

Form 604

Corporations Act 2001
Section 671B

Notice of change of interests of substantial holder

| | |
|------------------------|------------------------------------|
| To Company Name/Scheme | Animoca Brands Corporation Limited |
| ACN/ARSN | 122 921 813 |

1. Details of substantial holder(1)

| | |
|--------------------------|--|
| Name | Animoca Brands Corporation Limited (Animoca Brands) |
| ACN/ARSN (if applicable) | 122 921 813 |

There was a change in the interests of the substantial holder on 15 April 2016

The previous notice was given to the company on 24 December 2015

The previous notice was dated 24 December 2015

2. Previous and present voting power

The total number of votes attached to all the voting shares in the company or voting interests in the scheme that the substantial holder or an associate (2) had a relevant interest (3) in when last required, and when now required, to give a substantial holding notice to the company or scheme, are as follows:

| Class of securities (4) | Previous notice | | Present notice | |
|-------------------------|-----------------|------------------|----------------|------------------|
| | Person's votes | Voting power (5) | Person's votes | Voting power (5) |
| Ordinary shares | 48,774,717 | 29.1% | 48,774,717 | 24.38% |

3. Changes in relevant interests

Particulars of each change in, or change in the nature of, a relevant interest of the substantial holder or an associate in voting securities of the company or scheme, since the substantial holder was last required to give a substantial holding notice to the company are as follows:

| Date of change | Person whose relevant interest changed | Nature of change (6) | Consideration given in relation to change (7) | Class and number of securities affected | Person's votes affected |
|----------------|--|--|---|---|-------------------------|
| 15 April 2016 | Animoca Brands | Decrease in percentage of substantial holding due to dilution of interest arising from share placement by Animoca Brands to sophisticated and professional investors | Nil | N/A | N/A |

4. Present relevant interests

Particulars of each relevant interest of the substantial holder in voting securities after the change are as follows:

| Holder of relevant interest | Registered holder of securities | Person entitled to be registered as holder (8) | Nature of relevant interest (6) | Class and number of securities | Person's votes |
|--|---------------------------------|--|--|--------------------------------|----------------|
| Animoca Brands (arising from ASX mandatory restriction agreements) | See Annexure A | See Annexure A | Power to control disposal of ordinary shares under ASX mandatory restriction agreements. Restriction period ends on 23 January 2017. | 14,021,882 ordinary shares | 14,021,882 |

| | | | | | |
|--|----------------|----------------|--|-------------------------------|------------|
| Animoca Brands (arising from voluntary escrow agreements) | See Annexure B | See Annexure B | On 5 August 2015 Animoca Brands entered into voluntary escrow agreements with some of its shareholders under which each relevant shareholder is prohibited from disposing of the escrowed shares for the period from 18 August 2015 to 18 August 2016. Details of the relevant shareholders and the relevant numbers of escrowed shares are set out in Annexure B to this form. A pro-forma copy of the voluntary escrow agreement was disclosed to ASX on 6 October 2015 as an annexure to Form 603 (Notice of Initial Substantial Holder). | 34,752,835 ordinary shares | 34,752,835 |
|--|----------------|----------------|--|-------------------------------|------------|

5. Changes in association

The persons who have become associates (2) of, ceased to be associates of, or have changed the nature of their association (9) with, the substantial holder in relation to voting interests in the company or scheme are as follows:

| Name and ACN/ARSN (if applicable) | Nature of association |
|-----------------------------------|-----------------------|
| Not applicable | Not applicable |
| | |

6. Addresses

The addresses of persons named in this form are:

| Name | Address |
|-----------------------------|---|
| Animoca Brands | Unit 417 – 421, Level 4, Cyberport 1, 100 Cyberport Road, Hong Kong |
| Persons named in Annexure B | See Annexure B |

Signature

print name **Jillian McGregor**

capacity **Company Secretary**

sign here



date 15 April 2016

This is Annexure A of 1 page referred to in ASIC Form 604 (Notice of Change of Interests of Substantial Holder) lodged by Animoca Brands Corporation Limited ACN 122 921 813.



Company Secretary

Dated: 15 April 2016

ASX Mandatory Restriction Agreements

| Holder of relevant interest | Registered holder of securities/ Person entitled to be registered as holder | Number of ordinary shares | Restriction period |
|------------------------------------|--|----------------------------------|---|
| Animoca Brands | Asyla Investments Limited | 14,021,882 | 24 months from date of reinstatement to the ASX (being until 23 January 2017) |

This is Annexure B of 1 page referred to in ASIC Form 604 (Notice of Change of Interests of Substantial Holder) lodged by Animoca Brands Corporation Limited ACN 122 921 813.



Company Secretary

Dated: 15 April 2016

Voluntary Escrow Agreements

| Holder of relevant interest | Registered holder of securities/ Person entitled to be registered as holder | Number of ordinary shares | Address of registered holder |
|------------------------------------|--|----------------------------------|--|
| Animoca Brands | Datahouse Investments Limited | 14,013,115 | P.O. Box 957, Offshore Incorporations Centre, Road Town, Tortola, British Virgin Islands |
| Animoca Brands | FingerFun (HK) Limited | 14,785,714 | F9, C-King Towers, No. 17 Madian East Road, Haidian District, Beijing 100088, China. |
| Animoca Brands | Renderson Limited | 5,024,406 | P.O. Box 957, Offshore Incorporations Centre, Road Town, Tortola, British Virgin Islands |
| Animoca Brands | Taycol Nominees Pty Ltd | 929,600 | <211 A/C>, GPO Box 2046, Adelaide SA 5001 |