

PLUS CONNECT TAKEOVER OFFER NOW UNCONDITIONAL

Activistic Limited (**Activistic** or the **Company**) has today declared its takeover offer (**Offer**) for all the ordinary shares in Plus Connect Limited (**Plus Connect**) free from all remaining conditions set out in section 1.8 of Annexure A of its Bidder's Statement (**Bidder's Statement**).

Details of the Offer are set out in the Bidder's Statement dated 17 November 2016 and first Supplementary Bidder's Statement dated 16 December 2016, as varied by notice dated 16 December 2016.

By accepting the offer, Plus Connect shareholders will receive 3.126231 Activistic shares per Plus Connect share, thereby allowing Plus Connect shareholders to hold shares in a larger capitalised company with improved access to capital. Plus Connect shareholders will also gain ASX share trading liquidity.

The Offer remains open until 5:00pm AWST on 13 January 2017. Activistic encourages all Plus Connect shareholders who have not accepted the Offer to do so by completing the Acceptance Form that was enclosed with Activistic's original Bidder's Statement and sending it to the address shown in the Acceptance Form.

A formal notice declaring the offer unconditional, required by section 650F of the *Corporations Act 2001* (Cth), was given to Plus Connect today and is attached to this announcement.

Activistic currently holds 95.4% of Plus Connect shareholder acceptances as of the close of market on 5 January 2017.

Yours faithfully



Ramon Soares
Joint Company Secretary

Company Information:

Activistic Limited
ACN: 007 701 715
ASX: ACU
www.activisticgroup.com

Registered Address:

Suite 5, 71-73 South Perth Esplanade
South Perth WA 6151
Telephone: +61 8 6244 0333

Board of Directors:

Peter Wall	Non-Executive Chairman
Evan Cross	Non-Executive Director
Nigel Lee	Non-Executive Director
Michael Hughes	Non-Executive Director

ACTIVISTIC LIMITED (ACN 007 701 715)
NOTICE TO FREE OFFER FROM CONDITIONS UNDER SECTION 650F AND
NOTICE OF STATUS OF CONDITIONS UNDER SECTION 630(3)

- To:
1. Plus Connect Limited (ACN 164 388 783) (**Plus Connect**).
 2. Australian Securities and Investments Commission.

This is a notice dated 6 January 2017 given by Activistic Limited (ACN 007 701 715) (**Activistic**) in relation to its off-market takeover offer to acquire all of the issued shares of Plus Connect (**Offer**) pursuant to its bidder's statement dated 17 November 2016 as varied by a supplementary bidder's statement dated 16 December 2016 (**Bidder's Statement**) and by extension notice dated 16 December 2016.

Capitalised terms which are not defined in this notice have the meaning given to them in the Bidder's Statement.

Pursuant to Section 650F of the Corporations Act 2001 (Cth) (**Act**), Activistic gives notice that the remaining defeating conditions set out in Section 1.8 of Annexure A of the Bidder's Statement have been waived (so the Offer has become free of those conditions) as follows:

- (a) section 1.8(b) – no regulatory action;
- (b) section 1.8(c) – no material adverse change;
- (c) section 1.8(d) – no material acquisitions, disposals or new commitments;
- (d) section 1.8(e) – no material litigation;
- (e) section 1.8(f) – no prescribed occurrences;
- (f) section 1.8(g) – no change of control rights; and
- (g) section 1.8(h) – non-existence of certain rights.

Accordingly, the Offer is now unconditional.

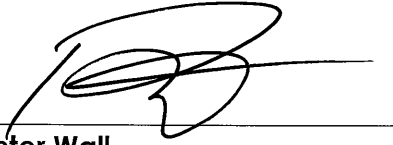
In accordance with s630(3) of the Act, as at the date of this notice, Activistic gives notice that:

- (a) the condition set out in section 1.8(a) in Annexure A of the Bidder's Statement (90% minimum acceptance) was satisfied on 14 December 2016; and
- (b) so far as Activistic knows, the conditions set out in Section 1.8(b) to 1.8(h) have not been fulfilled but, at the time of lodging this notice, none of the events referred to in those conditions has occurred.

For the purposes of Section 650F(2)(b) of the Act, at the time of giving this notice, Activistic's voting power in Plus Connect is approximately 95.4%.

Dated: 6 January 2017

Signed on behalf of Activistic Limited

A handwritten signature in black ink, consisting of a large, stylized 'P' followed by a horizontal line and a smaller, more complex scribble.

Peter Wall
DIRECTOR
ACTIVISTIC LIMITED