

Form 604

Corporations Act 2001
Section 671B**Notice of change of interests of substantial holder**

To Company Name/Scheme Pacific Star Network Limited

ACN/ARSN 009 221 630

1. Details of substantial holder (1)

Name Wyllie Funds Management Pty Ltd (WFM), Viburnum Funds Pty Ltd as trustee for Viburnum Staff Trust 2 (VST2) and each of the parties listed in section 4

ACN/ARSN (if applicable) 125 989 693

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

12/12/2014

The previous notice was given to the company on

13/05/2014

The previous notice was dated

13/05/2014

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)
ORD	6,400,000	12.02%	13,266,667	19.94%

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
12/12/2014	WFM	Share Placement	\$1,500,000	5,000,000 Fully Paid Ordinary Shares	5,000,000
12/12/2014	VST2	Share Placement	\$560,000	1,866,667 Fully Paid Ordinary Shares	1,866,667

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
WFM	WFM	WFM	Beneficial Owner and right to vote and dispose of shares.	11,400,000 Fully Paid Ordinary Shares	11,400,000
Wyllie Group Pty Ltd (ACN 008 763 120) & Mrs Rhonda Wyllie	As above	As above	Relevant interest under section 608(3)(a) and/or 608(3)(b) of the Corporations Act 2001 (Cth).	As above	As above
VST2	VST2	VST2	Beneficial Owner and right to vote and dispose of shares.	1,866,667 Fully Paid Ordinary Shares	1,866,667

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
Viburnum Funds Pty Ltd as trustee for Viburnum Staff Trust 2	Viburnum Funds Pty Ltd manages WFM's investments portfolio pursuant to a mandate agreement.

6. Addresses

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

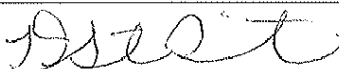
Name	Address
WFM, Wyllie Group Pty Ltd, Mrs Rhonda Wyllie	c/- Wyllie Group Pty Ltd , Level 19, 225 St Georges Terrace, Perth, WA, 6000
VST2	31 Carrington Street, Nedlands, WA, 6009

Signature

print name David St Quintin

capacity Company Secretary

sign here



Date 16/12/2014