



15 October 2015

Mr B Tippet
Adviser, Listings Compliance
ASX Compliance Pty Ltd
Level 40, Central Park
152-158 St Georges Tce
Perth WA 6000

Dear Mr Tippet

Appendix 3Y - lodged with ASX on 9 October 2015

In reply to your letter dated 13 October 2015 regarding a change of director's interest notice for Mr Dmitry Levit lodged with ASX on 9 October 2015 (**Appendix 3Y**), we provide the following information.

Background

The registered holder of the 555,555 migme shares sold on 30 September 2015, via a block trade on Chi-X, was DMP-105 Ltd.

The sale of the shares by DMP-105 Ltd was undertaken as part of a mandate from its investment fund. The DMP Fund having entered the last third of its lifetime and a liquidation of a minor portion of shares for each of the fund's investments is required, which includes its investment in migme Limited.

DMP-105 Ltd is a company fully owned and controlled by Digital Media Partners, LP of Singapore. Mr Levit acts on behalf of the Limited Partnership's general partner, Digital Media Partners and is the director of DMP-105 Ltd.

Digital Media Partners is a team of 8 investment professionals covering 5 markets in Southeast Asia out of a single base in Singapore. At any given time, half or more of the staff of the firm, partner included, are in the field or on the road within SEA or North Asia, with accompanying communication delays and interruptions. The ability of the senior investment professionals at Digital Media Partners to provide instant responses is further degraded by the nature of the field work as and when it pertains to reviewing new companies and attending meetings with entrepreneurs; it is not infrequent that, for two or three days in a row, incoming external messages stay de-prioritised.

What happened

During the week commencing 28 September 2015, both of Digital Media Partners' director and alternate director for migme undertook an extensive field trip with limited connectivity and time allocated to external communication. Both were aware of a slow-moving discussion relating to a potential change in notifiable interest that commenced in the weeks prior. Suddenly, the discussion/negotiation that preceded the Chi-X block trade transaction concluded unexpectedly, swiftly and was instantly executed. The combination of these two factors (unusually intense travel and abrupt completion of the transaction) led to a delayed discovery of the notification of the sale, delayed preparation of the Appendix 3Y and consequent delay of the ASX filing by 1 day.

In response to your three questions, we reply as follows:

Question 1 - Please explain why the Appendix 3Y was lodged late.

The Appendix 3Y was lodged late because (as discussed above) the Chi-X block trade concluded unexpectedly, swiftly and was instantly executed and both of Digital Media Partners migme representatives were on extensive field trips with limited connectivity and external communication.

migme Limited ABN 43 059 457 279

13/36 Johnson Street, Guildford, Western Australia 6055

Mailing Address; PO Box 566, Belmont, Western Australia, 6984, Telephone: +61-8-9378 1188

Operations: migme Pte Ltd 111 North Bridge Road, #26-01 Peninsula Plaza, Singapore 179098

Question2 – What arrangements does the Company have in place with its directors to ensure that it is able to meet its obligations under listing Rule 3.19A?

The Company has a Securities Trading Policy which requires every Director, before dealing in securities, to obtain the approval of the Chairman for a proposed transaction that would result in a change in the Director's notifiable interest.

Upon receipt of approval from the Chairman, the Director must then notify the CFO of the pending trade by submitting a "Designated Persons Trade Notification Form". Upon lodgement of the Form with the CFO, the CFO will then obtain the approval of the CEO.

The above process was complied with for the sale by DMP-105 Ltd of the 555,555 shares.

Following completion of the transaction (or any part thereof), the Director is required to immediately notify the Company Secretary of changes to their notifiable interests.

Question 3 – If the current arrangements are inadequate or not being enforced, what additional steps does the Company intend to take to ensure compliance with listing rule 3.19B?

As Digital Media Partners failed to immediately notify the Company Secretary of completion of the Chi-X block trade in accordance with the Company's Securities Trading Policy, the Company sought from Digital Media Partners a review of their internal procedures to ensure future compliance.

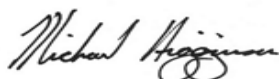
In that regard, Digital Media Partners have reviewed their procedures and have made the following changes:

- notifications of transactions pertaining to dealings in migme shares has been assigned the highest internal priority (email, text message, internal messenger notifications of such transactions are now automated internally); and
- the responsibility for obtaining prior approval from the Chairman, completing the Designated Person Trade Notification Form and immediately notifying the Company Secretary of completion of all or part of the trade has been additionally assigned to the reporting and compliance team of two located in Singapore, who are subjected to a less intense travel schedule. This team has been provided with a copy of migme's Securities Trading Policy and has been fully briefed on the reporting procedures, legal obligations and responsibilities.

Digital Media Partners have confirmed to the Company that, as a result of the implementation of the new procedures, reporting lapses will not occur in the future.

Should you require any additional information, please do not hesitate to contact the undersigned.

Yours sincerely



Michael Higginson
Company Secretary



13 October 2015

Michael Higginson
Company Secretary, Migme Limited
13/36 Johnson Street
Guildford WA 6055

By email

Dear Mr Higginson,

Migme Limited (the "Company")

I refer to the following:

1. The Company's announcement lodged with ASX Ltd ("ASX") on 9 October 2015 regarding a change of director's interest notice for Mr Dmitry Levit ("Appendix 3Y").
2. Listing rule 3.19A which requires an entity to tell ASX the following:
 - 3.19A.1 *The notifiable interests of a director of the entity (or in the case of a trust, a director of the responsible entity of the trust) at the following times:*
 - On the date that the entity is admitted to the official list.
 - On the date that a director is appointed.

The entity must complete an Appendix 3X and give it to ASX no more than 5 business days after the entity's admission or a director's appointment.
 - 3.19A.2 *A change to a notifiable interest of a director of the entity (or in the case of a trust, a director of the responsible entity of the trust) including whether the change occurred during a closed period where prior written clearance was required and, if so, whether prior written clearance was provided. The entity must complete an Appendix 3Y and give it to ASX no more than 5 business days after the change occurs.*
 - 3.19A.3 *The notifiable interests of a director of the entity (or in the case of a trust, a director of the responsible entity of the trust) at the date that the director ceases to be a director. The entity must complete an Appendix 3Z and give it to ASX no more than 5 business days after the director ceases to be a director.*
3. Listing rule 3.19B which states as follows.

An entity must make such arrangements as are necessary with a director of the entity (or in the case of a trust, a director of the responsible entity of the trust) to ensure that the director discloses to the entity all the information required by the entity to give ASX completed Appendices 3X, 3Y and 3Z

within the time period allowed by listing rule 3.19.A. The entity must enforce the arrangements with the director.

As the Appendix 3Y indicates a change in Mr Levit's notifiable interest occurred on 30 September 2015, the Appendix 3Y should have been lodged with the ASX by 8 October 2015. As the Appendix 3Y was lodged on 9 October 2015, it appears that the Company may be in breach of listing rules 3.19A and/or 3.19B.

Please note that ASX is required to record details of breaches of the listing rules by listed companies for its reporting requirements.

ASX reminds the Company of its contract with ASX to comply with the listing rules. In the circumstances ASX considers that it is appropriate that the Company make necessary arrangements to ensure there is not a reoccurrence of a breach of the listing rules.

Having regard to listing rules 3.19A and 3.19B and Guidance Note 22: "Director Disclosure of Interests and Transactions in Securities - Obligations of Listed Entities", we ask that you answer each of the following questions.

1. Please explain why the Appendix 3Y was lodged late.
2. What arrangements does the Company have in place with its directors to ensure that it is able to meet its disclosure obligations under listing rule 3.19A?
3. If the current arrangements are inadequate or not being enforced, what additional steps does the Company intend to take to ensure compliance with listing rule 3.19B?

Your response should be sent to me by e-mail to Ben.Tippett@asx.com.au. It should not be sent to the Company Announcements Office.

A response is requested as soon as possible and, in any event, not later than **3:00 pm WST on Thursday 15 October 2015**.

Under listing rule 18.7A, a copy of this query and your response will be released to the market, so your response should be in a form suitable for release and must separately address each of the questions asked. If you have any queries or concerns, please contact me immediately.

Yours sincerely,

[sent electronically without signature]

Ben Tippett
Adviser, Listings Compliance (Perth)