

---

# Notice of change of interests of substantial holder

Form 604  
Corporations Law 2001  
Section 671B

---

To: AdEffective Limited  
ACN 085 545 973

## 1. Details of substantial shareholder

Planet W Pty Ltd  
ACN 127 051 521

There was a change in the interests of the substantial holder in April 2012.

## 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 had a relevant interest when last required, and when now required, to give a substantial holding notice to the Company or scheme, are as follows:

Class of securities	Previous notice		Present notice	
	Person's votes	Voting power	Person's votes	Voting power
Ordinary Fully Paid Shares	24,000,000	24.2%	33,518,667	16.12%

## 3. Details of 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	Consideration given in relation to change	Class and number of securities affected	Person's votes affected
18 April 2012	Planet W Pty Ltd	Issue of shares in lieu of cash payment of deferred consideration for the acquisition of the business and assets of Planet W Pty Ltd.	Deemed issue price of \$0.015 per share	9,518,667	Planet W Pty Ltd

**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	Class and number of securities
Planet W Pty Ltd	Planet W Pty Ltd	33,518,667 Ordinary Fully Paid Shares

**5. CHANGES IN ASSOCIATION**

The persons who have become associates of, ceased to be associates of, or have changes the nature of their association 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
Peter Jermyn	Shareholder of Planet W Pty Ltd holding greater than 20% of the shares
Damian London	Shareholder of Planet W Pty Ltd holding greater than 20% of the shares

**6. Addresses**

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

Planet W Pty Ltd  
19 Lanark Street  
Brunswick East VIC 3057

**Dated: 1 May 2012**

**Authorised for lodgement by Planet W Pty Ltd**