

Form 603Corporations Act 2001
Section 671B**Notice of initial substantial holder**

To Company Name/Scheme Integrated Payment Technologies Limited

ACN/ARSN 611 202 414

1. Details of substantial holder (1)

Name Colin Scully, Valebark Pty Ltd and Starmay Superannuation Pty Ltd

ACN/ARSN (if applicable) Valebark Pty Ltd (ACN 082 497 309) and Starmay Superannuation Pty Ltd (ACN 093 004 794)

The holder became a substantial holder on 9 March 2016 (interests prepared as at listing date of Company)

2. Details of voting power

The total number of votes attached to all the voting shares in the company or voting interests in the scheme that the substantial holder or an associate (2) had a relevant interest (3) in on the date the substantial holder became a substantial holder are as follows:

Class of securities (4)	Number of securities	Person's votes (5)	Voting power (6)
Colin Scully and Valebark Pty Ltd - Ordinary shares	44,551,881	44,551,881	28.85%
Starmay Superannuation Pty Ltd - Ordinary shares	19,385,163	19,385,163	12.55%

3. Details of relevant interests

The nature of the relevant interest the substantial holder or an associate had in the following voting securities on the date the substantial holder became a substantial holder are as follows:

Holder of relevant interest	Nature of relevant interest (7)	Class and number of securities
Valebark Pty Ltd	Registered holder of securities as trustee for the Scully Investment Trust	25,166,718 ordinary shares
Colin Scully	Colin Scully has voting power in Valebark Pty Ltd in excess of 20% (relevant interest by virtue of section 608(3) of the Corporations Act 2001 (Cth))	25,166,718 ordinary shares
Starmay Superannuation Pty Ltd	Registered holder of securities as trustee for the Starmay Super Fund A/C Colin Scully	10,953,000 ordinary shares
Starmay Superannuation Pty Ltd	Registered holder of securities as trustee for the Starmay Super Fund A/C Don Sharp	8,432,163 ordinary shares
Colin Scully	Colin Scully has voting power in Starmay Superannuation Pty Ltd in excess of 20% (relevant interest by virtue of section 608(3) of the Corporations Act 2001 (Cth))	19,385,163 ordinary shares

4. Details of present registered holders

The persons registered as holders of the securities referred to in paragraph 3 above are as follows:

Holder of relevant interest	Registered holder of securities	Person entitled to be registered as holder (8)	Class and number of securities
Valebark Pty Ltd and Colin Scully	Valebark Pty Ltd as trustee for the Scully Investment Trust	Valebark Pty Ltd as trustee for the Scully Investment Trust	25,166,718 ordinary shares
Starmay Superannuation Pty Ltd and Colin Scully	Starmay Superannuation Pty Ltd as trustee for the Starmay Super Fund A/C Colin Scully	Starmay Superannuation Pty Ltd as trustee for the Starmay Super Fund A/C Colin Scully	10,953,000 ordinary shares
Starmay Superannuation Pty Ltd and Colin Scully	Starmay Superannuation Pty Ltd as trustee for the Starmay Super Fund A/C Don Sharp	Starmay Superannuation Pty Ltd as trustee for the Starmay Super Fund A/C Don Sharp	8,432,163 ordinary shares

5. Consideration

The consideration paid for each relevant interest referred to in paragraph 3 above, and acquired in the four months prior to the day that the substantial holder became a substantial holder is as follows:

Holder of relevant interest	Date of acquisition	Consideration (9)		Class and number of securities
		Cash	Non-cash	
N/A	N/A	N/A		N/A

6. Associates

The reasons the persons named in paragraph 3 above are associates of the substantial holder are as follows:

Name and ACN/ARSN (if applicable)	Nature of association
Valebark Pty Ltd and Colin Scully	Colin Scully is a director of and owns 50% of Valebark Pty Ltd. His spouse owns the other 50% of Valebark Pty Ltd.

7. Addresses

The addresses of persons named in this form are as follows:

Name	Address
Valebark Pty Ltd	8 Poincianna Avenue, Sapphire, NSW, 2450
Colin Scully	8 Poincianna Avenue, Sapphire, NSW, 2450
Starmay Superannuation Pty Ltd	19 Wybalena Road, Hunters Hill, NSW, 2110

Signature

print name

COLIN SCULLY

capacity

DIRECTOR

sign here



date

2-12-2016