

Entitlement Offer cleansing notice under section 708AA(2)(f) Corporations Act – OtherLevels Holdings Limited ACN 603 987 266 (ASX Code: OLV)

On 17 February 2016, OtherLevels Holding Limited (**OtherLevels**) announced a A\$4.2 million equity raising through a 1 for 3 non-renounceable entitlement offer of fully paid ordinary shares in OtherLevels (**New Shares**) (**Entitlement Offer**).

OtherLevels will offer the New Shares for issue without disclosure to investors under section 708AA(2)(f) *Corporations Act 2001* (**Corporations Act**) as notionally modified by ASIC Class Order 08/35 (**CO 08/35**).

For the purposes of section 708AA(7) Corporations Act, OtherLevels advises:

- (a) the New Shares will be offered for issue without disclosure under Part 6D.2 Corporations Act as notionally modified by CO 08/35;
- (b) this notice is given under section 708AA(2)(f) Corporations Act as notionally modified by CO 08/35;
- (c) as at the date of this notice, OtherLevels has complied with:
 - (i) the provisions of Chapter 2M Corporations Act as they apply to OtherLevels; and
 - (ii) section 674 Corporations Act,
- (d) as at the date of this Notice, there is no excluded information of the type referred to in section 708AA(8) and 708AA(9) Corporations Act as notionally modified by CO 08/35; and
- (e) the potential effect that the Entitlement Offer will have on the control of OtherLevels, and the consequences of that effect, is that, in the likely event that some shareholders do not take up their full entitlement, those shareholder's percentage holdings in OtherLevels will be diluted by those other shareholders who take up some, all or more than their entitlement (i.e. by subscribing for shortfall shares).

Further details regarding the Entitlement Offer are set out in the Information Booklet.

Signed for and on behalf of OtherLevels.



Brendan O'Kane
Managing Director
OtherLevels Holdings Limited

About OtherLevels

OtherLevels is a leading second-generation digital marketing platform with offices in San Francisco, London, Brisbane and Melbourne. OtherLevels is at the forefront of the enterprise marketing transformation being driven by the massive shift to mobile.

The OtherLevels digital marketing platform enables marketers to engage and retain their audience across desktop, mobile web and apps. For more information, please visit <http://otherlevels.com>, OtherLevels Holdings Limited ACN 603 987 266.