

**Form 604**Corporations Act 2001  
Section 671B**Notice of change of interests of substantial holder**

To Company Name/Scheme Kimberley Diamonds

ACN/ARSN 150 737 563

**1. Details of substantial holder (1)**

Name Pacific Road Capital A Pty Limited ACN 123 091 976

Pacific Road Capital B Pty Limited ACN 123 091 930

Pacific Road Capital Management G.P. Limited

Pacific Road Holdings NV

ACN/ARSN (if applicable) See above

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

29 / 01 / 2016– 11 / 04 / 2016

The previous notice was given to the company on

25 / 02 / 2013

The previous notice was dated

25 / 02 / 2013

**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		Present notice	
	Person's votes	Voting power (5)	Person's votes	Voting power (5)
Ordinary shares	10,687,310	10.3%	10,687,310	7.7%

**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
29 / 01 / 2016	Pacific Road Capital A Pty Limited Pacific Road Capital B Pty Limited Pacific Road Capital Management GP II Limited Pacific Road Holdings NV	Diluted, due to non-participation in a new issue by Company to non-related party (debt for equity conversion)	-	-	-
31 / 03 / 2016	Pacific Road Capital A Pty Limited Pacific Road Capital B Pty Limited Pacific Road Capital Management GP II Limited Pacific Road Holdings NV	Diluted, due to non-participation in a new issue by Company to non-related parties (rights issue, additional offer, shortfall)	-	-	-
7 / 04 / 2016	Pacific Road Capital A Pty Limited Pacific Road Capital B Pty Limited Pacific Road Capital Management GP II Limited Pacific Road Holdings NV	Diluted, due to non-participation in a new issue by Company to non-related parties (shortfall)	-	-	-

8 / 04 / 2016	Pacific Road Capital A Pty Limited Pacific Road Capital B Pty Limited Pacific Road Capital Management GP II Limited Pacific Road Holdings NV	Diluted, due to non-participation in a new issue by Company to non-related parties (shortfall)	-	-	-
11 / 04 / 2016	Pacific Road Capital A Pty Limited Pacific Road Capital B Pty Limited Pacific Road Capital Management GP II Limited Pacific Road Holdings NV	Diluted, due to non-participation in a new issue by Company to non-related parties (shortfall)	-	-	-

#### 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	Person entitled to be registered as holder (8)	Nature of relevant interest (6)	Class and number of securities	Person's votes
Pacific Road Capital A Pty Limited	Pacific Road Capital A Pty Limited	Pacific Road Capital A Pty Limited	Registered holder of shares.	1,060,704 ordinary shares	1,060,704
Pacific Road Capital B Pty Limited	Pacific Road Capital B Pty Limited	Pacific Road Capital B Pty Limited	Registered holder of shares.	1,060,704 ordinary shares	1,060,704
Pacific Road Capital Management G.P. Limited	Pacific Road Capital Management G.P. Limited	Pacific Road Capital Management G.P. Limited	Registered holder of shares.	8,146,481 ordinary shares	8,146,481
Pacific Road Holdings NV	Pacific Road Holdings NV	Pacific Road Holdings NV	Registered holder of shares.	410,421 ordinary shares	410,421

#### 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:

Not applicable

#### 6. Addresses

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

Name	Address
Pacific Road Capital A Pty Limited	Level 2, 88 George Street, Sydney NSW 2000
Pacific Road Capital B Pty Limited	Level 2, 88 George Street, Sydney NSW 2000
Pacific Road Capital Management G.P. Limited	89 Nexus Way, Camana Bay, Grand Cayman, Cayman Islands
Pacific Road Holdings NV	Avenue Louise 331-333, 1050 Brussels, Belgium

#### Signature

print name

Greg Dick

Director

capacity

Pacific Road Capital A Pty Limited

sign here

*[Signature]*

date

13 / 04 / 2016