

Form 603

Corporations Act 2001

Section 671B

Notice of initial substantial holderTo Company Name/Scheme **TITOMIC LIMITED**ACN/ARSN **602 793 644****1. Details of substantial holder (1)**Name **CARPE DIEM ASSET MANAGEMENT PTY LTD**ACN/ARSN (if applicable) **160 627 887**The holder became a substantial holder on **16 / April / 2020****2. Details of 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 on the date the substantial holder became a substantial holder are as follows:

Class of securities (4)	Number of securities	Person's votes (5)	Voting power (6)
Ordinary Shares (ORD)	10,193,807	10,193,807	6.72%

3. Details of relevant interests

The nature of the relevant interest the substantial holder or an associate had in the following voting securities on the date the substantial holder became a substantial holder are as follows:

Holder of relevant interest	Nature of relevant interest (7)	Class and number of securities
CARPE DIEM ASSET MANAGEMENT PTY LTD	Direct Interest	ORD 8,525,528
CARPE DIEM ASSET MANAGEMENT PTY LTD <LOWE FAMILY A/C>	Direct Interest	ORD 1,668,279

4. Details of present registered holders

The persons registered as holders of the securities referred to in paragraph 3 above are as follows:

Holder of relevant interest	Registered holder of securities	Person entitled to be registered as holder (8)	Class and number of securities
CARPE DIEM ASSET MANAGEMENT PTY LTD	CARPE DIEM ASSET MANAGEMENT PTY LTD	CARPE DIEM ASSET MANAGEMENT PTY LTD	ORD 8,525,528
CARPE DIEM ASSET MANAGEMENT PTY LTD <LOWE FAMILY A/C>	CARPE DIEM ASSET MANAGEMENT PTY LTD <LOWE FAMILY A/C>	CARPE DIEM ASSET MANAGEMENT PTY LTD <LOWE FAMILY A/C>	ORD 1,668,279

5. Consideration

The consideration paid for each relevant interest referred to in paragraph 3 above, and acquired in the four months prior to the day that the substantial holder became a substantial holder is as follows:

Holder of relevant interest	Date of acquisition	Consideration (9)		Class and number of securities
		Cash	Non-cash	
See annexure A				

6. Associates

The reasons the persons named in paragraph 3 above are associates of the substantial holder are as follows:

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

7. Addresses

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

Name	Address
All	2 Loch Maree Place, Vaucluse, NSW, Australia 2030

Signature

print name **Ken Lowe**

capacity **Director**

sign here

date **21 / April / 2020**

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 7 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 total number of votes attached to all the voting shares in the company or voting interests in the scheme (if any) that the person or an associate has a relevant interest in.
- (6) The person's votes divided by the total votes in the body corporate or scheme multiplied by 100.
- (7) Include details of:
 - (a) any relevant agreement or other circumstances by which the relevant interest was acquired. 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.
- (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) 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.

Titomic Limited

Form 603 - Initial Substantial Shareholder Notice

5. Consideration

Annexure One

Holder of Relevant Interest	Date of Acquisition	Class and Number of Securities	
CARPE DIEM ASSET MANAGEMENT PTY LTD	16 Apr 2020	ORD	892,428
CARPE DIEM ASSET MANAGEMENT PTY LTD	10 Mar 2020	ORD	6,975,000
CARPE DIEM ASSET MANAGEMENT PTY LTD <LOWE FAMILY A/C>	6 Feb 2020	ORD	218,279
CARPE DIEM ASSET MANAGEMENT PTY LTD <LOWE FAMILY A/C>	6 Nov 2019	ORD	250,000
CARPE DIEM ASSET MANAGEMENT PTY LTD <LOWE FAMILY A/C>	24 May 2019	ORD	15,608
CARPE DIEM ASSET MANAGEMENT PTY LTD <LOWE FAMILY A/C>	23 May 2019	ORD	34,519
CARPE DIEM ASSET MANAGEMENT PTY LTD <LOWE FAMILY A/C>	22 May 2019	ORD	50,000
CARPE DIEM ASSET MANAGEMENT PTY LTD <LOWE FAMILY A/C>	21 May 2019	ORD	50,000
CARPE DIEM ASSET MANAGEMENT PTY LTD <LOWE FAMILY A/C>	20 May 2019	ORD	19,084
CARPE DIEM ASSET MANAGEMENT PTY LTD <LOWE FAMILY A/C>	17 May 2019	ORD	30,789
CARPE DIEM ASSET MANAGEMENT PTY LTD <LOWE FAMILY A/C>	16 May 2019	ORD	15,458
CARPE DIEM ASSET MANAGEMENT PTY LTD <LOWE FAMILY A/C>	15 May 2019	ORD	34,354
CARPE DIEM ASSET MANAGEMENT PTY LTD <LOWE FAMILY A/C>	14 May 2019	ORD	25,271
CARPE DIEM ASSET MANAGEMENT PTY LTD <LOWE FAMILY A/C>	13 May 2019	ORD	72,518
CARPE DIEM ASSET MANAGEMENT PTY LTD <LOWE FAMILY A/C>	10 May 2019	ORD	24,672
CARPE DIEM ASSET MANAGEMENT PTY LTD <LOWE FAMILY A/C>	9 May 2019	ORD	50,918
CARPE DIEM ASSET MANAGEMENT PTY LTD <LOWE FAMILY A/C>	8 May 2019	ORD	37,410
CARPE DIEM ASSET MANAGEMENT PTY LTD <LOWE FAMILY A/C>	6 May 2019	ORD	59,839
CARPE DIEM ASSET MANAGEMENT PTY LTD <LOWE FAMILY A/C>	3 May 2019	ORD	55,747
CARPE DIEM ASSET MANAGEMENT PTY LTD <LOWE FAMILY A/C>	2 May 2019	ORD	108,429
CARPE DIEM ASSET MANAGEMENT PTY LTD <LOWE FAMILY A/C>	1 May 2019	ORD	44,276
CARPE DIEM ASSET MANAGEMENT PTY LTD <LOWE FAMILY A/C>	30 Apr 2019	ORD	46,789
CARPE DIEM ASSET MANAGEMENT PTY LTD <LOWE FAMILY A/C>	29 Apr 2019	ORD	50,000
CARPE DIEM ASSET MANAGEMENT PTY LTD <LOWE FAMILY A/C>	26 Apr 2019	ORD	15,444
CARPE DIEM ASSET MANAGEMENT PTY LTD <LOWE FAMILY A/C>	24 Apr 2019	ORD	19,476
CARPE DIEM ASSET MANAGEMENT PTY LTD <LOWE FAMILY A/C>	2 Apr 2019	ORD	51,201
CARPE DIEM ASSET MANAGEMENT PTY LTD <LOWE FAMILY A/C>	1 Apr 2019	ORD	70,747
CARPE DIEM ASSET MANAGEMENT PTY LTD <LOWE FAMILY A/C>	2 Jan 2019	ORD	220
CARPE DIEM ASSET MANAGEMENT PTY LTD <LOWE FAMILY A/C>	31 Dec 2018	ORD	10,582
CARPE DIEM ASSET MANAGEMENT PTY LTD <LOWE FAMILY A/C>	28 Dec 2018	ORD	3,924
CARPE DIEM ASSET MANAGEMENT PTY LTD <LOWE FAMILY A/C>	27 Dec 2018	ORD	35,725
CARPE DIEM ASSET MANAGEMENT PTY LTD <LOWE FAMILY A/C>	24 Dec 2018	ORD	44,064
CARPE DIEM ASSET MANAGEMENT PTY LTD <LOWE FAMILY A/C>	21 Dec 2018	ORD	58,042
CARPE DIEM ASSET MANAGEMENT PTY LTD <LOWE FAMILY A/C>	20 Dec 2018	ORD	6,894
CARPE DIEM ASSET MANAGEMENT PTY LTD <LOWE FAMILY A/C>	19 Dec 2018	ORD	13,221
CARPE DIEM ASSET MANAGEMENT PTY LTD <LOWE FAMILY A/C>	18 Dec 2018	ORD	28,361
CARPE DIEM ASSET MANAGEMENT PTY LTD <LOWE FAMILY A/C>	17 Dec 2018	ORD	16,418
CARPE DIEM ASSET MANAGEMENT PTY LTD	22 Jun 2018	ORD	208,100
CARPE DIEM ASSET MANAGEMENT PTY LTD	19 Jun 2018	ORD	450,000