
Notice of change of interests of substantial holder

Form 604
Corporations Law 2001
Section 671B

To: **ADEFECTIVE LIMITED**
ACN 085 545 973

1. Details of substantial shareholders

PLANET W Pty Ltd ACN 127 051 521

- There was a change in the interests of the substantial holders on 16 October 2013.
- The previous notice was given to the Company on 1 May 2012.
- The previous notice was dated 1 May 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 | 33,518,667 | 16.12% | 33,518,667 | 14.02% |

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 | Consideration given in relation to change | Class and number of securities affected | Person's votes affected |
|-----------------|--|---|---|---|-------------------------|
| 16 October 2013 | Planet W Pty Ltd | Dilution of interest after allotment of 31,185,288 shares in AdEffective Limited on 16 October 2013 | N/A | 33,518,667 Ordinary Shares | 33,518,667 |

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 as holder | Nature of relevant interest | Class and number of securities | Person's votes |
|-----------------------------|---------------------------------|--|-----------------------------|--------------------------------|----------------|
| Planet W Pty Ltd | Planet W Pty Ltd | Planet W Pty Ltd | Registered holder | 33,518,667 Ordinary Shares | 33,518,667 |

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 |
|-----------------------------------|-----------------------|
| | N/A |

6. Addresses

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

| Person/ Entity | Address |
|----------------------------------|--|
| Planet W Pty Ltd ACN 127 051 521 | 19 Lanark Street, BRUNSWICK EAST VIC AUSTRALIA |

Dated 17 October 2013



Damian London
Director of Planet W Pty Ltd