

Notice of change of interests of substantial holder

Form 604
Corporations Law 2001
Section 671B

To: **CROWD MOBILE LIMITED**
ACN 083 160 909

1. Details of substantial shareholders

Dominet Digital Corporation Pty Ltd <The Carosa Family A/C> (**DDC**)
Dominet Digital Investments Pty Ltd ATF Dominet Digital Investment Family Trust (**DDI**)
Domenic Carosa

- There was a change in the interests of the substantial holders on:
 - o 28 October 2015;
 - o 30 October 2015; and
 - o 2 November 2015
- The previous notice was given to the Company on 19 March 2015
- The previous notice was dated 19 March 2015

2. Previous and present 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 had a relevant interest when last required, and when now required, to give a substantial holding notice to the Company or scheme, are as follows:

| Class of securities | Previous notice | | Present notice | |
|---------------------|-----------------|--------------|----------------|--------------|
| | Person's votes | Voting power | Person's votes | Voting power |
| Ordinary shares | 18,824,308 | 22.09% | 22,314,308 | 14.45% |

3. Changes in relevant interests

Particulars of each change in, or change in the nature of, a relevant interest of the substantial holder or an associate in voting securities of the Company or scheme, since the substantial holder was last required to give a substantial holding notice to the Company or scheme are as follows:

| Date of change | Person whose relevant interest changed | Nature of change | Consideration given in relation to change | Class and number of securities affected | Person's votes affected |
|----------------|--|--|--|---|-------------------------|
| 15 Jun 2015 | DDC, Domenic Carosa | Increase in interest due to acquisition of 50,000 shares on-market | \$0.20 per share (total consideration: \$10,000) | 50,000 ordinary shares | DDC, Domenic Carosa |

| | | | | | |
|----------------------------|---------------------|--|--|----------------------------|---------------------|
| 28 Oct 2015 | DDC, Domenic Carosa | Increase in interest due to acquisition of 2,000,000 shares as sub-underwriter for the Company's pro-rata non-renounceable rights issue which was announced to the market on 17 September 2015 (Rights Issue). | \$0.25 per share (total consideration: \$500,000) | 2,000,000 ordinary shares | DDC, Domenic Carosa |
| 2 Nov 2015 | DDI, Domenic Carosa | Increase in interest due to acquisition of 1,250,000 shares upon the vesting of 1,250,000 performance rights held by Mr Carosa. | Nil cash consideration – shares were issued upon vesting of performance rights | 1,250,000 ordinary shares | DDI, Domenic Carosa |
| 2 Nov 2015 | DDC, Domenic Carosa | Increase in interest due to acquisition of 190,000 shares via off-market trade. | \$0.25 per share (total consideration \$47,500) | 190,000 ordinary shares | DDC, Domenic Carosa |
| 28 Oct, 30 Oct, 2 Nov 2015 | DDC | Dilution of interest after issue of: <ul style="list-style-type: none"> ▪ 51,128,760 shares under Rights Issue on 28 Oct 15, and ▪ 15,385,140 shares to the vendors of Track Holdings B.V. as part consideration of the Track Acquisition on 30 Oct 15. ▪ 2,734,716 shares upon vesting of performance rights | N/A | 15,175,292 ordinary shares | DDC, Domenic Carosa |
| | DDI | | | 7,139,016 Ordinary Shares | DDI, Domenic Carosa |
| | Domenic Carosa | | | 22,314,308 Ordinary Shares | Domenic Carosa |

4. Present Relevant Interests

Particulars of each relevant interest of the substantial holder in voting securities after the change are as follows:

| Holder of relevant interest | Registered holder of securities | Person entitled to be registered as holder | Nature of relevant interest | Class and number of securities | Person's votes |
|-----------------------------|-----------------------------------|--|--|---------------------------------------|----------------|
| DDC | DDC | DDC | Registered holder | 13,572,554 Ordinary Fully Paid Shares | 15,175,292 |
| | Tiger Domains Pty Limited (Tiger) | Tiger | Holder of >20% shares in Tiger (s608(3)(a) Corporations Act) | 1,602,738 Ordinary Fully Paid Shares | |
| Domenic Carosa | DDC | DDC | Practical controller of DDC (s608(3)(b) Corporations Act) | 13,572,554 Ordinary Fully Paid Shares | 22,314,308 |
| | DDI** | DDI | Practical controller of DDI (s608(3)(b) Corporations Act) | 7,139,016 Ordinary Fully Paid Shares | |
| | Tiger | Tiger | Practical controller of DDC (s608(3)(b) Corporations Act), which is the holder of >20% shares in Tiger (s608(3)(a) Corporations Act) | 1,602,738 Ordinary Fully Paid Shares | |

**Due to dilution from the issue of shares by the Company as described above, DDI's relevant interest in Crowd Mobile's shares has decreased to 4.62% and is accordingly no longer a substantial holder in its own right.

5. Changes In Association

The persons who have become associates of, ceased to be associates of, or have changes the nature of their association with, the substantial holder in relation to voting interests in the Company or scheme are as follows:

| Name and ACN/ARSN (if applicable) | Nature of association |
|-------------------------------------|------------------------------|
| Domenic Carosa | Controls DDC, DDI and Tiger |
| Dominet Digital Corporation Pty Ltd | Controlled by Domenic Carosa |
| Dominet Digital Investments Pty Ltd | Controlled by Domenic Carosa |
| Tiger Domains Pty Limited | Controlled by Domenic Carosa |

6. Addresses

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

| Person/ Entity | Address |
|-------------------------------------|--|
| Dominet Digital Corporation Pty Ltd | 22 Green Street, Richmond Victoria 3121 |
| Domenic Carosa | 22 Green Street, Richmond Victoria 3121 |
| Tiger Domains Pty Limited | PO Box 2393, Richmond Victoria 3121 |
| Dominet Digital Investments Pty Ltd | U 209-210, 20 Convention Centre Place, South Wharf Victoria 3006 |

Dated 2 November 2015

Authorised for electronic lodgement by Domenic Carosa