

Form 603Corporations Act 2001
Section 671B**Notice of initial substantial holder**To Company Name/Scheme **AURORA FUNDS LIMITED**ACN/ARSN **143 194 165****1. Details of substantial holder (1)**Name **KEYBRIDGE CAPITAL LIMITED**ACN/ARSN (if applicable) **088 267 190**The holder became a substantial holder on **31/12/2013****2. Details of 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 on the date the substantial holder became a substantial holder are as follows:

Class of securities (4)	Number of securities	Person's votes (5)	Voting power (6)
Ordinary Shares	1,645,650	1,645,650	14.99%

3. Details of relevant interests

The nature of the relevant interest the substantial holder or an associate had in the following voting securities on the date the substantial holder became a substantial holder are as follows:

Holder of relevant interest	Nature of relevant interest (7)	Class and number of securities
Keybridge Capital Limited	Holder of Ordinary Shares	1,645,650

4. Details of present registered holders

The persons registered as holders of the securities referred to in paragraph 3 above are as follows:

Holder of relevant interest	Registered holder of securities	Person entitled to be registered as holder (8)	Class and number of securities
Keybridge Capital Limited	Taycol Nominees Pty Ltd	Keybridge Capital Limited	548,500
Keybridge Capital Limited	Keybridge Capital Limited	Keybridge Capital Limited	1,097,150

5. Consideration

The consideration paid for each relevant interest referred to in paragraph 3 above, and acquired in the four months prior to the day that the substantial holder became a substantial holder is as follows:

Holder of relevant interest	Date of acquisition	Consideration (9)		Class and number of securities
		Cash	Non-cash	
Keybridge Capital Limited	12 August 2013	\$246,825.00		548,500 Ordinary shares
Keybridge Capital Limited	31 December 2013	\$713,147.50	See Appendix A	1,097,150 Ordinary Shares

6. Associates

The reasons the persons named in paragraph 3 above are associates of the substantial holder are as follows:

Name and ACN/ARSN (if applicable)	Nature of association

7. Addresses

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

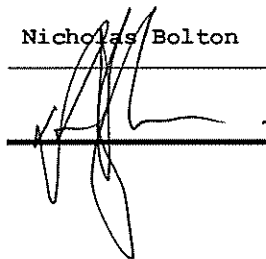
Name	Address
Keybridge Capital Limited	Level 26, 259 George Street, Sydney NSW 2000

Signature

print name Nicholas Bolton

capacity Executive Director

sign here



date 3/1/2014

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 7 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 total number of votes attached to all the voting shares in the company or voting interests in the scheme (if any) that the person or an associate has a relevant interest in.
- (6) The person's votes divided by the total votes in the body corporate or scheme multiplied by 100.
- (7) Include details of:
 - (a) any relevant agreement or other circumstances by which the relevant interest was acquired. 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.
- (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) 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.

Deed of Agreement

Dated: 31 December 2013

The parties

Ian Steuart Roe of 56a Dendy Street Brighton VIC 3186 (Party A); and

Keybridge Capital Limited ABN 16 088 267 190 (Party B).

The agreement

The parties agree that the share transfer document executed on 31 December 2013 over 10% of the issued capital of Aurora Funds Limited (the Share Transfer Agreement) is subject to Party B entering into an agreement with Shareandfund Pty Ltd ABN 35 160 181 840 to provide registry services.

The key terms of the agreement are to include:

- **Fees being 70% of the existing contract with Link Market Services Limited excluding disbursements.**
- **Fees will be payable from 1 March 2014.**
- **The term on the contract will be for a minimum of twelve months.**
- **Three months' notice must be provided for termination.**
- **Any changes to the fees must be given one months' notice. If a termination notice is received during this period no increase in fees will apply.**

It is expected the registry agreement will be along the lines of the draft registry agreement provided to Party B on 31 December 2013.

The registry agreement must be executed before the close of business on 3 January 2014. Failure to execute the agreement will cause the Share Transfer Agreement to be cancelled.

Execution

Executed as an agreement

**Signed by
Ian Steuart Roe**



Signature



Signature of witness

S. LULEVSKA