
Form 604

Corporations Act 2001

Section 671B

Notice of change of interests of substantial holder

To: Velpic Limited
 ABN: 65 149 197 651

1. Details of substantial holder (1)

Name: Merchant Funds Management Pty Ltd (ACN 154 493 277) as manager of the Merchant Opportunities Fund (ARSN 111 456 387) (Merchant) and CIP Licensing Limited (ABN 63 603 558 658) as the responsible entity of the Merchant Opportunities Fund (ARSN 111 456 387)

ACN: See above

There was a change in the interests of the substantial holder on 09/11/2016.

The previous notice was given to the company on 11/07/2016.

The previous notice was dated 11/07/2016.

2. Previous and present voting power

The total number of votes attached to all the voting shares in the company 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, are as follows:

Class of securities (4)	Previous notice		Present notice	
	Person's votes	Voting Power (5)	Person's votes	Voting power (5)
Fully paid ordinary	44,326,995	6.49%	51,326,995	7.57%

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, since the substantial holder was last required to give a substantial holding notice to the company 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
09/11/2016	Merchant Opportunities Fund	On market trades	\$156,511	5,849,132 fully paid ordinary	7,000,000

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	Persons entitled to be registered as holder (8)	Nature of relevant interest (6)	Class and number of securities	Person's votes
Merchant Opportunities Fund	The Trust Company (Australia) Ltd (ABN 33 106 768 012) as custodian for Merchant Opportunities Fund (Trust Co)	Trust Co as custodian for Merchant Opportunities Fund	Relevant interest under s608(1)(b) and (c) of the Corporations Act 2001 as the beneficial holder of securities	51,326,995 FPO	7.57%
Merchant	Trust Co as custodian for Merchant Opportunities Fund	Trust Co as custodian for Merchant Opportunities Fund	Relevant interest under s608(1)(b) and (c) of the Corporations Act 2001 as manager of the Merchant Opportunities Fund	51,326,995 FPO	7.57%

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 are as follows:

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

6. Addresses

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

Name	Address
Merchant Funds Management Pty Ltd	Suite 43, 145 Stirling Highway, Nedlands WA 6009
CIP Licensing Limited	Suite 1B, 103 Bolsover St, Rockhampton QLD 4700
Merchant Opportunities Fund	Suite 42, 145 Stirling Highway, Nedlands WA 6009
The Trust Company Ltd	Level 15, 20 Bond Street, Sydney NSW 2001

Name: **Andrew Chapman**

Capacity: **Managing Director**



Sign here: _____

Date: **17/02/2017**

Annexure A – Consideration for Relevant Interest

This is Annexure A of 1 page referred to in Form 604 signed by me on 17 February 2017.

Signature:



Andrew Chapman
Managing Director
Merchant Funds Management Pty Ltd

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 trade	Nature of trade	Consideration	Number of Ordinary Shares
Merchant Opportunities Fund	8/07/2016	BUY	\$1,069	34,251
Merchant Opportunities Fund	11/07/16	BUY	\$4,628	165,300
Merchant Opportunities Fund	19/07/16	BUY	\$50,487	1,800,449
Merchant Opportunities Fund	28/10/16	BUY	\$35,660	1,777,142
Merchant Opportunities Fund	31/10/16	BUY	\$200	10,000
Merchant Opportunities Fund	03/11/16	BUY	\$1,976	98,475
Merchant Opportunities Fund	04/11/16	BUY	\$12,645	630,182
Merchant Opportunities Fund	07/11/16	BUY	\$26,754	1,333,333
Merchant Opportunities Fund	08/11/16	BUY	\$1,325	66,078
Merchant Opportunities Fund	09/11/16	BUY	\$21,767	1,084,790