

# Appendix 3X

## Initial 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 30/9/2001.

<b>Name of entity</b>	<b>SHOPLY LIMITED</b>
<b>ABN</b>	93 085 545 973

We (the entity) give ASX the following information under listing rule 3.19A.1 and as agent for the director for the purposes of section 205G of the Corporations Act.

<b>Name of Director</b>	Lorenzo <b>COPPA</b>
<b>Date of appointment</b>	24 June 2015

### Part 1 - Director's relevant interests in securities of which the director is the registered holder

*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.

<b>Number &amp; class of securities</b>
Nil

+ See chapter 19 for defined terms.

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**Part 2 – Director's relevant interests in securities of which the director is not the registered holder**

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

<b>Name of holder &amp; nature of interest</b>	<b>Number &amp; class of Securities</b>
<p>Note: Provide details of the circumstances giving rise to the relevant interest.</p> <p>The registered holder is Isabel Coppa ATF Coppa Family Trust. The Director has a relevant interest in the shares as he has the right to control the exercise of votes attached to the shares held by the holder.</p>	<p>11,976,048 ordinary shares</p>

**Part 3 – 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.

<b>Detail of contract</b>	Assets Purchase Agreement dated 2 March 2015 between the Company and vendor entities associated with the Director, under which the Company purchased the assets of the eStore business.
<b>Nature of interest</b>	In accordance with the Assets Purchase Agreement, the vendors' nominee has the right to receive shares in the Company as deferred consideration for the acquisition. The issue of the deferred consideration shares, and the number of deferred consideration shares to be issued, are subject to the achievement of prescribed performance targets of the eStore business. The deferred consideration shares will be issued quarterly over a period of 2 years following settlement of the eStore acquisition.
<b>Name of registered holder (if issued securities)</b>	Isabel Coppa ATF Coppa Family Trust
<b>No. and class of securities to which interest relates</b>	<p>The actual number of shares to be issued will be determined under the Assets Purchase Agreement and is dependent upon the achievement of prescribed performance targets of the eStore business over the period of 2 years following settlement of the acquisition of that business, and the deemed issue price of shares at the time of issue (which will be aligned to the VWAP of Shoply shares).</p> <p>The class of securities will be fully paid ordinary shares.</p>

+ See chapter 19 for defined terms.

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