

The logo for Celeste Funds Management, featuring the word "CELESTE" in a bold, white, sans-serif font. The text is set against a dark, textured background that resembles a thick, horizontal brushstroke.

Funds Management

Facsimile

To	Company Announcements Office	From	Stephen Hanich
Fax	1300 135 638	Pages	5
Company	Australian Securities Exchange	Date	24 April 2017
Re	SMS Management & Technology 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 over a faint, light-colored signature line.

Stephen Hanich
Company Secretary

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

To: SMS Management & Technology Limited

ACN/ ARSN: 009 558 865

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 21 April 2017.

The previous notice was given to the company on 26 August 2013.

The previous notice was dated 22 August 2013.

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	5,329,437	7.62%	5,910,327	8.62%

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				5,910,327	5,910,327
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: 24 April 2017

ANNEXURE A

Celeste Funds Management Limited ACN 098 628 605

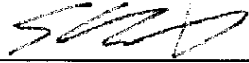
Date of change	Persons whose relevant interest changed	Nature of changes	Consideration given in relation to change	Class and number of securities affected	Person's votes affected
27-Aug-13	Celeste Funds Management Limited	Buy	168,875.60	36,863	36,863
28-Aug-13	Celeste Funds Management Limited	Buy	401,417.89	87,978	87,978
29-Aug-13	Celeste Funds Management Limited	Buy	342,800.32	75,159	75,159
30-Aug-13	Celeste Funds Management Limited	Buy	221,724.67	48,305	48,305
24-Feb-14	Celeste Funds Management Limited	Sell	317,809.75	81,276	81,276
25-Feb-14	Celeste Funds Management Limited	Sell	229,514.02	58,673	58,673
26-Feb-14	Celeste Funds Management Limited	Sell	58,830.72	15,051	15,051
25-Mar-14	Celeste Funds Management Limited	Transfer Out	1,164,059.62	318,801	318,801
07-Nov-14	Celeste Funds Management Limited	Buy	359,360.72	99,142	99,142
21-Nov-14	Celeste Funds Management Limited	Buy	82,763.46	23,449	23,449
04-Dec-14	Celeste Funds Management Limited	Sell	114,760.62	34,459	34,459
05-Dec-14	Celeste Funds Management Limited	Sell	103,684.02	31,125	31,125
08-Dec-14	Celeste Funds Management Limited	Sell	29,544.68	8,875	8,875
19-Dec-14	Celeste Funds Management Limited	Buy	305,181.37	88,703	88,703
22-Dec-14	Celeste Funds Management Limited	Buy	157,792.48	44,997	44,997
23-Dec-14	Celeste Funds Management Limited	Buy	248,483.28	71,300	71,300
30-Dec-14	Celeste Funds Management Limited	Buy	51,696.72	14,937	14,937
31-Dec-14	Celeste Funds Management Limited	Buy	17,160.03	4,857	4,857
02-Jan-15	Celeste Funds Management Limited	Buy	10,667.01	3,021	3,021
07-Jan-15	Celeste Funds Management Limited	Buy	88,717.38	25,140	25,140
09-Jan-15	Celeste Funds Management Limited	Buy	2,535.90	714	714
22-Jan-15	Celeste Funds Management Limited	Buy	5,392.78	1,527	1,527
03-Feb-15	Celeste Funds Management Limited	Buy	275,199.63	78,501	78,501
04-Feb-15	Celeste Funds Management Limited	Buy	180,839.03	51,499	51,499
10-Feb-15	Celeste Funds Management Limited	Buy	79,760.17	22,454	22,454
11-Feb-15	Celeste Funds Management Limited	Buy	3,997.00	1,135	1,135
12-Feb-15	Celeste Funds Management Limited	Buy	39,006.58	11,024	11,024
13-Feb-15	Celeste Funds Management Limited	Buy	17,385.69	4,951	4,951
31-Mar-15	Celeste Funds Management Limited	Buy	66,461.51	18,779	18,779
01-Apr-15	Celeste Funds Management Limited	Buy	43,755.70	12,478	12,478
02-Apr-15	Celeste Funds Management Limited	Buy	133,111.52	37,934	37,934
07-Apr-15	Celeste Funds Management Limited	Buy	113,515.06	32,588	32,588
27-Apr-15	Celeste Funds Management Limited	Transfer Out	1,157,623.96	345,594	345,594
25-May-15	Celeste Funds Management Limited	Buy	64,612.44	20,000	20,000
27-May-15	Celeste Funds Management Limited	Buy	1,573.31	487	487
29-May-15	Celeste Funds Management Limited	Buy	152,349.99	46,929	46,929
02-Jun-15	Celeste Funds Management Limited	Buy	43,162.69	13,278	13,278
03-Jun-15	Celeste Funds Management Limited	Buy	10,327.45	3,177	3,177
09-Jul-15	Celeste Funds Management Limited	Sell	85,283.63	26,000	26,000
28-Jul-15	Celeste Funds Management Limited	Buy	46,892.27	13,475	13,475
29-Jul-15	Celeste Funds Management Limited	Buy	120,012.17	33,696	33,696
30-Jul-15	Celeste Funds Management Limited	Buy	683.84	192	192
31-Jul-15	Celeste Funds Management Limited	Buy	17,808.58	5,000	5,000
03-Aug-15	Celeste Funds Management Limited	Buy	31,095.22	8,538	8,538
04-Aug-15	Celeste Funds Management Limited	Buy	27,267.83	7,484	7,484
05-Aug-15	Celeste Funds Management Limited	Buy	17,869.29	4,893	4,893
08-Aug-15	Celeste Funds Management Limited	Buy	20,699.60	5,668	5,668
07-Aug-15	Celeste Funds Management Limited	Buy	81,740.74	22,383	22,383
10-Aug-15	Celeste Funds Management Limited	Buy	37,279.62	10,180	10,180
11-Aug-15	Celeste Funds Management Limited	Buy	3,281.19	896	896
20-Aug-15	Celeste Funds Management Limited	Sell	1,300,693.50	300,000	300,000
27-Aug-15	Celeste Funds Management Limited	Sell	249,152.70	56,000	56,000
01-Sep-15	Celeste Funds Management Limited	Sell	294,036.23	66,294	66,294
11-Sep-15	Celeste Funds Management Limited	Sell	98,075.28	20,000	20,000
14-Sep-15	Celeste Funds Management Limited	Sell	435,245.70	86,684	86,684
15-Sep-15	Celeste Funds Management Limited	Sell	476,264.30	92,316	92,316
16-Sep-15	Celeste Funds Management Limited	Sell	207,999.68	40,000	40,000
27-Nov-15	Celeste Funds Management Limited	Buy	342,754.37	110,000	110,000
30-Nov-15	Celeste Funds Management Limited	Buy	337,388.72	108,494	108,494
01-Dec-15	Celeste Funds Management Limited	Buy	67,161.02	21,595	21,595
02-Dec-15	Celeste Funds Management Limited	Buy	3,788.26	1,218	1,218
03-Dec-15	Celeste Funds Management Limited	Buy	96,712.31	31,170	31,170
04-Dec-15	Celeste Funds Management Limited	Buy	28,720.63	9,276	9,276
07-Dec-15	Celeste Funds Management Limited	Buy	420,197.02	134,472	134,472
08-Dec-15	Celeste Funds Management Limited	Buy	93,169.24	29,782	29,782
09-Dec-15	Celeste Funds Management Limited	Buy	90,153.82	28,993	28,993
15-Dec-15	Celeste Funds Management Limited	Buy	110,133.77	38,131	38,131
29-Apr-16	Celeste Funds Management Limited	Transfer Out	479,430.63	253,667	253,667
03-May-16	Celeste Funds Management Limited	Buy	477,284.28	305,317	305,317
04-May-16	Celeste Funds Management Limited	Buy	168,156.04	108,110	108,110
05-May-16	Celeste Funds Management Limited	Buy	87,971.83	56,573	56,573
10-Apr-17	Celeste Funds Management Limited	Buy	47,131.78	28,998	28,998
11-Apr-17	Celeste Funds Management Limited	Buy	49,277.72	30,248	30,248
12-Apr-17	Celeste Funds Management Limited	Buy	107,741.47	65,928	65,928

ANNEXURE A

Celeste Funds Management Limited ACN 099 628 605

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
13-Apr-17	Celeste Funds Management Limited	Buy	41,379.05	25,344	25,344
18-Apr-17	Celeste Funds Management Limited	Buy	47,157.54	29,234	29,234
19-Apr-17	Celeste Funds Management Limited	Buy	56,271.83	35,246	36,248
20-Apr-17	Celeste Funds Management Limited	Buy	113,586.84	71,233	71,233
21-Apr-17	Celeste Funds Management Limited	Buy	83,886.41	52,630	62,630

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



Stephen Hanich
Company Secretary

24-Apr-17
Date