

**Form 603**

**Corporations Act 2001**  
**Section 671B**

**Notice of initial substantial holder**

To Company Name/Scheme KOGAN.COM LTD

ACN/ARSN 612 447 293

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

Name BlackRock Group (BlackRock Inc. and subsidiaries named in Annexures  
ACN/ARSN (if applicable) to this form)

The holder became a substantial holder on 28 / 05 / 2019

**2. Details of 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 on the date the substantial holder became a substantial holder are as follows:

Class of securities (4)	Number of securities	Person's votes (5)	Voting power (6)
ORD	4,689,080	4,689,080	5.00

**3. Details of relevant interests**

The nature of the relevant interest the substantial holder or an associate had in the following voting securities on the date the substantial holder became a substantial holder are as follows:

Holder of relevant interest	Nature of relevant interest (7)	Class and number of securities
Annexure A		

**4. Details of present registered holders**

The persons registered as holders of the securities referred to in paragraph 3 above are as follows:

Holder of relevant interest	Registered holder of securities	Person entitled to be registered as holder (8)	Class and number of securities
see Annexure A			

**5. Consideration**

The consideration paid for each relevant interest referred to in paragraph 3 above, and acquired in the four months prior to the day that the substantial holder became a substantial holder is as follows:

Holder of relevant interest	Date of acquisition	Consideration (9)		Class and number of securities
		Cash	Non-cash	
see Annexure B				

**6. Associates**

The reasons the persons named in paragraph 3 above are associates of the substantial holder are as follows:

Name and ACN/ARSN (if applicable)	Nature of association
see Annexure A	

**7. Addresses**

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

Name	Address
see Annexure C	

**Signature**

print name Bradley Taylor

capacity Authorised Signatory\*

sign here

date 30 / 05 / 2019

\* At a meeting of the Board on 22 November 2013, the Directors resolved to approve the delegation of the preparation and lodgement of substantial shareholder notices on behalf of BlackRock Investment Management (Australia) Limited.

**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 7 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 total number of votes attached to all the voting shares in the company or voting interests in the scheme (if any) that the person or an associate has a relevant interest in.
- (6) The person's votes divided by the total votes in the body corporate or scheme multiplied by 100.
- (7) Include details of:
  - (a) any relevant agreement or other circumstances by which the relevant interest was acquired. 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.
- (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) 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.

30-May-19

Bradley Taylor,  
Authorised Signatory

Date

3. Details of Relevant Interests
4. Details of present registered holders
6. Associates

Holder of Relevant Interests Name and ACN / ARSN (if applicable)	Nature of Relevant Interest	Registered Holder of Securities	Person entitled to be registered as holder	Class and number of Securities	Person's votes	Nature of Association
BlackRock (Netherlands) B.V.	Power to control the exercise of a right to vote attached to securities and/or the power to dispose of securities as investment manager or trustee.	SSB-STATE STREET LONDON		ORD6,073	6,073	subsidiary of BlackRock Inc.
BlackRock Institutional Trust Company, National Association	Power to control the exercise of a right to vote attached to securities and/or the power to dispose of securities as investment manager or trustee.	JPM-JP MORGAN CHASE - NEW YORK		ORD440,701	440,701	subsidiary of BlackRock Inc.
BlackRock Institutional Trust Company, National Association	Power to control the exercise of a right to vote attached to securities and/or the power to dispose of securities as investment manager or trustee.	SSB-SSB NEW YORK INSTITUTIONAL		ORD29,047	29,047	subsidiary of BlackRock Inc.
BlackRock Investment Management (Australia) Limited	Power to control the exercise of a right to vote attached to securities and/or the power to dispose of securities as investment manager or trustee.	HSBC-HSBC SYDNEY		ORD83,518	83,518	subsidiary of BlackRock Inc.
BlackRock Investment Management (Australia) Limited	Power to control the exercise of a right to vote attached to securities and/or the power to dispose of securities as investment manager or trustee.	JPM-JPM CHASE - SYDNEY		ORD3,807,818	3,807,818	subsidiary of BlackRock Inc.
BlackRock Investment Management (Australia) Limited	Power to control the exercise of a right to vote attached to securities and/or the power to dispose of securities as investment manager or trustee.	NAB-NATIONAL AUSTRALIA BANK LIMITED - MELBOURNE		ORD20,620	20,620	subsidiary of BlackRock Inc.
BlackRock Investment Management (Australia) Limited	Power to control the exercise of a right to vote attached to securities and/or the power to dispose of securities as investment manager or trustee.	Northern Trust Singapore		ORD51,013	51,013	subsidiary of BlackRock Inc.
BlackRock Investment Management (Australia) Limited	Power to control the exercise of a right to vote attached to securities and/or the power to dispose of securities as investment manager or trustee.	UBS- UBS- ZURICH		ORD106,450	106,450	subsidiary of BlackRock Inc.
BlackRock Investment Management (UK) Limited	Power to control the exercise of a right to vote attached to securities and/or the power to dispose of securities as investment manager or trustee.	BNYM-BANK OF NY BRUS		ORD14,953	14,953	subsidiary of BlackRock Inc.
BlackRock Investment Management (Australia) Limited	Power to control the exercise of a right to vote attached to securities and/or the power to dispose of securities held in its capacity as investment manager.	SSB-STATE STREET AUSTRALIA		ORD20,754	20,754	subsidiary of BlackRock Inc.
BlackRock Investment Management (Australia) Limited	Power to control the exercise of a right to vote attached to securities and/or the power to dispose of securities held in its capacity as responsible entity.	JPM-JPM CHASE - SYDNEY		ORD108,133	108,133	subsidiary of BlackRock Inc.

This is Annexure B of 1 page referred to in form 603 Notice of initial substantial shareholder

30-May-19  
**Bradley Taylor,**  
**Authorised Signatory**  
**Date**

## 5. Consideration

KOGAN.COM LTD (KGN)								
Holder of Relevant Interest	Date of Acquisition / Trans on a prescribed fin'l mkt		Consideration			Class and number of securities affected		Person's votes affected
			Cash	Non-cash	CCY			
BlackRock Investment Management (Australia) Limited	13-Feb-19	yes	4.35	on mkt buy	AUD	ORD	15,708	15,708
BlackRock Investment Management (Australia) Limited	27-Mar-19	yes	3.47	on mkt buy	AUD	ORD	6,078	6,078
BlackRock Investment Management (Australia) Limited	27-Mar-19	yes	3.47	on mkt buy	AUD	ORD	79,760	79,760
BlackRock Investment Management (Australia) Limited	27-Mar-19	yes	3.47	on mkt buy	AUD	ORD	27,492	27,492
BlackRock Investment Management (Australia) Limited	28-Mar-19	yes	3.50	on mkt buy	AUD	ORD	5,402	5,402
BlackRock Investment Management (Australia) Limited	28-Mar-19	yes	3.50	on mkt buy	AUD	ORD	70,889	70,889
BlackRock Investment Management (Australia) Limited	28-Mar-19	yes	3.50	on mkt buy	AUD	ORD	24,433	24,433
BlackRock Investment Management (Australia) Limited	29-Mar-19	yes	3.55	on mkt buy	AUD	ORD	3,758	3,758
BlackRock Investment Management (Australia) Limited	29-Mar-19	yes	3.55	on mkt buy	AUD	ORD	49,324	49,324
BlackRock Investment Management (Australia) Limited	29-Mar-19	yes	3.55	on mkt buy	AUD	ORD	17,001	17,001
BlackRock Investment Management (Australia) Limited	01-Apr-19	yes	3.76	on mkt buy	AUD	ORD	8,108	8,108
BlackRock Investment Management (Australia) Limited	01-Apr-19	yes	3.76	on mkt buy	AUD	ORD	106,388	106,388
BlackRock Investment Management (Australia) Limited	01-Apr-19	yes	3.76	on mkt buy	AUD	ORD	36,669	36,669
BlackRock Institutional Trust Company, National Association	01-Apr-19	yes	3.82	on mkt buy	AUD	ORD	45,552	45,552
BlackRock Investment Management (Australia) Limited	23-Apr-19	no	n/a	in specie	AUD	ORD	14,367	14,367
BlackRock (Netherlands) B.V.	20-May-19	no	n/a	in specie	AUD	ORD	6,073	6,073
BlackRock Institutional Trust Company, National Association	22-May-19	no	n/a	in specie	AUD	ORD	3,490	3,490
BlackRock Institutional Trust Company, National Association	28-May-19	yes	6.20	on mkt buy	AUD	ORD	4,905	4,905
BlackRock Institutional Trust Company, National Association	28-May-19	yes	6.20	on mkt buy	AUD	ORD	2,474	2,474
BlackRock Institutional Trust Company, National Association	28-May-19	yes	6.20	on mkt buy	AUD	ORD	9,394	9,394

This is Annexure C of 1 pages referred to in form 603 Notice of initial substantial shareholder

30-May-19

Bradley Taylor,  
Authorised Signatory

Date

7. Addresses

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

Name	Address
BlackRock Group	
BlackRock Inc.	55 East 52nd Street New York NY 10055 USA
BlackRock (Netherlands) B.V.	Rembrandt Tower, 17th floor Amstelplein Amsterdam Netherlands
BlackRock Institutional Trust Company, National Association	1225 17th Street, Suite 300, Denver, CO 80202 (Colorado, USA)
BlackRock Investment Management (Australia) Limited	Level 26, 101 Collins Street Melbourne VIC 3000 Australia (Victoria, Australia)
BlackRock Investment Management (UK) Limited	12 Throgmorton Avenue London EC2N 2DL United Kingdom