Rule 3.19A.2

Appendix 3Y

Change of Director's Interest Notice

Information or documents not available now must be given to ASX as soon as available. Information and documents given to ASX become ASX's property and may be made public.

Introduced 30/09/01 Amended 01/01/11

Name of entity K2 Asset Management Holdings Ltd	
ABN 95 124 636 782	

We (the entity) give ASX the following information under listing rule 3.19A.2 and as agent for the director for the purposes of section 205G of the Corporations Act.

Name of Director	Mark S. Newman
Date of last notice	12 September 2014

Part 1 - Change of director's relevant interests in securities
In the case of a trust, this includes interests in the trust made available by the responsible entity of the trust

Note: In the case of a company, interests which come within paragraph (i) of the definition of "notifiable interest of a director" should be disclosed in this part.

Direct or indirect interest	Indirect
Nature of indirect interest (including registered holder) Note: Provide details of the circumstances giving rise to the relevant interest.	Sale by Mark S. Newman, as trustee of the FD246 Trust.
Date of change	11 September 2014
No. of securities held prior to change	The FD246 Trust held 32,336,364
Class	Ordinary Shares
Number acquired	
Number disposed	1,201,834
Value/Consideration Note: If consideration is non-cash, provide details and estimated valuation	$0.55 per share

+ See chapter 19 for defined terms.

No. of securities held after change	31,134,530 shares
	As indicated in K2 Asset Management Holdings Ltd's most recent Notice of change of interests of substantial holder, Mark Newman also has a relevant interest in an additional 21,122,223 ordinary shares held by: • himself as trustee for various family and friends; • MSN Superannuation Nominees Pty Ltd, as trustee for the MSN Superannuation Fund; and • M.S. Newman Family Foundation Pty Ltd, as trustee for the M.S. Newman Family Foundation. In addition, Mark Newman is taken under section 608(1)(b)&(c) of the Corporations Act to have a "relevant interest" in a further 131,922,588 ordinary shares held by various employees and pre-listing shareholders of K2 Asset Management Holdings Ltd by reason of having: • a power to exercise, or control the exercise of, a right to vote attached to; and • a power to dispose of, or control the exercise of a power to dispose of each other' shares.
Nature of change Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back	On-market trade, approved by a member of the board in accordance with clause 3.3(b) of the Company Share Trading Policy

Part 2 – Change of director's interests in contracts

Note: In the case of a company, interests which come within paragraph (ii) of the definition of "notifiable interest of a director" should be disclosed in this part.

Detail of contract	-
Nature of interest	-
Name of registered holder **(if issued securities)**	-
Date of change	-
No. and class of securities to which interest related prior to change Note: Details are only required for a contract in relation to which the interest has changed	-
Interest acquired	-
Interest disposed	-
Value/Consideration Note: If consideration is non-cash, provide details and an estimated valuation	-

+ See chapter 19 for defined terms.

Interest after change	-

Part 3 – +Closed period

Were the interests in the securities or contracts detailed above traded during a +closed period where prior written clearance was required?	The securities were not traded during a closed period. Nevertheless, under the Company's Share Trading Policy prior written clearance is required before every employee or director trades, whether during a closed period or not, and this written clearance was obtained.
If so, was prior written clearance provided to allow the trade to proceed during this period?	Yes
If prior written clearance was provided, on what date was this provided?	2 September 2014