

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

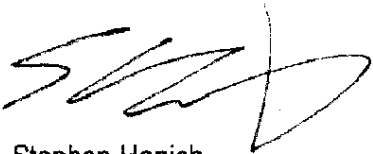
Funds Management

## Facsimile

<b>To</b>	Company Announcements Office	<b>From</b>	Stephen Hanich
<b>Fax</b>	1300 135 638	<b>Pages</b>	4
<b>Company</b>	Australian Securities Exchange	<b>Date</b>	30 March 2017
<b>Re</b>	Lycopodium Limited		

Please find attached a Form 604 – Notice of Change of Interests of Substantial Shareholders.

Kind regards

A handwritten signature in black ink, appearing to be "SH", written over a light blue horizontal line.

Stephen Hanich  
**Company Secretary**

**Form 604****Corporations Law  
Section 671B****Notice of change of interests of substantial holder**

To: Lycopodium Limited

ACN/ ARSN: 098 556 159

**1. Details of substantial holder**

Name Celeste Funds Management Limited

ACN/ ARSN: 098 628 605

There was a change in the interests of the substantial holder on 28 March 2017.

The previous notice was given to the company on 2 December 2016.

The previous notice was dated 30 November 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 had a relevant interest 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	Previous Notice		Present Notice	
	Person's Votes	Voting Power	Person's Votes	Voting Power
Ordinary	2,394,496	6.03%	2,875,900	7.24%

**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	Consideration given in relation to change	Class and number of securities affected	Person's votes affected
Refer	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	Nature of relevant interest	Class and Number of Securities	Person's votes
Celeste Funds Management on behalf of its clients				2,875,900	2,875,900
Pacific Current Group Limited (PAC) and each of its subsidiaries holds over 20% of the voting power in its investment managers pursuant to Section 608(3)(a)				As above	As above

5. 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	

6. 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
Pacific Current Group Limited	Level 29, 259 George Street, Sydney NSW 2000

Signature

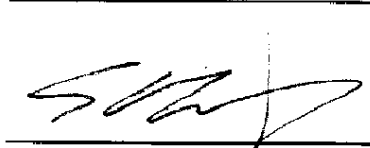
Name:

Stephen Hanich

Capacity:

Company Secretary

Signature:



Date:


30 March 2017

## 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
02-Dec-16	Celeste Funds Management Limited	Buy	102,694.78	37,910	37,910
07-Dec-16	Celeste Funds Management Limited	Buy	77,439.61	28,587	28,587
08-Dec-16	Celeste Funds Management Limited	Buy	192,061.71	70,900	70,900
09-Dec-16	Celeste Funds Management Limited	Buy	54,113.19	19,976	19,976
12-Dec-16	Celeste Funds Management Limited	Buy	67,722.75	25,000	25,000
13-Dec-16	Celeste Funds Management Limited	Buy	54,178.20	20,000	20,000
14-Dec-16	Celeste Funds Management Limited	Buy	44,465.64	16,431	16,431
15-Dec-16	Celeste Funds Management Limited	Buy	5,397.75	2,000	2,000
16-Dec-16	Celeste Funds Management Limited	Buy	40,633.65	15,000	15,000
19-Dec-16	Celeste Funds Management Limited	Buy	37,924.74	14,000	14,000
20-Dec-16	Celeste Funds Management Limited	Buy	26,881.18	10,000	10,000
21-Dec-16	Celeste Funds Management Limited	Buy	32,506.92	12,000	12,000
23-Dec-16	Celeste Funds Management Limited	Buy	40,633.65	15,000	15,000
28-Dec-16	Celeste Funds Management Limited	Buy	46,051.47	17,000	17,000
29-Dec-16	Celeste Funds Management Limited	Buy	2,232.14	824	824
04-Jan-17	Celeste Funds Management Limited	Buy	11,623.94	4,291	4,291
09-Jan-17	Celeste Funds Management Limited	Buy	10,293.86	3,800	3,800
10-Jan-17	Celeste Funds Management Limited	Buy	21,751.03	8,085	8,085
11-Jan-17	Celeste Funds Management Limited	Buy	36,143.93	13,785	13,785
25-Jan-17	Celeste Funds Management Limited	Buy	6,396.04	2,600	2,500
08-Feb-17	Celeste Funds Management Limited	Buy	1,279.21	500	500
09-Feb-17	Celeste Funds Management Limited	Buy	15,734.26	6,150	6,150
13-Feb-17	Celeste Funds Management Limited	Buy	5,129.62	2,005	2,005
17-Feb-17	Celeste Funds Management Limited	Buy	3,441.07	1,345	1,345
20-Feb-17	Celeste Funds Management Limited	Buy	39,655.44	15,500	15,500
21-Feb-17	Celeste Funds Management Limited	Buy	12,792.08	5,000	5,000
24-Feb-17	Celeste Funds Management Limited	Buy	11,657.04	3,854	3,654
27-Feb-17	Celeste Funds Management Limited	Buy	4,418.93	1,430	1,430
28-Feb-17	Celeste Funds Management Limited	Buy	42,378.51	13,714	13,714
28-Mar-17	Celeste Funds Management Limited	Buy	291,338.36	94,817	94,817

This is Annexure A of 1 page referred to in Form 604 - Notice of Change of Interests of Substantial Holder

  
 Stephen Hanich  
 Company Secretary

30-Mar-17  
 Date