

Notice of change of interests of substantial holder

Form 604
Corporations Law 2001
Section 671B

To: **KNeoMedia Limited**
ACN 009 221 783

1. Details of substantial shareholders

Mr Angus Edgar
Melbourne Capital Limited
Mungala Investments Pty Ltd

- There was a change in the interests of the substantial holders on 3 January 2017
- The previous notice was given to the Company on 20 October 2016
- The previous notice was dated 20 October 2016

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 had a relevant interest when last required, and when now required, to give a substantial holding notice to the Company or scheme, are as follows:

Class of securities	Previous notice		Present notice	
	Person's votes	Voting power	Person's votes	Voting power
Ordinary shares	39,200,000	13.14%	43,485,714	13.18%

**Notwithstanding the fact that the voting power of the group has not changed by 1% or more since the date of the last notice, this substantial holder notice has been prepared due to the change in the direct holder of the securities.*

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	Consideration given in relation to change	Class and number of securities affected	Person's votes affected
21 November 2016	Mungala Investments Pty Ltd; Mr Angus Edgar	Increase in interest due to acquisition of 4,285,714 shares	\$0.014 per share	4,285,714 ordinary shares	Mungala Investments Pty Ltd; Mr Angus Edgar
21 November 2016	Mungala Investments Pty Ltd; Mr Angus Edgar	Dilution of interest due to issue of 27,478,262 shares to other holders under capital raising placement and to directors in lieu of fees and repayment of loan.	N/A	43,485,714 ordinary shares	Mungala Investments Pty Ltd; Mr Angus Edgar

4 January 2017	Mungala Investments Pty Ltd; Melbourne Capital Limited	CHESS transfer of 43,485,714 shares from Mungala Investments Pty Ltd to Melbourne Capital Limited.	N/A	43,485,714 ordinary shares	Mungala Investments Pty Ltd; Melbourne Capital Limited
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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	Nature of relevant interest	Class and number of securities	Person's votes
Melbourne Capital Limited	Melbourne Capital Limited	Melbourne Capital Limited	Registered holder	43,485,714 ordinary shares	43,485,714
Mr Angus Edgar			Mr Edgar controls Melbourne Capital Limited, and accordingly has a relevant interest in the shares pursuant to s 608(3)(a) of the Corporations Act.		

5. Changes In Association

The persons who have become associates of, ceased to be associates of, or have changes the nature of their association 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
Angus Edgar	Controls Melbourne Capital Limited and Mungala Investments Pty Ltd
Melbourne Capital Limited	Controlled by Angus Edgar
Mungala Investments Pty Ltd	Controlled by Angus Edgar

6. Addresses

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

Melbourne Capital Limited
Level 14
31 Queen Street
Melbourne VIC 3000

Mungala Investments Pty Ltd
75 Kingsbury Lane
Warrn Ponds VIC 3216

Mr Angus Edgar
75 Kingsbury Lane
Warrn Ponds VIC 3216

Dated 10 January 2017

Authorised for electronic lodgement by Mr Angus Edgar