



iCandy Interactive Limited
(ACN 604 871712)
Level 4, 91 William Street
Melbourne, VIC 3000
Australia

20 April 2018
ASX Announcement

Receipt of waiver from ASX Listing Rule 7.3.2 to issue deferred consideration shares

Further to the announcement dated 3 January 2018, the Board of iCandy Interactive Limited (**Company**) is pleased to announce that it has received a waiver from ASX Listing Rule 7.3.2 to permit its notice of annual general meeting (announced today) (**Notice**) not to state that the issue of up to 18,750,000 ordinary fully paid shares (**Deferred Consideration Shares**) to Animoca Brands Ltd (ASX:AB1) (**Animoca Brands**) will be issued within 3 months after the meeting date.

The Company will be permitted to issue:

- up to 9,375,000 tranche 1 Deferred Consideration Shares by no later than 22 June 2019, subject to shareholder approval having been obtained and the relevant milestone as disclosed in the Notice having been satisfied; and
- up to 9,375,000 tranche 2 Deferred Consideration Shares by no later than 22 June 2020, subject to shareholder approval having been obtained and the relevant milestone as disclosed in the Notice having been satisfied.

The conditions on which the waiver was granted are below:

- The Deferred Consideration Shares are issued on the same terms and conditions as approved by the holders of ordinary securities.
- If the Company releases an annual report during a period in which any of the Deferred Consideration Shares have been issued or any of them remain to be issued, the Company's annual report sets out in detail the number of Deferred Consideration Shares issued during the reporting period, the number of Deferred Consideration Shares that remain to be issued and the basis on which the Deferred Consideration Shares may be issued.
- In any half year or quarterly report for a period during which any of the Deferred Consideration Shares have been issued or remain to be issued, the Company



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must include a summary statement of the number of Deferred Consideration Shares issued during the reporting period, and the number of Deferred Consideration Shares that remain to be issued and the basis on which the Deferred Consideration Shares may be issued.

- The Company releases the terms of this waiver to the market at the same time the Notice is released to the market (satisfied by this announcement).
 - The milestones which must be satisfied for the Deferred Consideration Shares to be issued are not varied.
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About Animoca Brands

Animoca Brands (ASX: AB1) publishes globally a broad portfolio of mobile games and subscription products including several games and e-books based on popular intellectual properties such as Garfield, Thomas & Friends™, Ever After High and Doraemon. Animoca Brands is based in Hong Kong. For more information visit www.animocabrands.com or get updates by following Animoca Brands on [Facebook](#), [Twitter](#) or [Google +](#).

About iCandy Interactive

iCandy Interactive Limited ("iCandy Interactive") is an Australian incorporated public company that has its core business in the development and publishing of mobile games and entertainment for a global audience. iCandy is listed on the Australian Securities Exchange (ASX) under the symbol ICI.

iCandy Interactive runs multiple award-winning subsidiary games studios in Malaysia, Singapore and Indonesia, including Appxplore and Inzen Studio. It is one of the leading mobile entertainment group in Southeast Asia with over 23 million installs over its gamer network. Top games made by iCandy include Crab War,



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Alien Path, Star Tap and Dark Dot. Almost all of iCandy's games titles have been recommended and featured on Apple's App Store (iOS) or the GooglePlay Store. Studios within the iCandy Group have won awards in the coveted International Mobile Game Awards (IMGA) in 2016 and 2017.

For further question on this press release and iCandy, please contact ir@icandy.io or visit www.icandy.io