

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 brushstroke or a thick, dark line.

Funds Management

**Facsimile**

<b>To</b>	Company Announcements Office	<b>From</b>	Stephen Hanich
<b>Fax</b>	1300 135 638	<b>Pages</b>	4
<b>Company</b>	Australian Securities Exchange	<b>Date</b>	10 August 2011
<b>Re</b>	Data #3 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". The signature is stylized and somewhat cursive.

Stephen Hanich  
Company Secretary

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

To: Data #3 Limited

ACN/ ARSN: 010 545 267

**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 10 August 2011.

The previous notice was given to the company on the 3 May 2011.

The previous notice was dated 29 April 2011.

**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	780,811	5.07%	935,863	6.08%

**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				935,863	935,863
Treasury Group Limited (TRG) 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
Treasury Group Limited	Level 5, 50 Margaret Street, Sydney NSW 2000

**Signature**

Name: Stephen Hanich Capacity: Company Secretary

Signature:



Date:

10 August 2011

## 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
02-May-11	Celeste Funds Management Limited	Buy	23,914.79	1,700	1,700
05-May-11	Celeste Funds Management Limited	Buy	54,700.75	3,990	3,990
09-May-11	Celeste Funds Management Limited	Buy	27,281.20	2,009	2,009
10-May-11	Celeste Funds Management Limited	Buy	18,271.90	1,346	1,346
17-May-11	Celeste Funds Management Limited	Buy	100,193.04	7,494	7,494
18-May-11	Celeste Funds Management Limited	Buy	108,016.52	8,039	8,039
19-May-11	Celeste Funds Management Limited	Buy	73,532.92	5,487	5,487
28-May-11	Celeste Funds Management Limited	Buy	52,793.34	4,081	4,081
31-May-11	Celeste Funds Management Limited	Buy	21,942.90	1,670	1,670
01-Jun-11	Celeste Funds Management Limited	Buy	3,302.64	252	252
02-Jun-11	Celeste Funds Management Limited	Buy	581,885.53	44,397	44,397
03-Jun-11	Celeste Funds Management Limited	Buy	51,074.92	3,947	3,947
06-Jun-11	Celeste Funds Management Limited	Buy	74,175.59	5,783	5,783
07-Jun-11	Celeste Funds Management Limited	Buy	70,251.01	5,562	5,562
08-Jun-11	Celeste Funds Management Limited	Buy	298,425.87	24,218	24,218
09-Jun-11	Celeste Funds Management Limited	Buy	85,250.56	7,000	7,000
20-Jul-11	Celeste Funds Management Limited	Buy	39,753.81	3,097	3,097
05-Aug-11	Celeste Funds Management Limited	Buy	100,833.24	7,944	7,944
08-Aug-11	Celeste Funds Management Limited	Buy	87,824.81	7,056	7,056
09-Aug-11	Celeste Funds Management Limited	Buy	71,487.87	6,222	6,222
10-Aug-11	Celeste Funds Management Limited	Buy	48,210.18	3,778	3,778

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



Stephen Hanich  
Company Secretary

10-Aug-11  
Date