

**Form 604**Corporations Act 2001  
Section 671B**Notice of change of interests of substantial holder**To Company Name/Scheme    K2 Energy LimitedACN/ARSN                                **ACN 106 609 143****1. Details of substantial holder (1)**Name                                        Golden Words Pty Ltd  
ACN (if applicable)                    ACN 002 167 302

There was a change in the interests of the substantial holder on                    10/10/2008

The previous notice was given to the company on                                13/06/2008

The previous notice was dated    13/06/2008

**2. Previous and present voting power**

The total number of votes attached to all the voting shares in the company or voting interest 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 shares	12,771,703	9.78%	14,401,703	11.02%

**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:

Dates 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
06/08/08	Golden Words Pty Ltd	Share Purchase	\$22,800	190,000 fully paid ordinary shares	Golden Words Pty Ltd
7/08/08	Golden Words Pty Ltd	Share Purchase	\$1,200	10,000 fully paid ordinary shares	Golden Words Pty Ltd
14/08/08	Golden Words Pty Ltd	Share Purchase	\$4,950	55,000 fully paid ordinary shares	Golden Words Pty Ltd
15/08/08	Golden Words Pty Ltd	Share Purchase	\$667	7167 fully paid ordinary shares	Golden Words Pty Ltd

18/08/08	Golden Words Pty Ltd	Share Purchase	\$2,790	30,000 fully paid ordinary shares	Golden Words Pty Ltd
22/08/08	Golden Words Pty Ltd	Share Purchase	\$2,511	27,000 fully paid ordinary shares	Golden Words Pty Ltd
25/08/08	Golden Words Pty Ltd	Share Purchase	\$5,582	60,833 fully paid ordinary shares	Golden Words Pty Ltd
26/08/08	Golden Words Pty Ltd	Share Purchase	\$1,800	20,000 fully paid ordinary shares	Golden Words Pty Ltd
11/09/08	Golden Words Pty Ltd	Share Purchase	\$7,200	80,000 fully paid ordinary shares	Golden Words Pty Ltd
12/09/08	Golden Words Pty Ltd	Share Purchase	\$1,800	20,000 fully paid ordinary shares	Golden Words Pty Ltd
16/09/08	Golden Words Pty Ltd	Share Purchase	\$4,954	66,056 fully paid ordinary shares	Golden Words Pty Ltd
17/09/08	Golden Words Pty Ltd	Share Purchase	\$2,546	33,944 fully paid ordinary shares	Golden Words Pty Ltd
7/10/08	Golden Words Pty Ltd	Share Purchase	\$27,500	500,000 fully paid ordinary shares	Golden Words Pty Ltd
10/10/08	Golden Words Pty Ltd	Share Purchase	\$23,850	530,000 fully paid ordinary shares	Golden Words Pty Ltd

#### 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
Golden Words Pty Ltd	Golden Words Pty Ltd	Golden Words Pty Ltd	Registered Holder	12,401,703 ordinary shares	12,401,703
Golden Eggs Super Fund	Golden Eggs Super Fund	Golden Eggs Super Fund	Registered Holder	2,000,000 ordinary shares	2,000,000

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 (if applicable)	Nature of association

6. Addresses

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

Name	Address
Golden Words Pty Ltd	Level 3, 20 Hunter Street, NSW 2000
Golden Eggs Super Fund	Level 3, 20 Hunter Street NSW 2000

Signature



capacity Director

print name Andrew Kennedy

date 13/10/08