

ASX Release

PERTH, February 28, 2017

Convertible Note Raising

MOKO SOCIAL MEDIA LIMITED (ASX: MKB) (the Company) advises that it has secured commitments for secured convertible notes totalling \$1,392,000. An existing secured loan advanced to the Company of \$500,000 and outstanding fees on working capital loan facilities provided to the Company of \$177,000 will be applied as a subscription to the convertible note. In addition, \$715,000 of additional funds have been raised that will provide ongoing working capital to support the development of the Company's flagship REC*IT app. All funds are anticipated to be received by Friday 3rd March 2017.

The key terms of the convertible notes are outlined in this announcement.

The Company is currently in discussions to raise the longer term funding required to execute its business plan, which may involve a business combination transaction.

Given the material nature of these discussions and their impact on the assessment of the Company's financial statements for the half-year ended 31 December 2016 by the Directors and the Company's auditors, the Company has determined to delay the filing of these financial statements.

As a result, the Company has today requested an extension to its voluntary suspension on the ASX pending conclusion of these negotiations. The voluntary suspension is expected to last until on or before Friday 31st March 2017.

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LIMITED

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SUMMARY OF CONVERTIBLE NOTE TERMS

- **Conversion Price** - \$0.0021
- **Condition to Conversion** - Conversion of the Convertible Note is subject to, and conditional on, the Company obtaining all necessary approvals from its Shareholders and pursuant to the Corporation Act for the conversion of the Convertible Note into Shares, including, to the extent required in respect of any Noteholder, for the purposes of item 7 of section 611 of the Corporations Act and ASX Listing Rule 7.1.
- **Conversion on Maturity Date** - The Noteholder may convert the Subscription Sum Outstanding in respect of the Convertible Note into Shares on the Maturity Date by delivering a Conversion Notice to the Company by no later than the Maturity Date.
- **Repayment on Maturity Date** - The Company must, on the Maturity Date, repay the Subscription Sum Outstanding in respect of the Convertible Note (together with accrued and unpaid interest) unless, and to the extent, the Noteholder has given a Conversion Notice in respect of the outstanding Convertible Note.
- **Interest Rate** - 15% per annum
- **Default Interest Rate** - 20% per annum
- **Interest Payment** - the Company shall pay to the Noteholder the interest accrued in arrears on the Interest Payment Date. The Interest Payment Date means the date the Convertible Note is fully repaid or converted into Shares.
- **Maturity Date** - 31 August 2017.
- **Security** - the Convertible Note will be secured by a fixed and floating charge over the assets and undertakings of the Company.

About MOKO SOCIAL MEDIA Limited

MOKO provides innovative apps and content for US college and high school sports communities to engage and interact. With a presence at over 1,250 colleges and more than 3,400 high schools, MOKO occupies a market-leading position in sports management and recreation center administration. MOKO accesses the market through exclusive agreements with the largest student sports data providers in the US.

MOKO's products include the award-winning college sports management app REC*IT, campus fitness app REC*IT FITNESS, custom "white label" rec center app REC*IT Plus and high school sports management app BigTeams powered by REC*IT. MOKO is continually updating and enhancing its products to meet the needs of the student sport community.

The US student market is highly desired by advertisers and MOKO's revenue strategy combines subscriptions, advertising, partnerships and promotion.

Note

This announcement is for informational purposes only and is neither an offer to sell nor an offer to buy any securities, or a recommendation as to whether investors should buy or sell.

Special Note on Forward--Looking Statements

This press release contains information that may constitute forward--looking statements and uses forward--looking terminology such as "anticipate" "propose" "expect" and "will," negatives of such terms or other similar statements. You should not place undue reliance on any forward--looking statement due to its inherent risk and uncertainties, both general and specific.

Although we believe the assumptions on which the forward--looking statements are based are reasonable and within the bounds of our knowledge of our business and operations as of the date hereof, any or all of those assumptions could prove to be inaccurate. Risk factors that could contribute to such differences include our ability to prepare required documents in connection with the proposed offering, the timing of regulatory review, performance of our shares on the OTC Market, and the performance of the United States and global capital markets and companies in our sector, as well as factors relating to the performance of our business, including intense competition we face; failure to innovate and provide products and services that are useful to users; our ongoing need for capital for investment in new and existing business strategies and new products, services and technologies, including through acquisitions; our dependence on advertising revenues; the potential for declines in our revenue growth rate and downward pressure on our operating margin in the future; increased regulatory scrutiny that may negatively impact our business; legal proceedings that may result in adverse outcomes; failure to maintain and enhance our brand; uncertainty as to our ability to protect and enforce our intellectual property rights; and uncertainty as to our ability to attract and retain qualified executives and personnel. The forward--looking information provided herein represents the Company's estimates as of the date of the press release, and subsequent events and developments may cause the Company's estimates to change. The Company specifically disclaims any obligation to update the forward--looking information in the future. Therefore, this forward--looking information should not be relied upon as representing the Company's estimates of its future intentions as of any date subsequent to the date of this press release. Our plans may differ materially from information contained in the forward--looking statements as a result of these risk factors or others, as well as changes in plans from our board of directors and management.