

AFTERPAY TOUCH GROUP LIMITED
(ASX: APT)

ASX Announcement

22 May 2018

Sale of Shareholdings by Executive Directors

Afterpay Touch Group Limited (the **Company**) has been advised by Executive Directors Anthony Eisen, Nicholas Molnar and David Hancock that they have each sold a small portion of their respective shareholdings in the Company (**Transaction**).

The Transaction is in accordance with the Company's previous announcement on 4 April 2018 that for asset diversification reasons, and subject to share price and market conditions, Mr Eisen and Mr Molnar would consider a sale of up to 10% of their underlying individual shareholdings (less than 2.5% of the total issued capital) within twelve months of their release from escrow.

Mr Eisen and Mr Molnar have each sold 2.5m shares representing 10% of their respective underlying shareholdings and have confirmed that they do not presently intend to sell any further shares over the next 12 months.

Mr Hancock also participated in the Transaction, which was approved by the independent Board directors.

The Transaction was undertaken by way of an off-market bookbuild to institutional and professional investors. The Company welcomes the new investors to its register.

Mr Eisen, Mr Molnar and Mr Hancock will each maintain a significant shareholding in the Company.

Appendices 3Y in relation to the Transaction are attached to this announcement.

ENDS

For further information, contact:

Investors:	Company:	Media:
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About Afterpay Touch Group

Afterpay Touch Group (ATG) is a technology driven payments company. ATG comprises the Afterpay and Touch products and businesses. Afterpay is driving retail innovation by allowing leading retailers to offer a 'buy now, receive now, pay later' service that does not require end-customers to enter into a traditional loan or pay any upfront fees or interest to Afterpay. Afterpay currently has over 1.8m customers and approximately 14,000 retail merchants on-boarded. Touch comprises innovative digital payment businesses servicing major consumer facing organisations in the telecommunications, health and convenience retail sectors in Australia and overseas.

Appendix 3Y

Change of Director's Interest Notice

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 30/09/01 Amended 01/01/11

Name of entity	AFTERPAY TOUCH GROUP LIMITED
ABN	618 280 649

We (the entity) give ASX the following information under listing rule 3.19A.2 and as agent for the director for the purposes of section 205G of the Corporations Act.

Name of Director	Anthony Mathew Eisen
Date of last notice	6 July 2017

Part 1 - Change of director's relevant interests in securities

In the case of a trust, this includes interests in the trust made available by the responsible entity of the trust

Note: In the case of a company, interests which come within paragraph (i) of the definition of "notifiable interest of a director" should be disclosed in this part.

Direct or indirect interest	Direct
Nature of indirect interest (including registered holder) Note: Provide details of the circumstances giving rise to the relevant interest.	N/A
Date of change	22 May 2018
No. of securities held prior to change	<ul style="list-style-type: none"> • 25,000,000 fully paid ordinary shares (Shares). • 1,500,000 unlisted options issued under the entity's Employee Option Plan, with an exercise price of \$1.00 per option and an expiry date of 31 December 2020.
Class	Fully paid ordinary shares Unlisted options
Number acquired	Nil
Number disposed	2,500,000 Shares
Value/Consideration Note: If consideration is non-cash, provide details and estimated valuation	\$6.94 per share

+ See chapter 19 for defined terms.

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Change of Director's Interest Notice

No. of securities held after change	<ul style="list-style-type: none"> • 22,500,000 fully paid ordinary shares (Shares). • 1,500,000 unlisted options issued under the entity's Employee Option Plan, with an exercise price of \$1.00 per option and an expiry date of 31 December 2020.
Nature of change Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back	Off market trade

Part 2 – Change of director's interests in contracts

Note: In the case of a company, interests which come within paragraph (ii) of the definition of "notifiable interest of a director" should be disclosed in this part.

Detail of contract	N/A
Nature of interest	N/A
Name of registered holder (if issued securities)	N/A
Date of change	N/A
No. and class of securities to which interest related prior to change Note: Details are only required for a contract in relation to which the interest has changed	N/A
Interest acquired	N/A
Interest disposed	N/A
Value/Consideration Note: If consideration is non-cash, provide details and an estimated valuation	N/A
Interest after change	N/A

Part 3 – +Closed period

Were the interests in the securities or contracts detailed above traded during a +closed period where prior written clearance was required?	No
If so, was prior written clearance provided to allow the trade to proceed during this period?	N/A
If prior written clearance was provided, on what date was this provided?	N/A

+ See chapter 19 for defined terms.

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Introduced 30/09/01 Amended 01/01/11

Name of entity	AFTERPAY TOUCH GROUP LIMITED
ABN	618 280 649

We (the entity) give ASX the following information under listing rule 3.19A.2 and as agent for the director for the purposes of section 205G of the Corporations Act.

Name of Director	Nicholas David Molnar
Date of last notice	6 July 2017

Part 1 - Change of director's relevant interests in securities

In the case of a trust, this includes interests in the trust made available by the responsible entity of the trust

Note: In the case of a company, interests which come within paragraph (i) of the definition of "notifiable interest of a director" should be disclosed in this part.

Direct or indirect interest	Direct and indirect
Nature of indirect interest (including registered holder) Note: Provide details of the circumstances giving rise to the relevant interest.	Shares are held by Nicholas Molnar Pty Ltd as trustee for Nicholas David Family Trust - the Director controls this shareholder as the sole director and shareholder of Nicholas Molnar Pty Ltd and the Director is also the primary beneficiary of the Nicholas David Family Trust.
Date of change	22 May 2018
No. of securities held prior to change	Indirect: <ul style="list-style-type: none"> • 25,000,000 fully paid ordinary shares (Shares). Direct: <ul style="list-style-type: none"> • 1,500,000 unlisted options issued under the entity's Employee Option Plan, with an exercise price of \$1.00 per option and an expiry date of 31 December 2020.
Class	Fully paid ordinary shares Unlisted options
Number acquired	Nil
Number disposed	2,500,000 Shares

+ See chapter 19 for defined terms.

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Change of Director's Interest Notice

Value/Consideration Note: If consideration is non-cash, provide details and estimated valuation	\$6.94 per share
No. of securities held after change	Indirect: <ul style="list-style-type: none"> 22,500,000 fully paid ordinary shares (Shares). Direct: <ul style="list-style-type: none"> 1,500,000 unlisted options issued under the entity's Employee Option Plan, with an exercise price of \$1.00 per option and an expiry date of 31 December 2020.
Nature of change Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back	Off market trade

Part 2 – Change of director's interests in contracts

Note: In the case of a company, interests which come within paragraph (ii) of the definition of "notifiable interest of a director" should be disclosed in this part.

Detail of contract	N/A
Nature of interest	N/A
Name of registered holder (if issued securities)	N/A
Date of change	N/A
No. and class of securities to which interest related prior to change Note: Details are only required for a contract in relation to which the interest has changed	N/A
Interest acquired	N/A
Interest disposed	N/A
Value/Consideration Note: If consideration is non-cash, provide details and an estimated valuation	N/A
Interest after change	N/A

Part 3 – +Closed period

Were the interests in the securities or contracts detailed above traded during a +closed period where prior written clearance was required?	No
If so, was prior written clearance provided to allow the trade to proceed during this period?	N/A
If prior written clearance was provided, on what date was this provided?	N/A

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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 30/09/01 Amended 01/01/11

Name of entity	AFTERPAY TOUCH GROUP LIMITED
ABN	618 280 649

We (the entity) give ASX the following information under listing rule 3.19A.2 and as agent for the director for the purposes of section 205G of the Corporations Act.

Name of Director	David Charles Hancock
Date of last notice	6 July 2017

Part 1 - Change of director's relevant interests in securities

In the case of a trust, this includes interests in the trust made available by the responsible entity of the trust

Note: In the case of a company, interests which come within paragraph (i) of the definition of "notifiable interest of a director" should be disclosed in this part.

Direct or indirect interest	Direct and indirect
Nature of indirect interest (including registered holder) Note: Provide details of the circumstances giving rise to the relevant interest.	Shares are held by Fiona Kate Hancock - the wife of David Charles Hancock.
Date of change	22 May 2018
No. of securities held prior to change	Indirect: <ul style="list-style-type: none"> • 2,400,000 fully paid ordinary shares (Shares). Direct: <ul style="list-style-type: none"> • 200,000 unlisted options issued under the entity's Employee Option Plan, with an exercise price of \$1.00 per option and an expiry date of 31 December 2020.
Class	Fully paid ordinary shares Unlisted options
Number acquired	Nil
Number disposed	500,000 Shares
Value/Consideration Note: If consideration is non-cash, provide details and estimated valuation	\$6.94 per share

+ See chapter 19 for defined terms.

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Change of Director's Interest Notice

No. of securities held after change	Indirect: <ul style="list-style-type: none"> 1,900,000 fully paid ordinary shares (Shares). Direct: <ul style="list-style-type: none"> 200,000 unlisted options issued under the entity's Employee Option Plan, with an exercise price of \$1.00 per option and an expiry date of 31 December 2020.
Nature of change Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back	Off market trade

Part 2 – Change of director's interests in contracts

Note: In the case of a company, interests which come within paragraph (ii) of the definition of "notifiable interest of a director" should be disclosed in this part.

Detail of contract	N/A
Nature of interest	N/A
Name of registered holder (if issued securities)	N/A
Date of change	N/A
No. and class of securities to which interest related prior to change Note: Details are only required for a contract in relation to which the interest has changed	N/A
Interest acquired	N/A
Interest disposed	N/A
Value/Consideration Note: If consideration is non-cash, provide details and an estimated valuation	N/A
Interest after change	N/A

Part 3 – +Closed period

Were the interests in the securities or contracts detailed above traded during a +closed period where prior written clearance was required?	No
If so, was prior written clearance provided to allow the trade to proceed during this period?	N/A
If prior written clearance was provided, on what date was this provided?	N/A

+ See chapter 19 for defined terms.