Limited
By: /S/ Eduardo S. Elsztain
Name: Eduardo S. Elsztain
Title: Chairman of the Board

Consultores Venture Capital Limited
By: /S/ Eduardo S. Elsztain
Name: Eduardo S. Elsztain
Title: Chairman of the Board

Inversiones Financieras del Sur S.A.

By: /S/ Eduardo S. Elsztain
Name: Eduardo S. Elsztain
Title: Chairman of the Board

Cresud Sociedad Anónima Comercial,
Inmobiliaria, Financiera y Agropecuaria
By: /S/ Eduardo S. Elsztain
Name: Eduardo S. Elsztain
Title: Chairman of the Board
By: /S/ Saúl Zang
Name: Saúl Zang
Title: Attorney at Law

Cactus S.A.

By: /S/ Alejandro G. Elsztain
Name: Alejandro G. Elsztain
Title: Chairman of the Board

Helmir S.A.
By: /S/ Carlos Blousson
Name: Carlos Blousson
Title: Chairman of the Board

Consultores Venture Capital Uruguay

By: /S/ Eduardo S. Elsztain
Name: Eduardo S. Elsztain
Title: Chairman of the Board

Agroinvestment S.A.
By: /S/ Eduardo S. Elsztain
Name: Eduardo S. Elsztain
Title: Chairman of the Board

