

Notice of ceasing to be a substantial holder

Form 605
Corporations Law 2001
Section 671B

To: **SHOPLY LIMITED**
ACN 085 545 913

1. Details of substantial holder

DL Group Holdings Pty Ltd (**DL Group**)
Mr Damian London

The holder ceased to be a substantial holder on 20 June 2014.
The previous notice was given to the company on 4 June 2014.
The previous notice was dated 4 June 2014.

2. 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
20 June 2014	Mr Damian London	Acquisition of 3,590,997 Shoply shares pursuant to the completion of Planet W's in specie distribution of Shoply shares to its shareholders.	N/A. The acquisition resulted from an in-specie distribution.	3,590,997 Ordinary Fully Paid Shares	3,590,997
	DL Group				
20 June 2014	Mr Damian London	Disposal of Shoply shares held by Planet W pursuant to the completion of Planet W's in specie distribution of Shoply shares to its shareholders.	N/A The disposal resulted from an in-specie distribution.	17,703,914 Ordinary Shares	17,703,914
	DL Group				

3. Changes In Association

The persons who have become associates of, ceased to be associates of, or have changed 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	N/A

4. 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: 23 June 2014

Authorised for electronic lodgement by Damian London