



ASX: LVH MARKET RELEASE

Buy-Back and Cancellation of Employee Loan Back Shares

23 July 2019 | Melbourne, Victoria

LiveHire Limited (ASX: LVH) ("LiveHire" or the "Company") advises that, in accordance with the Company's employee incentive plan ("EIP"), it is undertaking an employee share scheme buy-back of 6,966,390 ordinary shares which are subject to loan-back arrangements under the EIP ("Buy Back Shares"). Further details are set out in the enclosed Appendix 3C.

Pursuant to the terms of the EIP, implementing the buy-back will extinguish the outstanding loans associated with the Buy Back Shares at the relevant issue price and accordingly, will not require an outlay of cash by LiveHire. On completion of the buy-back, the Buy Back Shares will be cancelled, which will increase in the interest each shareholder holds in the total number of LiveHire shares on issue by 2.35% of their original percentage interest.

The Buy Back Shares are presently held by employees and former employees who are no longer entitled to the Buy Back Shares in accordance with the terms and conditions of the EIP. Included in the Buy Back Shares are 6.5 million shares which were issued to Antonluigi Gozzi, Michael Haywood and Grant Galvin after shareholders approved the issue at the 2017 Annual General Meeting.

The share buy-back and subsequent cancellation will be implemented on 8 August 2019.

An Appendix 3C is attached.

For more information:

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www.livehire.com/investor

About LiveHire

LiveHire is a Human Capital performance platform that delivers a proactive sourcing and talent mobility solution called Live Talent Communities. The platform makes managing the flow of talent into and through businesses seamless, delivering value through detailed visibility of talent, shifting recruitment from reactive to proactive, improving fit, reducing time and cost to hire, with an unrivalled candidate experience.

Founded in 2011, LiveHire is an Australian company headquartered in Melbourne, with offices also in Sydney and Perth.

www.livehire.com

Appendix 3C

Announcement of buy-back (*except* minimum holding buy-back)

Information and documents given to ASX become ASX's property and may be made public.

Introduced 1/9/99. Origin: Appendix 7B. Amended 13/3/2000, 30/9/2001, 11/01/10

Name of entity

ABN/ARSN

LiveHire Limited

153 266 605

We (the entity) give ASX the following information.

Information about buy-back

- | | | |
|---|---|--|
| 1 | Type of buy-back | Employee Share Scheme Buy Back |
| 2 | ⁺ Class of shares/units which is the subject of the buy-back (<i>eg, ordinary/preference</i>) | Ordinary shares |
| 3 | Voting rights (<i>eg, one for one</i>) | One vote for each fully paid share |
| 4 | Fully paid/partly paid (<i>and if partly paid, details of how much has been paid and how much is outstanding</i>) | Fully Paid |
| 5 | Number of shares/units in the ⁺ class on issue | 296,721,693 (before the buy-back) |
| 6 | Whether shareholder/unitholder approval is required for buy-back | Shareholder approval not required |
| 7 | Reason for buy-back | Employees and former employees no longer entitled to the shares in accordance with the terms and conditions of LiveHire Ltd's employee incentive plan (EIP) |

⁺ See chapter 19 for defined terms.
11/01/2010

Appendix 3C
Announcement of buy-back

8	Any other information material to a shareholder's/unitholder's decision whether to accept the offer (eg, details of any proposed takeover bid)	N/A
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On-market buy-back

9	Name of broker who will act on the company's behalf	N/A
10	Deleted 30/9/2001.	N/A
11	If the company/trust intends to buy back a maximum number of shares - that number <small>Note: This requires a figure to be included, not a percentage.</small>	N/A
12	If the company/trust intends to buy back shares/units within a period of time - that period of time; if the company/trust intends that the buy-back be of unlimited duration - that intention	N/A
13	If the company/trust intends to buy back shares/units if conditions are met - those conditions	N/A

Employee share scheme buy-back

14	Number of shares proposed to be bought back	6,966,390 ordinary shares
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⁺ See chapter 19 for defined terms.

15 Price to be offered for shares

Shares to be bought back at between \$0.385 and \$0.98 per share, representing the issue price or agreed market value in accordance with the terms of the EIP.

Extinguishment of EIP loans totalling \$6,726,132.64

Selective buy-back

- | | | |
|----|--|-----|
| 16 | Name of person or description of class of person whose shares are proposed to be bought back | N/A |
| 17 | Number of shares proposed to be bought back | N/A |
| 18 | Price to be offered for shares | N/A |

Equal access scheme

- | | | |
|----|---|-----|
| 19 | Percentage of shares proposed to be bought back | N/A |
| 20 | Total number of shares proposed to be bought back if all offers are accepted | N/A |
| 21 | Price to be offered for shares | N/A |
| 22 | +Record date for participation in offer

<small>Cross reference: Appendix 7A, clause 9.</small> | N/A |

Compliance statement

1. The company is in compliance with all Corporations Act requirements relevant to this buy-back.

or, for trusts only:

1. The trust is in compliance with all requirements of the Corporations Act as modified by Class Order 07/422, and of the trust's constitution, relevant to this buy-back.
2. There is no information that the listing rules require to be disclosed that has not already been disclosed, or is not contained in, or attached to, this form.

Sign here:
(Company secretary)

Date: 23 July 2019

Print name: **Charly Duffy**

⁺ See chapter 19 for defined terms.