

7 July 2015

The Manager
ASX Market Announcements
Australian Securities Exchange Limited
20 Bridge Street
Sydney NSW 2000

Dear Sir/Madam,

Keybridge Capital Limited - (ASX: KBC)

Please find attached letter regarding the Keybridge Small Shareholding Facility, together with Share Retention Form, sent to eligible to shareholders today.

Yours faithfully,



Adrian Martin
Company Secretary
Keybridge Capital Limited
Tel: 61 2 8622 6692

8 July 2015

Dear Shareholder,

Opportunity for Keybridge Shareholders to sell small holdings of Keybridge Shares

Keybridge Capital Limited (**ASX:KBC**) (**Keybridge**) is pleased to announce that it is providing eligible Keybridge shareholders with the opportunity to sell their small holdings of Keybridge shares at no cost to those shareholders.

The Keybridge Small Shareholding Facility (**Sale Facility**) provides eligible Keybridge shareholders with a convenient way to sell their Keybridge shares without brokerage costs, and is also designed to reduce Keybridge's on-going administrative costs of managing small shareholdings.

The Sale Facility is open to Keybridge shareholders who, at 5:00pm (Sydney time) on 3 July 2015 (**Record Date**), held Keybridge shares with a market value of less than \$500 (based on the closing price on the Australian Securities Exchange (**ASX**) of Keybridge shares of \$0.1766 per Keybridge share on the Record Date). Our records show that your Keybridge shareholding has a market value of less than \$500 at the Record Date, and accordingly your shareholding is eligible for this Sale Facility.

Accompanying this letter is a Share Retention Form. **This document contains important information about your Keybridge shares and you should read it carefully. Keybridge will be entitled to have your Keybridge shares sold if you take no action by 19 August 2015.**

What do you need to do?

To have Keybridge sell your Keybridge shares

If you want Keybridge to sell your Keybridge shares under the Sale Facility and remit the sale proceeds to you, you do not need to take any action. Keybridge is authorised under Clause 5.4 of its Constitution to sell your shares following the Closing Date of 19 August 2015 (**Closing Date**). Your Keybridge shares will be pooled with other Keybridge shares under this Sale Facility and sold as soon as practicable after the Closing Date.

The price you will receive for each Keybridge share sold through the Sale Facility will be equal to \$0.1766 being the volume weighted average sale price of Keybridge shares quoted on the ASX for the (5) five consecutive trading days preceding the date of this letter and rounded to the nearest half cent. There will be no brokerage fees payable by shareholders whose Keybridge shares are sold under this Sale Facility.

To keep your Keybridge shares

You are under no obligation to sell your Keybridge shares. If you **do not** want your Keybridge shares to be sold, please complete the enclosed Share Retention Form and return it to Keybridge by sending it to Keybridge's share registry, RegistryDirect, in the enclosed reply paid envelope. **Share Retention forms must be received by RegistryDirect by no later than 5.00 pm (Sydney time) on Wednesday, 19 August 2015, otherwise your Keybridge shares will be sold.**

Important Information

Any taxation consequences arising from the sale of your Keybridge shares will remain your responsibility. If you are in any doubt as to what to do, or if you require further information regarding possible taxation implications from participating in the Sale Facility, please consult your legal, financial or taxation adviser.

Keybridge reserves the right to vary, delay or terminate this Sale Facility by notice to the ASX.

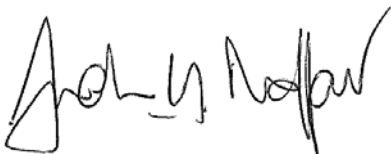
Keybridge will in its absolute discretion determine whether a shareholder is eligible to participate in this Sale Facility. Keybridge will not have any reference to any increase in the price of Keybridge shares after the Record Date in determining whose Keybridge shares may be sold or bought back under this Sale Facility.

Nor Keybridge nor any other person involved in the Sale Facility shall be liable for failure to sell your Keybridge shares (whether at all or at a particular price). The price of Keybridge shares is subject to change and an up-to-date price can be obtained from the ASX website (www.asx.com.au) under the code "KBC".

Keybridge does not make any recommendation or provide any advice to its shareholders regarding whether to sell or retain shares under this Sale Facility

If you have any questions in respect of this letter or the accompanying documents, please contact Adrian Martin, Company Secretary, on +61 2 8622 6692.

Yours sincerely,



Andrew Moffat
Chairman

Share Retention Form – KBC Small Shareholding Sale Facility

To keep your shares

If you wish to keep your ordinary shares in KBC this form must be received by Registry Direct by no later than Wednesday, 19 August 2015.

To sell your shares

You do not need to do anything.

STEP 1 Registration name and Eligible Shares

SRN/HIN:

Shares held as at 3 July 2015:

STEP 2 Signature of Shareholder(s)

By signing and returning this form, I/we confirm that I/we understand that my/our shares will **NOT BE SOLD** under the Sale Facility.

Signing Instructions:

Individual: Where the holding is in one name, the shareholder must sign.

Joint Holding: Where the holding is in more than one name, both shareholders must sign.

Power of Attorney: Please attach a certified photocopy of the Power of Attorney to this form when you return it, if has not been previously lodged.

Companies: Where the company has a Sole Director who is also the Sole Company Secretary, this form must be signed by that person. If the company (pursuant to section 204A of the Corporations Act 2001) does not have a Company Secretary, a Sole Director can also sign alone. Otherwise this form must be signed by a Director jointly with either another Director or a Company Secretary. Please indicate the office held by signing in the appropriate place and deleting title as applicable.

Individual or Securityholder 1

Sole Director & Sole Company Secretary

Securityholder 2

Director / Company Secretary

Securityholder 3

Director

Contact Details:

Name: _____

Tel: _____

Email: _____

STEP 3 Lodgement of Share Retention Form

If you wish to keep your shares, this Share Retention form must be correctly completed and received by Registry Direct at the address above by no later than Wednesday, 19 August 2015.

Privacy Clause: Registry Direct advises that Chapter 2C of the Corporations Act 2001 requires information about you as a securityholder (including your name, address and details of the securities you hold) to be included in the public register of the entity in which you hold securities. Information is collected to administer your securityholding and if some or all of the information is not collected then it might not be possible to administer your securityholding. Your personal information may be disclosed to the entity in which you hold securities. You can obtain access to your personal information by contacting us at the address or telephone number shown on this form. Our privacy policy is available on our website (www.registrydirect.com.au).