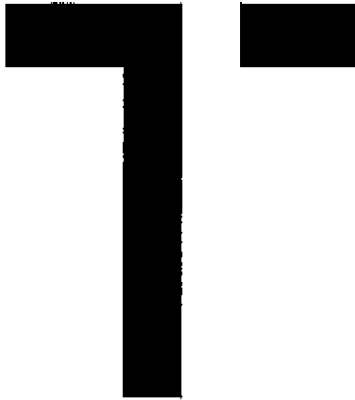




Tribeca

Investment Partners

Tribeca Investment Partners Pty Ltd
Level 23, 1 O'Connell Street
Sydney NSW 2000
T.+61 2 9640 2600
F.+61 2 9640 2640
www.tribecalp.com.au
ABN 64 080 430 100 AFS# 239070

To: *Company Announcement*

Organisation: *ASX*

Fax: *1300 135 638*

From: *Ken Liu*

Pages: *5 (Including cover sheet)*

Date: *1 June 2021*

Re: *Notice of initial substantial shareholder*

Message:

Please find attached Notice of becoming a substantial shareholder for K2Fly Limited (ASX: K2F).

Regards

Ken Liu
Compliance Manager

Encl.

Form 603Corporations Act 2001
Section 671B**Notice of initial substantial holder****To** Company Name/Scheme **K2FLY LIMITED**ACN/ARSN **125 345 502****1. Details of substantial holder (1)**Name **Tribeca Investment Partners Pty Ltd**ACN/ARSN (if applicable) **080 430 100**The holder became a substantial holder on **27/05/2021****2. Details of 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 on the date the substantial holder became a substantial holder are as follows:

Class of securities (4)	Number of securities	Person's votes (5)	Voting power (6)
Ordinary Fully Paid Shares	7,621,338	7,621,338	5.56%

3. Details of relevant interests

The nature of the relevant interest the substantial holder or an associate had in the following voting securities on the date the substantial holder became a substantial holder are as follows:

Holder of relevant interest	Nature of relevant interest (7)	Class and number of securities
Tribeca Investment Partners Pty Ltd	Power to control the exercise of a right to vote attached to securities and / or the power to dispose of securities as Investment Manager	7,621,338 Ordinary Fully Paid Shares

4. Details of present registered holders

The persons registered as holders of the securities referred to in paragraph 3 above are as follows:

Holder of relevant interest	Registered holder of securities	Person entitled to be registered as holder (8)	Class and number of securities
Annexure A			

5. Consideration

The consideration paid for each relevant interest referred to in paragraph 3 above, and acquired in the four months prior to the day that the substantial holder became a substantial holder is as follows:

Holder of relevant interest	Date of acquisition	Consideration (9)		Class and number of securities
		Cash	Non-cash	
Annexure B				

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6. Associates

The reasons the persons named in paragraph 3 above are associates of the substantial holder are as follows:

Name and ACN/ARSN (if applicable)	Nature of association
N/A	

7. Addresses

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

Name	Address
Tribeca Investment Partners Pty Ltd	Level 23, 1 O'Connell Street, Sydney NSW 2000

Signature

print name **Ken Liu**

capacity **Compliance Manager**

sign here



date **01/06/2021**

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 7 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 total number of votes attached to all the voting shares in the company or voting interests in the scheme (if any) that the person or an associate has a relevant interest in.
- (6) The person's votes divided by the total votes in the body corporate or scheme multiplied by 100.
- (7) Include details of:
 - (a) any relevant agreement or other circumstances by which the relevant interest was acquired. 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.
- (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) 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.

This is Annexure A of 1 page referred to in Form 603 Notice of initial substantial shareholding.

01-June-2021


 Authorised signatory
 Ken Liu

Date

K2FLY LIMITED					
Holder of Relevant Interest	Registered Holder of Securities	Person entitled to be registered as holder	Nature of Relevant Interest	Class and number of securities	
Tribeca Investment Partners Pty Ltd	JP Morgan Nominees Aust Ltd	N/A	Power to control the exercise of a right to vote attached to securities and / or the power to dispose of securities as investment manager	Ord	2,415,000
	UBS Nominees Pty Ltd			Ord	5,206,338
				Ord	
				Ord	

This is Annexure B of 1 page referred to in Form 603 Notice of initial substantial shareholding.


 Authorised signatory
 Ken Liu

01-June-2021

Date

K2FLY LIMITED						
Date of change	Person whose relevant interest changed	Nature of change / Consideration given in relation to change			Class and Number of securities	
28-Apr-21	Tribeca Investment Partners Pty Ltd	Placement	AUD	1,972,000	ORD	6,800,000
27-May-21		On-market buy	AUD	36,380	ORD	110,000
27-May-21		On-market buy	AUD	69,452	ORD	210,000
27-May-21		On-market buy	AUD	52,906	ORD	160,000
27-May-21		On-market buy	AUD	6,613	ORD	20,000
28-May-21		On-market buy	AUD	23,381	ORD	70,695
28-May-21		On-market buy	AUD	44,635	ORD	134,961
28-May-21		On-market buy	AUD	34,001	ORD	102,828
28-May-21		On-market buy	AUD	4,250	ORD	12,854