

Rule 2.7, 3.10.3, 3.10.4, 3.10.5

# Appendix 3B

## New issue announcement, application for quotation of additional securities and agreement

*Information or documents not available now must be given to ASX as soon as available. Information and documents given to ASX become ASX's property and may be made public.*

Introduced 1/7/96. Origin: Appendix 5. Amended 1/7/98, 1/9/99, 1/7/2000, 30/9/2001, 11/3/2002, 1/1/2003, 24/10/2005.

Name of entity

Buddy Platform Limited

ABN

21 121 184 316

We (the entity) give ASX the following information.

### Part 1 - All issues

*You must complete the relevant sections (attach sheets if there is not enough space).*

- 1 +Class of +securities issued or to be issued

(1) Ordinary Shares – Quoted  
(2) Ordinary Shares – Unquoted  
(3) Employee Incentive Performance Rights - Unquoted

- 2 Number of +securities issued or to be issued (if known) or maximum number which may be issued

(1) & (2) 100,040,468 Ordinary Shares  
(3) 34,062,917 Employee Incentive Performance Rights

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+ See chapter 19 for defined terms.

<p>3 Principal terms of the +securities (eg, if options, exercise price and expiry date; if partly paid +securities, the amount outstanding and due dates for payment; if +convertible securities, the conversion price and dates for conversion)</p>	<p>(1) Ordinary Shares 15,925,927 Quoted  (2) Ordinary Shares 20,326,395 Unquoted – escrowed to 17/12/17  (3) Ordinary Shares 63,788,146 Unquoted – escrowed to 30/12/17    (4) Employee Incentive Performance Rights Issued in accordance with the Employee Incentive Rights Plan as adopted by shareholders at the AGM held on 9 Nov-2015, various vesting conditions</p>
<p>4 Do the +securities rank equally in all respects from the date of allotment with an existing +class of quoted +securities?</p> <p>If the additional securities do not rank equally, please state:</p> <ul style="list-style-type: none"> <li>• the date from which they do</li> <li>• the extent to which they participate for the next dividend, (in the case of a trust, distribution) or interest payment</li> <li>• the extent to which they do not rank equally, other than in relation to the next dividend, distribution or interest payment</li> </ul>	<p>Yes for ordinary shares</p> <p>No for Employee Incentive Performance Rights – only on vesting conditions being satisfied and conversion to ordinary shares</p>
<p>5 Issue price or consideration</p>	<p>(1) 100,040,468 Ordinary Shares – Represented by:  (a.) 1,068 Ordinary Shares \$106.80 (On conversion of 1,068 options exercised at 10c expiring 17/11/2020)  (b.) 24,528,888 Replacement Rights converted to ordinary shares – Nil price  (c.) 11,843,845 Employee incentive performance rights converted to ordinary shares – Nil price  (d.) 63,666,667 Performance Shares converted on achievement of Milestone 1 &amp; 2 – Nil price    (2) Employee Incentive Performance Rights – Nil price</p>

6	<p>Purpose of the issue (If issued as consideration for the acquisition of assets, clearly identify those assets)</p>	<p>(a.) 1,068 Ordinary Shares Issued on conversion of Options exercisable at 10 cents expiring 17/11/2020 (Quoted)</p> <p>(b.) 24,528,888 Ordinary shares Issued on vesting and conversion of Replacement Performance Rights</p> <p>(c.) 11,843,845 Ordinary shares Issued on vesting and conversion of Employee incentive performance rights. Issued in accordance with the Employee Incentive Rights Plan as adopted by shareholders at the AGM held on 9 Nov-2015</p> <p>(d.) 31,833,333 Unquoted Ordinary Shares Issued on conversion of Performance Shares on achievement of 1st milestone (Refer to ASX announcement 18-Jul-16); and  31,833,334 Unquoted Ordinary Shares Issued on conversion of Performance Shares on achievement of 2<sup>nd</sup> milestone (Refer to ASX announcement 2-Oct-17)</p> <p>(e) 34,062,917 Employee Incentive Performance Rights Issued in accordance with the Employee Incentive Rights Plan as adopted by shareholders at the AGM held on 9 Nov-2015, various vesting conditions</p>
6a	<p>Is the entity an <sup>+</sup>eligible entity that has obtained security holder approval under rule 7.1A?</p> <p>If Yes, complete sections 6b – 6h in relation to the <sup>+</sup>securities the subject of this Appendix 3B, and comply with section 6i</p>	<p>Yes</p>

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**+ See chapter 19 for defined terms.**

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6b	The date the security holder resolution under rule 7.1A was passed	30 November 2016
6c	Number of *securities issued without security holder approval under rule 7.1	Nil
6d	Number of *securities issued with security holder approval under rule 7.1A	Nil
6e	Number of *securities issued with security holder approval under rule 7.3, or another specific security holder approval (specify date of meeting)	Nil
6f	Number of securities issued under an exception in rule 7.2	100,040,468
6g	If securities issued under rule 7.1A, was issue price at least 75% of 15 day VWAP as calculated under rule 7.1A.3? Include the issue date and both values. Include the source of the VWAP calculation.	N/A
6h	If securities were issued under rule 7.1A for non-cash consideration, state date on which valuation of consideration was released to ASX Market Announcements	N/A
6i	Calculate the entity's remaining issue capacity under rule 7.1 and rule 7.1A – complete Annexure 1 and release to ASX Market Announcements	7.1 135,685,993 7.1A 90,457,329
7	Dates of entering *securities into uncertificated holdings or despatch of certificates	29/09/2017 & 04/10/2017

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+ See chapter 19 for defined terms.

8	Number and +class of all +securities quoted on ASX ( <i>including</i> the securities in clause 2 if applicable)	Number 605,417,140	+Class Fully Paid Ordinary Shares
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9	Number and +class of all +securities not quoted on ASX (including the securities in clause 2 if applicable)	<div>Number</div> <div>267,322,814</div> <div>2,806,647</div> <div>40,000,000</div> <div>12,500,000</div> <div>8,274,603</div> <div>31,833,334</div> <div>34,062,917</div>	<div>+Class</div> <div>Fully Paid Ordinary Shares</div> <div>Options exercisable at 10cents expiring 17/11/2020</div> <div>Options exercisable at 12.5cents expiring 30/11/2017</div> <div>Options exercisable at 3 cents expiring 30/11/2017</div> <div>Performance Rights</div> <div>Performance Shares</div> <div>Employee Incentive Performance Rights</div>
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10	Dividend policy (in the case of a trust, distribution policy) on the increased capital (interests)	N/A
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## Part 2 - Bonus issue or pro rata issue

11	Is security holder approval required?	
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+ See chapter 19 for defined terms.

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|----|---|--|
| 12 | Is the issue renounceable or non-renounceable?  |  |
| 13 | Ratio in which the +securities will be offered  |  |
| 14 | +Class of +securities to which the offer relates  |  |
| 15 | +Record date to determine entitlements  |  |
| 16 | Will holdings on different registers (or subregisters) be aggregated for calculating entitlements?  |  |
| 17 | Policy for deciding entitlements in relation to fractions   |  |
| 18 | Names of countries in which the entity has +security holders who will not be sent new issue documents<br><br><small>Note: Security holders must be told how their entitlements are to be dealt with.<br/>Cross reference: rule 7.7.</small> |  |
| 19 | Closing date for receipt of acceptances or renunciations  |  |
| 20 | Names of any underwriters   |  |
| 21 | Amount of any underwriting fee or commission  |  |
| 22 | Names of any brokers to the issue   |  |
| 23 | Fee or commission payable to the broker to the issue  |  |

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+ See chapter 19 for defined terms.

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|----|---|--|
| 24 | Amount of any handling fee payable to brokers who lodge acceptances or renunciations on behalf of +security holders   |  |
| 25 | If the issue is contingent on +security holders' approval, the date of the meeting  |  |
| 26 | Date entitlement and acceptance form and prospectus or Product Disclosure Statement will be sent to persons entitled  |  |
| 27 | If the entity has issued options, and the terms entitle option holders to participate on exercise, the date on which notices will be sent to option holders |  |
| 28 | Date rights trading will begin (if applicable)  |  |
| 29 | Date rights trading will end (if applicable)  |  |
| 30 | How do +security holders sell their entitlements <i>in full</i> through a broker?   |  |
| 31 | How do +security holders sell <i>part</i> of their entitlements through a broker and accept for the balance?  |  |
| 32 | How do +security holders dispose of their entitlements (except by sale through a broker)?   |  |
| 33 | +Despatch date  |  |

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+ See chapter 19 for defined terms.

## **Part 3 - Quotation of securities**

*You need only complete this section if you are applying for quotation of securities*

34 Type of securities  
(tick one)

(a) ☒ Securities described in Part 1

(b) ☒ All other securities  
Example: restricted securities at the end of the escrowed period, partly paid securities that become fully paid, employee incentive share securities when restriction ends, securities issued on expiry or conversion of convertible securities

### **Entities that have ticked box 34(a)**

#### **Additional securities forming a new class of securities**

*Tick to indicate you are providing the information or documents*

35 If the \*securities are \*equity securities, the names of the 20 largest holders of the additional \*securities, and the number and percentage of additional \*securities held by those holders

36 If the \*securities are \*equity securities, a distribution schedule of the additional \*securities setting out the number of holders in the categories  
1 - 1,000  
1,001 - 5,000  
5,001 - 10,000  
10,001 - 100,000  
100,001 and over

37 A copy of any trust deed for the additional \*securities

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**+ See chapter 19 for defined terms.**



### Entities that have ticked box 34(b)

38 Number of securities for which  
+quotation is sought 15,925,927

39 Class of +securities for which  
quotation is sought Ordinary Shares

40 Do the +securities rank equally  
in all respects from the date of  
allotment with an existing  
+class of quoted +securities?

Yes

If the additional securities do  
not rank equally, please state:

- the date from which they do
- the extent to which they  
participate for the next  
dividend, (in the case of a  
trust, distribution) or  
interest payment
- the extent to which they do  
not rank equally, other than  
in relation to the next  
dividend, distribution or  
interest payment

41 Reason for request for  
quotation now

Example: In the case of restricted securities,  
end of restriction period  
(if issued upon conversion of  
another security, clearly  
identify that other security)

(a.) 1,068 Ordinary Shares Issued on  
conversion of Options exercisable at 10 cents  
expiring 17/11/2020 (Quoted)

(b.) 4,081,014 Ordinary shares Issued on  
vesting and conversion of Performance  
Rights

(c.) 11,843,845 Ordinary shares Issued on  
vesting and conversion of Employee  
incentive performance rights. Issued in  
accordance with the Employee Incentive  
Rights Plan as adopted by shareholders at  
the AGM held on 9 Nov-2015

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+ See chapter 19 for defined terms.

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**New issue announcement**

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42    Number and <sup>+</sup> class of all <sup>+</sup> securities quoted on ASX ( <i>including</i> the securities in clause 38)	Number	<sup>+</sup> Class
	605,417,140	Ordinary Shares

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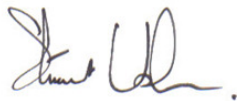
**+ See chapter 19 for defined terms.**

**Quotation agreement**

- 1 +Quotation of our additional +securities is in ASX's absolute discretion. ASX may quote the +securities on any conditions it decides.
- 2 We warrant the following to ASX.
  - The issue of the +securities to be quoted complies with the law and is not for an illegal purpose.
  - There is no reason why those +securities should not be granted +quotation.
  - An offer of the +securities for sale within 12 months after their issue will not require disclosure under section 707(3) or section 1012C(6) of the Corporations Act.

Note: An entity may need to obtain appropriate warranties from subscribers for the securities in order to be able to give this warranty

  - Section 724 or section 1016E of the Corporations Act does not apply to any applications received by us in relation to any +securities to be quoted and that no-one has any right to return any +securities to be quoted under sections 737, 738 or 1016F of the Corporations Act at the time that we request that the +securities be quoted.
  - If we are a trust, we warrant that no person has the right to return the +securities to be quoted under section 1019B of the Corporations Act at the time that we request that the +securities be quoted.
- 3 We will indemnify ASX to the fullest extent permitted by law in respect of any claim, action or expense arising from or connected with any breach of the warranties in this agreement.
- 4 We give ASX the information and documents required by this form. If any information or document not available now, will give it to ASX before +quotation of the +securities begins. We acknowledge that ASX is relying on the information and documents. We warrant that they are (will be) true and complete.



Sign here:

**(Company Secretary)**

Stuart Usher

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Date: 5 October 2017

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+ See chapter 19 for defined terms.

# Appendix 3B – Annexure 1

## Calculation of placement capacity under rule 7.1 and rule 7.1A for <sup>+</sup>eligible entities

Introduced 01/08/12

### Part 1

Rule 7.1 – Issues exceeding 15% of capital	
<b>Step 1: Calculate “A”, the base figure from which the placement capacity is calculated</b>	
<b>Insert</b> number of fully paid ordinary securities on issue 12 months before date of issue or agreement to issue	759,532,819
<b>Add</b> the following: <ul style="list-style-type: none"> <li>Number of fully paid ordinary securities issued in that 12 month period under an exception in rule 7.2</li> <li>Number of fully paid ordinary securities issued in that 12 month period with shareholder approval</li> <li>Number of partly paid ordinary securities that became fully paid in that 12 month period</li> </ul> <p><i>Note:</i></p> <ul style="list-style-type: none"> <li>Include only ordinary securities here – other classes of equity securities cannot be added</li> <li>Include here (if applicable) the securities the subject of the Appendix 3B to which this form is annexed</li> <li>It may be useful to set out issues of securities on different dates as separate line items</li> </ul>	100,040,468  45,000,000  (Shareholder approval received – AGM 30 Nov-16)
<b>Subtract</b> the number of fully paid ordinary securities cancelled during that 12 month	

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+ See chapter 19 for defined terms.

period	
<b>"A"</b>	904,573,287
<b>Step 2: Calculate 15% of "A"</b>	
<b>"B"</b>	0.15 <i>[Note: this value cannot be changed]</i>
<b>Multiply "A" by 0.15</b>	135,685,993
<b>Step 3: Calculate "C", the amount of placement capacity under rule 7.1 that has already been used</b>	
<p><b>Insert</b> number of equity securities issued or agreed to be issued in that 12 month period <i>not counting</i> those issued:</p> <ul style="list-style-type: none"> <li>• Under an exception in rule 7.2</li> <li>• Under rule 7.1A</li> <li>• With security holder approval under rule 7.1 or rule 7.4</li> </ul> <p><i>Note:</i></p> <ul style="list-style-type: none"> <li>• <i>This applies to equity securities, unless specifically excluded – not just ordinary securities</i></li> <li>• <i>Include here (if applicable ) the securities the subject of the Appendix 3B to which this form is annexed</i></li> <li>• <i>It may be useful to set out issues of securities on different dates as separate line items</i></li> </ul>	
<b>"C"</b>	-
<b>Step 4: Subtract "C" from ["A" x "B"] to calculate remaining placement capacity under rule 7.1</b>	
<p>"A" x 0.15</p> <p><i>Note: number must be same as shown in Step 2</i></p>	135,685,993
<b>Subtract "C"</b>	

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<i>Note: number must be same as shown in Step 3</i>	
<b>Total</b> ["A" x 0.15] – "C"	<b>135,685,993</b>  <i>[Note: this is the remaining placement capacity under rule 7.1]</i>

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+ See chapter 19 for defined terms.

## Part 2

<b>Rule 7.1A – Additional placement capacity for eligible entities</b>	
<b>Step 1: Calculate “A”, the base figure from which the placement capacity is calculated</b>	
<b>“A”</b>  <i>Note: number must be same as shown in Step 1 of Part 1</i>	904,573,287
<b>Step 2: Calculate 10% of “A”</b>	
<b>“D”</b>	0.10  <i>Note: this value cannot be changed</i>
<b>Multiply “A” by 0.10</b>	90,457,329
<b>Step 3: Calculate “E”, the amount of placement capacity under rule 7.1A that has already been used</b>	
<b>Insert</b> number of equity securities issued or agreed to be issued in that 12 month period under rule 7.1A  <i>Notes:</i> <ul style="list-style-type: none"> <li>• This applies to equity securities – not just ordinary securities</li> <li>• Include here – if applicable – the securities the subject of the Appendix 3B to which this form is annexed</li> <li>• Do not include equity securities issued under rule 7.1 (they must be dealt with in Part 1), or for which specific security holder approval has been obtained</li> <li>• It may be useful to set out issues of securities on different dates as separate line items</li> </ul>	-
<b>“E”</b>	-

<b>Step 4: Subtract "E" from ["A" x "D"] to calculate remaining placement capacity under rule 7.1A</b>	
<b>"A" x 0.10</b>  <i>Note: number must be same as shown in Step 2</i>	90,457,329
<b>Subtract "E"</b>  <i>Note: number must be same as shown in Step 3</i>	-
<b>Total</b> ["A" x 0.10] - "E"	<b>90,457,329</b>  <i>Note: this is the remaining placement capacity under rule 7.1A</i>