

4 July 2017

Shares issued under Institutional Placement

Notice under sections 708A(5)(e) of the Corporations Act 2001

This notice is given by Megaport Limited (“**Issuer**”), under section 708A(5)(e) of the Corporations Act 2001 (“**Act**”).

The Issuer today issued 13,235,249 fully paid ordinary shares (“**Share**”) at an issue price of A\$2.10 per Share to institutional and sophisticated investors, as outlined in Megaport’s announcement dated 28 June 2017.

The Issuer advises that:

- (a) the Shares were issued without disclosure to investors under Part 6D.2 of the Act and without a prospectus for the Shares being prepared;
- (b) this notice is being given under sections 708A(5)(e) of the Act;
- (c) as a disclosing entity, the Issuer is subject to regular reporting and disclosure obligations;
- (d) as at the date of this notice, the Issuer has complied with:
 - (i) the provisions of Chapter 2M of the Act, as they apply to the Issuer; and
 - (ii) section 674 of the Act, as it applies to Issuer; and
- (e) as at the date of this notice, there is no information that is ‘excluded information’ within the meanings of sections 708A(7) and 708A(8) of the Act.

Yours sincerely,



Celia Pheasant
Company Secretary
Megaport Limited