

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 **21 July 2011**

The previous notice was given to the company on **8 July 2011**

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	1,737,089	6.67%	1,332,091	5.11%

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 C.					

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	1,101 Ordinary	1,101

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UBS Global Asset Management (Australia) Ltd	Various custodians	UBS Global Asset Management (Australia) Ltd	Fund Manager with power to exercise control over voting shares	714,629 Ordinary	714,629
UBS AG (Switzerland)	Various Custodians	UBS AG (Switzerland)	Power to control disposal over shares pursuant to stock borrowing and lending activities (see Appendix B)	6,229 Ordinary	6,229
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)	610,132 Ordinary	610,132

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://apps.ubs.com/locationfinder	

SIGNATURE

Print Name: Boris Lo Capacity: Authorised signatory

Sign Here:  Date: 25 July 2011

Print Name: So Young Kim Capacity: Authorised signatory

Sign Here:  Date: 25 July 2011

Contact details for this notice:

Tiffany Leung
Legal & Compliance
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Holder of relevant interest	UBS Securities Australia Ltd
Type of agreement	Securities Lending Agreement
Parties to agreement	(i) UBS AG, Australia Branch ("UBS AG")/ UBS Securities Australia Limited (ii) Client (Please refer to Appendix A-1.)
Transfer date	Please refer to Appendix A-1.
Holder of voting rights	UBS AG/ UBS Securities Australia Limited
Are there any restrictions on voting rights?	Please refer to the details below.
If yes, detail	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).
Scheduled return date (if any)	None, subject to the terms of the relevant loan.
Does the borrower have the right to return early?	Yes.
If yes, detail	The borrower (i.e. UBS AG/ UBS Securities Limited) has the right to return at its discretion.
Does the lender have the right to recall early?	Yes.
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.
Will the securities be returned on settlement?	Yes.
If yes, detail any exceptions	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, Australia Branch/ UBS Securities Australia Limited

Parties to agreement	Transfer date
AMP Life Limited for Statutory Fund No.1	(i) 20 June 2011
JPMorgan Chase Bank, N.A. as an agent acting on behalf of its clients	(i) 14 July 2011
National Australia Bank Limited	(i) 30 June 2011 (ii) 11 July 2011 (iii) 19 July 2011 (iv) 20 July 2011 (v) 21 July 2011

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Holder of relevant interest	UBS AG (Switzerland) #
Type of agreement	Securities Lending Agreement
Parties to agreement	(i) UBS AG (ii) Undisclosed Client(s)*
Transfer date	N/A*
Holder of voting rights	UBS AG
Are there any restrictions on voting rights?	Please refer to the details below.
If yes, detail	None, subject to deviating agreements between the parties.
Scheduled return date (if any)	None (subject to the terms of the relevant loan)
Does the borrower have the right to return early?	Yes.
If yes, detail	The borrower has the right to return at any time (subject to the terms of the relevant loan).
Does the lender have the right to recall early?	Yes.
If yes, detail	The lender can recall at any time (subject to the terms of the relevant loan).
Will the securities be returned on settlement?	Yes.
If yes, detail any exceptions	Restitution will take place within a period which is customary at the primary exchange.

The information in this appendix is based on a standard UBS securities lending agreement

* This information is protected by Swiss banking secrecy

Date of change	Person whose relevant interest changed	Nature of Change	Consideration given in relation to change	Number of securities	Class
7-Jul-11	UBS Securities Australia Ltd	Stock Returned	N/A	(200,000)	Ordinary
7-Jul-11	UBS Securities Australia Ltd	Stock Returned	N/A	(200,000)	Ordinary
7-Jul-11	UBS AG (Switzerland)	Collateral Returned	N/A	(95,646)	Ordinary
7-Jul-11	UBS AG, London Branch	Sell	2,580	(222)	Ordinary
8-Jul-11	UBS Securities Australia Ltd	Stock Borrowed	N/A	300,000	Ordinary
8-Jul-11	UBS AG, London Branch	Sell	4,192	(359)	Ordinary
11-Jul-11	UBS Securities Australia Ltd	Stock Borrowed	N/A	100,000	Ordinary
14-Jul-11	UBS Securities Australia Ltd	Stock Borrowed	N/A	300,000	Ordinary
19-Jul-11	UBS Securities Australia Ltd	Stock Returned	N/A	(125,000)	Ordinary
19-Jul-11	UBS Securities Australia Ltd	Stock Returned	N/A	(40,000)	Ordinary
19-Jul-11	UBS Securities Australia Ltd	Stock Returned	N/A	(125,000)	Ordinary
20-Jul-11	UBS Securities Australia Ltd	Stock Borrowed	N/A	100,000	Ordinary
20-Jul-11	UBS AG (Switzerland)	Collateral Received	N/A	6,229	Ordinary
21-Jul-11	UBS Securities Australia Ltd	Stock Returned	N/A	(300,000)	Ordinary
21-Jul-11	UBS Securities Australia Ltd	Stock Returned	N/A	(200,000)	Ordinary
21-Jul-11	UBS Securities Australia Ltd	Stock Borrowed	N/A	75,000	Ordinary
21-Jul-11	UBS AG (Switzerland)	Collateral Received	N/A	6,229	Ordinary
21-Jul-11	UBS AG (Switzerland)	Collateral Received	N/A	7,233	Ordinary
21-Jul-11	UBS AG (Switzerland)	Collateral Returned	N/A	(6,229)	Ordinary
21-Jul-11	UBS AG (Switzerland)	Collateral Returned	N/A	(7,233)	Ordinary