

6 February 2009

Manager – Company Announcements
ASX Ltd
20 Bridge Street
Sydney NSW 2000

Dear Sir

SECTION 708A(5)(e) NOTICE

Facilitate Digital Holdings Limited (FAC) refers to the Appendix 3B lodged on 6 February 2009 in relation to the issue of 12,924,283 new fully paid ordinary shares in FAC (Shares) by way of a placement. FAC hereby notifies ASX under paragraph 708A(5)(e) of the Corporations Act (Act) that:

- (a) FAC issued the Shares without disclosure to an existing investor in the company under Part 6D.2 of the Act, as noted in an announcement to the market dated 6 February 2009;
- (b) as at 6 February 2009, FAC has complied with the provisions of Chapter 2M of the Act as they apply to FAC, and section 674 of the Act;
- (c) proceeds from the placement will be used for working capital purposes; and
- (d) by virtue of the disclosures made in (c) above, as at 6 February 2009 there is no information:
 - (i) that has been excluded from a continuous disclosure notice in accordance with the ASX Listing Rules; and
 - (ii) that investors and their professional advisers would reasonably require for the purpose of making an informed assessment of:
 - A. the assets and liabilities, financial position and performance, profits and losses and prospects of FAC; or
 - B. the rights and liabilities attaching to the securities.

Yours sincerely



Jim Story
Company Secretary

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