

Appendix 3Y

Change of Director's Interest Notice

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 30/09/01 Amended 01/01/11

Name of entity SHOPLY LIMITED
ABN 93 085 545 973

We (the entity) give ASX the following information under listing rule 3.19A.2 and as agent for the director for the purposes of section 205G of the Corporations Act.

Name of Director	ANDREW PLYMPTON
Date of last notice	2 December 2015

Part 1 - Change of director's relevant interests in securities

In the case of a trust, this includes interests in the trust made available by the responsible entity of the trust

Note: In the case of a company, interests which come within paragraph (i) of the definition of "notifiable interest of a director" should be disclosed in this part.

Direct or indirect interest	Direct interest
Nature of indirect interest (including registered holder) <small>Note: Provide details of the circumstances giving rise to the relevant interest.</small>	N/A
Date of change	1 March 2016
No. of securities held prior to change	4,000,000 options to acquire ordinary fully paid shares, exercisable at \$0.01891 each on or before 1 December 2018 (Options).
Class	Options
Number acquired	Nil
Number disposed	4,000,000
Value/Consideration <small>Note: If consideration is non-cash, provide details and estimated valuation</small>	Nil
No. of securities held after change	Nil
Nature of change <small>Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back</small>	Cancellation of options (refer to Shoply's announcement dated 2 March 2016).

+ See chapter 19 for defined terms.

Appendix 3Y Change of Director's Interest Notice

Part 2 – Change of director's interests in contracts

Note: In the case of a company, interests which come within paragraph (ii) of the definition of "notifiable interest of a director" should be disclosed in this part.

Detail of contract	N/A
Nature of interest	N/A
Name of registered holder (if issued securities)	N/A
Date of change	N/A
No. and class of securities to which interest related prior to change Note: Details are only required for a contract in relation to which the interest has changed	N/A
Interest acquired	N/A
Interest disposed	N/A
Value/Consideration Note: If consideration is non-cash, provide details and an estimated valuation	N/A
Interest after change	N/A

Part 3 – ⁺Closed period

Were the interests in the securities or contracts detailed above traded during a ⁺closed period where prior written clearance was required?	No
If so, was prior written clearance provided to allow the trade to proceed during this period?	N/A
If prior written clearance was provided, on what date was this provided?	N/A

⁺ See chapter 19 for defined terms.

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We (the entity) give ASX the following information under listing rule 3.19A.2 and as agent for the director for the purposes of section 205G of the Corporations Act.

Name of Director	MARK GOULOPOULOS
Date of last notice	2 December 2015

Part 1 - Change of director's relevant interests in securities

In the case of a trust, this includes interests in the trust made available by the responsible entity of the trust

Note: In the case of a company, interests which come within paragraph (i) of the definition of "notifiable interest of a director" should be disclosed in this part.

Direct or indirect interest	Direct and indirect interest
Nature of indirect interest (including registered holder) <small>Note: Provide details of the circumstances giving rise to the relevant interest.</small>	Mr Gouloupoulos is the practical controller of and has a relevant interest in the shares held by the following shareholders: 1. Atlantis MG Pty Ltd <MG Family Super Fund A/C> 2. Atlantis MG Pty Ltd <MG Family A/C>
Date of change	1 March 2016
No. of securities held prior to change	1. Atlantis MG Pty Ltd <MG Family Super Fund A/C> held 7,000,000 fully paid ordinary shares 2. Atlantis MG Pty Ltd <MG Family A/C> held 5,697,565 fully paid ordinary shares 3. Mr Gouloupoulos held 3,000,000 options to acquire ordinary fully paid shares, exercisable at \$0.01891 each on or before 1 December 2018 (Options)
Class	Options
Number acquired	Nil

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Appendix 3Y Change of Director's Interest Notice

Number disposed	3,000,000
Value/Consideration Note: If consideration is non-cash, provide details and estimated valuation	Nil
No. of securities held after change	<ol style="list-style-type: none"> 1. Atlantis MG Pty Ltd <MG Family Super Fund A/C> holds 7,000,000 fully paid ordinary shares 2. Atlantis MG Pty Ltd <MG Family A/C> holds 5,697,565 fully paid ordinary shares
Nature of change Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back	Cancellation of options (refer to Shoply's announcement dated 2 March 2016).

Part 2 – Change of director's interests in contracts

Note: In the case of a company, interests which come within paragraph (ii) of the definition of "notifiable interest of a director" should be disclosed in this part.

Detail of contract	N/A
Nature of interest	N/A
Name of registered holder (if issued securities)	N/A
Date of change	N/A
No. and class of securities to which interest related prior to change Note: Details are only required for a contract in relation to which the interest has changed	N/A
Interest acquired	N/A
Interest disposed	N/A
Value/Consideration Note: If consideration is non-cash, provide details and an estimated valuation	N/A
Interest after change	N/A

Part 3 – ⁺Closed period

Were the interests in the securities or contracts detailed above traded during a ⁺closed period where prior written clearance was required?	No
If so, was prior written clearance provided to allow the trade to proceed during this period?	N/A
If prior written clearance was provided, on what date was this provided?	N/A

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We (the entity) give ASX the following information under listing rule 3.19A.2 and as agent for the director for the purposes of section 205G of the Corporations Act.

Name of Director	DOMENIC CAROSA
Date of last notice	2 December 2015

Part 1 - Change of director's relevant interests in securities

In the case of a trust, this includes interests in the trust made available by the responsible entity of the trust

Note: In the case of a company, interests which come within paragraph (i) of the definition of "notifiable interest of a director" should be disclosed in this part.

Direct or indirect interest	Direct and indirect interest
Nature of indirect interest (including registered holder) <small>Note: Provide details of the circumstances giving rise to the relevant interest.</small>	Mr Carosa is a director of and has a relevant interest in the shares held by the following shareholders: <ol style="list-style-type: none"> 1. Mp3 Australia Pty Ltd <The Mp3 Unit A/C> (Mp3 Australia) 2. Tiger Domains Pty Ltd <Tiger Domains Unit A/C> (Tiger Domains) 3. Dominet Digital Corporation Pty Ltd <The Carosa Family A/C> (Dominet Digital)
Date of change	1 and 7 March 2016
No. of securities held prior to change	<ol style="list-style-type: none"> 1. Mp3 Australia held 16,866,667 ordinary shares 2. Tiger Domains held 36,178,324 ordinary shares 3. Dominet Digital held 13,490,000 ordinary shares 4. Mr Carosa held 3,000,000 options to acquire ordinary fully paid shares, exercisable at \$0.01891 each on or before 1 December 2018 (Options)

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Appendix 3Y
Change of Director's Interest Notice

Class	1. Options 2. Ordinary shares.
Number acquired	9,333,333 ordinary shares
Number disposed	3,000,000 Options
Value/Consideration Note: If consideration is non-cash, provide details and estimated valuation	There was nil consideration received in respect of the disposal of Options. Dominet Digital acquired 1,000,000 ordinary shares and Tiger Domains acquired 8,333,333 ordinary shares for a total consideration of \$61,000.
No. of securities held after change	1. Mp3 Australia holds 16,866,667 ordinary shares 2. Tiger Domains holds 44,511,657 ordinary shares 3. Dominet Digital holds 14,490,000 ordinary shares
Nature of change Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back	1. Cancellation of options (refer to Shoply's announcement dated 2 March 2016) 2. On-market acquisition of ordinary shares

Part 2 – Change of director's interests in contracts

Note: In the case of a company, interests which come within paragraph (ii) of the definition of "notifiable interest of a director" should be disclosed in this part.

Detail of contract	N/A
Nature of interest	N/A
Name of registered holder (if issued securities)	N/A
Date of change	N/A
No. and class of securities to which interest related prior to change Note: Details are only required for a contract in relation to which the interest has changed	N/A
Interest acquired	N/A
Interest disposed	N/A
Value/Consideration Note: If consideration is non-cash, provide details and an estimated valuation	N/A
Interest after change	N/A

+ See chapter 19 for defined terms.

Part 3 – +Closed period

Were the interests in the securities or contracts detailed above traded during a +closed period where prior written clearance was required?	No
If so, was prior written clearance provided to allow the trade to proceed during this period?	N/A
If prior written clearance was provided, on what date was this provided?	N/A

+ See chapter 19 for defined terms.