

Form 604**Corporations Law
Section 671B****Notice of change of interests of substantial holder**

To: Lycopodium Limited

ACN/ ARSN: 098 556 159

1. Details of substantial holder

Name Celeste Funds Management Limited

ACN/ ARSN: 098 628 605

There was a change in the interests of the substantial holder on 30 November 2016.

The previous notice was given to the company on 7 September 2012.

The previous notice was dated 7 September 2012.

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 had a relevant interest 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	Previous Notice		Present Notice	
	Person's Votes	Voting Power	Person's Votes	Voting Power
Ordinary	1,936,569	5.00%	2,394,496	6.03%

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
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	Nature of relevant interest	Class and Number of Securities	Person's votes
Celeste Funds Management on behalf of its clients				2,394,496	2,394,496
Pacific Current Group Limited (PAC) and each of its subsidiaries holds over 20% of the voting power in its investment managers pursuant to Section 608(3)(a)				As above	As above

5. Changes in Association

The persons who have become associates of, ceased to be associates of, or have changed the nature of their association 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 Limited	Level 14, 15 Castlereagh Street, Sydney NSW 2000
Pacific Current Group Limited	Level 29, 259 George Street, Sydney NSW 2000

Signature

Name: Stephen Hanich Capacity: Company Secretary

Signature:




Date: 2 December 2016

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
12-Sep-12	Celeste Funds Management Limited	Buy	50,474.72	7,675	7,675
21-Nov-12	Celeste Funds Management Limited	Buy	589,741.50	110,000	110,000
23-Nov-12	Celeste Funds Management Limited	Buy	212,932.80	40,000	40,000
05-Apr-13	Celeste Funds Management Limited	Sell	299,010.00	50,000	50,000
30-May-13	Celeste Funds Management Limited	Buy	176,006.05	42,171	42,171
31-May-13	Celeste Funds Management Limited	Buy	74,592.27	17,829	17,829
14-Apr-15	Celeste Funds Management Limited	Buy	30,417.05	21,555	21,555
22-Apr-15	Celeste Funds Management Limited	Buy	11,991.27	8,286	8,286
23-Apr-15	Celeste Funds Management Limited	Buy	2,796.20	1,858	1,858
27-Apr-15	Celeste Funds Management Limited	Tr Out	233,883.10	150,747	150,747
28-Apr-15	Celeste Funds Management Limited	Buy	2,793.19	1,856	1,856
08-Jun-16	Celeste Funds Management Limited	Buy	44,456.11	21,689	21,689
14-Jun-16	Celeste Funds Management Limited	Buy	12,837.89	6,366	6,366
17-Jun-16	Celeste Funds Management Limited	Buy	6,262.60	3,121	3,121
24-Jun-16	Celeste Funds Management Limited	Buy	14,309.23	6,824	6,824
14-Jul-16	Celeste Funds Management Limited	Buy	46,624.55	22,265	22,265
21-Jul-16	Celeste Funds Management Limited	Buy	9,682.88	4,531	4,531
28-Jul-16	Celeste Funds Management Limited	Buy	19,932.07	9,327	9,327
02-Aug-16	Celeste Funds Management Limited	Buy	37,523.42	17,000	17,000
03-Aug-16	Celeste Funds Management Limited	Buy	21,917.05	9,500	9,500
15-Aug-16	Celeste Funds Management Limited	Buy	28,591.56	11,249	11,249
18-Aug-16	Celeste Funds Management Limited	Buy	9,263.02	3,601	3,601
26-Aug-16	Celeste Funds Management Limited	Buy	19,867.85	6,850	6,850
29-Aug-16	Celeste Funds Management Limited	Buy	6,186.43	2,141	2,141
01-Sep-16	Celeste Funds Management Limited	Buy	4,655.31	1,600	1,600
06-Sep-16	Celeste Funds Management Limited	Buy	5,644.57	1,940	1,940
08-Sep-16	Celeste Funds Management Limited	Buy	23,567.52	8,100	8,100
09-Sep-16	Celeste Funds Management Limited	Buy	21,988.73	7,560	7,560
15-Sep-16	Celeste Funds Management Limited	Buy	48,405.31	16,632	16,632
16-Sep-16	Celeste Funds Management Limited	Buy	24,110.40	8,259	8,259
20-Sep-16	Celeste Funds Management Limited	Buy	6,843.63	2,336	2,336
23-Sep-16	Celeste Funds Management Limited	Buy	25,035.35	8,550	8,550
27-Sep-16	Celeste Funds Management Limited	Buy	224.04	77	77
28-Sep-16	Celeste Funds Management Limited	Buy	11,812.85	4,060	4,060
30-Sep-16	Celeste Funds Management Limited	Buy	1,614.81	555	555
04-Oct-16	Celeste Funds Management Limited	Buy	11,916.63	4,599	4,599
05-Oct-16	Celeste Funds Management Limited	Buy	26,587.45	10,000	10,000
06-Oct-16	Celeste Funds Management Limited	Buy	4,731.57	1,800	1,800
13-Oct-16	Celeste Funds Management Limited	Buy	8,836.32	3,311	3,311
17-Oct-16	Celeste Funds Management Limited	Buy	10,221.42	3,830	3,830
18-Oct-16	Celeste Funds Management Limited	Buy	2,268.48	850	850
20-Oct-16	Celeste Funds Management Limited	Buy	1,209.98	450	450
24-Oct-16	Celeste Funds Management Limited	Buy	41,554.73	15,174	15,174
27-Oct-16	Celeste Funds Management Limited	Buy	11,832.84	4,352	4,352
28-Oct-16	Celeste Funds Management Limited	Buy	41,023.74	15,144	15,144
31-Oct-16	Celeste Funds Management Limited	Buy	116,843.42	43,133	43,133
01-Nov-16	Celeste Funds Management Limited	Buy	40,633.65	15,000	15,000
02-Nov-16	Celeste Funds Management Limited	Buy	95,629.29	35,546	35,546
03-Nov-16	Celeste Funds Management Limited	Buy	5,317.49	2,000	2,000
04-Nov-16	Celeste Funds Management Limited	Buy	22,370.68	8,414	8,414
08-Nov-16	Celeste Funds Management Limited	Buy	3,855.18	1,450	1,450
09-Nov-16	Celeste Funds Management Limited	Buy	34,280.31	12,667	12,667
28-Nov-16	Celeste Funds Management Limited	Buy	10,811.26	3,991	3,991
29-Nov-16	Celeste Funds Management Limited	Buy	6,772.27	2,500	2,500
30-Nov-16	Celeste Funds Management Limited	Buy	105,918.39	39,100	39,100

This is Annexure A of 1 page referred to in Form 604 - Notice of Change of Interests of Substantial Holder



Stephen Hanich
Company Secretary

2-Dec-16
Date