

**Form604**

Corporations Act 2001

Section 671B

**Notice of change of interests of substantial holder**

To Company Name/Scheme

REDBUBBLE LIMITED RBL

ACN/ARSN

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

Name

Kayne Anderson Rudnick Investment Management, LLC, Virtus Investment Advisers, Inc. and their associates identified in Annexure B (**Virtus Group**)

ACN/ARSN (if applicable)

There was a change in the interests of the substantial holder on

22/04/2021

The previous notice was given to the company on

11/04/2021

The previous notice was dated

11/04/2021**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)
Ordinary Shares	16,435,591	6.01%	19,663,722	7.19%

**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
22 April 2021	Kayne Anderson Rudnick Investment Management LLC	Please see <b>Annexure A</b>	Please see <b>Annexure A</b>	3,841,421 ordinary shares	3,841,421
22 April 2021	Kayne Anderson Rudnick Investment Management LLC and Virtus Investment Advisers Inc.	Please see <b>Annexure A</b>	Please see <b>Annexure A</b>	15,822,301 ordinary shares	15,822,301
22 April 2021	Virtus Group (please see <b>Annexure B</b> )	Virtus Investment Partners, Inc., and Virtus Partners, Inc. have a relevant interest in the shares in which Kayne Anderson Rudnick Investment Management LLC and Virtus Investment Advisers Inc. have a relevant interest, under section 608(3)(a)-(b) because they control Kayne Anderson Rudnick Investment Management LLC and	N/A	As above	As above

		Virtus Investment Advisers Inc..  Each of the Virtus Group is an associate pursuant to s 12(2)(a) of the Corporations Act 2001 (Cth) and has a relevant interest in all the shares referred to in the row above by virtue of section 608(3) of the Act.			
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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 (8)	Nature of relevant interest (6)	Class and number of securities	Person's votes
Kayne Anderson Rudnick Investment Management, LLC	UBS Securities; Morgan Stanley; Goldman Sachs - INSTL; Cabrera Capital Markets LLC; U.S. Bank; State Street Bank & Trust; HSBC Securities Inc; J.P. Morgan Chase; Northern Trust Company; Bank of New York Mellon GSP; and Brown Brothers Harriman	Kayne Anderson Rudnick Investment Management, LLC	3,841,421	3,841,421 ordinary shares	3,841,421
Kayne Anderson Rudnick Investment Management and Virtus Investment Advisers Inc.	UBS Securities; Morgan Stanley; Goldman Sachs - INSTL; and Bank of New York Mellon GSP	Kayne Anderson Rudnick Investment Management and Virtus Investment Advisers Inc.	15,822,301	15,822,301 ordinary shares	15,822,301

## 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
The members of the Virtus Group identified in <b>Annexure B</b> .	The members of the Virtus Group are associates pursuant to section 12(2)(a) of the Corporations Act, because they are under control of, or under common control with, each other.

## 6. Addresses

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

Name	Address
Kayne Anderson Rudnick Investment Management, LLC	1800 Avenue of the Stars, 2 <sup>nd</sup> Floor Los Angeles, California 90067 USA
Virtus Investment Advisers, Inc.	One Financial Plaza Hartford, Connecticut 06103

## Signature

print name	Michael Shoemaker	capacity	Chief Compliance Officer Kayne Anderson Rudnick Investment Management, LLC, investment manager
sign here		date	25 April 2021

## 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 these 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 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.
- (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.

## Annexure A - Relevant interest change

This is the annexure of 1 page marked Annexure A mentioned in the Form 604 (notice of change of interests of substantial holder) signed by me and dated 25 April 2021.

Signature: 

Michael Shoemaker  
Chief Compliance Officer  
Kayne Anderson Rudnick Investment Management, LLC, investment manager

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
12/04/2021	Kayne Anderson Rudnick Investment Management LLC	Change in relevant interest pursuant to the acquisition of fully paid shares	\$27,614.02	4,987 ordinary shares	4,987
12/04/2021	Kayne Anderson Rudnick Investment Management LLC	Change in relevant interest pursuant to the acquisition of fully paid shares	\$9,673.49	1,747 ordinary shares	1,747
12/04/2021	Kayne Anderson Rudnick Investment Management LLC and Virtus Investment Advisers Inc.	Change in relevant interest pursuant to the acquisition of fully paid shares	\$1,168.35	211 ordinary shares	211
12/04/2021	Kayne Anderson Rudnick Investment Management LLC	Change in relevant interest pursuant to the acquisition of fully paid shares	\$42,409.41	7,659 ordinary shares	7,659
12/04/2021	Kayne Anderson Rudnick Investment Management LLC	Change in relevant interest pursuant to the acquisition of fully paid shares	\$1,146.20	207 ordinary shares	207
12/04/2021	Kayne Anderson Rudnick Investment Management LLC	Change in relevant interest pursuant to the acquisition of fully paid shares	\$561,760.01	101,452 ordinary shares	101,452
12/04/2021	Kayne Anderson Rudnick Investment Management LLC	Change in relevant interest pursuant to the acquisition of fully paid shares	\$10,598.20	1,914 ordinary shares	1,914
12/04/2021	Kayne Anderson Rudnick Investment Management LLC	Change in relevant interest pursuant to the acquisition of fully paid shares	\$4,557.12	823 ordinary shares	823
13/04/2021	Kayne Anderson Rudnick Investment Management LLC	Change in relevant interest pursuant to the acquisition of fully paid shares	\$19,782.33	3,419 ordinary shares	3,419
13/04/2021	Kayne Anderson Rudnick Investment Management LLC	Change in relevant interest pursuant to the acquisition of fully paid shares	\$6,931.63	1,198 ordinary shares	1,198
13/04/2021	Kayne Anderson Rudnick Investment Management LLC	Change in relevant interest pursuant to the acquisition of	\$838.97	145 ordinary shares	145

	and Virtus Investment Advisers Inc.	fully paid shares			
13/04/2021	Kayne Anderson Rudnick Investment Management LLC	Change in relevant interest pursuant to the acquisition of fully paid shares	\$30,388.07	5,252 ordinary shares	5,252
13/04/2021	Kayne Anderson Rudnick Investment Management LLC	Change in relevant interest pursuant to the acquisition of fully paid shares	\$821.61	142 ordinary shares	142
13/04/2021	Kayne Anderson Rudnick Investment Management LLC and Virtus Investment Advisers Inc.	Change in relevant interest pursuant to the acquisition of fully paid shares	\$402,508.88	69,566 ordinary shares	69,566
13/04/2021	Kayne Anderson Rudnick Investment Management LLC	Change in relevant interest pursuant to the acquisition of fully paid shares	\$7,591.23	1,312 ordinary shares	1,312
13/04/2021	Kayne Anderson Rudnick Investment Management LLC	Change in relevant interest pursuant to the acquisition of fully paid shares	\$3,269.09	565 ordinary shares	565
14/04/2021	Kayne Anderson Rudnick Investment Management LLC	Change in relevant interest pursuant to the acquisition of fully paid shares	\$10,494.39	1,796 ordinary shares	1,796
14/04/2021	Kayne Anderson Rudnick Investment Management LLC	Change in relevant interest pursuant to the acquisition of fully paid shares	\$84,877.26	14,705 ordinary shares	14,705
14/04/2021	Kayne Anderson Rudnick Investment Management LLC	Change in relevant interest pursuant to the acquisition of fully paid shares	\$3,681.22	630 ordinary shares	630
14/04/2021	Kayne Anderson Rudnick Investment Management LLC	Change in relevant interest pursuant to the acquisition of fully paid shares	\$29,743.12	5,153 ordinary shares	5,153
14/04/2021	Kayne Anderson Rudnick Investment Management LLC and Virtus Investment Advisers Inc.	Change in relevant interest pursuant to the acquisition of fully paid shares	\$444.08	76 ordinary shares	76
14/04/2021	Kayne Anderson Rudnick Investment Management LLC and Virtus Investment Advisers Inc.	Change in relevant interest pursuant to the acquisition of fully paid shares	\$3,590.18	622 ordinary shares	622
14/04/2021	Kayne Anderson Rudnick Investment Management LLC	Change in relevant interest pursuant to the acquisition of fully paid shares	\$16,121.39	2,759 ordinary shares	2,759
14/04/2021	Kayne Anderson Rudnick Investment Management LLC	Change in relevant interest pursuant to the acquisition of fully paid shares	\$130,372.16	22,587 ordinary shares	22,587
14/04/2021	Kayne Anderson Rudnick	Change in relevant interest	\$432.40	74 ordinary shares	74

	Investment Management LLC	pursuant to the acquisition of fully paid shares			
14/04/2021	Kayne Anderson Rudnick Investment Management LLC	Change in relevant interest pursuant to the acquisition of fully paid shares	\$3,515.15	609 ordinary shares	609
14/04/2021	Kayne Anderson Rudnick Investment Management LLC and Virtus Investment Advisers Inc.	Change in relevant interest pursuant to the acquisition of fully paid shares	\$213,574.80	36,551 ordinary shares	36,551
14/04/2021	Kayne Anderson Rudnick Investment Management LLC and Virtus Investment Advisers Inc.	Change in relevant interest pursuant to the acquisition of fully paid shares	\$1,726,803.47	299,169 ordinary shares	299,169
14/04/2021	Kayne Anderson Rudnick Investment Management LLC	Change in relevant interest pursuant to the acquisition of fully paid shares	\$32,577.17	5,644 ordinary shares	5,644
14/04/2021	Kayne Anderson Rudnick Investment Management LLC	Change in relevant interest pursuant to the acquisition of fully paid shares	\$4,025.96	689 ordinary shares	689
14/04/2021	Kayne Anderson Rudnick Investment Management LLC	Change in relevant interest pursuant to the acquisition of fully paid shares	\$14,014.42	2,428 ordinary shares	2,428
14/04/2021	Kayne Anderson Rudnick Investment Management LLC	Change in relevant interest pursuant to the acquisition of fully paid shares	\$1,735.43	297 ordinary shares	297
15/04/2021	Kayne Anderson Rudnick Investment Management LLC	Change in relevant interest pursuant to the acquisition of fully paid shares	\$151,950.91	25,553 ordinary shares	25,553
15/04/2021	Kayne Anderson Rudnick Investment Management LLC	Change in relevant interest pursuant to the acquisition of fully paid shares	\$53,250.91	8,955 ordinary shares	8,955
15/04/2021	Kayne Anderson Rudnick Investment Management LLC and Virtus Investment Advisers Inc.	Change in relevant interest pursuant to the acquisition of fully paid shares	\$6,422.22	1,080 ordinary shares	1,080
15/04/2021	Kayne Anderson Rudnick Investment Management LLC	Change in relevant interest pursuant to the acquisition of fully paid shares	\$233,394.18	39,249 ordinary shares	39,249
15/04/2021	Kayne Anderson Rudnick Investment Management LLC	Change in relevant interest pursuant to the acquisition of fully paid shares	\$6,291.40	1,058 ordinary shares	1,058
15/04/2021	Kayne Anderson Rudnick Investment Management LLC and Virtus Investment Advisers Inc.	Change in relevant interest pursuant to the acquisition of fully paid shares	\$3,091,454.53	519,878 ordinary shares	519,878

15/04/2021	Kayne Anderson Rudnick Investment Management LLC	Change in relevant interest pursuant to the acquisition of fully paid shares	\$58,317.33	9,807 ordinary shares	9,807
15/04/2021	Kayne Anderson Rudnick Investment Management LLC	Change in relevant interest pursuant to the acquisition of fully paid shares	\$25,094.23	4,220 ordinary shares	4,220
16/04/2021	Kayne Anderson Rudnick Investment Management LLC	Change in relevant interest pursuant to the acquisition of fully paid shares	\$35,350.58	6,286 ordinary shares	6,286
16/04/2021	Kayne Anderson Rudnick Investment Management LLC	Change in relevant interest pursuant to the acquisition of fully paid shares	\$12,389.01	2,203 ordinary shares	2,203
16/04/2021	Kayne Anderson Rudnick Investment Management LLC and Virtus Investment Advisers Inc.	Change in relevant interest pursuant to the acquisition of fully paid shares	\$1,495.90	266 ordinary shares	266
16/04/2021	Kayne Anderson Rudnick Investment Management LLC	Change in relevant interest pursuant to the acquisition of fully paid shares	\$54,296.82	9,655 ordinary shares	9,655
16/04/2021	Kayne Anderson Rudnick Investment Management LLC	Change in relevant interest pursuant to the acquisition of fully paid shares	\$1,462.16	260 ordinary shares	260
16/04/2021	Kayne Anderson Rudnick Investment Management LLC and Virtus Investment Advisers Inc.	Change in relevant interest pursuant to the acquisition of fully paid shares	\$719,158.76	127,880 ordinary shares	127,880
16/04/2021	Kayne Anderson Rudnick Investment Management LLC	Change in relevant interest pursuant to the acquisition of fully paid shares	\$13,564.36	2,412 ordinary shares	2,412
16/04/2021	Kayne Anderson Rudnick Investment Management LLC	Change in relevant interest pursuant to the acquisition of fully paid shares	\$5,837.40	1,038 ordinary shares	1,038
19/04/2021	Kayne Anderson Rudnick Investment Management LLC	Change in relevant interest pursuant to the acquisition of fully paid shares	\$96,083.26	17,222 ordinary shares	17,222
19/04/2021	Kayne Anderson Rudnick Investment Management LLC	Change in relevant interest pursuant to the acquisition of fully paid shares	\$33,669.87	6,035 ordinary shares	6,035
19/04/2021	Kayne Anderson Rudnick Investment Management LLC and Virtus Investment Advisers Inc.	Change in relevant interest pursuant to the acquisition of fully paid shares	\$4,061.58	728 ordinary shares	728
19/04/2021	Kayne Anderson Rudnick Investment Management LLC	Change in relevant interest pursuant to the acquisition of fully paid shares	\$147,589.51	26,454 ordinary shares	26,454

19/04/2021	Kayne Anderson Rudnick Investment Management LLC	Change in relevant interest pursuant to the acquisition of fully paid shares	\$3,977.90	713 ordinary shares	713
19/04/2021	Kayne Anderson Rudnick Investment Management LLC and Virtus Investment Advisers Inc.	Change in relevant interest pursuant to the acquisition of fully paid shares	\$1,954,883.17	350,394 ordinary shares	350,394
19/04/2021	Kayne Anderson Rudnick Investment Management LLC	Change in relevant interest pursuant to the acquisition of fully paid shares	\$36,877.85	6,610 ordinary shares	6,610
19/04/2021	Kayne Anderson Rudnick Investment Management LLC	Change in relevant interest pursuant to the acquisition of fully paid shares	\$15,866.96	2,844 ordinary shares	2,844
20/04/2021	Kayne Anderson Rudnick Investment Management LLC	Change in relevant interest pursuant to the acquisition of fully paid shares	\$42,312.96	7,646 ordinary shares	7,646
20/04/2021	Kayne Anderson Rudnick Investment Management LLC	Change in relevant interest pursuant to the acquisition of fully paid shares	\$14,825.59	2,679 ordinary shares	2,679
20/04/2021	Kayne Anderson Rudnick Investment Management LLC and Virtus Investment Advisers Inc.	Change in relevant interest pursuant to the acquisition of fully paid shares	\$1,787.48	323 ordinary shares	323
20/04/2021	Kayne Anderson Rudnick Investment Management LLC	Change in relevant interest pursuant to the acquisition of fully paid shares	\$64,991.30	11,744 ordinary shares	11,744
20/04/2021	Kayne Anderson Rudnick Investment Management LLC	Change in relevant interest pursuant to the acquisition of fully paid shares	\$1,754.28	317 ordinary shares	317
20/04/2021	Kayne Anderson Rudnick Investment Management LLC and Virtus Investment Advisers Inc.	Change in relevant interest pursuant to the acquisition of fully paid shares	\$860,813.70	155,550 ordinary shares	155,550
20/04/2021	Kayne Anderson Rudnick Investment Management LLC	Change in relevant interest pursuant to the acquisition of fully paid shares	\$16,236.76	2,934 ordinary shares	2,934
20/04/2021	Kayne Anderson Rudnick Investment Management LLC	Change in relevant interest pursuant to the acquisition of fully paid shares	\$6,989.44	1,263 ordinary shares	1,263
21/04/2021	Kayne Anderson Rudnick Investment Management LLC	Change in relevant interest pursuant to the acquisition of fully paid shares	\$108,109.73	20,599 ordinary shares	20,599
21/04/2021	Kayne Anderson Rudnick Investment Management LLC	Change in relevant interest pursuant to the acquisition of fully paid shares	\$37,887.48	7,219 ordinary shares	7,219

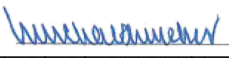


21/04/2021	Kayne Anderson Rudnick Investment Management LLC and Virtus Investment Advisers Inc.	Change in relevant interest pursuant to the acquisition of fully paid shares	\$4,566.02	870 ordinary shares	870
21/04/2021	Kayne Anderson Rudnick Investment Management LLC	Change in relevant interest pursuant to the acquisition of fully paid shares	\$166,061.46	31,641 ordinary shares	31,641
21/04/2021	Kayne Anderson Rudnick Investment Management LLC	Change in relevant interest pursuant to the acquisition of fully paid shares	\$568,952.46	108,407 ordinary shares	108,407
21/04/2021	Kayne Anderson Rudnick Investment Management LLC	Change in relevant interest pursuant to the acquisition of fully paid shares	\$4,482.05	854 ordinary shares	854
21/04/2021	Kayne Anderson Rudnick Investment Management LLC and Virtus Investment Advisers Inc.	Change in relevant interest pursuant to the acquisition of fully paid shares	\$2,199,573.03	419,102 ordinary shares	419,102
21/04/2021	Kayne Anderson Rudnick Investment Management LLC	Change in relevant interest pursuant to the acquisition of fully paid shares	\$41,498.31	7,907 ordinary shares	7,907
21/04/2021	Kayne Anderson Rudnick Investment Management LLC	Change in relevant interest pursuant to the acquisition of fully paid shares	\$17,849.47	3,401 ordinary shares	3,401
22/04/2021	Kayne Anderson Rudnick Investment Management LLC	Change in relevant interest pursuant to the acquisition of fully paid shares	\$70,038.52	14,758 ordinary shares	14,758
22/04/2021	Kayne Anderson Rudnick Investment Management LLC	Change in relevant interest pursuant to the acquisition of fully paid shares	\$24,540.53	5,171 ordinary shares	5,171
22/04/2021	Kayne Anderson Rudnick Investment Management LLC and Virtus Investment Advisers Inc.	Change in relevant interest pursuant to the acquisition of fully paid shares	\$2,961.38	624 ordinary shares	624
22/04/2021	Kayne Anderson Rudnick Investment Management LLC	Change in relevant interest pursuant to the acquisition of fully paid shares	\$661,645.22	151,209 ordinary shares	151,209
22/04/2021	Kayne Anderson Rudnick Investment Management LLC	Change in relevant interest pursuant to the acquisition of fully paid shares	\$107,577.79	22,668 ordinary shares	22,668
22/04/2021	Kayne Anderson Rudnick Investment Management LLC	Change in relevant interest pursuant to the acquisition of fully paid shares	\$435,075.85	99,430 ordinary shares	99,430
22/04/2021	Kayne Anderson Rudnick Investment Management LLC	Change in relevant interest pursuant to the acquisition of fully paid shares	\$368,577.81	77,664 ordinary shares	77,664

22/04/2021	Kayne Anderson Rudnick Investment Management LLC	Change in relevant interest pursuant to the acquisition of fully paid shares	\$2,899.68	611 ordinary shares	611
22/04/2021	Kayne Anderson Rudnick Investment Management LLC and Virtus Investment Advisers Inc.	Change in relevant interest pursuant to the acquisition of fully paid shares	\$1,424,931.20	300,251 ordinary shares	300,251
22/04/2021	Kayne Anderson Rudnick Investment Management LLC	Change in relevant interest pursuant to the acquisition of fully paid shares	\$26,880.21	5,664 ordinary shares	5,664
22/04/2021	Kayne Anderson Rudnick Investment Management LLC	Change in relevant interest pursuant to the acquisition of fully paid shares	\$11,565.51	2,437 ordinary shares	2,437

## Annexure B - Virtus Group

This is the annexure of 1 page marked Annexure B mentioned in the Form 604 (notice of change of interests of substantial holder) signed by me and dated 25 April 2021.

Signature:  \_\_\_\_\_

Michael Shoemaker  
Chief Compliance Officer  
Kayne Anderson Rudnick Investment Management, LLC, investment manager

### **Virtus Group**

Virtus Investment Partners, Inc.  
Virtus Partners, Inc.  
ETF Holdings LLC  
SGIA, LLC GP  
Ceredex Value Advisors LLC  
Duff & Phelps Investment Management Co.  
Kayne Anderson Rudnick Investment Management LLC  
Newfleet Asset Management LLC  
NFJ Investment Group, LLC  
Seix Investment Advisors LLC  
Silvant Capital Management LLC  
Sustainable Growth Advisers LP  
Virtus Intermediate Holdings LLC  
Virtus ETF Solutions LLC  
Virtus ETF Advisers LLC  
Virtus Alternative Investment Advisers Inc.  
Virtus Fund Advisers LLC  
Virtus Investment Advisers Inc.  
Virtus Retirement Investment Advisers LLC  
Virtus Fund Services, LLC  
Virtus Shared Services LLC  
VP Distributors LLC  
Virtus Investment Partners Int'l Ltd.