

# Fax

To	Company Announcements Office				
Company	Australian Stock Exchange Ltd				
Fax	1300 135 638				
From	Jessica Cirillo				
Date	06/05/2016				
Pages	5				
Subject	ASIC Form 604 – Kathmandu Holdings Limited				

Dear Sir/Madam,

I attach the notice regarding our change in substantial shareholding in KMD, signed by our Company Secretary. Please note that the securities are held by BNP Paribas Nominees Pty Limited as custodian for UniSuper Limited. Please note that various fund managers hold the shares as investment manager for UniSuper Ltd. Details are attached

If you have any queries please contact me.

Yours sincerely,

Jessica Cirillo

Investment Accountant

UniSuper Limited Adelaide Office

Level 10, 80 King William Street Adetaide SA 5000

Telephone 08 8125 2530 Facsimile 08 8125 2531

Head Office

Level 35, 385 Bourke Street Melbourne Victoria 3000

Telephone 03 9910 6100 Fax 03 9910 6141 enquiry@unisuper.com.au www.unleuper.com.au

Administrator

UniSuper Management Pty Ltd ABN 91 006 961 799 Australian Financial Services Licence No. 235907

Trustee

UniSuper Limited ABN 54 006 027 121

Fund

ABN 91 385 943 850

## Form 604

Corporations Act 2001 Section 671B

# Notice of change of interests of substantial holder

To Company Name/Scheme Kathmandu Holdings Limited

ACN/ARSN

ARBN 139 836 918

1. Details of substantial holder (1)

Name

BNP Paribas Pty Limited

ACN/ARSN (if applicable)

084 150 023

There was a change in the interests of the substantial holder on

04/05/2016

The previous notice was given to the company on

25/05/2015

The previous notice was dated

25/05/2015

#### 2. Previous and present 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 when last required, and when now required, to give a substantial holding notice to the company or scheme, are as follows:

Class of securities (4)	Previous notice		Voting power (6)		
	Person's votes	Voting power (5)	Person's votes	Voting power (5)	
Ordinary Shares	15,906,945	7.89%	13,858,777	6.88%	

### 3. Changes in relevant Interests

Particulars of each change in, or change in the nature of, a relevant interest of the substantial holder or an associate in voting securities of the company or scheme, since the substantial holder was last required to give a substantial holding notice to the company or scheme are as follows:

Date of change	Person whose relevant Interest changed	Nature of change (6)	Consideration given in relation to change (7)	Class and number of securities affected	Person's votes affected
Refer to Appendix A					

#### 4. Present relevant interests

Particulars of each relevant interest of the substantial holder in voting securities after the change are as follows:

Holder of relevant Interest	Registered holder of securities	Persons entitled to be registered as holder (8)	. Nature of relevant interest (6)	Class and number of securities	Person's votes
Refer to Appendix				***************************************	

#### 5. Changes in association

The persons who have become associates (2) of, ceased to be associates of, or have changed the nature of their association (9) with, the substantial holder in relation to voting interests in the company or scheme are as follows:

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

#### 6. Addresses

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

Name	Address		
UniSuper Limited	Level 35, 385 Bourke Street, Melbourne VIC 3000		
BNP Paribas Pty LlmIted	Level 8, Castlereagh Street, Sydney NSW 2000		

# Signature

Ja

print name

Jane Panton Company Secretary

capacity Company Secretary

sign here

Inhe

date

06/05/2016

#### DIRECTIONS

- 1) If there are a number of substantial holders with similar or retated relevant interests (e.g. a corporation and its retated 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 Corporationa Act 2001.
- 3) See the definition of "retevant interest" in sections 605 and 6718(7) of the Corporations Act 2001,
- 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 holescal in
- 6) The person's votes divided by the total votes in the body corporate or acheme 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, achieve or arrangement, must accompany this form, together with a written statement certifying this contract, scheme or arrangement; and
  - 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,
- B) If the substantial holder is unable to determine the identity of the person (e.g. 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 retailor 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.

APPENDIX A						
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	Persons Whose relevant interest		Consideration given in	R. Ciriari galirigas.		« Persons vates
Date of Change		Nature of Change	relation to change	Class of Securities	Number of securities	Blected
	State Street	On-market Sale		Fully paid ordinary shares	- 15,622	- 15,622
	Novaport Capital Pty Ltd	On-market Sale		Fully paid ordinary shares	- 596,563	- 598,563
	Goldman Sachs Asset Management	On-market Porchase		Fully paid ordinary shares	166,024	166,02
	Kinetic Investment Partners Limited	On-market Sale		Fully paid ordinary shares	- 107,039	- 107,039
	Goldman Sachs Asset Management	On-market Purchase	- 330,883	Fully paid ordinary shares	214,074	214,074
	Goldman Sachs Asset Management	On-market Purchase		Fully paid ordinary shares	174,881	1,74,88
	Kinetic Investment Partners Limited	On-market Sale	· · · · · · · · · · · · · · · · · · ·	Fully paid ordinary shares	- 54,490	- 54,490
	Discovery Asset Management	On-market Sale		Fully paid ordinary shares	- 77,990	- 77,990
,	Discovery Asset Management	On-market Sale		Fully pald ordinary shares	- 29,640	- 29,644
15/09/2015	Discovery Asset Management	On-market Sale	•	Fully paid ordinary shares	- 140,125	- 140,125
16/09/2015	Discovery Asset Management	On-market Sale	1 <b>64,72</b> 5	Fully paid ordinary shares	- 117,903	- 117,905
17/09/2015	Discovery Asset Management	On-market Sale	5,873	Fully paid ordinary shares	- 4,204	- 4,204
25/11/2015	Discovery Asset Management	On-market Sale	- 205,845	Fully paid ordinary shares	- 134,730	- 134,730
26/11/2015	Noveport Capitel Pty Ltd	On-market Purchase	<b>729,8</b> 68	Fully peld ordinary shares	475,469	475,469
27/11/2015	Discovery Asset Management	On-market Sale	. <u>8</u> \$	Fully paid ordinary shares	- 57	- 57
2/12/2015	Olscovery Asset Management	On-market Sale	- 745	Fully paid ordinary shares	- 49ë	498
9/12/2015	Discovery Asset Management	On-market 5ale	- 5,232	Fully paid ordinary shares	- 3,496	- 5,496
14/12/2015	State Street	On-market Sale	- 3,365	Fully paid ordinary shares	- 2,338	- 2,338
15/12/2015	State Street ,	On-market Sale	- 18,584	Fully paid ordinary shares	- 12,878	· 12,878
16/12/2015	State Street	On-market Sale	- 316,576	Fully paid ordinary shares	- 220,537	- 220,597
22/12/2015	Discovery Asset Management	On-market Sale	- 104,920	Fully paid ordinary shares	- 69,933	- 69,933
29/32/2035	Discovery Asset Management	On-market Sale	- 9,117	Fully paid ordinary shares	S,419	- \$,419
22/03/2016	Discovery Asset Management	On-market Sale	- 624,426	Fully paid ordinary shares	- 417,202	- 417,202
24/03/2016	Discovery Asset Management	On-market Sale	- 2,329	Fully paid ordinary shares	- 1,556	- 1,556
30/03/2016	Discovery Asset Management	On-market Sale	~ 27,734	Fully paid ordinary shares	- 18,530	- 18,530
31/03/2016	Discovery Asset Management	On-market Sale	- 10,312	Fully paid ordinary shares	- 6,890	- 6,890
1/04/2016	Discovery Asset Management	On-market Sale	- 49,387	Fully paid ordinary shares	- 52,997	- 92,997
4/04/2016	Discovery Asset Management	On-market Sale	- 121,966	Fully paid ordinary shares	- 119,742	- 119,742
	Discovery Asset Management	On-market Sale	- 212,727	Fully paid ordinary shares	- 142,121	- 142,121
5/04/2016	Discovery Asset Management	On-market Sale	- 36,008	Fully paid ordinary shares	- 23,751	- 29,751
		On-market Sale	- 443,415	Fully paid ordinary shares	- 294,378	- 294,578
	Discovery Asset Management	On-market Sale	,	Fully paid ordinary shares	- 39,689	- 33,683
		On-market Sale	r	Fully paid ordinary shares	- 18,084	- 18,094
<del></del>		On-market Sale		Fully patd ordinary shares	- 114,507	- 114,507
	Kinetic investment Partners Limited			Fully paid ordinary shares	- 31,449	- 31,449
		On-market Sale		Fully paid ordinary shares	- 16,273	- 16,273
		On-market Sale		Fully paid ordinary shares	- 191,487	- 131,487
		On-market Sale		Fully paid ordinary shares	- 3,318	- 3,318
		On-market Sale		Fully pald ordinary shares	× 2,358	- 2,358
		On-market Sale		Fully paid ordinary shares	- 6,883	- 6,883
		On-market Sale		Fully paid ordinary shares	- 33,804	- 33,804
		On-market Sale		Fully paid ordinary shares	34,141	- 34,141
70072020	and the first an		.3,300			- 1/4-44
		l.		TOTAL	- 2,048,168	2,048,168

Opening number of units Clasing number of units 15,906,945 13,858,777

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APPENDIX II		Parson entitled to be	Nature of valayant interest	(Pass of securities		
Holder of relevant interest	Bagistered Holder of securities	registered as holder :	Nature of relevant interest	SOME Class of securities	Number of securities	Person's Votes
KineSc (nyestment Partners Umited	BNP P≖ribas Nominees Pty Limited		Powerto central voting & disposal of securities	Fully paid ordinary shares	1,446,515	1,446,515
Noveport Capital Pty Ltd	BNP Paribas Nominaas Pby Limitad		Power to control voting & disposal of securities	Fully paid ordinary shares	3,768,828	3,7 <del>6</del> 9,828
Goldman Sachs Asset Management	SNP Paribas Nominass Pty Limited	UniSuper Limited	Power to control voting & disposel of securities	Fulfy paid ordinary shares	9,642,434	8,642,434
				TOTAL	18,858,777	18,858,777