

Shoply Ltd
ASX:SHP

18 August 2015

To: Australian Securities Exchange Limited

Filed by: Shoply Limited

Ref: Alyn Tai

Tel: (03) 9286 7500

Notice Pursuant to Section 708A(5)(e) of the Corporations Act

Shoply Limited ACN 085 545 973 (the **Company**) advises that 5,178,886 ordinary shares in the Company were issued on 18 August 2015 as part of the share based component of consideration payable to the vendor of the Warcom business (which Shoply acquired in June 2014), subsequent to the satisfaction of prescribed revenue and profit margin targets of the Warcom business for the fourth quarter of the 2015 financial year. For further information, refer to Shoply's ASX announcement dated 12 June 2014 in respect of the Warcom acquisition.

The Company further advises that 8,041,504 ordinary shares in the Company were issued on 18 August 2015 as part of the share based component of consideration payable to the vendors of the eStore business (which Shoply acquired in March 2015), subsequent to the satisfaction of prescribed revenue and profit margin targets of the eStore business for the fourth quarter of the 2015 financial year. For further information, refer to Shoply's ASX announcement dated 3 March 2015 in respect of the eStore acquisition.

The Company gives notice under section 708A(5)(e) of the Corporations Act as follows:

- (a) On 18 August 2015, the Company issued 13,220,390 ordinary shares in the Company.
- (b) The shares were issued without disclosure to the investors under Part 6D.2 of the Corporations Act.
- (c) As at the date of this notice the Company has complied with:
 - (1) the provisions of Chapter 2M of the Corporations Act as they apply to the Company; and
 - (2) Section 674 of the Corporations Act.
- (d) As at the date of this notice there is no excluded information required to be disclosed under section 708A(6)(e) of the Corporations Act.

Dated: 18 August 2015

Signed for Shoply Limited

A handwritten signature in black ink, appearing to be "Alyn Tai", written over a horizontal line.

Alyn Tai
Company Secretary