

Form 604Corporations Act 2001
Section 671B**Notice of change of interests of substantial holder**To Company Name/Scheme QUESTUS LIMITEDACN/ARSN 100 460 035**1. Details of substantial holder(1)**Name David James Somerville & Questus Capital Group Pty LtdACN/ARSN (if applicable) 105 402 953There was a change in the interests of the
substantial holder on 01/12/2016The previous notice was given to the company on 22/04/2016The previous notice was dated 27/04/2016**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	15,130,715	16.32%	17,630,715	19.02%

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 to Annexure "A" Schedule 3				

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
	Refer to Annexure "A" Schedule 4				

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:

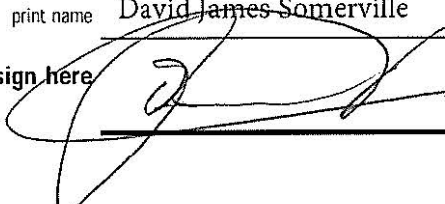
Name and ACN/ARSN (if applicable)	Nature of association
Refer to Annexure "A"	Schedule 5

6. Addresses

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

Name	Address
Refer to Annexure "A"	Schedule 6

Signature

print name David James Somerville capacity Director
 sign here  date 01 / 12 / 2016

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.

This is Annexure A referred to in the Form 604 lodged by Questus Capital Group Pty Ltd in respect of Questus Limited.

**Schedule 3
Changes in relevant interests**

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
28/11/2016	Somerville Super Fund Pty Ltd	Off market transfer	\$45,000.00	2,500,000	2.7%

**Schedule 4
Present relevant interests**

Holder of relevant interest	Registered holder of securities	Person entitled to be registered holder	Nature of relevant interest	Class and number of securities	Person's votes
Questus Capital Group	Questus Capital Group Pty Ltd	Questus Capital Group Pty Ltd	Direct	2,574,517 fully paid ordinary shares	2.78%
The Somerville Superannuation Fund	Somerville Super Fund Pty Ltd	Somerville Super Fund Pty Ltd	Direct	15,056,198 fully paid ordinary shares	16.24%

David Somerville	Questus Capital Group Pty Ltd	Questus Capital Group Pty Ltd	Mr Somerville controls Questus Capital Group Pty Ltd	2,574,517 fully paid ordinary shares	2.78%
David Somerville	Somerville Super Fund Pty Ltd	Somerville Super Fund Pty Ltd	Mr Somerville is a beneficiary of The Somerville Superannuation Fund	15,056,198 fully paid ordinary shares	16.24%
The Somerville Superannuation Fund	Coinsea Pty Ltd	Somerville Super Fund Pty Ltd	Direct	1,500,000 fully paid ordinary shares	1.62%
David Somerville	Coinsea Pty Ltd	Somerville Super Fund Pty Ltd	Mr Somerville is a beneficiary of The Somerville Superannuation Fund	1,500,000 fully paid ordinary shares	1.62%
GMG Securities Pty Ltd	Questus Capital Group Pty Ltd	Questus Capital Group Pty Ltd	This company has a deemed relevant interest in the shares held by Questus Capital Group Pty Ltd	2,574,517 fully paid ordinary shares	2.78%
GMG Capital Pty Ltd	Questus Capital Group Pty Ltd	Questus Capital Group Pty Ltd	This company has a deemed relevant interest in the shares held by Questus Capital Group Pty Ltd	2,574,517 fully paid ordinary shares	2.78%
GMG Nominee Company Pty Ltd	Questus Capital Group Pty Ltd	Questus Capital Group Pty Ltd	This company has a deemed relevant interest in the shares held by Questus Capital Group Pty Ltd	2,574,517 fully paid ordinary shares	2.78%

Schedule 5
Changes in associations

Name and ACN/ARSN (if applicable)	Nature of Association
	Refer to Schedule 4

Schedule 6
Addresses

Name	Address
Questus Capital Group Pty Ltd	105 Railway Road Subiaco WA 6008
Somerville Super Fund Pty Ltd	Level 3, 15 Labouchere Road, South Perth WA 6151
David James Somerville	39 First Avenue, Mount Lawley WA 6050
Coinsea Pty Ltd	105 Railway Road Subiaco WA 6008
GMG Securities Pty Ltd	105 Railway Road Subiaco WA 6008
GMG Capital Pty Ltd	105 Railway Road Subiaco WA 6008
GMG Nominee Company Pty Ltd	105 Railway Road Subiaco WA 6008