

Notice of event affecting securities

NZSX Listing Rule 7.12.2. For rights, NZSX Listing Rules 7.10.9 and 7.10.10.
For change to allotment, NZSX Listing Rule 7.12.1, a separate advice is required.

Number of pages including this one
(Please provide any other relevant
details on additional pages)

| | | | |
|--|----------------------------|---|------------------|
| Full name of Issuer | Kathmandu Holdings Limited | | |
| Name of officer authorised to make this notice | Reuben Casey, CFO | Authority for event, e.g. Directors' resolution | Board Resolution |
| Contact phone number | 64 3 373 6110 | Contact fax number | |
| Date | 20 / 03 / 2018 | | |

| | | | | | |
|---|---|---|---|-----------------------------------|--|
| Nature of event Tick as appropriate | Bonus Issue <input type="checkbox"/> | If ticked, state whether: Taxable <input type="checkbox"/> / Non Taxable <input type="checkbox"/> | Conversion <input type="checkbox"/> | Interest <input type="checkbox"/> | Rights Issue Renounceable <input type="checkbox"/> |
| | Rights Issue non-renounceable <input checked="" type="checkbox"/> | Capital change <input type="checkbox"/> Call <input type="checkbox"/> Dividend <input type="checkbox"/> | If ticked, state whether: Interim <input type="checkbox"/> Full Year <input type="checkbox"/> | Special <input type="checkbox"/> | DRP Applies <input type="checkbox"/> |

EXISTING securities affected by this *If more than one security is affected by the event, use a separate form.*

| | | | |
|--|-----------------|------|--------------------------------|
| Description of the class of securities | Ordinary shares | ISIN | NZKMDE0001S3 |
| | | | <i>If unknown, contact NZX</i> |

Details of securities issued pursuant to this event *If more than one class of security is to be issued, use a separate form for each class.*

| | | | |
|---|--|--|--|
| Description of the class of securities | Ordinary shares to be issued under a share purchase plan | ISIN | NZKMDE0001S3 |
| | | | <i>If unknown, contact NZX</i> |
| Number of Securities to be issued following event | Up to 4,629,630 (subject to rounding) | Minimum Entitlement | NZ\$1,000 up to a maximum amount of NZ\$15,000 |
| Conversion, Maturity, Call Payable or Exercise Date | N/A | Treatment of Fractions | Rounded up to nearest whole number |
| Strike price per security for any issue in lieu or date Strike Price available. | N/A | Tick if <i>pari passu</i> <input checked="" type="checkbox"/> OR provide an explanation of the ranking | |

Monies Associated with Event *Dividend payable, Call payable, Exercise price, Conversion price, Redemption price, Application money.*

| | | | |
|---|---|---|---|
| <i>In dollars and cents</i> | | Source of Payment | The shares are to be issued at NZ\$2.16 per share |
| Amount per security (does not include any excluded income) | NZ\$2.16 | | |
| Excluded income per security (only applicable to listed PIEs) | | | |
| Currency | NZD | Supplementary dividend details - NZSX Listing Rule 7.12.7 | Amount per security in dollars and cents |
| Total monies | NZ\$8,000,000 (with the issuer having the discretion to accept oversubscription of up to a further NZ\$2,000,000) | | Date Payable |

Taxation *Amount per Security in Dollars and cents to six decimal places*

| | | | | | |
|---|----|--------------------------|----|-----------------------------------|--|
| In the case of a taxable bonus issue state strike price | \$ | Resident Withholding Tax | \$ | Imputation Credits (Give details) | |
| | | Foreign Withholding Tax | \$ | FDP Credits (Give details) | |

Timing (Refer Appendix 8 in the NZSX Listing Rules)

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|--|---------------|---|---------------|
| Record Date 57 pm For calculation of entitlements - | 19 March 2018 | Application Date Also, Call Payable, Dividend / Interest Payable, Exercise Date, Conversion Date. In the case of applications this must be the last business day of the week. | 13 April 2018 |
| Notice Date Entitlement letters, call notices, conversion notices mailed | 26 March 2018 | Allotment Date For the issue of new securities. Must be within 5 business days of application closing date. | 20 April 2018 |

OFFICE USE ONLY

Ex Date:
Commence Quoting Rights
Cease Quoting Rights 5pm:
Commence Quoting New Securities
Cease Quoting Old Security 5pm:

Security Code:
Security Code:

