



**SHOPLY LIMITED**  
(ASX: SHP)

3 December 2014

Manager Companies  
Company Announcements Office  
Australian Securities Exchange Limited  
Level 4, Stock Exchange Centre  
20 Bridge Street  
SYDNEY NSW 2000

Dear Sir

**Results of 2014 Annual General Meeting**  
**Shoply Limited**

In accordance with Listing Rule 3.13.2 and section 251AA of the Corporations Act, we advise details of the resolutions and the proxies received in respect of each resolution are set out in the attached proxy summary.

Yours faithfully

A handwritten signature in blue ink, appearing to read "Sophie Karzis", with a horizontal line extending to the right.

**Sophie Karzis**  
Director & Company Secretary

**Shoply Limited  
Annual General Meeting**

**Proxy Summary  
Wednesday, 3 December 2014**

**1) Adoption of Remuneration Report (Non-binding resolution)**

The instructions given to validly appointed proxies in respect of the resolution were as follows:

<b>For</b>	<b>Against</b>	<b>Abstain</b>	<b>Proxy's discretion</b>
49,509,564	399,525	30,010	6,734,004

The motion was carried as an ordinary resolution on a show of hands.

**2) Re-election of Andrew Plympton as Director**

The instructions given to validly appointed proxies in respect of the resolution were as follows:

<b>For</b>	<b>Against</b>	<b>Abstain</b>	<b>Proxy's discretion</b>
126,845,464	166,025	50,000	6,734,004

The motion was carried as an ordinary resolution on a show of hands.

**3) Re-election of Sophie Karzis as Director**

The instructions given to validly appointed proxies in respect of the resolution were as follows:

<b>For</b>	<b>Against</b>	<b>Abstain</b>	<b>Proxy's discretion</b>
126,725,464	286,025	50,000	6,734,004

The motion was carried as an ordinary resolution on a show of hands.

**4) Ratification of issue of shares**

The instructions given to validly appointed proxies in respect of the resolution were as follows:

<b>For</b>	<b>Against</b>	<b>Abstain</b>	<b>Proxy's discretion</b>
126,836,764	204,715	20,010	6,734,004

The motion was carried as an ordinary resolution on a show of hands.

**5) Approve 10% placement capacity**

The instructions given to validly appointed proxies in respect of the resolution were as follows:

<b>For</b>	<b>Against</b>	<b>Abstain</b>	<b>Proxy's discretion</b>
125,703,264	1,288,215	70,010	6,734,004

The motion was carried as a special resolution on a show of hands.

**6) Appoint RSM Bird Cameron Partners as auditor**

The instructions given to validly appointed proxies in respect of the resolution were as follows:

<b>For</b>	<b>Against</b>	<b>Abstain</b>	<b>Proxy's discretion</b>
126,953,964	57,500	50,025	6,734,004

The motion was carried as an ordinary resolution on a show of hands.