

Tribeca**Tribeca
Investment
Partners Pty Ltd**

Level 28, 25 Bligh Street
Sydney NSW 2000
PO Box R278
Royal Exchange NSW 1225
T. +61 2 9640 2600
F. +61 2 9640 2640
www.tribecalp.com.au
ABN 64 080 430 100 AFSL 239070

To: Company Announcements
Organisation: ASX
Fax: 1300 135 638
From: Kylie Osgood
Pages: 4 (Including cover sheet)
Date: 19 August 2013
Re: Notice of change of interests

Message:

Please find attached our Notice of change of interest of substantial holder.

Regards



**Kylie Osgood
Company Secretary**

Form 604Corporations Act 2001
Section 671B**Notice of change of interests of substantial holder**To Company Name/Scheme **Kathmandu Holdings Limited**ACN/ARSN **139 836 918****1. Details of substantial holder(1)**Name **Tribeca Investment Partners Pty Ltd**ACN/ARSN (if applicable) **64 080 430 100**There was a change in the interests of the
substantial holder on **15 / 08 / 13**The previous notice was given to the company on **09 / 04 / 13**The previous notice was dated **05 / 04 / 13****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	12,693,831	6.34%	10,460,524	5.22%

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
		Refer Annexure A			

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
Tribeca	various custodian	various clients		10,460,524	10,460,524
Investment Partners Pty Ltd	nominees companies	of Investment Manager			

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/ARSN (if applicable)	Nature of association

6. Addresses

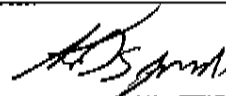
The addresses of persons named in this form are as follows:

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

Signature

print name Kylla Osgood capacity Company Secretary

sign here



date 19/ 08/ 2013

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 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 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 2001.
- (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.

Tribeca Investment Partners Pty Ltd
ABN 64 080 430 100

Annexure A

This annexure A of 1 page referred to in Form 604 - Notice of change of interests of substantial holder

Changes in relevant interest

Date of change	Persons who relevant interest changed	Nature of change	Consideration	Class and Number of securities affected
12/04/2013	Tribeca Investment Partners Pty Ltd	Sale	\$7,899.04	ordinary 4,000
16/04/2013	Tribeca Investment Partners Pty Ltd	Purchase	\$30,929.82	ordinary 15,500
1/05/2013	Tribeca Investment Partners Pty Ltd	Sale	\$4,469.54	ordinary 2,200
9/05/2013	Tribeca Investment Partners Pty Ltd	Purchase	\$18,917.97	ordinary 7,869
14/05/2013	Tribeca Investment Partners Pty Ltd	Purchase	\$18,191.98	ordinary 7,410
22/05/2013	Tribeca Investment Partners Pty Ltd	Purchase	\$24,496.18	ordinary 10,200
31/05/2013	Tribeca Investment Partners Pty Ltd	Sale	\$10,250.97	ordinary 4,500
7/06/2013	Tribeca Investment Partners Pty Ltd	Purchase	\$18,788.22	ordinary 8,220
12/06/2013	Tribeca Investment Partners Pty Ltd	Sale	\$6,086.04	ordinary 2,800
18/06/2013	Tribeca Investment Partners Pty Ltd	Sale	\$1,508,051.39	ordinary 700,000
20/06/2013	Tribeca Investment Partners Pty Ltd	Sale	\$213,411.49	ordinary 100,000
21/06/2013	Tribeca Investment Partners Pty Ltd	Sale	\$869,362.68	ordinary 425,000
1/07/2013	Tribeca Investment Partners Pty Ltd	Sale	\$316,123.23	ordinary 150,000
3/07/2013	Tribeca Investment Partners Pty Ltd	Sale	\$845,667.99	ordinary 400,000
3/07/2013	Tribeca Investment Partners Pty Ltd	Purchase	\$7,622.90	ordinary 3,620
4/07/2013	Tribeca Investment Partners Pty Ltd	Sale	\$437,493.58	ordinary 205,000
4/07/2013	Tribeca Investment Partners Pty Ltd	Purchase	\$11,823.83	ordinary 5,510
8/07/2013	Tribeca Investment Partners Pty Ltd	Purchase	\$21,629.11	ordinary 9,940
19/07/2013	Tribeca Investment Partners Pty Ltd	Purchase	\$6,911.31	ordinary 3,010
1/08/2013	Tribeca Investment Partners Pty Ltd	Purchase	\$18,779.58	ordinary 7,940
8/08/2013	Tribeca Investment Partners Pty Ltd	Purchase	\$13,378.66	ordinary 5,700
14/08/2013	Tribeca Investment Partners Pty Ltd	Purchase	\$7,049.62	ordinary 2,930
15/08/2013	Tribeca Investment Partners Pty Ltd	Sale	\$249,382.32	ordinary 100,000
16/08/2013	Tribeca Investment Partners Pty Ltd	Sale	\$564,827.78	ordinary 227,656

Signed: Kylie Osgood Date: 19/08/2013