

8 March 2012

The Manager  
Company Notices Section  
ASX Limited  
Level 45, South Tower, Rialto Towers  
525 Collins Street  
MELBOURNE VIC 3000

Dear Sir/Madam

**Notice under section 708A(5)(e) of the Corporations Act 2001 (Cth)**

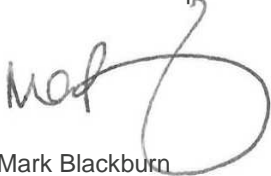
This notice is given by McMillan Shakespeare Limited ACN 107 233 983 (**MMS**) under section 708A(5)(e) of the *Corporations Act 2001* (Cth) (**Corporations Act**).

MMS has today issued 2,281,798 fully paid ordinary shares in MMS (**Shares**) as announced to ASX earlier today following the sale of 2,281,798 vested options held by certain executives of MMS to a broker. These options have subsequently been exercised by the broker and on-sold under a book build process.

MMS advises that:

- (a) the issue of the Shares did not require disclosure to investors under Part 6D.2 of the Corporations Act, and were accordingly issued without such disclosure;
- (b) this notice is being given under section 708A(5)(e) of the Corporations Act;
- (c) as at the date of this notice, MMS has complied with:
  - (i) the provisions of Chapter 2M of the Corporations Act as they apply to MMS; and
  - (ii) section 674 of the Corporations Act; and
  - (iii) as at the date of this notice, there is no excluded information of the type referred to in sections 708A(7) and 708A(8) of the Corporations Act.

Yours faithfully  
McMillan Shakespeare Limited



Mark Blackburn  
Group Chief Financial Officer