



Funds Management

**Facsimile**

<b>To</b>	Company Announcements Office	<b>From</b>	Stephen Hanich
<b>Fax</b>	1 300 135 638	<b>Pages</b>	4
<b>Company</b>	Australian Securities Exchange	<b>Date</b>	28 September 2010
<b>Re</b>	Coffey International 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 "S Hanich", written in a cursive style.

Stephen Hanich  
Company Secretary

**Form 604**Corporations Act 2001  
Section 671B**Notice of change of interests of substantial holder**To Company Name/Scheme Coffey International LimitedACN/ARSN 003 835 112**1. Details of substantial holder(1)**Name Celeste Funds Management LimitedACN/ARSN (if applicable) 098 628 605There was a change in the interests of the  
substantial holder on 24 /09 /2010The previous notice was given to the company on 14 /07 /2009The previous notice was dated 09 /07 /2009**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	6,792,438	5.26%	8,604,324	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
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 (8)	Nature of relevant interest (6)	Class and number of securities	Person's votes
Celeste	Funds Management	on behalf of	its clients	8,604,324	8,604,324

**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
N/A	

**6. Addresses**

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

Name	Address
Celeste Funds Management	Level 14, 15 Castlereagh Street
Limited	Sydney NSW 2000

**Signature**

print name Stephen Hanich

capacity Company Secretary

sign here



date 28 / 09 / 2010

**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.

## 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
15-Jul-10	Celeste Funds Management Limited	buy	48,377.00	43,435	43,435
16-Jul-10	Celeste Funds Management Limited	buy	57,239.99	50,179	50,179
19-Jul-10	Celeste Funds Management Limited	buy	32,439.43	28,987	28,987
20-Jul-10	Celeste Funds Management Limited	buy	23,657.10	21,013	21,013
26-Jul-10	Celeste Funds Management Limited	buy	40,351.99	36,858	36,858
27-Jul-10	Celeste Funds Management Limited	buy	113,917.08	102,289	102,289
28-Jul-10	Celeste Funds Management Limited	buy	3,718.89	3,366	3,366
29-Jul-10	Celeste Funds Management Limited	buy	137,812.39	125,759	125,759
20-Sep-10	Celeste Funds Management Limited	buy	94,991.10	90,000	90,000
22-Sep-10	Celeste Funds Management Limited	buy	223,452.88	210,000	210,000
24-Sep-10	Celeste Funds Management Limited	buy	1,165,606.19	1,100,000	1,100,000

This is Annexure A of 1 page referred to in Form 304 - Notice of Change of Interests of Substantial Holder



Stephen Hanich  
Company Secretary

28-Sep-10  
Date