

Form 603

Corporations Act 2001

Section 671B

Notice of initial substantial holderTo Company Name/Scheme **Kathmandu Holdings Limited**ACN/ARSN **ACN 006 457 987****1. Details of substantial holder (1)**Name **AustralianSuper Pty Ltd**ACN/ARSN (if applicable) **006 457 987**The holder became a substantial holder on **13 /11 / 2014****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	10,585,431	10,585,431	5.26%

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
AustralianSuper Pty Ltd	SHAREHOLDER	ORD 10,585,431

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
AustralianSuper Pty Ltd.	JPMorgan Nominees Australia Ltd.	JPMorgan Nominees Australia Ltd.	ORD 10,585,431

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
SEE ATTACHED SCHEDULE		Cash	Non-cash	

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
N\A	

7. Addresses

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

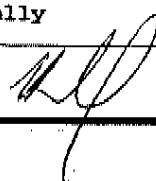
Name	Address
AustralianSuper Pty Ltd.	Level 33, 50 Lonsdale Street Melbourne VIC 3000

Signature

print name **Tim Kelly**

Capacity **Senior Manager**

sign here



date **21/11/2014**

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.

Kathmandu Holdings Ltd

Trade Description	Trade Date	Security Name	Security Co	Units	Price
DIV	6/11/2013	KATHMANDU HOLDINGS L	B59HM77	0	0.011911
DIV	6/11/2013	KATHMANDU HOLDINGS L	B59HM77	0	0.014013
DIV	6/11/2013	KATHMANDU HOLDINGS L	B59HM77	0	0.079407
OS-SAL	7/03/2014	KATHMANDU HOLDINGS L	B59HM77	-2600	3.29
OS-PUR	11/03/2014	KATHMANDU HOLDINGS L	B59HM77	950	3.43
OS-SAL	11/03/2014	KATHMANDU HOLDINGS L	B59HM77	-103582	3.42
OS-SAL	12/03/2014	KATHMANDU HOLDINGS L	B59HM77	-17750	3.3715
OS-SAL	13/03/2014	KATHMANDU HOLDINGS L	B59HM77	-16555	3.37
OS-SAL	18/03/2014	KATHMANDU HOLDINGS L	B59HM77	-16555	3.2159
OS-SAL	19/03/2014	KATHMANDU HOLDINGS L	B59HM77	-62909	3.1847
OS-SAL	24/03/2014	KATHMANDU HOLDINGS L	B59HM77	-53803	3.4341
OS-PUR	25/03/2014	KATHMANDU HOLDINGS L	B59HM77	1500	3.4636
OS-PUR	26/03/2014	KATHMANDU HOLDINGS L	B59HM77	380	3.4
OS-PUR	31/03/2014	KATHMANDU HOLDINGS L	B59HM77	2793	3.5787
OS-SAL	7/04/2014	KATHMANDU HOLDINGS L	B59HM77	-8000	3.455
OS-PUR	8/04/2014	KATHMANDU HOLDINGS L	B59HM77	741	3.37
OS-PUR	8/04/2014	KATHMANDU HOLDINGS L	B59HM77	1200	3.29
OS-SAL	8/04/2014	KATHMANDU HOLDINGS L	B59HM77	-1500	3.365
OS-SAL	11/04/2014	KATHMANDU HOLDINGS L	B59HM77	-2793	3.41
OS-SAL	15/04/2014	KATHMANDU HOLDINGS L	B59HM77	-800	3.455
OS-PUR	1/05/2014	KATHMANDU HOLDINGS L	B59HM77	7109	3.402389
OS-SAL	1/05/2014	KATHMANDU HOLDINGS L	B59HM77	-7109	3.402389
OS-PUR	7/05/2014	KATHMANDU HOLDINGS L	B59HM77	1360	3.741471
OS-SAL	8/05/2014	KATHMANDU HOLDINGS L	B59HM77	-480	3.65
OS-SAL	13/05/2014	KATHMANDU HOLDINGS L	B59HM77	-480	3.56
OS-SAL	16/05/2014	KATHMANDU HOLDINGS L	B59HM77	-196591	3.6765
OS-SAL	19/05/2014	KATHMANDU HOLDINGS L	B59HM77	-5755	3.6578
OS-PUR	21/05/2014	KATHMANDU HOLDINGS L	B59HM77	707	3.4
OS-SAL	21/05/2014	KATHMANDU HOLDINGS L	B59HM77	-400	3.43
OS-SAL	22/05/2014	KATHMANDU HOLDINGS L	B59HM77	-582244	3.36
OS-SAL	22/05/2014	KATHMANDU HOLDINGS L	B59HM77	-56168	3.3602
OS-PUR	23/05/2014	KATHMANDU HOLDINGS L	B59HM77	5900	3.41
OS-PUR	26/05/2014	KATHMANDU HOLDINGS L	B59HM77	1120	3.39
OS-PUR	28/05/2014	KATHMANDU HOLDINGS L	B59HM77	1170	3.42
OS-SAL	28/05/2014	KATHMANDU HOLDINGS L	B59HM77	-188920	3.4309
OS-PUR	29/05/2014	KATHMANDU HOLDINGS L	B59HM77	2770	3.3
OS-PUR	29/05/2014	KATHMANDU HOLDINGS L	B59HM77	3003	3.328099
OS-PUR	3/06/2014	KATHMANDU HOLDINGS L	B59HM77	500	3.1678
DIV	4/06/2014	KATHMANDU HOLDINGS L	B59HM77	0	0.0273
DIV	4/06/2014	KATHMANDU HOLDINGS L	B59HM77	0	0.027301
OS-PUR	4/06/2014	KATHMANDU HOLDINGS L	B59HM77	479	3.14881
OS-SAL	4/06/2014	KATHMANDU HOLDINGS L	B59HM77	-950	3.05
OS-SAL	5/06/2014	KATHMANDU HOLDINGS L	B59HM77	-1120	3.14
OS-PUR	11/06/2014	KATHMANDU HOLDINGS L	B59HM77	1420	3.069225
OS-SAL	16/06/2014	KATHMANDU HOLDINGS L	B59HM77	-450	3.12
OS-PUR	17/06/2014	KATHMANDU HOLDINGS L	B59HM77	588	3.24
OS-PUR	24/06/2014	KATHMANDU HOLDINGS L	B59HM77	3400	2.93

OS-PUR	24/06/2014	KATHMANDU HOLDINGS L	B59HM77	4389	2.953165
OS-SAL	24/06/2014	KATHMANDU HOLDINGS L	B59HM77	-600	2.96
OS-SAL	25/06/2014	KATHMANDU HOLDINGS L	B59HM77	-741	2.95
OS-PUR	26/06/2014	KATHMANDU HOLDINGS L	B59HM77	97348	3.06
ADJUST	30/06/2014	KATHMANDU HOLDINGS L	B59HM77	0	0
OS-PUR	30/06/2014	KATHMANDU HOLDINGS L	B59HM77	1000	2.96
OS-PUR	4/07/2014	KATHMANDU HOLDINGS L	B59HM77	1960	3.07
OS-PUR	7/07/2014	KATHMANDU HOLDINGS L	B59HM77	2000	3.04
OS-SAL	8/07/2014	KATHMANDU HOLDINGS L	B59HM77	-3400	3.02
OS-PUR	10/07/2014	KATHMANDU HOLDINGS L	B59HM77	26716	3
OS-PUR	11/07/2014	KATHMANDU HOLDINGS L	B59HM77	45014	3.016
OS-PUR	14/07/2014	KATHMANDU HOLDINGS L	B59HM77	14149	3.0468
OS-SAL	14/07/2014	KATHMANDU HOLDINGS L	B59HM77	-4739	3.085697
OS-PUR	15/07/2014	KATHMANDU HOLDINGS L	B59HM77	36011	3.0898
OS-PUR	16/07/2014	KATHMANDU HOLDINGS L	B59HM77	57018	3.06
OS-PUR	17/07/2014	KATHMANDU HOLDINGS L	B59HM77	24628	3.1475
OS-PUR	18/07/2014	KATHMANDU HOLDINGS L	B59HM77	398652	3.0995
OS-SAL	18/07/2014	KATHMANDU HOLDINGS L	B59HM77	-1960	3.102898
OS-PUR	24/07/2014	KATHMANDU HOLDINGS L	B59HM77	1450	3.15
OS-PUR	30/07/2014	KATHMANDU HOLDINGS L	B59HM77	440	3.09
OS-SAL	6/08/2014	KATHMANDU HOLDINGS L	B59HM77	-1000	3.0846
OS-PUR	8/08/2014	KATHMANDU HOLDINGS L	B59HM77	1631	2.96
OS-PUR	19/08/2014	KATHMANDU HOLDINGS L	B59HM77	500	3
OS-SAL	21/08/2014	KATHMANDU HOLDINGS L	B59HM77	-1170	3.03
OS-PUR	25/08/2014	KATHMANDU HOLDINGS L	B59HM77	3000	2.88
OS-SAL	25/08/2014	KATHMANDU HOLDINGS L	B59HM77	-126700	2.8982
OS-PUR	28/08/2014	KATHMANDU HOLDINGS L	B59HM77	600	2.91
OS-SAL	5/09/2014	KATHMANDU HOLDINGS L	B59HM77	-5900	2.89
OS-PUR	18/09/2014	KATHMANDU HOLDINGS L	B59HM77	700	2.66
OS-PUR	23/09/2014	KATHMANDU HOLDINGS L	B59HM77	80830	2.7786
OS-SAL	23/09/2014	KATHMANDU HOLDINGS L	B59HM77	-3450	2.744203
OS-PUR	24/09/2014	KATHMANDU HOLDINGS L	B59HM77	5855	2.909401
OS-PUR	25/09/2014	KATHMANDU HOLDINGS L	B59HM77	254169	2.925
OS-PUR	26/09/2014	KATHMANDU HOLDINGS L	B59HM77	677	2.955007
OS-PUR	26/09/2014	KATHMANDU HOLDINGS L	B59HM77	211807	2.93
OS-PUR	2/10/2014	KATHMANDU HOLDINGS L	B59HM77	1200	2.735
OS-PUR	6/10/2014	KATHMANDU HOLDINGS L	B59HM77	526	2.67
OS-PUR	14/10/2014	KATHMANDU HOLDINGS L	B59HM77	352456	2.6067
OS-PUR	16/10/2014	KATHMANDU HOLDINGS L	B59HM77	70395	2.5398
OS-PUR	17/10/2014	KATHMANDU HOLDINGS L	B59HM77	114233	2.6136
OS-PUR	21/10/2014	KATHMANDU HOLDINGS L	B59HM77	262773	2.7254
OS-SAL	23/10/2014	KATHMANDU HOLDINGS L	B59HM77	-700	2.73
DIV	6/11/2014	KATHMANDU HOLDINGS L	B59HM77	0	0.001256
DIV	6/11/2014	KATHMANDU HOLDINGS L	B59HM77	0	0.071148
OS-PUR	12/11/2014	KATHMANDU HOLDINGS L	B59HM77	4000	2.63
OS-PUR	13/11/2014	KATHMANDU HOLDINGS L	B59HM77	424699	2.6753
OS-PUR	14/11/2014	KATHMANDU HOLDINGS L	B59HM77	86567	2.7574
OS-SAL	14/11/2014	KATHMANDU HOLDINGS L	B59HM77	-1000	2.72
OS-PUR	17/11/2014	KATHMANDU HOLDINGS L	B59HM77	83626	2.7632