

# Arnold Bloch Leibler

Lawyers and Advisers

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Attention

Company

Fax No. 1300135638

From

Date 22/12/2017 12:57:10 PM

Subject

Total pages 6

### Contact

Direct 61 3 9229 9818

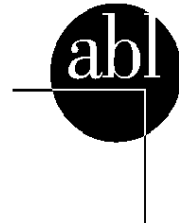
Facsimile

KPerta@abl.com.au

Level 21  
333 Collins Street  
Melbourne  
Victoria 3000  
Australia

DX38455 Melbourne  
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Telephone  
61 3 9229 9999  
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61 3 9229 9900



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001/005

# Arnold Bloch Leibler

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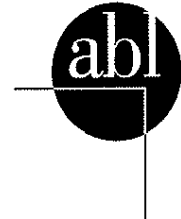
Company **ASX**  
Fax No. 1300 135 638

File No. 011904495

From Emily Ellis-Czerkaski  
Date 22 December 2017  
Subject **Form 603**

**Contact**  
Emma Ferguson  
Direct 61 3 9229 9873  
Facsimile 61 3 9229 9900  
eferguson@abl.com.au

Total pages 5



MELBOURNE  
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We refer to the form 603 – Notice of initial substantial holder notice provided this morning. We note that this form was lodged in error and enclose the correct form 603 to be lodged.

Yours sincerely  
**Arnold Bloch Leibler**

**Emily Ellis-Czerkaski**  
Lawyer

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Thank you.

Form **603**  
Corporations Act 2001  
Section 671B

## Notice of initial substantial holder

To: Company  
Name/Scheme  
ACN/ARSN

**BUBS AUSTRALIA LIMITED**  
**060 094 742**

### 1. Details of substantial holder <sup>(1)</sup>

Name Johannes Gommans and the persons listed in Annexure 1 (together the Substantial Holders)

ACN/ARSN (if applicable) \_\_\_\_\_

The holder became a substantial holder on 20/12/2017

### 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 <sup>(2)</sup> had a relevant interest <sup>(3)</sup> in on the date the substantial holder became a substantial holder are as follows:

| Class of securities <sup>(4)</sup> | Number of securities | Persons' votes <sup>(5)</sup> | Voting power <sup>(6)</sup> |
|------------------------------------|----------------------|-------------------------------|-----------------------------|
| Ordinary Shares                    | 76,802,684           | 76,802,684                    | 19.99%                      |

### 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 <sup>(7)</sup>  | Class and number of securities |
|-----------------------------|---|--------------------------------|
| Johannes Gommans            | Relevant interest under section 608(1)(a) of the Corporations Act as the registered holder  | 19,200,671 ordinary shares     |
| Penelope Gandar             | Relevant interest under section 608(1)(a) of the Corporations Act as the registered holder  | 19,200,671 ordinary shares     |
| Rupert Soar                 | Relevant interest under section 608(1)(a) of the Corporations Act as the registered holder. | 19,200,671 ordinary shares     |
| Catherine Taylor            | Relevant interest under section 608(1)(a) of the Corporations Act as the registered holder. | 19,200,671 ordinary shares     |

### 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 <sup>(8)</sup> | Class and number of securities |
|-----------------------------|---------------------------------|---|--------------------------------|
| Johannes Gommans            | John Gommans                    | John Gommans  | 19,200,671 ordinary shares     |
| Penelope Gandar             | Penny Gandar                    | Penny Gandar  | 19,200,671 ordinary shares     |
| Rupert Soar                 | Rupert Soar                     | Rupert Soar   | 19,200,671 ordinary shares     |
| Catherine Taylor            | Catherine Taylor                | Catherine Taylor  | 19,200,671 ordinary shares     |

## 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 <sup>(8)</sup> |  | Class and number of securities |
|-----------------------------|---------------------|------------------------------|--|--------------------------------|
|                             |                     | Cash                         | Non-cash   |                                |
| Johannes Gommans            | 20/12/2017          | N/A                          | In consideration for the sale of shares in Nulac Foods Pty Ltd (ACN 602 947 964) to BUBS Australia Limited pursuant to the Sale and Purchase Agreement dated 1 November 2017 (the BUBS Transaction). | 19,200,671 ordinary shares     |
| Penelope Gandar             | 20/12/2017          | N/A                          | In consideration for the sale of shares in Nulac Foods Pty Ltd (ACN 602 947 964) under the BUBS Transaction.   | 19,200,671 ordinary shares     |
| Rupert Soar                 | 20/12/2017          | N/A                          | In consideration for the sale of shares in Nulac Foods Pty Ltd (ACN 602 947 964) under the BUBS Transaction.   | 19,200,671 ordinary shares     |
| Catherine Taylor            | 20/12/2017          | N/A                          | In consideration for the sale of shares in Nulac Foods Pty Ltd (ACN 602 947 964) under the BUBS Transaction.   | 19,200,671 ordinary shares     |
|                             |                     |                              |  |                                |
|                             |                     |                              |  |                                |

## 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  |
|-----------------------------------|--|
| Johannes Gommans                  | All Substantial Holders are Associates under section 12 of the Corporations Act for the purposes of the BUBS Transaction and for the purposes of acting in concert and proposing to act in concert in relation to the affairs of BUBS Australia Limited. |
| Penelope Gandar                   |  |
| Rupert Soar                       |  |
| Catherine Taylor                  |  |

## 7. Addresses

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

| Name             | Address   |
|------------------|---|
| Johannes Gommans | 121 Beaconsfield-Emerald Road, Beaconsfield Upper, VIC 3808 |
| Penelope Gandar  | 121 Beaconsfield-Emerald Road, Beaconsfield Upper, VIC 3808 |
| Rupert Soar      | 501, 367 Great North Road, Grey Lynn Auckland, New Zealand  |

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|                  |  |
|------------------|--|
| Catherine Taylor | 501, 367 Great North Road, Grey Lynn Auckland, New Zealand |
|                  |  |
|                  |  |

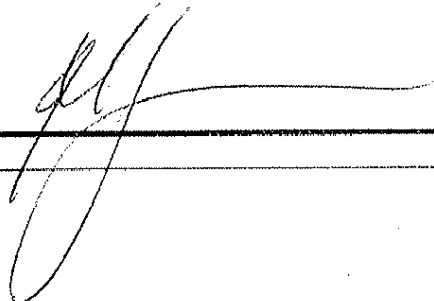
**Signature**

print name JOHANNES GOMMANS

sign here

date

22/12/2017



**Annexure "A" to Form 603**

This is Annexure "A" referred to in Form 603 - Notice of initial substantial holder signed by me and dated 22 December 2017.

  
Signed  
JOHANNES GOMMANS  
Name

**Substantial Holders**

- 1 Rupert Soar
- 2 Catherine Taylor
- 3 Penelope Gandar