grays·ecommercegroup

Scheme of Arrangement Approval

31 July 2017 (Sydney): Grays eCommerce Group Limited (ASX:GEG) ("Grays") is pleased to announce that the Federal Court of Australia (the "Court") has today made orders approving the scheme of arrangement ("Scheme") between Grays and its shareholders under which Eclipx Group Limited ("Eclipx") (through its wholly owned subsidiary Leasing Finance (Australia) Pty Limited) will acquire 100% of the shares in Grays for 0.3656 (rounded) Eclipx shares for each Grays share held.

Grays expects to lodge a copy of the Court's orders approving the Scheme with the Australian Securities and Investments Commission on Tuesday, 1 August 2017, at which time the Scheme will become effective.

It is expected that trading in the Company's shares on ASX will be suspended from close of trading on Tuesday, 1 August 2017.

- **ENDS -**

For more information please contact:

Investors and media
Ronn Bechler – Market Eye
P: +61-400 009 774
E: ronn.bechler@marketeye.com.au

About Grays eCommerce Group Limited

Grays eCommerce Group Limited (ASX: GEG) is one of Australia's leading eCommerce groups. By leveraging existing operations, sourcing capabilities, and eCommerce experience, Grays eCommerce Group is well positioned to be the leading online international auctioneer by unlocking real value for our business partners, vendors and customers.

The Company's B2B business comprises the business-facing components of the graysonline brand, the graysasset and graysmining brands, and DMS Davlan. Collectively, these brands are the largest B2B online auction marketplace in the Asia Pacific region for used plant and equipment. The B2B business provides a full range of valuation and project-management functions for a range of clients including major corporations, insolvency practitioners, financiers and banks.

The Company also provides an auction based site for wine and other consumer product categories.

For further information go to www.graysecommercegroup.com.au or www.graysonline.com.au.