

**ASX Code: 1PG**

12 March 2015

## Issue of Shares and Options

1-Page Limited (ASX:1PG) (“1-Page”), wishes to advise it has received \$9.63m through the issue of 9,000,000 shares at \$1.07 per share (refer ASX Announcement 20 February 2015). The issue was completed under the Company’s existing 15% capacity.

1-Page has also issued 3,000,000 Performance Rights, under the Performance Rights Plan as approved by shareholders. As per the Prospectus dated 29 August 2014, part of the acquisition of One-Page Inc. was for the issue of Performance Rights. The Class B Performance Rights had a vesting condition of a 20-day volume weighted average price of Shares on ASX equals or exceeds AU\$0.50 at any time within 2 years from the date of completion of the Acquisition. The above rights subsequently vested into 3,000,000 fully paid ordinary shares and will be escrowed until 15 October 2015.

1-Page has also issued 2,000,000 fully paid ordinary shares as a result of the vesting of Class B Performance Rights, as approved by shareholders, to CEO and Managing Director Joanna Weidenmiller. These shares are escrowed until 15 October 2016.

1-Page has also issued 666,667 unlisted options to UST (as announced on 22 October 2014) 225,000 unlisted options to new members of the Board of Advisors and 260,000 unlisted options to new employees with various terms as part of remuneration. The options for advisors vest over a 3 year period and employees vest over a 4 year period.

An Appendix 3B is attached.

The Capital structure post the issues is as follows:

Capital structure	Shares	Performance Rights	Options
Existing capital on issue	<b>119,495,091</b>	<b>6,000,000</b>	<b>13,308,552</b>
Capital Raising	9,000,000	-	-
Issue of Class B Performance Rights under approved rights plan	-	3,000,000	-
Issue of shares as a result of Class B Performance Rights vesting	5,000,000	(5,000,000)	-
Options to UST			666,667
Options to advisors		-	225,000
Staff Options to new 1-Page staff members		-	260,000
<b>Total</b>	<b>133,495,091</b>	<b>4,000,000</b>	<b>14,460,219</b>

Scott Mison  
Director / Company Secretary  
scott@1-page.com

**ENDS**

Rule 2.7, 3.10.3, 3.10.4, 3.10.5

# Appendix 3B

## New issue announcement, application for quotation of additional securities and agreement

*Information or documents not available now must be given to ASX as soon as available. Information and documents given to ASX become ASX's property and may be made public.*

Introduced 01/07/96 Origin: Appendix 5 Amended 01/07/98, 01/09/99, 01/07/00, 30/09/01, 11/03/02, 01/01/03, 24/10/05, 01/08/12, 04/03/13

Name of entity

1-PAGE LIMITED

ABN

66 112 291 960

We (the entity) give ASX the following information.

### Part 1 - All issues

*You must complete the relevant sections (attach sheets if there is not enough space).*

- |  |  |
|--|--|
| 1 +Class of +securities issued or to be issued | <ol style="list-style-type: none"><li>1. Fully paid ordinary shares</li><li>2. Fully paid ordinary shares (upon vesting of performance rights)</li><li>3. Performance Rights (Under Performance Rights Plan)</li><li>4. Fully paid ordinary shares (upon vesting of performance rights per 3.)</li><li>5. Unlisted Options</li><li>6. Unlisted Options</li><li>7. Unlisted Options</li><li>8. Class O Staff Options</li><li>9. Class P Staff Options</li><li>10. Class Q Staff Options</li><li>11. Class R Staff Options</li><li>12. Class S Staff Options</li><li>13. Class T Staff Options</li></ol> |
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+ See chapter 19 for defined terms.

**Appendix 3B**  
**New issue announcement**

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<p>2 Number of +securities issued or to be issued (if known) or maximum number which may be issued</p>	<ol style="list-style-type: none"> <li>1. 9,000,000</li> <li>2. 2,000,000</li> <li>3. 3,000,000 – Issued then vested</li> <li>4. 3,000,000</li> <li>5. 666,667</li> <li>6. 125,000</li> <li>7. 100,000</li> <li>8. 30,000</li> <li>9. 30,000</li> <li>10. 20,000</li> <li>11. 30,000</li> <li>12. 100,000</li> <li>13. 50,000</li> </ol>
<p>3 Principal terms of the +securities (e.g. if options, exercise price and expiry date; if partly paid +securities, the amount outstanding and due dates for payment; if +convertible securities, the conversion price and dates for conversion)</p>	<ol style="list-style-type: none"> <li>1. Fully paid ordinary shares</li> <li>2. Fully paid ordinary shares - conversion of Class B Performance Rights. (subject to escrow to 15 October 2016)</li> <li>3. Performance Rights. Expiry date 9 October 2016. Vesting conditions set out in the Prospectus dated 29 August 2014. Subsequently vested.</li> <li>4. Fully paid ordinary shares – Conversion of Performance Rights (subject to escrow to 15 October 2015)</li> <li>5. Exercise price \$0.45 each. Expiry date 21 October 2016. Voluntary escrow to 21 October 2015.</li> <li>6. Exercise price \$0.20 each. Expiry date 31 July 2019.</li> <li>7. Exercise price \$0.77 each. Expiry date 29 December 2018.</li> <li>8. Class O Staff Options. Exercise price \$0.77 each. Expiry date 29 December 2019.</li> <li>9. Class P Staff Options. Exercise price \$1.10 each. Expiry date 8 February 2020.</li> <li>10. Class Q Staff Options. Exercise price \$1.09 each. Expiry date 1 February 2020.</li> <li>11. Class R Staff Options. Exercise price \$1.04 each. Expiry date 18 January 2020.</li> <li>12. Class S Staff Options. Exercise price \$0.51 each. Expiry date 30 November 2019.</li> <li>13. Class T Staff Options. Exercise price \$0.20 each. Expiry date 30 September 2019.</li> </ol>

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+ See chapter 19 for defined terms.

<p>4 Do the +securities rank equally in all respects from the +issue date with an existing +class of quoted +securities?</p> <p>If the additional +securities do not rank equally, please state:</p> <ul style="list-style-type: none"> <li>• the date from which they do</li> <li>• the extent to which they participate for the next dividend, (in the case of a trust, distribution) or interest payment</li> <li>• the extent to which they do not rank equally, other than in relation to the next dividend, distribution or interest payment</li> </ul>	<p>1, 2 and 4. Yes. 3, 5-13. No. All Shares issued pursuant to the exercise of the Options will rank equally in all respects with other Shares.</p>
<p>5 Issue price or consideration</p>	<p>1. \$1.07 each share. 2. Nil cash. Shares issued as a result of tranche 2 vesting conditions being met. 3. Nil cash. Issue of Performance Rights 4. Nil cash. Shares issued as a result of tranche 2 vesting conditions being met. 5-7 Nil cash. Consideration for board of advisors services 8-13 Nil Cash. Staff Options issued as remuneration and to incentivise performance.</p>
<p>6 Purpose of the issue (If issued as consideration for the acquisition of assets, clearly identify those assets)</p>	<p>1. Placement 2. Vesting of Performance Rights. 3. Issue of Performance Rights as per tranche 2 per prospectus dated 29 August 2014. 4. Vesting of Performance Rights. 5-7 Consideration for board of advisors services. 8-13 Remuneration and to incentivise performance.</p>
<p>6a Is the entity an +eligible entity that has obtained security holder approval under rule 7.1A?</p> <p>If Yes, complete sections 6b – 6h in relation to the +securities the subject of this Appendix 3B, and comply with section 6i</p>	<p>No</p>
<p>6b The date the security holder resolution under rule 7.1A was passed</p>	<p>N/A</p>

+ See chapter 19 for defined terms.

**Appendix 3B**  
**New issue announcement**

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6c	Number of +securities issued without security holder approval under rule 7.1	Nil
6d	Number of +securities issued with security holder approval under rule 7.1A	Nil
6e	Number of +securities issued with security holder approval under rule 7.3, or another specific security holder approval (specify date of meeting)	N/A
6f	Number of +securities issued under an exception in rule 7.2	Nil
6g	If +securities issued under rule 7.1A, was issue price at least 75% of 15 day VWAP as calculated under rule 7.1A.3? Include the +issue date and both values. Include the source of the VWAP calculation.	N/A
6h	If +securities were issued under rule 7.1A for non-cash consideration, state date on which valuation of consideration was released to ASX Market Announcements	N/A
6i	Calculate the entity's remaining issue capacity under rule 7.1 and rule 7.1A – complete Annexure 1 and release to ASX Market Announcements	N/A
7	<p>+Issue dates</p> <p>Note: The issue date may be prescribed by ASX (refer to the definition of issue date in rule 19.12). For example, the issue date for a pro rata entitlement issue must comply with the applicable timetable in Appendix 7A.</p> <p>Cross reference: item 33 of Appendix 3B.</p>	6 March 2015

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+ See chapter 19 for defined terms.

	Number	+Class
8 Number and +class of all +securities quoted on ASX (including the +securities in section 2 if applicable)	77,476,341	Fully paid ordinary shares

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+ See chapter 19 for defined terms.

**Appendix 3B**  
**New issue announcement**

	Number	+Class
9	Number and +class of all +securities not quoted on ASX (including the +securities in section 2 if applicable)	
	15,132,520	Fully paid ordinary shares (escrowed to 15 October 2015)
	40,886,230	Fully paid ordinary shares (escrowed to 15 October 2016)
	10,450,000	New Options
	679,666	Class A Staff Options
	63,183	Class B Staff Options
	90,261	Class C Staff Options
	45,131	Class D Staff Options
	453,038	Class E Staff Options
	453,038	Class F Staff Options
	45,131	Class G Staff Options
	225,653	Class H Staff Options
	135,392	Class I Staff Options
	45,131	Class J Staff Options
	113,260	Class K Staff Options
	56,630	Class M Staff Options
	453,038	Class N Staff Options
	30,000	Class O Staff Options
	30,000	Class P Staff Options
	20,000	Class Q Staff Options
	30,000	Class R Staff Options
	100,000	Class S Staff Options
	50,000	Class T Staff Options
666,667	New Options	
125,000	New Options	
100,000	New Options	
2,000,000	Class A Performance Rights	
2,000,000	Class C Performance Rights	
10	Dividend policy (in the case of a trust, distribution policy) on the increased capital (interests)	N/A

**Part 2 - Pro rata issue**

+ See chapter 19 for defined terms.

11	Is security holder approval required?	N/A
12	Is the issue renounceable or non-renounceable?	N/A
13	Ratio in which the +securities will be offered	N/A
14	+Class of +securities to which the offer relates	N/A
15	+Record date to determine entitlements	N/A
16	Will holdings on different registers (or subregisters) be aggregated for calculating entitlements?	N/A
17	Policy for deciding entitlements in relation to fractions	N/A
18	Names of countries in which the entity has security holders who will not be sent new offer documents  <small>Note: Security holders must be told how their entitlements are to be dealt with. Cross reference: rule 7.7.</small>	N/A
19	Closing date for receipt of acceptances or renunciations	N/A

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+ See chapter 19 for defined terms.



**Appendix 3B**  
**New issue announcement**

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20	Names of any underwriters	N/A
21	Amount of any underwriting fee or commission	N/A
22	Names of any brokers to the issue	N/A
23	Fee or commission payable to the broker to the issue	N/A
24	Amount of any handling fee payable to brokers who lodge acceptances or renunciations on behalf of security holders	N/A
25	If the issue is contingent on security holders' approval, the date of the meeting	N/A
26	Date entitlement and acceptance form and offer documents will be sent to persons entitled	N/A
27	If the entity has issued options, and the terms entitle option holders to participate on exercise, the date on which notices will be sent to option holders	N/A
28	Date rights trading will begin (if applicable)	N/A
29	Date rights trading will end (if applicable)	N/A
30	How do security holders sell their entitlements <i>in full</i> through a broker?	N/A
31	How do security holders sell <i>part</i> of their entitlements through a broker and accept for the balance?	N/A

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+ See chapter 19 for defined terms.

- 32 How do security holders dispose of their entitlements (except by sale through a broker)?
- 33 <sup>+</sup>Issue date

### Part 3 - Quotation of securities

*You need only complete this section if you are applying for quotation of securities*

- 34 Type of <sup>+</sup>securities  
(tick one)
- (a)  <sup>+</sup>Securities described in Part 1
- (b)  All other <sup>+</sup>securities  
Example: restricted securities at the end of the escrowed period, partly paid securities that become fully paid, employee incentive share securities when restriction ends, securities issued on expiry or conversion of convertible securities

#### Entities that have ticked box 34(a)

#### Additional securities forming a new class of securities

*Tick to indicate you are providing the information or documents*

- 35  If the <sup>+</sup>securities are <sup>+</sup>equity securities, the names of the 20 largest holders of the additional <sup>+</sup>securities, and the number and percentage of additional <sup>+</sup>securities held by those holders
- 36  If the <sup>+</sup>securities are <sup>+</sup>equity securities, a distribution schedule of the additional <sup>+</sup>securities setting out the number of holders in the categories  
1 - 1,000  
1,001 - 5,000  
5,001 - 10,000  
10,001 - 100,000  
100,001 and over
- 37  A copy of any trust deed for the additional <sup>+</sup>securities

+ See chapter 19 for defined terms.

**Appendix 3B**  
**New issue announcement**

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**Entities that have ticked box 34(b)**

38 Number of +securities for which +quotation is sought 

N/A
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39 +Class of +securities for which quotation is sought 

N/A
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40 Do the +securities rank equally in all respects from the +issue date with an existing +class of quoted +securities?  
  
 If the additional +securities do not rank equally, please state:

- the date from which they do
- the extent to which they participate for the next dividend, (in the case of a trust, distribution) or interest payment
- the extent to which they do not rank equally, other than in relation to the next dividend, distribution or interest payment

N/A
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41 Reason for request for quotation now  
  
 Example: In the case of restricted securities, end of restriction period  
  
 (if issued upon conversion of another +security, clearly identify that other +security)

N/A
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	Number	+Class
42 Number and +class of all +securities quoted on ASX (including the +securities in clause 38)	N/A	N/A

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+ See chapter 19 for defined terms.

**Quotation agreement**

1 +Quotation of our additional +securities is in ASX's absolute discretion. ASX may quote the +securities on any conditions it decides.

2 We warrant the following to ASX.

- The issue of the +securities to be quoted complies with the law and is not for an illegal purpose.
- There is no reason why those +securities should not be granted +quotation.
- An offer of the +securities for sale within 12 months after their issue will not require disclosure under section 707(3) or section 1012C(6) of the Corporations Act.

Note: An entity may need to obtain appropriate warranties from subscribers for the securities in order to be able to give this warranty

- Section 724 or section 1016E of the Corporations Act does not apply to any applications received by us in relation to any +securities to be quoted and that no-one has any right to return any +securities to be quoted under sections 737, 738 or 1016F of the Corporations Act at the time that we request that the +securities be quoted.
- If we are a trust, we warrant that no person has the right to return the +securities to be quoted under section 1019B of the Corporations Act at the time that we request that the +securities be quoted.

3 We will indemnify ASX to the fullest extent permitted by law in respect of any claim, action or expense arising from or connected with any breach of the warranties in this agreement.

4 We give ASX the information and documents required by this form. If any information or document is not available now, we will give it to ASX before +quotation of the +securities begins. We acknowledge that ASX is relying on the information and documents. We warrant that they are (will be) true and complete.



Sign here:

(Director/Company secretary)

Date: 12 March 2015

Print name: Scott Mison

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+ See chapter 19 for defined terms.