

Form 604

Corporations Act 2001

Section 671B

Notice of change of interests of substantial holderTo Company Name/Scheme **Clime Investment Management Limited**ACN/ARSN **067 185 899****1. Details of substantial holder(1)**Name **The parties listed in part 1 of Annexure A**

ACN/ARSN (if applicable)

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

29 / 08 / 2019

The previous notice was given to the company on

18 / 07 / 2017

The previous notice was dated

18 / 07 / 2017**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)
See part 2 of Annexure A				

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
See part 3 of 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
See part 4 of Annexure A					

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
See part 5 of Annexure A	


6. Addresses

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

Name	Address
See part 6 of Annexure A	

Signature

print name Ronni David Chalmers capacity

sign here 

date 3 / 9 / 2019

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 Notice of change of interests of substantial holder

Clime Investment Management
ACN 067 185 899

This Annexure "A" of 3 pages referred to in the Form 604 (Notice of change of interests of substantial holder), signed by me and dated



Signed: **Ronni David Chalmers**

Date: 3 September 2019

1. Details of substantial holder

Substantial holder
Ronni David Chalmers and members of his immediate family
Ronni David Chalmers
Locope Pty Ltd (ACN 064 653 952) as trustee for The Locope Trust (Locope)
Savoir Superannuation Pty Limited (ACN 152 896 636) as trustee for the Locope Superannuation Fund (Savoir)

2. Previous and present voting power

Class of securities (4)	Previous notice		Present notice	
	Person's votes	Voting power (5)	Person's votes	Voting power (5)
Fully paid ordinary shares	6,500,000	11.47%	7,000,000	12.48%

3. Changes in relevant interests

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
24 October 2017	Savoir	Purchase of shares on market	\$5,389.05	9710 Ordinary shares	9710
30 October 2017	Locope	Purchase of shares on market	\$3,670.70	6,674 Ordinary shares	6,674
2 November 2017	Locope	Purchase of shares on market	\$2,043.04	3616 Ordinary shares	3616
29 November 2017	Locope	Purchase of shares on market	\$4,303.60	8120 Ordinary shares	8120

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
1 December 2017	Locope	Purchase of shares on market	\$968.20	1880 Ordinary shares	1880
16 March 2018	Locope	Purchase of shares on market	\$18,200.51	35001 Ordinary shares	35001
19 March 2018	Locope	Purchase of shares on market	\$938.08	1804 Ordinary shares	1804
20 March 2018	Locope	Purchase of shares on market	\$1,661.40	3195 Ordinary shares	3195
23 March 2018	Savoir	Purchase of shares on market	\$14,400.00	30,000 Ordinary shares	30,000
16 July 2018	Savoir	Pursuant to differed consideration for the acquisition of CBG Asset Management Limited by Clime Investment Management Limited	\$24,816.50	49,633 Ordinary shares	49,633
16 July 2018	Locope	Pursuant to differed consideration for the acquisition of CBG Asset Management Limited by Clime Investment Management Limited	\$162,684.00	325,368 Ordinary shares	325,368
30 August 2019	Ronni David Chalmers	Purchase of shares on market	\$13,249.47	24,999 Ordinary shares	24,999

4. Present registered holders

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
Locope	Locope	Locope	Registered holder	6,025,368 fully paid ordinary shares	6,025,368
Savoir	Savoir	Savoir	Registered holder	949,633 fully paid ordinary shares	949,633
Ronni David Chalmers	Ronni David Chalmers	Ronni David Chalmers	Registered holder	24,999 fully paid ordinary shares	24,999
Ronni David Chalmers and members of his immediate family	Locope	Locope	Relevant interest under section 608(3) of the Corporations Act 2001	6,025,368 fully paid ordinary shares	6,025,368
Ronni David Chalmers and members of his immediate family	Savoir	Savoir	Relevant interest under section 608(3) of the Corporations Act 2001	949,633 fully paid ordinary shares	949,633

5. Changes in association

Name and ACN/ARSN (if applicable)	Nature of association
N/A	

6. Addresses

Name	Address
Ronni David Chalmers and members of his immediate family	c/- Titan Partners, Level 3, 7 Macquarie Place, Sydney NSW 2000
Ronni David Chalmers	c/- Titan Partners, Level 3, 7 Macquarie Place, Sydney NSW 2000
Clime Investment Management Limited	Level 13, 20 Hunter Street, Sydney, NSW 2000
Locope	c/- Titan Partners, Level 3, 7 Macquarie Place, Sydney NSW 2000
Savoir	c/- Titan Partners, Level 3, 7 Macquarie Place, Sydney NSW 2000
CBG Asset Management Limited	c/- Titan Partners, Level 3, 7 Macquarie Place, Sydney NSW 2000

