



31 August 2016

ASX Market Announcements Office  
ASX Limited  
20 Bridge Street  
Sydney NSW 2000

Dear Sir/Madam,

**Notice of change of Interests of substantial holder - Mr Martin Hosking**

I attach a notice of change of interests of substantial holder, as required under section 671B of the Corporations Act 2001 in respect of the Redbubble CEO and Managing Director, Mr Martin Hosking.

The only change to Mr Hosking's shareholding in Redbubble Limited since the date of the prospectus lodged with ASIC on 3 May 2016 has been the acquisition of 69,049 fully paid ordinary shares on 31 May 2016 (via Mr Hosking's controlled entity, Jellicom Pty Limited). Mr Hosking's percentage shareholding in the Company increased by a fraction of a percent as a consequence of that acquisition and is currently at 25%, marginally above his percentage shareholding as at the Company's listing date (16 May 2016).

The change in Mr Hosking's voting power from 78.16% to 34.80% set out in the attached notice primarily arises from the release of restrictions on disposal of shares under voluntary escrow arrangements, as a consequence of the expiry of the relevant escrow period in relation to those shares. The escrow arrangements were disclosed in the Company's prospectus dated 3 May 2016. The Company had a "relevant interest" in the escrowed shares under section 608(1)(c) of the Corporations Act, and continues to have a relevant interest in other shares that are subject to voluntary escrow as disclosed in the attached notice. Mr Hosking has a deemed relevant interest in shares in which the Company has a relevant interest, pursuant to section 608(3) of the Corporations Act.

Further details in respect of the escrow arrangements are disclosed in the annexures to the attached notice.

Yours faithfully,

Paul Gordon  
Company Secretary, Redbubble Limited

**Form 604**  
Corporations Act 2001  
Section 671B

## Notice of change of interests of substantial holder

To Company Name/Scheme Redbubble Limited

ACN/ARSN 119 200 592

### 1. Details of substantial holder (1)

Name Martin Hosking (**Hosking**) and Jellicom Pty Ltd (ACN 108 631 929) (**Jellicom**)  
ACN/ARSN (if applicable) See above

There was a change in the interests of the substantial holder on 29/08/2016  
The previous notice was given to the company on 16/05/2016  
The previous notice was dated 16/05/2016

### 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 (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)
Fully paid ordinary shares in Redbubble ( <b>Shares</b> )	155,039,921	78.16%	69,071,942	34.80%

### 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
29/08/2016	Hosking and Jellicom	Hosking and Jellicom previously had a relevant interest in the relevant Shares as a result of voluntary escrow arrangements entered into between Redbubble and the holders of those Shares (as Hosking and Jellicom have a deemed relevant interest in Shares in which Redbubble has a relevant interest, by reason of section 608(3) of the Corporations Act). The Shares were released from escrow on 29/08/2016 and Hosking and Jellicom therefore no longer have a relevant interest in the Shares.	Nil	86,037,028	86,037,028
31/05/2016	Hosking and Jellicom	Jellicom acquired an additional 69,049 Shares on 31 May 2016 and therefore Hosking and Jellicom have a relevant interest in the additional 69,049 Shares.	\$86,369.30 aggregate consideration for 69,049 Shares	69,049	69,049

**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
Hosking and Jellicom	Various escrowed shareholders	Various escrowed shareholders	Redbubble has a relevant interest in the relevant Shares under section 608(1)(c) of the Corporations Act, by reason of the voluntary escrow arrangements referred to in Redbubble's Form 603 dated 16/05/2016. Hosking and Jellicom have a deemed relevant interest in Shares in which Redbubble has a relevant interest, by reason of section 608(3) of the Corporations Act.	69,002,893	69,002,893
Hosking and Jellicom	Jellicom	Jellicom	Registered holder of the relevant Shares	47,978,569 Shares	47,978,569
Hosking and Jellicom	Hosking	Hosking	Registered holder of the relevant Shares	1,710,929 Shares	1,710,929

**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
Not applicable	Not applicable

**6. Addresses**

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

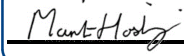
Name	Address
Redbubble	Level 3, 271 Collins Street, Melbourne, Vic, 3000
Hosking and Jellicom	C/- Redbubble Limited, Level 3, 271 Collins Street, Melbourne, VIC, 3000

**Signature**

print name Martin Hosking

capacity CEO

sign here

DocuSigned by:  
  
 897722E1CD484E...

date 30/08/2016

**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 on 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.