

26 October 2017

Company Announcements Office  
Australian Securities Exchange

Dear Sir/Madam,

**Kogan.com Ltd (the “Company”)**

**Change in Directors’ Interests**

For personal reasons, and in response to on-going demand from institutions, Ruslan Kogan and David Shafer agreed to sell 3.0 million and approximately 2.4 million Kogan.com shares respectively (which represents approximately 7% and 15% of their shareholding respectively). Mr Kogan and Mr Shafer collectively retain 52.4 million shares, representing 56.0% of Kogan.com issued capital.

Please find attached updated Appendix 3Y’s for Mr Ruslan Kogan and Mr David Shafer to reflect these changes.

Yours sincerely

A handwritten signature in black ink, appearing to read 'Mark Licciardo', with a large, sweeping flourish extending to the right.

**Mark Licciardo**  
**Company Secretary**

# Appendix 3Y

## Change of Director's Interest Notice

*Information or documents not available now must be given to ASX as soon as available. Information and documents given to ASX become ASX's property and may be made public.*

Introduced 30/09/01 Amended 01/01/11

<b>Name of entity: Kogan.com Ltd</b>
<b>ACN: 612 447 293</b>

We (the entity) give ASX the following information under listing rule 3.19A.2 and as agent for the director for the purposes of section 205G of the Corporations Act.

<b>Name of Director</b>	<b>Mr Ruslan Kogan</b>
<b>Date of last notice</b>	<b>24 August 2017</b>

### Part 1 - Change of director's relevant interests in securities

*In the case of a trust, this includes interests in the trust made available by the responsible entity of the trust*

Note: In the case of a company, interests which come within paragraph (i) of the definition of "notifiable interest of a director" should be disclosed in this part.

<b>Direct or indirect interest</b>	Indirect
<b>Nature of indirect interest (including registered holder)</b> Note: Provide details of the circumstances giving rise to the relevant interest.	Kogan Management Pty Ltd ATF the Ruslan Tech Trust
<b>Date of change</b>	24 October 2017

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**Change of Director's Interest Notice**

<p><b>No. of securities held prior to change</b></p>	<p>335,000 fully paid ordinary shares in the name of HSBC Custody Nominees (Australia) Limited – A/C2 as nominee for Walsh St Management Pty Ltd ATF Walsh St Trust</p> <p>42,220,205 fully paid ordinary shares in name of Kogan Management Pty Ltd ATF the Ruslan Tech Trust</p> <p>32,448,956 shares in the name of Kogan Management Pty Ltd ATF The Ruslan Tech Trust and Shafer Corporation Pty Ltd ATF the Shafer Family Trust by virtue of Section 608(3)(a) Kogan Management Pty Ltd (of which Ruslan Kogan is a controller) has a relevant interest in Shares in which Kogan.com Ltd has a relevant interest, being all of the shares the subject of voluntary escrow arrangements.</p>
<p><b>Class</b></p>	<p>Ordinary Shares</p>
<p><b>Number acquired</b></p>	<p>Nil</p>
<p><b>Number disposed</b></p>	<p>3,000,000</p>
<p><b>Value/Consideration</b>  Note: If consideration is non-cash, provide details and estimated valuation</p>	<p>\$4.25 per share</p>
<p><b>No. of securities held after change</b></p>	<p>335,000 fully paid ordinary shares in the name of HSBC Custody Nominees (Australia) Limited – A/C2 as nominee for Walsh St Management Pty Ltd ATF Walsh St Trust</p> <p>39,220,205 fully paid ordinary shares in name of Kogan Management Pty Ltd ATF the Ruslan Tech Trust</p> <p>32,448,956 shares in the name of Kogan Management Pty Ltd ATF The Ruslan Tech Trust and Shafer Corporation Pty Ltd ATF the Shafer Family Trust by virtue of Section 608(3)(a) Kogan Management Pty Ltd (of which Ruslan Kogan is a controller) has a relevant interest in Shares in which Kogan.com Ltd has a relevant interest, being all of the shares the subject of voluntary escrow arrangements.</p>

+ See chapter 19 for defined terms.

**Appendix 3Y**  
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<b>Nature of change</b> Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back	Off- market trade
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+ See chapter 19 for defined terms.

## Appendix 3Y Change of Director's Interest Notice

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### Part 2 – Change of director's interests in contracts

Note: In the case of a company, interests which come within paragraph (ii) of the definition of "notifiable interest of a director" should be disclosed in this part.

<b>Detail of contract</b>	N/A
<b>Nature of interest</b>	
<b>Name of registered holder (if issued securities)</b>	
<b>Date of change</b>	
<b>No. and class of securities to which interest related prior to change</b> <small>Note: Details are only required for a contract in relation to which the interest has changed</small>	
<b>Interest acquired</b>	
<b>Interest disposed</b>	
<b>Value/Consideration</b> <small>Note: If consideration is non-cash, provide details and an estimated valuation</small>	
<b>Interest after change</b>	

### Part 3 – +Closed period

<b>Were the interests in the securities or contracts detailed above traded during a +closed period where prior written clearance was required?</b>	No
<b>If so, was prior written clearance provided to allow the trade to proceed during this period?</b>	N/A
<b>If prior written clearance was provided, on what date was this provided?</b>	N/A

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# Appendix 3Y

## Change of Director's Interest Notice

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Introduced 30/09/01 Amended 01/01/11

<b>Name of entity: Kogan.com Ltd</b>
<b>ACN: 612 447 293</b>

We (the entity) give ASX the following information under listing rule 3.19A.2 and as agent for the director for the purposes of section 205G of the Corporations Act.

<b>Name of Director</b>	<b>Mr David Shafer</b>
<b>Date of last notice</b>	<b>24 August 2017</b>

### Part 1 - Change of director's relevant interests in securities

*In the case of a trust, this includes interests in the trust made available by the responsible entity of the trust*

Note: In the case of a company, interests which come within paragraph (i) of the definition of "notifiable interest of a director" should be disclosed in this part.

<b>Direct or indirect interest</b>	Indirect
<b>Nature of indirect interest (including registered holder)</b> Note: Provide details of the circumstances giving rise to the relevant interest.	Shafer Corporation Pty Ltd ATF the Shafer Family Trust
<b>Date of change</b>	24 October 2017
<b>No. of securities held prior to change</b>	15,177,705 shares in the name of Shafer Corporation Pty Ltd ATF the Shafer Family Trust.
<b>Class</b>	Ordinary Shares
<b>Number acquired</b>	Nil
<b>Number disposed</b>	2,352,942
<b>Value/Consideration</b> Note: If consideration is non-cash, provide details and estimated valuation	\$4.25 per share

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**Change of Director's Interest Notice**

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<b>No. of securities held after change</b>	12,824,763 shares in the name of Shafer Corporation Pty Ltd ATF the Shafer Family Trust.
<b>Nature of change</b> Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back	Off- market trade

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+ See chapter 19 for defined terms.

**Part 2 – Change of director's interests in contracts**

Note: In the case of a company, interests which come within paragraph (ii) of the definition of "notifiable interest of a director" should be disclosed in this part.

<b>Detail of contract</b>	N/A
<b>Nature of interest</b>	
<b>Name of registered holder (if issued securities)</b>	
<b>Date of change</b>	
<b>No. and class of securities to which interest related prior to change</b> <small>Note: Details are only required for a contract in relation to which the interest has changed</small>	
<b>Interest acquired</b>	
<b>Interest disposed</b>	
<b>Value/Consideration</b> <small>Note: If consideration is non-cash, provide details and an estimated valuation</small>	
<b>Interest after change</b>	

**Part 3 – +Closed period**

<b>Were the interests in the securities or contracts detailed above traded during a +closed period where prior written clearance was required?</b>	No
<b>If so, was prior written clearance provided to allow the trade to proceed during this period?</b>	N/A
<b>If prior written clearance was provided, on what date was this provided?</b>	N/A

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+ See chapter 19 for defined terms.