

The logo for Celeste Funds Management, featuring the word "CELESTE" in a bold, white, sans-serif font, centered within a dark, textured, brush-stroke-like shape.

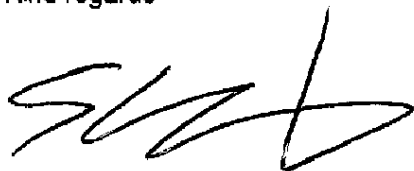
Funds Management

**Facsimile**

<b>To</b>	Company Announcements Office	<b>From</b>	Stephen Hanich
<b>Fax</b>	1300 135 638	<b>Pages</b>	3
<b>Company</b>	Australian Securities Exchange	<b>Date</b>	7 November 2014
<b>Re</b>	Oakton Limited		

Please find attached a Form 605 – Notice of Ceasing to be a Substantial Holder.

Kind regards

A handwritten signature in black ink, appearing to be "SH", written in a stylized, cursive-like font.

Stephen Hanich  
Company Secretary

**Form 605****Corporations Act 2001  
Section 671B****Notice of ceasing to be a substantial holder**

To: Oakton Limited

ACN/ ARSN: 007 028 711

**1. Details of substantial holder**

Name Celeste Funds Management Limited

ACN/ ARSN: 098 628 605

The holder ceased to be a substantial holder on 5 November 2014.

The previous notice was given to the company on 4 June 2013.

The previous notice was dated 31 May 2013.

**2. Changes in relevant interest**

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	Consideration given in relation to change	Class and number of securities affected	Person's votes affected
See	Annexure A				

**3. Changes in association**

The persons who have become associates of, ceased to be associates of, or have changed the nature of their association 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	

**4. Addresses**

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

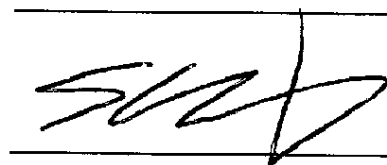
Name	Address
Celeste Funds Management Limited	Level 14, 15 Castlereagh Street, Sydney NSW 2000
Treasury Group Limited	Level 14, 39 Martin Place, Sydney NSW 2000

**Signature**

Name: Stephen Hanich

Capacity: Company Secretary

Signature:



Date:

7 November 2014

## ANNEXURE A

Celeste Funds Management Limited ACN 098 628 605

Date of change	Persons whose relevant interest changed	Nature of changes	Consideration given in relation to change	Class and number of securities affected	Person's votes affected
03-Jun-13	Celeste Funds Management Limited	buy	2,337.69	2,000	2,000
05-Jun-13	Celeste Funds Management Limited	buy	25,079.61	21,184	21,184
06-Jun-13	Celeste Funds Management Limited	buy	5,217.42	4,407	4,407
03-Dec-13	Celeste Funds Management Limited	buy	145,980.16	100,000	100,000
24-Feb-14	Celeste Funds Management Limited	sell	303,129.36	190,000	190,000
23-Sep-14	Celeste Funds Management Limited	sell	279,574.35	150,000	150,000
15-Oct-14	Celeste Funds Management Limited	sell	246,683.25	132,000	132,000
05-Nov-14	Celeste Funds Management Limited	sell	5,470,138.77	2,900,000	2,900,000

This is Annexure A of 1 page referred to in Form 605 - Notice of ceasing to be a substantial holder

Stephen Hanich  
Company Secretary7-Nov-14  
Date