

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 01/07/96 Origin: Appendix 5 Amended 01/07/98, 01/09/99, 01/07/00, 30/09/01, 11/03/02, 01/01/03, 24/10/05, 01/08/12

Name of entity

Search Party Group Ltd (Formerly Applabs Technologies Limited)

ABN

41 139 977 772

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 | <ol style="list-style-type: none">1. Fully paid ordinary shares2. Unlisted Advisor and Placement Options3. Unlisted Facilitator options4. Unlisted Performance Rights5. Unlisted ESOP options6. Unlisted Private Treaty Options |
| 2 | Number of +securities issued or to be issued (if known) or maximum number which may be issued | <ol style="list-style-type: none">1. 339,003,4992. 6,500,0003. 30,000,0004. 15,313,0885. 4,954,4636. 91,918 |

- 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)
- | |
|---|
| <ol style="list-style-type: none">1. Fully paid ordinary shares2. Options to acquire shares exercisable at \$0.25 each on or before 31 December 20163. Options to acquire shares exercisable at \$0.15 each on or before 11 August 20184. Performance Rights with 1/6 vesting on the achievement of each of the following Performance conditions:<ul style="list-style-type: none">• Revenue Tranche (subject to a 20 day VWAP being above \$0.10), net monthly revenue of the Group<ul style="list-style-type: none">▪ \$0.5m▪ \$1.0m▪ \$1.5m• Share Price Tranche:<ul style="list-style-type: none">▪ \$0.3333▪ \$0.4080▪ \$0.6666 <p>* 20 day VWAP means the daily volume weighted average price of Shares trading on the ASX for a period of 20 consecutive trading days.</p> <ol style="list-style-type: none">5. ESOP Options exercisable at \$0.10 each and subject to the following vesting conditions:<ul style="list-style-type: none">• 1/3 of the options vesting 12 months after the relisting date of ALA, and• 1/24 of the options vesting at the end of months 13 to 36 post relisting of ALA.6. Options to acquire shares exercisable at \$1.08 each on or before 10 July 2022 |
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+ See chapter 19 for defined terms.

<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"> • 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 	<ol style="list-style-type: none"> 1. The shares will rank equally with quoted fully paid ordinary shares of the Company (subject to escrow restrictions imposed by ASX under Chapter 9 of the ASX Listings Rules). 2. Shares issued upon exercise of Advisor/Placement Options will rank equally in all respects from the date of issue with fully paid ordinary shares. 3. Shares issued upon exercise of Facilitator Options will rank equally in all respects from the date of issue with fully paid ordinary shares. 4. Shares issued upon exercise of Performance Rights will rank equally in all respects from the date of issue with fully paid ordinary shares. 5. Shares issued upon exercise of Employee Share Options will rank equally in all respects from the date of issue with fully paid ordinary shares. 6. Shares issued upon exercise of Private Treaty Options will rank equally in all respects from the date of issue with fully paid ordinary shares.
<p>5 Issue price or consideration</p>	<ol style="list-style-type: none"> 1. Shares <ol style="list-style-type: none"> i. 37,049,969 issued at \$0.10 per Share; ii. 287,453,530 issued pursuant to the Company's takeover offer for the voting shares in The Search Party as set out in the Company's Bidder's Statement dated 17 March 2016 (Takeover Offer); iii. 10,000,000 issued to Facilitator in consideration for the Facilitator providing facilitation services to the Company in relation to its acquisition of the Search Party. iv. 4,500,000 shares issued on 2 and 4 February pursuant to placement at \$0.10 per share (see Appendix 3B issued on 2 and 4 February 2016) 2. Advisor/Placement Options <ol style="list-style-type: none"> i. Issued to the Advisers in consideration for corporate advisory services. ii. Issued to Placement participants which were free attaching options to shares issued under the Company's recent placement 2 and 4 February 2016. 3. Facilitator options in consideration for the Facilitator providing facilitation services to the Company in relation to its acquisition of the Search Party. 4. Performance Rights issued for nil consideration and under the terms of the Performance Rights Plan 5. ESOP Options issued for nil consideration and under the terms of the Employee Option Plan with an exercise price of \$0.10 per option. 6. Private Treaty Options issued pursuant to the Company's private treaty offer for TSP Options (A Class) as set out in the Company's Bidders Statement dated 16 March 2016 (Private Treaty Offer).

+ See chapter 19 for defined terms.

6	Purpose of the issue (If issued as consideration for the acquisition of assets, clearly identify those assets)	<p>1. Shares</p> <p>i. Funds raised will be utilized for the development of the Search Party group business and other matters set out in section 6.10 of the Company's prospectus dated 10 June 2016</p> <p>ii. Issued in consideration for the Company acquisition of shares in The Search Party Limited under the Takeover Offer</p> <p>iii. Consideration for the Facilitator providing facilitation services to the Company in relation to its acquisition of The Search Party Limited.</p> <p>iv. General Working Capital (See Appendix 3B dated 2 and 4 February 2016).</p> <p>2. Options</p> <p>i Issued to adviser in consideration for corporate advisory services</p> <p>ii. Issued to Placement participants which were free attaching options to shares issued under the Company's recent placement 2 and 4 February 2016 consideration for the Facilitator providing facilitation services to the Company in relation to its acquisition of the Search Party.</p> <p>3. Facilitator options in consideration for the Facilitator providing facilitation services to the Company in relation to its acquisition of the Search Party.</p> <p>4. Performance Rights issued as employee incentive pursuant to the terms of the Company's Performance Rights Plan</p> <p>5. ESOP Options issued as employee incentive pursuant to the terms of the Company's Employee Option Plan</p> <p>6. Issued in consideration for TSP Options (A Class) under the Private Treaty Offer.</p>
6a	Is the entity an +eligible entity that has obtained security holder approval under rule 7.1A? If Yes, complete sections 6b – 6h in relation to the +securities the subject of this Appendix 3B, and comply with section 6i	No
6b	The date the security holder resolution under rule 7.1A was passed	N/A
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.

+ See chapter 19 for defined terms.

6e	Number of +securities issued with security holder approval under rule 7.3, or another specific security holder approval (specify date of meeting)	<p>Issued with shareholder approval pursuant to meeting of 17 June 2016</p> <p>Shares 37,049,969 Public offer, 10,00,000 Facilitator shares, 287,453,530 Takeover Shares</p> <p>Options 30,000,000 Facilitator options, 6,500,000 Adviser/Placement Options, 91,918 Private Treaty Options.</p> <p>Related Party Performance Rights 6,009,224</p>
6f	Number of securities issued under an exception in rule 7.2	<p>Performance Rights issued under plan to non-related parties: 9,303,864</p> <p>ESOP Options issued under plan to non-related parties: 4,954,463</p>
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	<p>7.1: 50,284,787</p> <p>7.1A: N/A</p>
7	<p>+Issue dates</p> <p>Note: The issue date may be prescribed by ASX (refer to the definition of issue date in rule 19.12). For example, the issue date for a pro rata entitlement issue must comply with the applicable timetable in Appendix 7A.</p> <p>Cross reference: item 33 of Appendix 3B.</p>	<p>1. 287,361,414 Shares issued on 2 August 2016 92,116 Shares issued on 11 August 2016</p> <p>2-5. 2 August 2016</p> <p>6. 11 August 2016</p>

+ See chapter 19 for defined terms.

8	Number and ⁺ class of all ⁺ securities quoted on ASX (including the securities in section 2 if applicable)	Number	⁺ Class
		270,790,517	Ordinary fully paid shares
9	Number and ⁺ class of all ⁺ securities not quoted on ASX (including the securities in section 2 if applicable)	Number	⁺ Class
		103,281,548	Ordinary fully paid shares subject to escrow until 24 months after the date of reinstatement to quotation
		5,421,626	Ordinary fully paid shares subject to escrow until 20 August 2016
		5,373,462	Ordinary fully paid shares subject to escrow until 30 September 2016
		198,100	Ordinary fully paid shares subject to escrow until 22 October 2016
		30,000,000	Options @ \$0.15 expiring 2 August 2018 subject to escrow until 24 months after the date of reinstatement to quotation
		2,000,000	Options @ \$0.25 expiring 31 December 2016 subject to escrow until 24 months after the date of reinstatement to quotation
		4,500,000	Options @ \$0.25 expiring 31 December 2016 subject to escrow until 12 months after the date of reinstatement to quotation
		4,954,463	ESOP options – expiring 5 years after the Grant Date
		6,009,224	Performance Rights – expiring 5 years after the Grant Date, escrow until 24 months after the date of reinstatement to quotation
		9,303,864	Performance Rights – expiring 5 years after the Grant Date
91,918	Private Treaty Options subject to escrow until 11 August 2017		

⁺ See chapter 19 for defined terms.

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

22	Names of any brokers to the issue	
23	Fee or commission payable to the broker to the issue	
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	

⁺ 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

Entities that have ticked box 34(b)

38 Number of securities for which +quotation is sought

39 Class of +securities for which quotation is sought

+ See chapter 19 for defined terms.

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

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)

42 Number and +class of all +securities quoted on ASX (including the securities in clause 38)

Number	+Class

+ 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

Date: 11 August 2016

Print name: Anna MacKintosh
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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 +eligible entities

Introduced 01/08/12

Part 1

Rule 7.1 – Issues exceeding 15% of capital	
Step 1: Calculate “A”, the base figure from which the placement capacity is calculated	
Insert number of fully paid ordinary securities on issue 12 months before date of issue or agreement to issue	42,861,754
Add the following: <ul style="list-style-type: none"> • Number of fully paid ordinary securities issued in that 12 month period under an exception in rule 7.2 • Number of fully paid ordinary securities issued in that 12 month period with shareholder approval • Number of partly paid ordinary securities that became fully paid in that 12 month period 	287,453,530 (ordinary shares to be issued pursuant to the Takeover Offer under Exception 5) 37,049,969 (ordinary shares to be issued pursuant to prospectus dated 10 June 2016 and under Exception 1) 10,000,000 (ordinary shares approved 17 June 2016) 1,200,000 (ordinary shares approved AGM November 2015)
Subtract the number of fully paid ordinary securities cancelled during that 12 month period	-
“A”	378,565,253

+ See chapter 19 for defined terms.

Step 2: Calculate 15% of “A”	
“B”	0.15 <i>[Note: this value cannot be changed]</i>
Multiply “A” by 0.15	56,784,787
Step 3: Calculate “C”, the amount of placement capacity under rule 7.1 that has already been used	
<p>Insert 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"> • Under an exception in rule 7.2 • Under rule 7.1A • With security holder approval under rule 7.1 or rule 7.4 <p>Note:</p> <ul style="list-style-type: none"> • <i>This applies to equity securities, unless specifically excluded – not just ordinary securities</i> • <i>Include here (if applicable) the securities the subject of the Appendix 3B to which this form is annexed</i> • <i>It may be useful to set out issues of securities on different dates as separate line items</i> 	1,125,000 (5 February 2016) 3,375,000 (3 February 2016) 2,000,000 (21 January 2016)
“C”	6,500,000
Step 4: Subtract “C” from [“A” x “B”] to calculate remaining placement capacity under rule 7.1	
“A” x 0.15 <i>Note: number must be same as shown in Step 2</i>	56,784,787
Subtract “C” <i>Note: number must be same as shown in Step 3</i>	6,500,000
Total [“A” x 0.15] – “C”	50,284,787

+ See chapter 19 for defined terms.

Part 2

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

Step 4: Subtract “E” from [“A” x “D”] to calculate remaining placement capacity under rule 7.1A	
“A” x 0.10 <i>Note: number must be same as shown in Step 2</i>	
Subtract “E” <i>Note: number must be same as shown in Step 3</i>	
Total [“A” x 0.10] – “E”	

+ See chapter 19 for defined terms.