

26 July 2019

The Manager
Company Announcements Office
ASX Limited
20 Bridge Street
SYDNEY NSW 2000

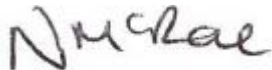
By electronic lodgement

Dear Sir/Madam

Re: Notice of change of interests of substantial holder – Kogan.com Limited (KGN)

We enclose notice of change of interests of substantial holder in Kogan.com Limited. This notice is given by Greencape Capital Pty Ltd.

Yours faithfully



Naomi McRae
Company Secretary

Form 604

Corporations Act 2001
Section 671B

Notice of change of interests of substantial holder

To Company Name/Scheme **Kogan.com Limited**

ACN/ARSN **612 447 293**

1. Details of substantial holder(1)

Name **Greencape Capital Pty Ltd**

ACN/ARSN (if applicable) **120 328 529**

There was a change in the interests of the substantial holder on **24/07/2019**

The previous notice was given to the company on **08/04/2019**

The previous notice was dated **08/04/2019**

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:

Classof securities (4)	Previous notice		Present notice	
	Person's votes	Voting power (5)	Person's votes	Voting power (5)
Ordinary Fully Paid	5,967,717	6.37%	7,167,002	7.65%

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
Refer Annexure 1	Greencape Capital Pty Ltd	Refer Annexure 1	Refer Annexure 1	Refer Annexure 1	Refer Annexure 1

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
Greencape Capital Pty Ltd	Citicorp Nominees Pty Limited	Citicorp Nominees Pty Limited	Ordinary Fully Paid securities purchased on market by Greencape Capital Pty Ltd	1,171,132 (Ordinary Fully Paid)	1,171,132
Greencape Capital Pty Ltd	J P Morgan Nominees Australia Limited	J P Morgan Nominees Australia Limited	As above	1,612,560 (Ordinary Fully Paid)	1,612,560
Greencape Capital Pty Ltd	National Nominees Limited	National Nominees Limited	As above	817,810 (Ordinary Fully Paid)	817,810
Greencape Capital Pty Ltd	RBC Investor Services Australia Nominees Pty Limited	RBC Investor Services Australia Nominees Pty Limited	As above	357,437 (Ordinary Fully Paid)	357,437

Greencape Capital Pty Ltd	HSBC Custody Nominees (Australia) Limited	HSBC Custody Nominees (Australia) Limited	As above	3,208,063 (Ordinary Fully Paid)	3,208,063
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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
N/A	N/A

6. Addresses

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

Name	Address
Greencape Capital Pty Ltd	Level 2, 5 Martin Place, Sydney NSW 2000

Signature

print name **Naomi McRae** Capacity **Company Secretary**

Naomi McRae

sign here _____ date **26/07/2019**

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 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.

Naomi McRae

Naomi McRae
Company Secretary of Greencape Capital Pty Ltd

Transactions:

Company

Name/Scheme: Kogan.com Limited (KGN)

As at: 24/07/2019

Class of security: Ordinary Fully Paid

Date of Change	Holder of relevant interest	Nature of Change	Consideration	Number of Securities	Person's Votes Affected
18/04/2019	Greencape Capital Pty Ltd	Buy	2,790.18	586	586
18/04/2019	as above	Buy	41,009.94	8,613	8,613
18/04/2019	as above	Buy	1,833.14	385	385
18/04/2019	as above	Buy	12,479.63	2,621	2,621
18/04/2019	as above	Buy	79,320.16	16,659	16,659
18/04/2019	as above	Buy	1,223.68	257	257
18/04/2019	as above	Buy	132,200.27	27,765	27,765
18/04/2019	as above	Buy	59,684.15	12,535	12,535
04/06/2019	as above	Buy	31,860.56	6,200	6,200
26/06/2019	as above	Buy	4,899.81	1,086	1,086
26/06/2019	as above	Buy	34,294.19	7,601	7,601
26/06/2019	as above	Buy	217,189.03	48,138	48,138
26/06/2019	as above	Buy	3,266.54	724	724
26/06/2019	as above	Buy	362,933.70	80,441	80,441
26/06/2019	as above	Buy	168,610.48	37,371	37,371
26/06/2019	as above	Buy	7,349.72	1,629	1,629
26/06/2019	as above	Buy	112,677.69	24,974	24,974
26/06/2019	as above	Buy	8,572.42	1,900	1,900
10/07/2019	as above	Buy	430,006.53	80,660	80,660
11/07/2019	as above	Buy	375,649.71	70,324	70,324
12/07/2019	as above	Buy	329,469.92	62,816	62,816
23/07/2019	as above	Buy	38,906.47	7,168	7,168
23/07/2019	as above	Buy	235,604.51	43,407	43,407
23/07/2019	as above	Buy	7,023.57	1,294	1,294
23/07/2019	as above	Buy	71,332.15	13,142	13,142
23/07/2019	as above	Buy	755,983.98	139,280	139,280
23/07/2019	as above	Buy	15,132.71	2,788	2,788
23/07/2019	as above	Buy	17,292.97	3,186	3,186
23/07/2019	as above	Buy	9,726.62	1,792	1,792
23/07/2019	as above	Buy	454,458.84	83,728	83,728
23/07/2019	as above	Buy	348,546.18	64,215	64,215
24/07/2019	as above	Buy	35,732.14	6,886	6,886
24/07/2019	as above	Buy	216,468.50	41,716	41,716
24/07/2019	as above	Buy	13,984.62	2,695	2,695
24/07/2019	as above	Buy	417,914.55	80,537	80,537
24/07/2019	as above	Buy	6,216.54	1,198	1,198
24/07/2019	as above	Buy	16,055.08	3,094	3,094
24/07/2019	as above	Buy	9,319.62	1,796	1,796
24/07/2019	as above	Buy	320,556.65	61,775	61,775
24/07/2019	as above	Buy	65,252.93	12,575	12,575
24/07/2019	as above	Buy	693,927.96	133,728	133,728

Total Number of Securities

1,199,285