

Form 604

Corporations Act 2001
Section 671B

Notice of change of interests of substantial holder

To Company Name/Scheme K2 Asset Management Holdings Ltd (ABN 59 124 636 782)

1. Details of substantial holder (1)

Name Mark Sydney Newman and his associated entities listed in Annexure A (MSN Parties)

ABN (if applicable) _____

There was a change in the interests of the substantial holder on 17/09/2019

The previous notice was given to the company or scheme on 21/06/2019

The previous notice was dated 25/06/2019

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 shares	149,997,960	62.22%	29,633,187	12.29%

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
17/09/19	MSN Parties	Withdrawal as parties to the pre-existing shareholders' agreement	Nil	120,364,773 ordinary shares in the Company	120,364,773 votes

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 (securities held by the registered holder)	Person's votes (direct votes of the registered holder)
MSN Parties	Refer to Annexure A	Refer to Annexure A	Director/shareholder	29,633,187 ordinary shares in the Company	29,633,187 votes

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 (if applicable)	Nature of association

6. Addresses

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

Name	Address
All persons named on this form can be contacted care of:	K2 Asset Management, Level 32, 101 Collins Street, Melbourne VIC 3000

Signature

print name **James Corbett**

capacity **Company Secretary**

sign here



Date **19 September 2019**

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 Law*.
 - (3) See the definition of 'relevant interest' in sections 608 and 671B(7) of the *Corporations Law*.
 - (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 Law*.
- (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.
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**K2 ASSET MANAGEMENT HOLDINGS LTD
(ABN 59 124 636 782)**

ANNEXURE A

MSN Parties

The following entities are associated with Mark Sydney Newman (refer to Section 4 above)

Registered holder and person entitled to be registered	Number of securities held
Mark Sydney Newman ATF the FD246 Trust	7,286,742
MSN Superannuation Nominees Pty Ltd ATF the MSN Superannuation Fund	13,229,936
MS Newman Family Foundation Pty Ltd ATF the MSN Newman Family Foundation	8,555,556
Newman Family Investments (Aust) Pty Ltd ATF the Newman Family Investment Trust	440,953
Mark Sydney Newman ATF various family and friends	120,000
Total	29,633,187

This is Annexure A of one page referred to in form 604 Notice of change of interests of substantial holder

Signature

Print name James Corbett

capacity Company Secretary

sign here



date 19 September 2019
