

Paul John Pheby
39B, The Hudson
11 Davis Street
Kennedy Town, Hong Kong

20 February 2017

To: ASX Market Announcements Office

Tel Number:
Fax Number: +61 2 9347 0005
Sender: Paul John Pheby
Sender Tel No: (852) 2179-5222
Sender Fax No: (852) 3956 1648

You should receive 3 page(s) (inclusive)

Dear Sir/ Madam,

RE: Form 603

Please find the attached signed Form 603 for your information.

Best Regards,

Paul Pheby

This message and any attachment are confidential and may be privileged or otherwise
protected from disclosure. If you are not the intended recipient, please telephone or email the
sender and delete this message and any attachment from your system. If you are not the
intended recipient you must not copy this message or attachment or disclose the contents to
any other person.

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

To Company Name/Scheme: Animoca Brands Corporation Limited

ACN/ARSN: 29 122 921 813

1. Details of substantial holder (1)

Name: Paul John Pheby

ACN/ARSN (if applicable): N/A

The holder became a substantial holder on: 09 February 2017

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 (5)
Ordinary Shares	22,178,892	22,178,892	6.83% (based on 324,898,359 ordinary shares on issue)

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
Paul John Pheby	The holder is the registered holder of the securities	Ordinary shares; 22,178,892 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
Paul John Pheby	Paul John Pheby	Paul John Pheby	Ordinary shares; 22,178,892 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	
Paul John Pheby	09 February 2017	AUS 341,270.40	0	Ordinary shares; 11,375,680 shares

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
N/A	N/A

7. Addresses

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

Name	Address
Paul John Pheby	39B, The Hudson, 11 Davis Street, Kennedy Town, Hong Kong

Signature

print name:

Paul John Pheby

capacity

Businessman

sign here

Paul Pheby

date

20/02/2017

DIRECTIONS

- (1) If there are a number of substantial holders with similar or related relevant interests (eg. a corporation and its related corporations, or the manager and trustee of an equity trust), the names could be included in an annexure to the form. If the relevant interests of a group of persons are essentially similar, they may be referred to throughout the form as a specifically named group if the membership of each group, with the names and addresses of members is clearly set out in paragraph 7 of the form.
- (2) See the definition of 'associate' in section 9 of the Corporations Act 2001.
- (3) See the definition of 'relevant interest' in sections 608 and 671B(7) of the Corporations Act 2001.
- (4) The voting shares of a company constitute one class unless divided into separate classes.
- (5) The total number of votes attached to all the voting shares in the company or voting interests in the scheme (if any) that the person or an associate has a relevant interest in.
- (6) The person's votes divided by the total votes in the body corporate or scheme multiplied by 100.
- (7) Include details of:
 - (a) any relevant agreement or other circumstances by which the relevant interest was acquired. If subsection 671B(4) applies, a copy of any document setting out the terms of any relevant agreement, and a statement by the person giving full and accurate details of any contract, scheme or arrangement, must accompany this form, together with a written statement certifying this contract, scheme or arrangement; and
 - (b) any qualification of the power of a person to exercise, control the exercise of, or influence the exercise of, the voting powers or disposal of the securities to which the relevant interest relates (indicating clearly the particular securities to which the qualification applies).

See the definition of 'relevant agreement' in section 9 of the Corporations Act 2001.
- (8) If the substantial holder is unable to determine the identity of the person (eg. if the relevant interest arises because of an option) write 'unknown'.
- (9) Details of the consideration must include any and all benefits, money and other, that any person from whom a relevant interest was acquired has, or may, become entitled to receive in relation to that acquisition. Details must be included even if the benefit is conditional on the happening or not of a contingency. Details must be included of any benefit paid on behalf of the substantial holder or its associate in relation to the acquisitions, even if they are not paid directly to the person from whom the relevant interest was acquired.