

19 September 2017
ASX Announcement

ASX WAIVER IN RELATION TO LISTING RULE 9.7

- **ASX grants ICI waiver in relation to Listing Rule 9.7**
- **FFG to proceed with restructure and downstream Swedish IPO**

The Board of iCandy Interactive Limited (**the Company** or **ICI**) are pleased to announce that ASX has granted the Company a waiver from Listing Rule 9.7 to the extent necessary to allow Fatfish Internet Group Limited (**FFG**) as controller of ICI's majority shareholder Fatfish Internet Pte Ltd (**FIPL**) to transfer its interest in the securities of FIPL to another wholly owned subsidiary, Fatfish Global Ventures AB (**FGV**) as contemplated under FFG's proposed asset restructure and foreign offering announced on 11 September 2017.

Background

FFG is the controller of a substantial interest in ICI, held through its Singaporean subsidiary FIPL which holds 187,500,000 ordinary ICI shares, constituting 73.04% of all voting securities on issue in ICI.

The waiver allows FFG to undertake the internal restructure of its holdings notwithstanding the restrictions which otherwise apply to FFG's interests in FIPL as controller thereof pursuant to the restriction agreement between ICI, FIPL and FFG.

The grant of the waiver of Listing Rule 9.7 is conditional upon

- (a) a new restriction agreement in the form of Listing Rule Appendix 9A being entered into by each of FIPL, FGV and FFG for the balance of the escrow period (ending 4 February 2018);
- (b) a copy of the new restriction agreement being provided to ASX; and
- (c) the Company instructing the share registry to reinstate the holding locks on the Restricted Securities for the balance of the escrow period and not to remove the holding locks without ASX's approval.

- End -



iCandy Interactive Limited

(ACN 604 871712)

Level 4, 91 William Street,
Melbourne. VICTORIA 3000
Australia

www.icandy.co

About iCandy

iCandy Interactive Ltd (ASX:ICI) is an Australian incorporated public company, with as core business the development and publishing of games for mobile devices. Specialising in action-packed puzzle games, iCandy has published titles that have achieved over 17 million cumulative downloads (from Google Play and the Apple App Store).

One of the market leaders in the region, with subsidiaries in Malaysia and Singapore (including the award-winning games studio Appxplore), iCandy has stretched its success beyond the borders of Southeast Asia: several of its titles, such as Crab War, Mobfish Hunters and Caveboy's Escape, have been recommended as Best New Games across 30 countries internationally.

For more info, visit www.icandy.io