



Investment  
Management

20 November 2015

Company Announcements Platform  
Australian Securities Exchange Limited  
20 Bridge Street  
SYDNEY NSW 2000

Dear Sir/Madam,

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

In accordance with section 671B of the Corporations Act 2001 (Cth), we attach a Notice of Change of Interests of Substantial Holder (Form 604) in respect of SMS Management & Technology Limited.

Yours faithfully,

A handwritten signature in black ink, appearing to read 'Chris Millard'.

Chris Millard  
Company Secretary

{00009821.DOC}  
BT Investment Management Limited  
ABN 28 126 385 822

GPO Box 7072  
Sydney NSW 2001  
Australia

The Chifley Tower  
Level 15, 2 Chifley Square  
Sydney NSW 2000  
Australia  
Tel 612 8253 2999

[www.btim.com.au](http://www.btim.com.au)

---

## Form 604

Corporations Act 2001  
Section 671B

### Notice of change of interests of substantial holder

---

To Company Name/Scheme SMS MANAGEMENT & TECHNOLOGY LIMITED (SMX)

ACN/ARSN ACN 009 558 865

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

Name BT INVESTMENT MANAGEMENT LIMITED (BTT)

ACN/ARSN (if applicable) ACN 126 365 822

There was a change in the interests of the substantial holder on 18/11/2015

The previous notice was given to the company on 25/06/2015

The previous notice was dated 23/06/2015

#### 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 in 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 SHARES	4,238,585	6.11%	4,954,248	7.19%

#### 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
18/11/2015	BTT & its Associates, BT Investment Management (Fund Services) Limited, BT Investment Management (Institutional) Limited	See Annexure 'A'	See Annexure 'A'	See Annexure 'A'	See 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 (8)	Nature of relevant interest (6)	Class and Number of securities	Person's votes
BT Investment Management (Fund Services) Limited *	HSBC Custody Nominees (Australia) Limited.	HSBC Custody Nominees (Australia) Limited.	BT Investment Management (Fund Services) Limited is the trustee or responsible entity of various managed investment schemes and, in that capacity, can exercise the power to vote or dispose of the shares	2,855,640 Ordinary	2,855,640
BT Investment Management (Institutional) Limited	National Australia Bank Limited	<p>HSBC Custody Nominees (Australia) Limited.</p> <p>Australia and New Zealand Banking Group Limited</p> <p>National Australian Custodian Services</p> <p>National Australia Bank Limited</p>	BT Investment Management (Institutional) Limited is the investment manager appointed by various superannuation funds, institutional investors and unit trusts and, in that capacity, can exercise the power to vote or dispose of the shares.	2,098,608 Ordinary	2,098,608

\*BT Investment Management (Fund Services) Limited has appointed BT Investment Management (Institutional) Limited to act as the investment manager of the trusts of which it is responsible entity, giving BT Investment Management (Institutional) Limited the capacity to exercise the power to vote or dispose of the shares. BT Investment (Institutional) Limited therefore also has a relevant interest in shares in which BT Investment Management (Fund Services) Limited has a relevant interest.

**5. Changes in association**

The persons who have become associates (2) of, or 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
BT Investment Management Limited (BTT)	Level 14, Chifley Tower, 2 Chifley Sydney, Sydney NSW 2000
BT Investment Management (Institutional) Limited	Level 14, Chifley Tower, 2 Chifley Square Sydney NSW 2000
BT Investment Management (Fund Services) Limited	Level 14, Chifley Tower, 2 Chifley Sydney, Sydney NSW 2000
SMS MANAGEMENT & TECHNOLOGY LIMITED (SMX)	The Company Secretary, SMS MANAGEMENT & TECHNOLOGY LIMITED (SMX) Level 41, 140 Williams Street MELBOURNE VIC 3000  Tel: 1300 842 767 Fax: 1300 329 767

**Signature**

Print name Chris Millard Capacity Company Secretary

Sign here Date 20/11/2015

## DIRECTIONS

- (1) If there are a number of substantial holders with similar or related relevant interests (e.g. 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 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 (e.g. if the relevant interest arises because of an option) write “unknown”.
- (9) Give details, if appropriate, of the present association and any changes in that association since the last substantial holding notice.

## ANNEXURE A

This is annexure 'A' referred to in Form 604, Notice of change of interests of substantial holder, lodged for BT Investment Management Limited ACN 126 365 822

Chris Millard – Company Secretary, BT Investment Management Limited 20/11/2015

### TRANSACTION HISTORY

Sales & Purchases for the period : 24/06/2015 to 18/11/2015

SECURITY: SMX

#### BT Investment Management (Fund Services) Limited

Date	Registered Company	Nature of Change	Quantity	Consideration	Class of Securities	Person's votes affected
29/07/2015	HSBC Custody Nominees (Australia) Limited.	Sell	-18,895	-66,888.30	Ordinary	18,895
19/08/2015	HSBC Custody Nominees (Australia) Limited.	Buy	24,202	98,260.12	Ordinary	24,202
19/08/2015	HSBC Custody Nominees (Australia) Limited.	Buy	205,928	829,889.84	Ordinary	205,928
20/08/2015	HSBC Custody Nominees (Australia) Limited.	Buy	15,631	67,525.92	Ordinary	15,631
25/08/2015	HSBC Custody Nominees (Australia) Limited.	Buy	1,692	7,123.32	Ordinary	1,692
15/09/2015	HSBC Custody Nominees (Australia) Limited.	Sell	-40,866	-212,503.20	Ordinary	40,866
16/09/2015	HSBC Custody Nominees (Australia) Limited.	Sell	-10,844	-56,497.24	Ordinary	10,844
16/09/2015	HSBC Custody Nominees (Australia) Limited.	Sell	-37,836	-197,125.56	Ordinary	37,836
16/09/2015	HSBC Custody Nominees (Australia) Limited.	Sell	-24,901	-129,734.21	Ordinary	24,901
17/11/2015	HSBC Custody Nominees (Australia) Limited.	Buy	55,424	188,441.60	Ordinary	55,424
18/11/2015	HSBC Custody Nominees (Australia) Limited.	Buy	233,020	780,617.00	Ordinary	233,020
	<b>Total</b>		<b>402,555</b>	<b>1,309,109.29</b>		
	<b>BT Investment Management (Fund Services) Limited Total :</b>		<b>402,555</b>	<b>1,309,109.29</b>		

#### BT Investment Management (Institutional) Limited

Date	Registered Company	Nature of Change	Quantity	Consideration	Class of Securities	Person's votes affected
19/08/2015	Australia and New Zealand Banking Group Limited	Buy	6,141	24,748.23	Ordinary	6,141
19/08/2015	Australia and New Zealand Banking Group Limited	Buy	722	2,931.32	Ordinary	722
20/08/2015	Australia and New Zealand Banking Group Limited	Buy	423	1,827.36	Ordinary	423
25/08/2015	Australia and New Zealand Banking Group Limited	Buy	46	193.66	Ordinary	46
15/09/2015	Australia and New Zealand Banking Group Limited	Sell	-1,093	-5,683.60	Ordinary	1,093
16/09/2015	Australia and New Zealand Banking Group Limited	Sell	-778	-4,053.38	Ordinary	778
16/09/2015	Australia and New Zealand Banking Group Limited	Sell	-779	-4,058.59	Ordinary	779
16/09/2015	Australia and New Zealand Banking Group Limited	Sell	-412	-2,146.52	Ordinary	412
13/11/2015	Australia and New Zealand Banking Group Limited	Buy	4,941	22,432.14	Ordinary	4,941
17/11/2015	Australia and New Zealand Banking Group Limited	Buy	1,805	6,137.00	Ordinary	1,805

18/11/2015	Australia and New Zealand Banking Group Limited	Buy	6,258	20,964.30	Ordinary	6,258
	<b>Total</b>		<b>17,274</b>	<b>63,291.92</b>		

Date	Registered Company	Nature of Change	Quantity	Consideration	Class of Securities	Person's votes affected
29/07/2015	HSBC Custody Nominees (Australia) Limited.	Sell	-4,914	-17,395.56	Ordinary	4,914
29/07/2015	HSBC Custody Nominees (Australia) Limited.	Sell	-5,547	-19,636.38	Ordinary	5,547
19/08/2015	HSBC Custody Nominees (Australia) Limited.	Buy	4,573	18,566.38	Ordinary	4,573
19/08/2015	HSBC Custody Nominees (Australia) Limited.	Buy	38,905	156,787.15	Ordinary	38,905
20/08/2015	HSBC Custody Nominees (Australia) Limited.	Buy	2,992	12,925.44	Ordinary	2,992
25/08/2015	HSBC Custody Nominees (Australia) Limited.	Buy	324	1,364.04	Ordinary	324
15/09/2015	HSBC Custody Nominees (Australia) Limited.	Sell	-8,246	-42,879.20	Ordinary	8,246
16/09/2015	HSBC Custody Nominees (Australia) Limited.	Sell	-10,793	-56,231.53	Ordinary	10,793
16/09/2015	HSBC Custody Nominees (Australia) Limited.	Sell	-4,053	-21,116.13	Ordinary	4,053
17/11/2015	HSBC Custody Nominees (Australia) Limited.	Buy	7,398	25,153.20	Ordinary	7,398
18/11/2015	HSBC Custody Nominees (Australia) Limited.	Buy	44,315	148,455.25	Ordinary	44,315
	<b>Total</b>		<b>64,954</b>	<b>205,992.66</b>		

Date	Registered Company	Nature of Change	Quantity	Consideration	Class of Securities	Person's votes affected
19/08/2015	National Australia Bank Limited	Buy	9,372	38,050.32	Ordinary	9,372
19/08/2015	National Australia Bank Limited	Buy	79,746	321,376.38	Ordinary	79,746
20/08/2015	National Australia Bank Limited	Buy	5,685	24,559.20	Ordinary	5,685
25/08/2015	National Australia Bank Limited	Buy	616	2,593.36	Ordinary	616
15/09/2015	National Australia Bank Limited	Sell	-14,229	-73,990.80	Ordinary	14,229
16/09/2015	National Australia Bank Limited	Sell	-25,620	-133,480.20	Ordinary	25,620
17/11/2015	National Australia Bank Limited	Buy	20,976	71,318.40	Ordinary	20,976
18/11/2015	National Australia Bank Limited	Buy	80,739	270,475.65	Ordinary	80,739
	<b>Total</b>		<b>157,285</b>	<b>520,902.31</b>		

Date	Registered Company	Nature of Change	Quantity	Consideration	Class of Securities	Person's votes affected
19/08/2015	National Australian Custodian Services	Buy	35,888	144,628.64	Ordinary	35,888
19/08/2015	National Australian Custodian Services	Buy	4,218	17,125.08	Ordinary	4,218
20/08/2015	National Australian Custodian Services	Buy	2,683	11,590.56	Ordinary	2,683
25/08/2015	National Australian Custodian Services	Buy	291	1,225.11	Ordinary	291
15/09/2015	National Australian Custodian Services	Sell	-6,981	-36,301.20	Ordinary	6,981
16/09/2015	National Australian Custodian Services	Sell	-12,569	-65,484.49	Ordinary	12,569
17/11/2015	National Australian Custodian Services	Buy	10,363	35,234.20	Ordinary	10,363
18/11/2015	National Australian Custodian Services	Buy	39,702	133,001.70	Ordinary	39,702
	<b>Total</b>		<b>73,595</b>	<b>241,019.60</b>		

**BT Investment Management (Institutional Limited Total :** **313,108** **1,031,206.49**