

Tribeca**Tribeca
Investment
Partners Pty Ltd**

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To: Company Announcements

Organisation: ASX

Fax: 1300 135 638

From: Kylie Osgood

Pages: 4 (Including cover sheet)

Date: 9 April 2013

Re: Notice of initial substantial shareholder

Message:

Please find attached our Notice of initial substantial shareholder.

Regards



Kylie Osgood
Company Secretary

Form 603Corporations Act 2001
Section 671B**Notice of initial substantial holder**

To Company Name/Scheme Kathmandu Holdings Limited

ACN/ARSN 139 838 918

1. Details of substantial holder (1)

Name Tribeca Investment Partners Pty Ltd

ACN/ARSN (if applicable) 64 080 430 100

The holder became a substantial holder on 05 / 04 / 13

2. Details of 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 on the date the substantial holder became a substantial holder are as follows:

Class of securities (4)	Number of securities	Person's votes (5)	Voting power (6)
ordinary	12,693,831	12,693,831	6.34%

3. Details of relevant interests

The nature of the relevant interest the substantial holder or an associate had in the following voting securities on the date the substantial holder became a substantial holder are as follows:

Holder of relevant interest	Nature of relevant interest (7)	Class and number of securities
Tribeca Investment Partners Pty Ltd	Investment manager managing	ordinary 12,693,831
	equities on behalf of individually managed clients	

4. Details of present registered holders

The persons registered as holders of the securities referred to in paragraph 3 above are as follows:

Holder of relevant interest	Registered holder of securities	Person entitled to be registered as holder (8)	Class and number of securities
Tribeca Investment	various custodian	various clients of	ordinary
Partners Pty Ltd	nominee companies	investment manager	12,693,831

5. Consideration

The consideration paid for each relevant interest referred to in paragraph 3 above, and acquired in the four months prior to the day that the substantial holder became a substantial holder is as follows:

Holder of relevant interest	Date of acquisition	Consideration (9)		Class and number of securities
		Cash	Non-cash	
	Refer Annexure A			

6. Associates

The reasons the persons named in paragraph 3 above are associates of the substantial holder are as follows:

Name and ACN/ARSN (if applicable)	Nature of association

7. Addresses

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

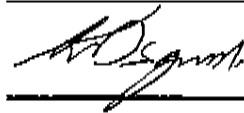
Name	Address
Tribeca Investment Partners	Level 28, 25 Bligh St Sydney NSW 2000
Ply Ltd	

Signature

print name **Kylie Osgood**

capacity **Company Secretary**

sign here



date **09 / 04 / 13**

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 7 of the form.
- (2) See the definition of "associate" in section 9 of the Corporations Act 2001.
- (3) See the definition of "relevant interest" in sections 608 and 671B(7) of the Corporations Act 2001.
- (4) 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 interest in.
- (6) The person's votes divided by the total votes in the body corporate or scheme 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, 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 2001.
- (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) 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.

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Annexure A Consideration

Holder of relevant interest	Date of acquisition	Consideration - cash	Class and Number of securities	
Tribeca Investment Partners Pty Ltd	10/12/2012	\$13,098.41	ordinary	8,826
Tribeca Investment Partners Pty Ltd	11/12/2012	\$251,754.91	ordinary	165,174
Tribeca Investment Partners Pty Ltd	19/12/2012	\$15,808.11	ordinary	10,400
Tribeca Investment Partners Pty Ltd	2/01/2013	\$12,481.81	ordinary	8,000
Tribeca Investment Partners Pty Ltd	3/01/2013	\$397,339.69	ordinary	250,000
Tribeca Investment Partners Pty Ltd	4/01/2013	\$1,876.71	ordinary	1,183
Tribeca Investment Partners Pty Ltd	8/01/2013	\$478,311.75	ordinary	300,000
Tribeca Investment Partners Pty Ltd	21/03/2013	\$253,194.33	ordinary	150,000
Tribeca Investment Partners Pty Ltd	22/01/2013	\$84,481.69	ordinary	50,000
Tribeca Investment Partners Pty Ltd	24/01/2013	\$751,149.99	ordinary	433,000
Tribeca Investment Partners Pty Ltd	7/02/2013	\$7,220.09	ordinary	4,000
Tribeca Investment Partners Pty Ltd	8/02/2013	\$26,160.77	ordinary	14,400
Tribeca Investment Partners Pty Ltd	18/03/2013	\$143,473.47	ordinary	73,000
Tribeca Investment Partners Pty Ltd	25/03/2013	\$6,478.79	ordinary	3,300
Tribeca Investment Partners Pty Ltd	3/04/2013	\$44,387.23	ordinary	22,300
Tribeca Investment Partners Pty Ltd	5/04/2013	\$5,697,660.54	ordinary	2,860,000