

ASX MARKET ANNOUNCEMENT

ASX Code: KBC

Thursday, 13 October 2016

BOARD AND CORPORATE CHANGES

Keybridge Capital Limited (ASX:KBC) provides the following update in relation to Board and corporate matters:

Board of Directors

Keybridge has appointed Jeremy Kriewaldt as a Non-Executive Director with effect on 13 October 2016.

Jeremy Kriewaldt (BA (Hons), LL.M (Hons) (Sydney)) is a Partner at boutique corporate, finance and taxation firm [Atanaskovic Hartnell](#). Jeremy specialises in corporate and commercial law, including mergers and acquisitions, capital raisings and foreign investment, financial product development and securities markets. Jeremy was previously a partner of Blake Dawson Waldron (now Ashurst) (1990 – 2003) and served as Counsel of the Takeovers Panel in 2003 - 2004. Further details concerning Jeremy's experience are also available on the Atanaskovic Hartnell website: <http://www.ah.com.au/default.aspx?page=18>

Jeremy represents the interests of Australian Style Group Pty Ltd, Keybridge's largest shareholder.

Current Executive Director, Antony Sormann, has resigned as a Director with effect on 13 October 2016. Antony will assist with management transition as may be required by Keybridge. Antony has been a Director since [March 2014](#). The Board thanks Antony for his services to Keybridge and wishes him well in his future endeavours.

Current Non-Executive Director, John Patton (who was appointed on [10 August 2016](#)¹) has been appointed Chairman of the Board with effect on 13 October 2016.

Company Executive

The Company has also engaged John Patton in a Company Executive role. Pursuant to the ASX Listing Rules, the material terms of John's executive role with Keybridge are as follows:

- An annual base fee of \$175,000 plus employer superannuation contributions. The Company Executive has a commitment to a minimum 2 days per week plus reasonable additional time required by the Company, which will be remunerated pro-rata to the annual base fee;
- The executive role is subject to 3 months' notice of termination by the Company and one month's notice of termination by the Company Executive and immediate termination without notice if the Company Executive commits any serious act of misconduct. The role has no fixed term or fixed rolling terms of service;
- The Company Executive may be entitled to performance related short and long-term incentive scheme benefits (including cash bonuses) as agreed with the Company from time to time, subject to compliance with the Corporations Act and ASX Listing Rules, including prior shareholder approval (as applicable); and

¹ Refer KBC ASX Announcement dated [10 August 2016: Board Changes](#)

- The Company Executive is not prohibited from also concurrently acting as a director of any company or providing similar services to any company, save that Board consent will be required if the Company Executive proposes to take up a position of employment or consultancy with Industry competitors of Keybridge.

The Company acknowledges and consents to John Patton continuing in his role as Managing Director of [Aurora Funds Management](#) Limited.

Co-Company Secretary

Keybridge has appointed Victor Ho as Co-Company Secretary with effect on 13 October 2016.

Victor Ho (BCom, LLB (*Western Australia*), CTA) has been in Executive roles with a number of ASX listed companies across the investments, resources and technology sectors over the past 16+ years. Victor is a Chartered Tax Adviser (CTA) and previously had 9 years' experience in the taxation profession with the Australian Tax Office (ATO) and in a specialist tax law firm. Victor has been actively involved in the structuring and execution of a number of corporate, M&A and international joint venture (in South America, Indonesia and the Middle East) transactions, capital raisings and capital management initiatives and has extensive experience in public company administration, corporations' law and stock exchange compliance and investor/shareholder relations.

FOR FURTHER INFORMATION:

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ABOUT [KEYBRIDGE CAPITAL LIMITED](#) (ASX: [KBC](#))

KBC is an investment and financial services group with a diversified portfolio of listed and unlisted investments in solar, private equity, life insurance, property and funds management assets amongst others, including strategic holdings in [HHY Fund](#) (ASX:HHY), [Molopo Energy Limited](#) (ASX:MPO), [PTB Group Limited](#) (ASX:PTB), [Metgasco Limited](#) (ASX: MEL) and [NAOS Absolute Opportunities Company Limited](#) (ASX:NAC).