

Form 604
Corporations Act 2001
Section 671B

Notice of change of interests of substantial holder

To Company Name/Scheme MNEMON LIMITED

ACN/ARSN 125 736 914

1. Details of substantial holder (1)

Name SUN HUNG KAI STRATEGIC CAPITAL LIMITED and the entities set out in Annexure A to this Notice

ACN/ARSN (if applicable) _____

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

26/03/2014 (see annexure "A")

The previous notice was given to the company on

04/03/2014

The previous notice was dated

03/03/2014

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)
Ordinary shares	2,634,113	14.01%	1,253,759	6.67%

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
see 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 (8)	Nature of relevant interest (6)	Class and number of securities	Person's votes
see Annexure A					

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 applicable	ACN/ARSN (if applicable)	Nature of association

6. Addresses

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

Name	Address
see Annexure A	

Signature

print name:	Peter Anthony CURRY	capacity:	Director
sign here:		date:	27/03/2014

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 on 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.

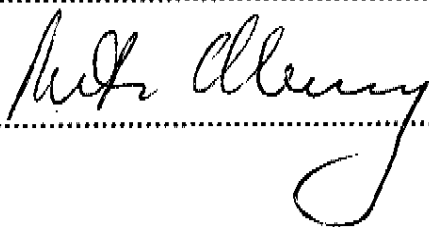
This is Annexure A of 3 pages in Form 604 – Notice of change of interests of substantial holder regarding Mnemon Limited ACN 125 736 914 lodged by Sun Hung Kai Strategic Capital Limited

Peter Anthony CURRY

Director

Print name.....Capacity.....

Signature.....Date 27 March 2014



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
04/03/14	Sun Hung Kai Strategic Capital Limited	on market sale	A\$45,420	Ordinary shares	25,000
05/03/14	Sun Hung Kai Strategic Capital Limited	on market sale	A\$33,981	Ordinary shares	18,363
06/03/14	Sun Hung Kai Strategic Capital Limited	on market sale	A\$18,859	Ordinary shares	10,205
07/03/14	Sun Hung Kai Strategic Capital Limited	on market sale	A\$20,200	Ordinary shares	10,639
10/03/14	Sun Hung Kai Strategic Capital Limited	on market sale	A\$38,215	Ordinary shares	19,990
11/03/14	Sun Hung Kai Strategic Capital Limited	on market sale	A\$19,000	Ordinary shares	10,000
14/03/14	Sun Hung Kai Strategic Capital Limited	on market sale	A\$5,550	Ordinary share	3,000
17/03/14	Sun Hung Kai Strategic Capital Limited	on market sale	A\$61,402	Ordinary share	33,717
18/03/14	Sun Hung Kai Strategic Capital	on market sale	A\$4,727	Ordinary share	2,597

	Limited				
19/03/14	Sun Hung Kai Strategic Capital Limited	on market sale	A\$54,674	Ordinary share	30,532
24/03/14	Sun Hung Kai Strategic Capital Limited	on market sale	A\$15,881	Ordinary share	9,457
26/03/14	Sun Hung Kai Strategic Capital Limited	on market sale	A\$1,991,792	Ordinary share	1,206,854

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
Sun Hung Kai Strategic Capital Limited and the entities set out in section 6 below	Sun Hung Kai Strategic Capital Limited	Sun Hung Kai Strategic Capital Limited	Holder	Ordinary shares	1,253,759

6. Addresses

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

Name	Address
Sun Hung Kai Strategic Capital Limited	42/F, The Lee Gardens, 33 Hysan Avenue, Causeway Bay, Hong Kong
Shipshape Investments Limited	Nature of Relevant Interest: Pursuant to section 608(3) of the Corporations Act 2001 (Cth) Sun Hung Kai Strategic Capital Limited is a wholly owned subsidiary of Shipshape Investments Limited Address: PO Box 957, Offshore Incorporations Centre, Road Town, Tortola, British Virgin Islands
Sun Hung Kai & Co. Limited	Nature of Relevant Interest: Pursuant to section 608(3) of the Corporations Act 2001 (Cth) Shipshape Investments Limited is a wholly owned subsidiary of Sun Hung Kai & Co. Limited Address: 42/F, The Lee Gardens, 33 Hysan Avenue,

	Causeway Bay, Hong Kong
Allied Properties (H.K.) Limited	<p>Nature of Relevant Interest: Pursuant to section 608(3) of the Corporations Act 2001 (Cth)</p> <p>Sun Hung Kai & Co. Limited is a subsidiary of Allied Properties (H.K.) Limited</p> <p>Address: 22/F, Allied Kajima Building, 138 Gloucester Road, Wanchai, Hong Kong</p>
Allied Group Limited	<p>Nature of Relevant Interest: Pursuant to section 608(3) of the Corporations Act 2001 (Cth)</p> <p>Allied Properties (H.K.) Limited is a subsidiary of Allied Group Limited</p> <p>Address: 22/F, Allied Kajima Building, 138 Gloucester Road, Wanchai, Hong Kong</p>
Mr Lee Seng Hui, Ms Lee Su Hwei and Mr Lee Seng Huang as trustees for the Lee and Lee Trust	<p>Nature of Relevant Interest: Pursuant to section 608(3) of the Corporations Act 2001 (Cth)</p> <p>Mr Lee Seng Huang, Mr Lee Seng Hui and Ms Lee Su Hwei as trustees for the Lee and Lee Trust. They together own approximately 69.22% of Allied Group Limited (inclusive of Mr Lee Seng Hui's personal interest).</p> <p>Address: c/o 24/F, Allied Kajima Building, 138 Gloucester Road, Wanchai, Hong Kong</p>