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FAX

To	Market Announcements Office
Of	ASX Limited
Fax number	1300 135 638
Subject	Notice of initial substantial holder
From	David Ryan / Tim Perry
Pages	6 (including this page)
Our reference	TRP/364933/1/AUM/1211880841.1
Date	24 December 2015

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If it has been, any client legal privilege is not waived or lost and you are not entitled to use it in any way.

Message

Onthehouse Holdings Limited (ASX: OTH) Form 603: Notice of initial substantial holder

We act for Mr Daniel Paul Dempsey, Mr Michael Perry Dempsey and 77 Victoria Street Venture Pty Limited ACN 145 769 866 ATF 77 Victoria Street Trust.

On behalf of Mr Daniel Paul Dempsey, we enclose a Form 603: Notice of initial substantial holder for the purposes of section 671B of the Corporations Act 2001 (Cth).

Regards

A handwritten signature in black ink, appearing to be 'DR' with a long, sweeping underline.

DAVID RYAN
Partner
DLA PIPER AUSTRALIA

Direct +61 2 9286 8674

David.Ryan@dlapiper.com

A handwritten signature in black ink, appearing to be 'TP' with a long, sweeping underline.

TIM PERRY
Senior Associate
DLA PIPER AUSTRALIA

Direct +61 2 9286 8533

Tim.Perry@dlapiper.com

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A list of offices and regulatory information can be found at www.dlapiper.com

Form 603
Corporations Act 2001
Section 671B

Notice of initial substantial holder

To Company Name/Scheme Onthehouse Holdings Limited (OTH)

ACN/ARSN 150 139 781

1. Details of substantial holder (1)

Name Mr Daniel Paul Dempsey and each of the entities controlled by Mr Dempsey (the "DPD Entities") named in the list of 1 page annexed to this notice and marked A (Annexure A)

ACN/ARSN (if applicable)

The holder became a substantial holder on 23/12/2015

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	Person's votes (5)	Voting power (6)
Ordinary Shares	15,893,545	15,893,545	19.23%

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
77 VICTORIA STREET VENTURE PTY LTD ATF 77 VICTORIA STREET TRUST ("77VSV"), Mr Michael Perry Dempsey and each of the persons disclosed by 77VSV in the Form 604 (Notice of change of interests of substantial holder) dated 6 February 2015 ("MPD Associates").	The MPD Associates hold the relevant interests in 15,837,745 ordinary shares in OTH as set out in the Form 604 (Notice of change of interests of substantial holder) dated 6 February 2015 given by the MPD Associates.	15,837,745 Ordinary Shares
	The MPD Associates also hold a relevant interest in 55,800 ordinary shares in OTH as a result of 77VSV entering into the Exclusivity and Standstill Agreement with PIQ1 Pty Limited and RP Data Pty Ltd dated 21 December 2015 ("ESA") referred to in the Form 603 (Notice of initial substantial holder) dated 21 December 2015 given by Macquarie Group Limited and the other entities referred to in that notice.	55,800 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 (8)	Class and number of securities
The MPD Associates	77VSV	77VSV	15,837,745 Ordinary Shares
	Bond Street Custodians Limited	Bond Street Custodians Limited	55,800 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 (9)	Class and number of securities
The MPD Associates	21 December 2015	Non cash consideration: In consideration for 77VSV'S entry into the ESA.	55,800 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
77VSV, Mr Michael Perry Dempsey and the other MPD Associates	Associate pursuant to section 12(2) of the Corporations Act as a result of entering into the agreement set out in the annexure of 2 pages marked "Annexure B".

7. Addresses

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

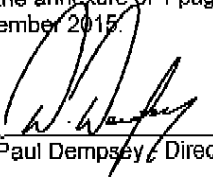
Name	Address
Daniel Paul Dempsey	3 Undine St, Maroubra, New South Wales, Australia 2035
DPD Entities	See Annexure A
77VSV, Mr Michael Perry Dempsey and the other MPD Associates	117 Fernberg Road, Paddington, Queensland, Australia 4054
Bond Street Custodians Limited	Level 8, 50 Martin Place, Sydney, New South Wales, Australia 2000

Signature

Daniel Paul Dempsey		capacity
sign here		date 24/12/2015

ONTHEHOUSE HOLDINGS LIMITED ACN 150 139 781
Annexure A
DSD Entitles

This is the annexure of 1 page marked "A" referred to in the Form 603, Notice of initial substantial holder signed by me and dated 24 December 2015.

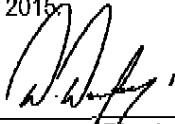


Daniel Paul Dempsey, Director

Name	ACN	Address
RITDAN PTY LTD	143 141 539	117 FERNBERG ROAD PADDINGTON QLD 4064
UTTARKASHI PTY LTD	604 332 372	117 FERNBERG ROAD PADDINGTON QLD 4064
UTTARKASHI PROPERTY INVESTMENTS PTY LTD	607 266 759	117 FERNBERG ROAD PADDINGTON QLD 4064
VALUE CREATION ASSOCIATES PTY. LIMITED	154 005 526	3 UNDINE STREET MAROUBRA NSW 2035
PIPELINE CAPITAL PTY LTD	605 197 091	117 FERNBERG ROAD PADDINGTON QLD 4064

ONTHEHOUSE HOLDINGS LIMITED ACN 150 139 781
Annexure B

This is the annexure of 2 pages marked "B" referred to in the Form 603, Notice of initial substantial holder signed by me and dated 24 December 2015.



Daniel Paul Dempsey Director

Perry, Timothy

From: Daniel Dempsey <dpdempsey@mac.com>
Sent: Thursday, 24 December 2015 9:42 AM
To: Perry, Timothy
Subject: Fwd: OTH

As discussed

Begin forwarded message:

From: Daniel Dempsey <dpdempsey@mac.com>
Date: 23 December 2015 at 9:45:52 PM AEST
To: Mick Dempsey <michael@pipecapital.com>
Subject: OTH

Mick

This email confirms our agreement whereby I will work with you in relation to 77 Victoria Street Venture Pty Limited's involvement in a potential bid for Onthehouse Holdings Limited.

I understand that you are working with PIQ1 Pty Limited, a Macquarie Group entity, on this potential bid, and as such I will also be working with them too.

Regards

Dan

From: Daniel Dempsey [REDACTED]
Subject: OTH
Date: 23 December 2015 at 9:45 PM
To: Mick Dempsey [REDACTED]

Mick

This email confirms our agreement whereby I will work with you in relation to 77 Victoria Street Venture Pty Limited's involvement in a potential bid for Onthehouse Holdings Limited.

I understand that you are working with PIQ1Ply Limited, a Macquarie Group entity, on this potential bid, and as such I will also be working with them too.

Regards

Dan