

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	K2fly Limited
ABN	69 125 345 502

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	Mr Brian Peter Miller
Date of last notice	22 October 2019

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	Direct and Indirect
Nature of indirect interest (including registered holder) Note: Provide details of the circumstances giving rise to the relevant interest.	Dr Roslyn Jane Carbon (spouse of Mr Brian Miller)
Date of change	20 December 2019
No. of securities held prior to change	Direct: 2,200,404 Fully Paid Ordinary Shares 285,237 Listed Options at \$0.20 expiring 18 May 2020 Indirect: 639,019 Unlisted Options exercisable at \$0.243 each on or before 26 November 2022 (subject to vesting conditions) 155,921 Unlisted Options exercisable at \$0 each on or before 26 November 2020 (subject to vesting conditions)
Class	(a) Unlisted Options exercisable at \$0 each on or before 25 November 2021 (subject to vesting conditions) (b) Unlisted Options exercisable at \$0.291 each on or before 25 November 2023 (subject to vesting conditions)

+ See chapter 19 for defined terms.

Appendix 3Y

Change of Director's Interest Notice

Number acquired	(a) 367,920 (b) 683,280
Number disposed	Nil
Value/Consideration Note: If consideration is non-cash, provide details and estimated valuation	(a) \$79,103 (non-cash) (valuation based on number of options issued multiplied by share price (\$0.215) at date of grant) (b) \$86,894 (non-cash) (black and scholes valuation)
No. of securities held after change	Direct: 2,200,404 Fully Paid Ordinary Shares 285,237 Listed Options at \$0.20 expiring 18 May 2020 Indirect: 639,019 Unlisted Options exercisable at \$0.243 each on or before 26 November 2022 (subject to vesting conditions) 155,921 Unlisted Options exercisable at \$0 each on or before 26 November 2020 (subject to vesting conditions) 367,920 Unlisted Options exercisable at \$0 each on or before 25 November 2021 (subject to vesting conditions) 683,280 Unlisted Options exercisable at \$0.291 each on or before 25 November 2023 (subject to vesting conditions)
Nature of change Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back	Unlisted Options issued as approved by shareholders at the Company's annual general meeting held 25 November 2019

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	N/A
Nature of interest	N/A
Name of registered holder (if issued securities)	N/A
Date of change	N/A

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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	N/A
Interest acquired	N/A
Interest disposed	N/A
Value/Consideration Note: If consideration is non-cash, provide details and an estimated valuation	N/A
Interest after change	N/A

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?	No
If so, was prior written clearance provided to allow the trade to proceed during this period?	N/A
If prior written clearance was provided, on what date was this provided?	N/A

23 December 2019

⁺ See chapter 19 for defined terms.