

Form 604

Corporations Law
Section 671B

Notice of change of interests of substantial holder

To: Company Name/Scheme **THE REJECT SHOP LIMITED**

ACN/ARSN **006 122 676**

1. Details of substantial holder

Name **UBS AG and its related bodies corporate**

ACN/ARSN (if applicable): _____

There was a change in the interests of the substantial holder on **16 October 2013**

The previous notice was given to the company on **29 August 2013**

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:

Class of securities (4)	Previous Notice		Present Notice	
	Person's Votes	Voting Power (5)	Person's Votes	Voting Power (5)
Ordinary	1,956,251	6.79%	2,268,477	7.87%

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
Please see Appendix B.					

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 holder (8)	Nature of relevant interest (6)	Class and number of securities	Person's votes
UBS AG	Various Custodians	UBS AG	Fund Manager with power to exercise control over voting shares	12,773 Ordinary	12,773
UBS Fund Management (Switzerland) AG	Various Custodians	UBS Fund Management (Switzerland) AG	Fund Manager with power to exercise control over voting shares	2,051 Ordinary	2,051
UBS Global Asset Management (Australia) Ltd	Various Custodians	UBS Global Asset Management (Australia) Ltd	Fund Manager with power to exercise control over voting shares	204,976 Ordinary	204,976
UBS AG, London Branch	Various Custodians	UBS AG, London Branch	Power to control disposal over shares pursuant to stock borrowing and lending activities (see Appendix A)	8,000 Ordinary	8,000
UBS Securities Australia Ltd	Warbont Nominees Pty Ltd	UBS Securities Australia Ltd	Power to control disposal over shares pursuant to stock borrowing and lending activities (see Appendix A)	1,551,000 Ordinary	1,551,000
	Brispot Nominees Pty Ltd	UBS Securities Australia Ltd	Beneficial owner	123,104 Ordinary	123,104
UBS Securities LLC	Various Custodians	UBS Securities LLC	Power to control disposal over shares pursuant to stock borrowing and lending activities (see Appendix A)	366,573 Ordinary	366,573

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
Details of all UBS offices can be found through the following link: http://apps2.ubs.com/locationfinder/	

SIGNATURE

Print Name: Uma Tadela

Capacity: Authorised signatory

Sign Here:

U. Tadela

Date: 18 October 2013

Print Name: Janelle Foo

Capacity: Authorised signatory

Sign Here:

Janelle Foo

Date: 18 October 2013

Contact details for this notice:

Janelle Foo
Compliance Operations
(T) +65 6495 4055
(F) +65 6495 2699

Holder of relevant interest	UBS AG, London Branch	UBS Securities Australia Ltd	UBS Securities LLC
Type of agreement	Securities Lending Agreement	Securities Lending Agreement	Securities Lending Agreement
Parties to agreement	(i) UBS AG, London Branch ("UBS AG")/ UBS Limited (ii) Client (Please refer to Appendix A-1.)	(i) UBS AG, Australia Branch ("UBS AG")/ UBS Securities Australia Limited (ii) Client (Please refer to Appendix A-1.)	(i) UBS Securities LLC ("UBS Sec LLC") (ii) Client (Please refer to Appendix A-1.)
Transfer date	Please refer to Appendix A-1.	Please refer to Appendix A-1.	Please refer to Appendix A-1.
Holder of voting rights	UBS AG/ UBS Limited	UBS AG/ UBS Securities Australia Limited	UBS Sec LLC
Are there any restrictions on voting rights?	Please refer to the details below.	Please refer to the details below.	No.
If yes, detail	Since all right and title in the securities passes to the transferee (i.e. UBS AG/ UBS Limited), the transferee has the right to vote. However, in certain circumstances, the transferee may seek to arrange for instructions to be exercised in accordance with the instructions of the transferor (i.e. Client).	Since all right and title in the securities passes to the transferee (i.e. UBS AG/ UBS Securities Australia Limited), the transferee has the right to vote. However, in certain circumstances, the transferee may seek to arrange for instructions to be exercised in accordance with the instructions of the transferor (i.e. Client).	N/A
Scheduled return date (if any)	None.	None, subject to the terms of the relevant loan.	None unless agreed to by the parties.
Does the borrower have the right to return early?	Yes.	Yes.	Yes. Either party can terminate the loan upon notice unless otherwise agreed.
If yes, detail	The borrower (i.e. UBS AG/ UBS Limited) has the right to return at its discretion subject to the terms of the relevant loan.	The borrower (i.e. UBS AG/ UBS Securities Australia Limited) has the right to return at its discretion.	The borrower (i.e. UBS Sec LLC) has the right to return at its discretion.
Does the lender have the right to recall early?	Yes.	Yes.	Yes. Either party can terminate the loan upon notice unless otherwise agreed.
If yes, detail	The lender (i.e. Client) can recall at its request subject to compliance with margin requirements and the terms of the relevant loan.	The lender (i.e. Client) can recall at its request subject to compliance with margin requirements and the terms of the relevant loan.	The lender has the right to return at its discretion.
Will the securities be returned on settlement?	Yes.	Yes.	Yes (equivalent securities).
If yes, detail any exceptions	None.	None.	None.

The information in this appendix is based on the relevant standard UBS agreement.

A copy of the agreement is available to the company, or responsible entity to whom the prescribed form must be given, or to ASIC, upon request.

Securities Lending Agreement - UBS AG, London Branch / UBS Limited

Parties to agreement	Transfer date
HSBC Bank plc	(i) 18 July 2013

Securities Lending Agreement - UBS AG, Australia Branch/ UBS Securities Australia Limited

Parties to agreement	Transfer date
BNP Paribas Securities Services Australia Branch	(i) 1 October 2013
Citigroup Global Markets Australia Pty Limited	(i) 20 August 2013
	(ii) 28 August 2013
Commonwealth Securities Limited	(i) 19 March 2013
JPMorgan Chase Bank, N.A. as an agent acting on behalf of its clients	(i) 13 June 2013
	(ii) 30 September 2013
	(iii) 16 October 2013
Macquarie Bank Ltd	(i) 24 September 2013
National Australia Bank Limited	(i) 16 October 2013

Securities Lending Agreement - UBS Securities LLC

Parties to agreement	Transfer date
BMO Capital Markets Corporation	(i) 2 September 2013
	(ii) 4 September 2013
Citibank NA as an agent acting on behalf of its clients	(i) 17 August 2011
	(ii) 4 June 2012
	(iii) 15 February 2013
	(iv) 16 August 2013
Boston Global Advisors as an agent acting on behalf of its clients	(i) 23 July 2013
JPMorgan Chase Bank, N.A. as an agent acting on behalf of its clients	(i) 21 August 2013
	(ii) 23 September 2013
The Northern Trust Company as an agent acting on behalf of its clients	(i) 21 January 2013
State Street Bank & Trust Company as an agent acting on behalf of its clients	(i) 12 March 2012
	(ii) 15 June 2012

TRS - Appendix B					
Date of change	Person whose relevant interest changed	Nature of Change	Consideration given in relation to change	Number of securities	Class
28-Aug-13	UBS Securities Australia Ltd	Sell	173,545	(10,500)	Ordinary
28-Aug-13	UBS Securities Australia Ltd	Sell	46,374	(2,794)	Ordinary
28-Aug-13	UBS Securities Australia Ltd	Sell	298	(18)	Ordinary
03-Sep-13	UBS Securities Australia Ltd	Sell	17	(1)	Ordinary
03-Sep-13	UBS Securities Australia Ltd	Sell	343	(20)	Ordinary
03-Sep-13	UBS Securities Australia Ltd	Sell	274	(16)	Ordinary
03-Sep-13	UBS Securities Australia Ltd	Sell	341	(20)	Ordinary
03-Sep-13	UBS Securities Australia Ltd	Sell	323	(19)	Ordinary
03-Sep-13	UBS Securities Australia Ltd	Sell	340	(20)	Ordinary
03-Sep-13	UBS Securities Australia Ltd	Sell	306	(18)	Ordinary
03-Sep-13	UBS Securities Australia Ltd	Sell	306	(18)	Ordinary
03-Sep-13	UBS Securities Australia Ltd	Sell	357	(21)	Ordinary
03-Sep-13	UBS Securities Australia Ltd	Sell	374	(22)	Ordinary
03-Sep-13	UBS Securities Australia Ltd	Sell	306	(18)	Ordinary
03-Sep-13	UBS Securities Australia Ltd	Sell	306	(18)	Ordinary
03-Sep-13	UBS Securities Australia Ltd	Sell	102	(6)	Ordinary
03-Sep-13	UBS Securities Australia Ltd	Sell	34	(2)	Ordinary
03-Sep-13	UBS Securities Australia Ltd	Sell	17	(1)	Ordinary
06-Sep-13	UBS Securities Australia Ltd	Sell	9,307	(549)	Ordinary
09-Sep-13	UBS Securities Australia Ltd	Sell	180,834	(10,653)	Ordinary
09-Sep-13	UBS Securities Australia Ltd	Sell	10,579	(623)	Ordinary
09-Sep-13	UBS Securities Australia Ltd	Sell	17	(1)	Ordinary
10-Sep-13	UBS Securities Australia Ltd	Sell	1,377	(82)	Ordinary
11-Sep-13	UBS Securities Australia Ltd	Sell	51,122	(3,053)	Ordinary
11-Sep-13	UBS Securities Australia Ltd	Sell	2,731	(163)	Ordinary
13-Sep-13	UBS Securities Australia Ltd	Sell	39,933	(2,325)	Ordinary
13-Sep-13	UBS Securities Australia Ltd	Sell	86,475	(5,037)	Ordinary
13-Sep-13	UBS Securities Australia Ltd	Sell	9,804	(572)	Ordinary
16-Sep-13	UBS Securities Australia Ltd	Sell	21,489	(1,218)	Ordinary
16-Sep-13	UBS Securities Australia Ltd	Sell	106	(6)	Ordinary
16-Sep-13	UBS Securities Australia Ltd	Sell	18	(1)	Ordinary
17-Sep-13	UBS Securities Australia Ltd	Sell	25,984	(1,471)	Ordinary
17-Sep-13	UBS Securities Australia Ltd	Sell	32,677	(1,843)	Ordinary
17-Sep-13	UBS Securities Australia Ltd	Sell	37,422	(2,038)	Ordinary
17-Sep-13	UBS Securities Australia Ltd	Sell	29,590	(1,670)	Ordinary
17-Sep-13	UBS Securities Australia Ltd	Sell	18	(1)	Ordinary
18-Sep-13	UBS Securities Australia Ltd	Sell	17,096	(975)	Ordinary
18-Sep-13	UBS Securities Australia Ltd	Sell	423	(24)	Ordinary
18-Sep-13	UBS Securities Australia Ltd	Sell	367	(21)	Ordinary
18-Sep-13	UBS Securities Australia Ltd	Sell	157	(9)	Ordinary
18-Sep-13	UBS Securities Australia Ltd	Sell	157	(9)	Ordinary
18-Sep-13	UBS Securities Australia Ltd	Sell	87	(5)	Ordinary
18-Sep-13	UBS Securities Australia Ltd	Sell	70	(4)	Ordinary
18-Sep-13	UBS Securities Australia Ltd	Sell	87	(5)	Ordinary
18-Sep-13	UBS Securities Australia Ltd	Sell	17	(1)	Ordinary
18-Sep-13	UBS Securities Australia Ltd	Sell	17	(1)	Ordinary
18-Sep-13	UBS Securities Australia Ltd	Sell	17	(1)	Ordinary
19-Sep-13	UBS Securities Australia Ltd	Sell	103,764	(5,888)	Ordinary
19-Sep-13	UBS Securities Australia Ltd	Sell	20,153	(1,144)	Ordinary
20-Sep-13	UBS Securities Australia Ltd	Sell	21,515	(1,200)	Ordinary
20-Sep-13	UBS Securities Australia Ltd	Sell	17,823	(993)	Ordinary
20-Sep-13	UBS Global Asset Management	Sell	56,091	(3,112)	Ordinary
20-Sep-13	UBS Securities Australia Ltd	Sell	18	(1)	Ordinary
23-Sep-13	UBS Securities Australia Ltd	Sell	96,807	(5,516)	Ordinary

23-Sep-13	UBS Securities Australia Ltd	Sell	29,057	(1,657)	Ordinary
23-Sep-13	UBS Securities Australia Ltd	Sell	53	(3)	Ordinary
24-Sep-13	UBS Securities Australia Ltd	Sell	5,523	(320)	Ordinary
24-Sep-13	UBS Securities Australia Ltd	Sell	40,698	(2,336)	Ordinary
24-Sep-13	UBS Securities Australia Ltd	Sell	22,639	(1,300)	Ordinary
24-Sep-13	UBS Securities Australia Ltd	Sell	19,184	(1,101)	Ordinary
25-Sep-13	UBS Securities Australia Ltd	Sell	63,202	(3,574)	Ordinary
25-Sep-13	UBS Securities Australia Ltd	Sell	15,304	(867)	Ordinary
26-Sep-13	UBS Securities Australia Ltd	Sell	14,401	(796)	Ordinary
27-Sep-13	UBS Securities Australia Ltd	Sell	156,677	(8,704)	Ordinary
27-Sep-13	UBS Securities Australia Ltd	Sell	18,629	(1,036)	Ordinary
27-Sep-13	UBS Securities Australia Ltd	Sell	36	(2)	Ordinary
27-Sep-13	UBS Securities Australia Ltd	Sell	648	(36)	Ordinary
27-Sep-13	UBS Securities Australia Ltd	Sell	18	(1)	Ordinary
30-Sep-13	UBS Securities Australia Ltd	Sell	111,904	(6,344)	Ordinary
30-Sep-13	UBS Securities Australia Ltd	Sell	13,469	(763)	Ordinary
30-Sep-13	UBS Securities Australia Ltd	Sell	36	(2)	Ordinary
01-Oct-13	UBS Securities Australia Ltd	Sell	52,638	(3,018)	Ordinary
01-Oct-13	UBS Securities Australia Ltd	Sell	10,220	(585)	Ordinary
02-Oct-13	UBS Securities Australia Ltd	Sell	88,595	(5,039)	Ordinary
02-Oct-13	UBS Securities Australia Ltd	Sell	11,101	(632)	Ordinary
03-Oct-13	UBS Securities Australia Ltd	Sell	30,733	(1,754)	Ordinary
04-Oct-13	UBS Securities Australia Ltd	Sell	5,379	(307)	Ordinary
04-Oct-13	UBS Securities Australia Ltd	Sell	10,934	(625)	Ordinary
07-Oct-13	UBS Securities Australia Ltd	Sell	25,503	(1,444)	Ordinary
08-Oct-13	UBS Securities Australia Ltd	Sell	32,782	(1,859)	Ordinary
09-Oct-13	UBS Securities Australia Ltd	Sell	25,034	(1,417)	Ordinary
09-Oct-13	UBS Securities Australia Ltd	Sell	35	(2)	Ordinary
09-Oct-13	UBS Securities Australia Ltd	Sell	106	(6)	Ordinary
09-Oct-13	UBS Securities Australia Ltd	Sell	88	(5)	Ordinary
09-Oct-13	UBS Securities Australia Ltd	Sell	53	(3)	Ordinary
09-Oct-13	UBS Securities Australia Ltd	Sell	18	(1)	Ordinary
09-Oct-13	UBS Securities Australia Ltd	Sell	35	(2)	Ordinary
09-Oct-13	UBS Securities Australia Ltd	Sell	18	(1)	Ordinary
09-Oct-13	UBS Securities Australia Ltd	Sell	441	(25)	Ordinary
09-Oct-13	UBS Securities Australia Ltd	Sell	35	(2)	Ordinary
10-Oct-13	UBS Securities Australia Ltd	Sell	2,875	(162)	Ordinary
10-Oct-13	UBS Securities Australia Ltd	Sell	31,127	(1,753)	Ordinary
11-Oct-13	UBS Securities Australia Ltd	Sell	24,021	(1,348)	Ordinary
14-Oct-13	UBS Securities Australia Ltd	Sell	125	(7)	Ordinary
14-Oct-13	UBS Securities Australia Ltd	Sell	1,620	(93)	Ordinary
15-Oct-13	UBS Securities Australia Ltd	Sell	9,882	(563)	Ordinary
16-Oct-13	UBS Securities Australia Ltd	Sell	7,645	(440)	Ordinary