

30 October 2019

Notification on escrowed shares and notice under Listing Rule 3.10A

Notice under Listing Rule 3.10A

In accordance with Listing Rule 3.10A, IncentiaPay Limited (ASX: INP) (**INP** or **Company**) advises that the following securities will be released from voluntary escrow on 13 November 2019 (being 10 business days after the date of this notice):

- 2,678,571 fully paid ordinary shares to be released on 13 November 2019 (making up the Relevant Shares described below); and
- 3,035,714 fully paid ordinary shares to be released on 13 November 2019.

The Company intends that the remaining 1,878,571 Relevant Shares (defined below) held by Mr Coveney will be transferred at the direction of the Company to other employees after their release from escrow.

Inadvertent release of securities from voluntary escrow

The Company provides notice to shareholders that the Company inadvertently released securities subject to voluntary escrow.

The 2,678,571 fully paid ordinary shares (**Relevant Shares**) were shares issued under the Company's loan funded share plan to Mr Darius Coveney. Upon Mr Coveney ceasing to be employed, the Relevant Shares were to be divested and the Company directed the transfer of 800,000 Relevant Shares to four other employees.

At the time of the transfer, the Company did not give notice under Listing Rule 3.10A to update shareholders on a forthcoming release of securities from escrow and the holding lock on the Relevant Shares was removed in error. Upon the Company realising this error, the holding lock was reinstated immediately on all 2,678,571 Relevant Shares and neither Mr Coveney, nor the four employees that received the Relevant Shares, had traded the shares.

For further information please contact:

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