

**FACSIMILE**

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ATTN: ASX Announcements  
FAX No: 1300 135 638  
DATE: 22 October 2014  
FROM: K MacDonald PAGES: 4 (incl. cover)  
SUBJECT: Notice of change of interests of substantial holder  
Clime Investment Management Ltd (CIW)

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Please find attached a copy of the form 604 "Notice of change of interest of substantial holder". A duplicate copy has been forwarded to the Company Secretary of CIW.

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Yours sincerely

K MacDonald

Company Secretary

ABN 60 010 883 173

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E: [admin@torind.com](mailto:admin@torind.com)

**Form 604**Corporations Act 2001  
Section 671B**Notice of change of interests of substantial holder**To Company Name/Scheme CLIME INVESTMENT MANAGEMENT LIMITEDACN/ARSN 067 185 899**1. Details of substantial holder(1)**Name TORRES INDUSTRIES PTY LTD  
ACN/ARSN (if applicable) 010 883 173

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

20/10/14

The previous notice was given to the company on

9/7/09

The previous notice was dated

9/7/09**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)
<u>refer Annexure A</u>				

**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
<u>refer</u>	<u>Annexure A</u>				

**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
<u>refer</u>	<u>Annexure A</u>				

**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
refer Annexure A	A

**6. Addresses**

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

Name	Address
refer Annexure A	A

**Signature**

print name KAROLINE MACDONALD capacity SECRETARY

sign here *Karoline Macdonald* date 22 / 10 / 14

**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.

## Form 604

**Notice of change of interests of substantial holder**  
**Cilime Investment Management Ltd**

**2. Previous and present voting power**

Class of securities	Previous notice		Present notice	
	Person's votes	Voting Power	Person's votes	Voting Power
Ordinary	5,120,000	10.152%	5,232,706	11.322%

**3. Change in relevant interest**

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
19/02/13	G A Morton	Sale	\$13,200.00	ords -20,000	-20,000
07/12/12	Torres Industries Pty Ltd	Sale	\$46,370.78	ords -95,000	-95,000
23/09/14	Torres Industries Pty Ltd	Purchase	\$24,705.92	ords 32,346	32,346
26/09/14	Torres Industries Pty Ltd	Purchase	\$13,484.13	ords 17,654	17,654
30/09/14	Torres Industries Pty Ltd	Purchase	\$2,673.30	ords 3,500	3,500
03/10/14	Torres Industries Pty Ltd	Purchase	\$3,212.54	ords 4,206	4,206
07/10/14	Torres Industries Pty Ltd	Purchase	\$15,276.00	ords 20,000	20,000
09/10/14	Torres Industries Pty Ltd	Purchase	\$15,500.00	ords 20,000	20,000
10/10/14	Torres Industries Pty Ltd	Purchase	\$7,750.00	ords 10,000	10,000
10/10/14	Torres Industries Pty Ltd	Purchase	\$7,638.00	ords 10,000	10,000
16/10/14	Torres Industries Pty Ltd	Purchase	\$19,220.63	ords 25,000	25,000
20/10/14	Torres Industries Pty Ltd	Purchase	\$67,284.68	ords 85,000	85,000

**4. Present relevant interests**

Holder of relevant interest	Registered holder of securities	Person entitled to registered as holder	Nature of relevant interest	Class and number of securities	Person's votes
Torres Industries P/L	Torres Industries P/L	Torres Industries P/L	Direct	ords 5,232,706	5,232,706

**5. Changes in association**


Name and ACN/ARSN (if applicable)	Nature of association
Not applicable	Not applicable

**6. Addresses**

Name	Address
Torres Industries Pty Ltd	Level 1, 21 Kyabra St., Newstead, QLD 4006

This is annexure A of 1 page referred to in form 604 Notice of change of interest of substantial holder.

Signed

  
 K MacDonald (Secretary)

Date

22/10/14