

Form 604

Corporations Act 2001

Section 671B

Notice of change of interests of substantial holder

To Company Name/Scheme GARDA Capital Limited ACN 095 039 366 and GARDA Funds Management Limited ACN 140 857 405 as responsible entity of the GARDA Capital Trust ARSN 150 164 720

ACN/ARSN As stated

1. Details of substantial holder (1)

Name Matthew Madsen

ACN/ARSN (if applicable) n/a

There was a change in the interests of the substantial holder on

13/11/2017

The previous notice was given to the company on

15/07/2016

The previous notice was dated

13/07/2016

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)
Fully paid ordinary stapled securities	4,863,515	20.2%	5,511,879	21.85% (25,230,000 securities on issue)

3. Changes in relevant interests

Particulars of each change in, or change in the nature of, a related 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
See Annexure A	See Annexure A	See Annexure A	See Annexure A	See Annexure A	See Annexure A

4. Present relevant interests

Particulars of each relevant interest of the substantial holder in voting securities after the change are as follows:

Holder of relevant interest	Registered holder of securities	Person entitled to be registered as holder (8)	Nature of relevant interest (6)	Class and number of securities	Person's votes
Matthew Madsen	Madsen Nominees Pty Ltd as trustee for the MB & PM Madsen Family Trust	Madsen Nominees Pty Ltd as trustee for the MB & PM Madsen Family Trust	non-beneficial	5,196,849 fully paid ordinary stapled securities	5,196,849
Matthew Madsen	MB & PM Madsen as trustees for the MB & PM Madsen Super Fund	MB & PM Madsen as trustees for the MB & PM Madsen Super Fund	non-beneficial	315,030 fully paid ordinary stapled securities	315,030

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
n/a	

6. Addresses

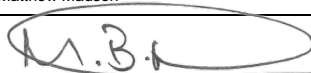
The addresses of persons named in this form are as follows:

Name	Address
Matthew Madsen	L21, 12 Creek Street, Brisbane QLD 4000
Madsen Nominees Pty Ltd	Bowden Liberatore, 65 Bellwood Street, Darra QLD 4076

Signature

print name Matthew Madsen Capacity

sign here



date 15/11/2017

DIRECTIONS

- (1) If there are a number of substantial holders with similar or related relevant interests (eg. a corporation and its related corporations, or the manager and trustee of an equity trust), the names could be included in an annexure to the form. If the relevant interests of a group of persons are essentially similar, they may be referred to throughout the form as a specifically named group if the membership of each group, with the names and addresses of members is clearly set out in paragraph 6 of the form.
- (2) See the definition of "associate" in section 9 of the Corporations Act 2001.
- (3) See the definition of "relevant interest" in sections 608 and 671B(7) of the Corporations Act 2001.
- (4) The voting shares of a company constitute one class unless divided into separate classes.
- (5) The person's votes divided by the total votes in the body corporate or scheme multiplied by 100.
- (6) Include details of:
 - (a) any relevant agreement or other circumstances because of which the change in relevant interest occurred. If subsection 671B(4) applies, a copy of any document setting out the terms of any relevant agreement, and a statement by the person giving full and accurate details of any contract, scheme or arrangement, must accompany this form, together with a written statement certifying this contract, scheme or arrangement; and
 - (b) any qualification of the power of a person to exercise, control the exercise of, or influence the exercise of, the voting powers or disposal of the securities to which the relevant interest relates (indicating clearly the particular securities to which the qualification applies).

See the definition of "relevant agreement" in section 9 of the Corporations Act 2001.
- (7) Details of the consideration must include any and all benefits, money and other, that any person from whom a relevant interest was acquired has, or may, become entitled to receive in relation to that acquisition. Details must be included even if the benefit is conditional on the happening or not of a contingency. Details must be included of any benefit paid on behalf of the substantial holder or its associate in relation to the acquisitions, even if they are not paid directly to the person from whom the relevant interest was acquired.
- (8) If the substantial holder is unable to determine the identity of the person (eg. if the relevant interest arises because of an option) write "unknown".
- (9) Give details, if appropriate, of the present association and any change in that association since the last substantial holding notice.

Annexure A – Form 604**3. Changes in Relevant Interests**

Particulars of each change in, or change in the nature of, a related 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	Consideration given in relation to change	Class and number of securities affected	Person's votes affected
14/07/2016	MB & PM Madsen Investments Pty Ltd	disposal	\$916,667	916,667 fully paid ordinary stapled securities	916,667
14/07/2016	Madsen Nominees Pty Ltd as trustee for the MB & PM Madsen Family Trust	acquisition	\$916,667	916,667 fully paid ordinary stapled securities	916,667
31/8/2017	Matthew Madsen and Peta Madsen as trustees of the MB & PM Madsen Super Fund	acquisition	\$14,875	17,500 fully paid ordinary stapled securities	17,500
31/8/2017	Matthew Madsen and Peta Madsen as trustees of the MB & PM Madsen Super Fund	acquisition	\$17,390	20,459 fully paid ordinary stapled securities	20,459
4/09/2017	Matthew Madsen and Peta Madsen as trustees of the MB & PM Madsen Super Fund	acquisition	\$5,869	6,905 fully paid ordinary stapled securities	6,905
6/09/2017	Matthew Madsen and Peta Madsen as trustees of the MB & PM Madsen Super Fund	acquisition	\$2,975	3,500 fully paid ordinary stapled securities	3,500
13/11/17	Madsen Nominees Pty Ltd as trustee for the MB & PM Madsen Family Trust	acquisition	\$600,000 in accordance with issue under Employee Securities Plan approved at Annual General Meeting on 13/11/17	600,000 fully paid ordinary stapled securities	600,000