

**Form 604**  
Corporations Act 2001  
Section 671B

**Notice of change of interests of substantial holder**

To Company Name/Scheme LION SELECTION GROUP LIMITED

ACN/ARSN 077 729 572

**1. Details of substantial holder (1)**

Name The Lion Manager Group as defined in ANNEXURE A  
ACN/ARSN (if applicable) REFER ANNEXURE A

There was a change in the interests of the  
substantial holder on 29/10/2010  
The previous notice was given to the company on 18/10/2010  
The previous notice was dated 18/10/2010

**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	9,884,089	11.23%	17,453,178	19.83

**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
19/10/2010 to 29/10/2010	The Lion Manager Group	On market acquisition	\$4,907,178	7,569,089	7,569,089

**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
The Lion Manager Group	Lion Manager Pty Ltd	Lion Manager Pty Ltd	The power to exercise or control the exercise of a right to vote attached to securities pursuant to an oral understanding reached 13/05/2010 that they will each vote in the same manner.	7,700,000	7,700,000
The Lion Manager Group	Selection Holdings Pty Ltd	Selection Holdings Pty Ltd	The power to exercise or control the exercise of a right to vote attached to securities pursuant to an oral understanding reached 13/05/2010 that they will each vote in the same manner.	2,447,913	2,447,913
The Lion Manager Group	Robin Anthony Widdup & Janet Widdup <Widdup Super Fund A/C>	Robin Anthony Widdup & Janet Widdup <Widdup Super Fund A/C>	The power to exercise or control the exercise of a right to vote attached to securities pursuant to an oral understanding reached 13/05/2010 that they will each vote in the same manner.	804,793	804,793

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
The Lion Manager Group	WWW Management Pty Ltd	WWW Management Pty Ltd	The power to exercise or control the exercise of a right to vote attached to securities pursuant to an oral understanding reached 13/05/2010 that they will each vote in the same manner.	3,039,116	3,039,116
The Lion Manager Group	Christopher Paul Melloy & Anne Christine Melloy <Melloy Super Fund>	Christopher Paul Melloy & Anne Christine Melloy <Melloy Super Fund>	The power to exercise or control the exercise of a right to vote attached to securities pursuant to an oral understanding reached 13/05/2010 that they will each vote in the same manner.	239,280	239,280
The Lion Manager Group	Gemfield Lake Pty Ltd	Gemfield Lake Pty Ltd	The power to exercise or control the exercise of a right to vote attached to securities pursuant to an oral understanding reached 13/05/2010 that they will each vote in the same manner.	1,519,709	1,519,709
The Lion Manager Group	Michael David Brook & Jenny Lee Brook <MB & JL Brook Super Fund>	Michael David Brook & Jenny Lee Brook <MB & JL Brook Super Fund>	The power to exercise or control the exercise of a right to vote attached to securities pursuant to an oral understanding reached 13/05/2010 that they will each vote in the same manner.	32,736	32,736
The Lion Manager Group	Mikejen Pty Ltd <Brook Family A/C>	Mikejen Pty Ltd <Brook Family A/C>	The power to exercise or control the exercise of a right to vote attached to securities pursuant to an oral understanding reached 13/05/2010 that they will each vote in the same manner.	1,659,892	1,659,892
The Lion Manager Group	Hedley Widdup	Hedley Widdup	The power to exercise or control the exercise of a right to vote attached to securities pursuant to an oral understanding reached 13/05/2010 that they will each vote in the same manner.	9,739	9,739

#### 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

#### 6. Addresses

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

Name	Address
Lion Manager Pty Ltd	Level 4, 15 Queen Street, Melbourne
Selection Holdings Pty Ltd	Level 4, 15 Queen Street, Melbourne
Robin Anthony Widdup	Level 4, 15 Queen Street, Melbourne
Christopher Paul Melloy	Level 4, 15 Queen Street, Melbourne
Michael David Brook	Level 4, 15 Queen Street, Melbourne
Timothy Shaun Markwell	Level 4, 15 Queen Street, Melbourne
Damon Michael Rhodes	Level 4, 15 Queen Street, Melbourne
Hedley James Widdup	Level 4, 15 Queen Street, Melbourne

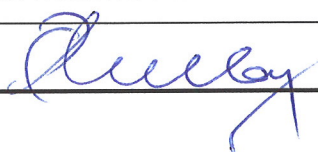
**Signature**

print name CHRISTOPHER PAUL MELLOY

capacity DIRECTOR

sign here

date 01/11/2010



# ANNEXURE A

This is annexure **A** of 1 page referred to in form 604 Notice of Change of Interests of Initial Substantial Holder.

## Details of Substantial Holder:

Lion Manager Pty Ltd ACN 078 018 934  
Selection Holdings Pty Ltd ACN 078 081 197  
Robin Anthony Widdup  
Christopher Paul Melloy  
Michael David Brook  
Timothy Shaun Markwell  
Damon Michael Rhodes  
Hedley James Widdup

collectively referred to in this form 604 as **The Lion Manager Group**.

## Signature

print name CHRISTOPHER PAUL MELLOY

capacity DIRECTOR

sign here



date 01/11/2010