



The Manager, Announcements
ASX Market Announcements
4th Floor, 20 Bridge Street
SYDNEY NSW 2000
By E-lodgement

31 May 2018

Dear Manager

**K2 Asset Management Holdings Ltd (ASX: KAM)
Cleansing Notice under section 708A(6) of the *Corporations Act 2001* (Cth)**

K2 Asset Management Holdings Ltd (ACN 124 636 782) (ASX: KAM) (**Company**) announces that it has today placed 664,450 new fully paid ordinary shares in the Company, at 15.05 cents per share and totalling approximately \$100,000 (**Placement**).

The purpose of the Placement was to incentivise certain eligible employees of the Company and facilitate equity ownership for them in the Company.

The Placement was made without disclosure under a section 708 exemption and in reliance on section 708A(5) of the *Corporations Act 2001* (Cth) (**Corporations Act**). In accordance with section 708A(6) of the Corporations Act, the following information is provided:

1. this notice is given within five business days after the day of the share issue;
2. the Placement was made without disclosure to investors under Part 6D.2 of the Corporations Act;
3. this notice is given under section 708A(5)(e) of the Corporations Act;
4. as at the date of this notice, the Company has complied with the provisions of Chapter 2M of the Corporations Act as they apply to the Company and section 674 of the Corporations Act; and
5. as at the date of this notice, there is no excluded information to be provided in accordance with section 708A(7) and 708A(8) of the Corporations Act, other than that set out in the **Appendix** to this notice.

An Appendix 3B is lodged with this notice.

Please do not hesitate to contact me on (03) 9691 6111 if you have any queries in relation to this notice.

Yours faithfully

Hollie Wight
Company Secretary



Appendix - Excluded Information

In accordance with section 708A(7) and 708A(8) of the Corporations Act, the Company discloses that today it received notice from a senior employee of his intention to transfer some existing Company shares to a related entity, details of which are set out below (**Transfer Shares**).

The proposed transferor is party to a pre-existing shareholders' agreement (**Shareholders' Agreement**), under which, by virtue of the grant of pre-emption rights over existing Company shares held by other parties to that Shareholders' Agreement, each party to the Shareholders' Agreement is taken to have a relevant interest in each other's shares by virtue of section 608 of the Corporations Act.

Accordingly, the proposed transfer of the Transfer Shares will have the effect of altering the number of shares forming part of the relevant interest created by the Shareholders' Agreement, as described in the notice of initial substantial shareholder dated 4 December 2007 and referred to in each subsequent notice of change in substantial holdings lodged with ASX.

Details of the Transfer Shares

Number of shares	130,000
Class	Ordinary shares
Proposed sale price	\$0.15 cents each (an aggregate of \$19,500 for all Transfer Shares)
Proposed Transferor	Crusade Nominees Pty Ltd ATF the Poppenbeek Family Trust
Proposed transferee	Mr David Samuel Poppenbeek & Ms Natasha A P L Poppenbeek ATF the Harbour Superannuation Fund

Appendix 3Ys are lodged with this notice, outlining the changes to the interests of the Company's directors resulting from the proposed transfer of the Transfer Shares described in this Appendix.

Hollie Wight
Company Secretary