



ASX/Media Release (ASX: KNM)

29 April 2019

Post Placement Substantial Shareholder Change Notice

Online education publisher **KNeoMedia Limited (KNeoMedia or the Company) (ASX: KNM)** advises that a change in substantial holding has occurred as a result of the Company's recent capital raising. The reduction in voting rights relates to a dilution of the shareholder's interest, not a sale of shares. Details in relation to the change is contained in the attached Notice.

– ENDS –

For further information, please contact:

James Kellett
Chief Executive Officer
T: (03) 8622 3354 M: +61 439 805 070
E: jkellett@kneomedia.com

Sophie Karzis
Company Secretary
T: +61 3 8622 3354
E: sk@ccounsel.com.au

Released through: Ben Jarvis, Six Degrees Investor Relations: +61 413 150 448



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About KNeoMedia Limited:

KNeoMedia Limited (ASX: KNM) is an education publishing company that delivers world-class education assessment products and games-based learning to global educational markets, particularly to Special Needs education facilities. The Company sells on an annual Seat Licence basis through its KneoWorld.com portal via education departments and distribution agreements. KneoWorld is an education games portal where students play their way through a futuristic and epic world with the games mapped to validated educational content including numeracy, literacy, science, arts, reasoning and memory. The content delivers extensive analytical performance data to educators and complies with child online privacy protection including US COPPA and European GDPR. Our SaaS model provides KneoWorld with a global education market opportunity selling on a business to business strategy.

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

Barrijag Pty Ltd <The Hadley Super Fund A/C>
Susan Hadley

(the **Substantial Holders**)

- There was a change in the interests of the Substantial Holders on 11 April 2019 (the holder became aware of the change on 27 April 2019)
- The previous notice was given to the Company on 20 December 2017
- The previous notice was dated 20 December 2017

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	63,202,474	10.57%	63,202,474	9.20%

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
The change in substantial holding is a result of KNeoMedia's recent share placement on 11 April 2019. The resulting dilution of ordinary shares is the driver for the change, no acquisitions or disposals of shares have occurred since the last noticed provided to the Company on 20 December 2017.					

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
Barrijag Pty Ltd <The Hadley Super Fund A/C>	Barrijag Pty Ltd <The Hadley Super Fund A/C>	Barrijag Pty Limited <The Hadley Super Fund A/C>	Barrijag Pty Ltd is the direct holder of shares	63,202,474 ordinary shares	63,202,474
Susan Hadley			Ms Susan Hadley controls Barrijag Pty Ltd, 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
Susan Hadley	Director and shareholder and controller of Barrijag Pty Limited, as trustee for the Hadley Super Fund A/C

6. Addresses

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

Barrijag Pty Ltd
Level 30
126 Phillip Street
Sydney NSW 2000

Ms Susan Hadley
Level 30
126 Phillip Street
Sydney NSW 2000

Dated: 29 April 2019

Authorised for electronic lodgement by Susan Hadley and Barrijag Pty Ltd