

Attention: The Manager, Listings Department

Company: Australian Stock Exchange Ltd

Fax number: 1300 135 638

From: K2 Asset Management Ltd

Date: 01/08/16

Subject: Notice of change of interests of substantial  
holder (Form 604)

Number of pages (inc. cover): 4



Dear Sir/Madam,

Pursuant to Section 671B of the Corporations Act, K2 Asset Management Ltd discloses a change to a substantial holding in Tech Mpire Limited.

The enclosed ASIC Form 604 discloses all required details.

Yours faithfully,

A handwritten signature in black ink, appearing to be 'Campbell Neal'. The signature is fluid and cursive, with a long horizontal stroke at the end.

Campbell Neal  
Managing Director  
K2 Asset Management Ltd

CC: Ms Fiona Muir, Chief Financial Officer and Company Secretary, Tech Mpire Limited.

**Form 604**

Corporations Act

Section 671B

**Notice of change of interests of substantial holder**To Company Name/Scheme Tech Mpire Limited**1. Details of substantial holder (1)**Name K2 Asset Management LtdABN (if applicable) 95 085 445 094

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

01/08/16

The previous notice was given to the company or scheme on

17/08/15

The previous notice was dated

17/08/15**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	3,038,955	5.02%	4,256,157	6.47%^

^Based on issued capital of 65,774,000 fully paid ordinary shares

**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 effected	Person's votes affected
25/08/15	K2 Asset Management Ltd	Purchase/(Sales)	\$29,892.58	60,000	60,000
01/09/15	K2 Asset Management Ltd	Purchase/(Sales)	\$11,182.46	25,000	25,000
24/09/15	K2 Asset Management Ltd	Purchase/(Sales)	\$12,365.72	30,000	30,000
04/11/15	K2 Asset Management Ltd	Purchase/(Sales)	\$14,003.08	20,000	20,000
17/12/15	K2 Asset Management Ltd	Purchase/(Sales)	\$3,236.82	4,690	4,690
26/02/16	K2 Asset Management Ltd	Purchase/(Sales)	\$65,293.33	125,000	125,000
04/03/16	K2 Asset Management Ltd	Purchase/(Sales)	\$15,634.32	30,000	30,000
07/03/16	K2 Asset Management Ltd	Purchase/(Sales)	\$17,462.33	33,000	33,000
08/03/16	K2 Asset Management Ltd	Purchase/(Sales)	\$17,664.50	35,000	35,000
09/03/16	K2 Asset Management Ltd	Purchase/(Sales)	\$13,497.75	29,503	29,503
17/03/16	K2 Asset Management Ltd	Purchase/(Sales)	\$3,681.61	7,497	7,497
01/04/16	K2 Asset Management Ltd	Purchase/(Sales)	\$13,872.96	35,000	35,000
04/04/16	K2 Asset Management Ltd	Purchase/(Sales)	\$5,040.95	12,295	12,295
11/04/16	K2 Asset Management Ltd	Purchase/(Sales)	\$8,258.62	20,862	20,862
14/04/16	K2 Asset Management Ltd	Purchase/(Sales)	\$1,592.53	3,829	3,829

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15/04/16	K2 Asset Management Ltd	Purchase/(Sales)	\$7,492.25	18,014	18,014
22/04/16	K2 Asset Management Ltd	Purchase/(Sales)	\$23,782.20	75,000	75,000
26/04/16	K2 Asset Management Ltd	Purchase/(Sales)	\$8,268.15	25,000	25,000
17/06/16	K2 Asset Management Ltd	Purchase/(Sales)	\$679.29	1,857	1,857
21/06/16	K2 Asset Management Ltd	Purchase/(Sales)	\$13,991.05	38,143	38,143
22/06/16	K2 Asset Management Ltd	Purchase/(Sales)	\$889.46	2,500	2,500
14/07/16	K2 Asset Management Ltd	Purchase/(Sales)	\$2,301.39	6,043	6,043
19/07/16	K2 Asset Management Ltd	Purchase/(Sales)	\$6,702.09	17,729	17,729
22/07/16	K2 Asset Management Ltd	Purchase/(Sales)	\$2,727.65	7,340	7,340
29/07/16	K2 Asset Management Ltd	Purchase/(Sales)	\$115,290.05	353,900	353,900
01/08/16	K2 Asset Management Ltd	Purchase/(Sales)	\$63,539.47	200,000	200,000
<b>Total</b>			<b>\$478,342.61</b>	<b>1,217,202</b>	<b>1,217,202</b>

#### 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
K2 Asset Management Ltd	HSBC Custody Nominees (Australia) Limited	HSBC Custody Nominees (Australia) Limited	Power to (or to control) exercise vote and/or dispose of the securities as discretionary investment managers or advisers of the superannuation trusts, managed investment schemes and investment management agreements.	4,256,157	4,256,157

#### 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 (if applicable)	Nature of association
Not applicable	

#### 6. Addresses

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

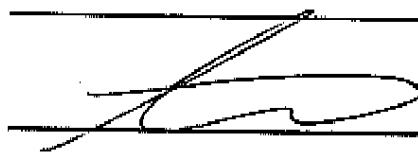
Name	Address
K2 Asset Management Ltd	Level 32, 101 Collins Street, Melbourne, Victoria, 3000

**Signature**

print name Campbell Neal

capacity Managing Director

sign here



date 01 / 08 / 16

**DIRECTIONS**

- (1) If there are a number of substantial holders with similar or related relevant interests (eg. a corporation and its related 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 6 of the form.
- (2) See the definition of 'associate' in section 9 of the *Corporations Act*.
- (3) See the definition of 'relevant interest' in sections 608 and 671B(7) of the *Corporations Act*.
- (4) The voting shares of a company constitute one class unless divided into separate classes.
- (5) The person's votes divided by the total votes in the body corporate or scheme multiplied by 100.
- (6) Include details of:
  - (a) any relevant agreement or other circumstances because of which the change in relevant interest occurred. 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, scheme or arrangement, must accompany this form, together with a written statement certifying this contract, scheme or arrangement; and
  - (b) 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*.
- (7) 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 relation 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.
- (8) If the substantial holder is unable to determine the identity of the person (eg if the relevant interest arises because of an option) write 'unknown'.
- (9) Give details, if appropriate, of the present association and any change in that association since the last substantial holding notice.