

2 December 2014

**Strictly Private & Confidential**

to Helloworld Limited  
Level 3,77 Berry Street,  
North Sydney, NSW, 2060  
Australia

+61 2 8920 0110

Companies Announcements Office  
ASX Ltd  
Exchange Centre  
20 Bridge Street  
SYNDEY NSW 2000

subject **Disclosure Of Substantial Shareholding**

Dear Sir/Madam

We are writing to notify you of the change in control of UBS AG that has resulted from the partial completion of an organizational re-structuring. UBS Group AG will be the new substantial shareholder in our substantial holder notice. Please find enclosed submission of an initial substantial holder notice in Helloworld Limited for trade date 28 November 2014. Please note that the voting power of UBS in Helloworld Limited has not changed by 1% or more since the last substantial holding notice was filed by UBS AG.

On 29 September, UBS launched an exchange of share offer to establish a group holding company, UBS Group AG. UBS Group AG offered to acquire all shares of UBS AG in exchange for UBS Group AG shares on a one-to-one basis. The initial acceptance period of the offer commenced on 14 October 2014 and ended on 20 November 2014. As of 28 November 2014 (the "**Initial Settlement Date**"), UBS Group AG acquired 90.40% of outstanding UBS AG shares following the initial offering period meaning that the technical change of control of UBS AG occurred on the Initial Settlement Date 28 November 2014. A second offering period has started which will end on

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**UBS AG**

Singapore Branch  
One Raffles Quay  
#50-01 North Tower  
Singapore 048583  
Tel. +65 6495 8000


Compliance Operations  
Group Operations

10 December 2014. Upon successful completion of the transaction, UBS Group AG will become the holding company for UBS AG and its subsidiaries. Shares of UBS Group AG are listed and trading on the SIX Swiss Exchange and the NYSE. The exchange offer will not involve any change to UBS's board of directors and senior management. Further information on the exchange offer is available on our website: [www.ubs.com/exchangeoffer](http://www.ubs.com/exchangeoffer).

Should you have any questions or require any additional information regarding the matter, please feel free to contact Kyu-Ri Kim at +65 6495 4595 or via electronic mail at [Kyu-Ri.Kim@ubs.com](mailto:Kyu-Ri.Kim@ubs.com). Thank you for your time and consideration.

Yours sincerely,

UBS Group AG



Kyu-Ri Kim  
Compliance Operations



Uma Tadela  
Compliance Operations

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# Form 603

Corporations Law  
Section 671B

## Notice of initial substantial holder

To: Company Name/Scheme **HELLOWORLD LIMITED**

ACN/ARSN **ABN 60 091 214 998**

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

Name: **UBS Group AG and its controlled entities (including UBS Australia Holdings Pty Limited ABN 75 003 059 498 (UBSAHL))**

ACN/ARSN (if applicable)

The holder became a substantial holder on: **28 November 2014**

### 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	Persons' votes (5)	Voting power (6)
Ordinary	78,812,777	78,812,777	17.89%

### 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
UBS Group AG and its controlled entities	UBSAHL is the registered holder of 78,812,777 HLO Shares	78,812,777 Ordinary

### 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
UBS Group AG and its controlled entities	UBSAHL	UBSAHL	78,812,777 Ordinary

### 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
Please see Appendix A.			

## 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
Each member of the UBS Group	Entities that are controlled by UBS Group AG

## 7. Addresses

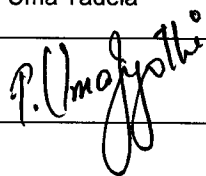
The addresses of persons named in this form are as follows:

Name	Addresses
Details of all UBS offices can be found through the following link: <a href="http://apps2.ubs.com/locationfinder/">http://apps2.ubs.com/locationfinder/</a>	

## SIGNATURE

Print Name: Uma Tadela Capacity: Authorised signatory

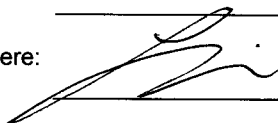
Sign Here:



Date: 2 December 2014

Print Name: Kyu-Ri Kim Capacity: Authorised signatory

Sign Here:



Date: 2 December 2014

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Contact details for this notice:

Kyu-Ri Kim  
Compliance Operations  
(T) +65 6495 4595  
(F) +65 6495 2699

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HLO - Appendix A					
Date of change	Person whose relevant interest changed	Nature of Change	Consideration given in relation to change	Number of securities	Class
30-Sep-14	UBS AG and its controlled entities (including UBSAHL)	<p>UBSAHL is no longer associated with Europe Voyager NV (EV) because the Co-ordination Deed annexed to the Form 603 filed by UBS AG on 1/10/2010 was terminated on 30/09/2014.</p> <p>Accordingly, UBSAHL no longer has a relevant interest in the HLO Shares that EV and its related entities (the EV Controlling Entities) have a relevant interest.</p>	NIL	118,076,675	Ordinary