

LETTER FROM THE CHAIRMAN

21 September 2015

Trade Me, Level 5
2 Market Lane
Wellington
New Zealand

Dear Shareholder

I am pleased to invite you to the fourth annual shareholder meeting of Trade Me Group Limited ("Trade Me") to be held at 4pm on Wednesday 14 October 2015 at Mac's Function Centre, 4 Taranaki Street, Wellington.

Trade Me CEO Jon Macdonald and I will talk about the company's performance in the 2015 financial year, and plans for the year ahead.

In the formal part of the meeting, you will be asked:

- to vote to authorise the Board to set the remuneration of the auditors;
- to re-elect Gail Hambly as a director and;
- to re-elect Paul McCarney as a director.

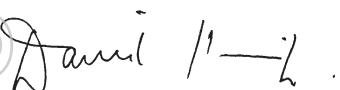
Gail and Paul are both retiring by rotation at this meeting and standing again for re-election. You can read about their respective backgrounds and experience in the Meeting Notes enclosed with this letter.

If you're not able to attend the meeting, I encourage you to complete the Proxy Form and vote online before 4pm on Monday 12 October 2015. Alternatively you can complete the Proxy Form and return it to Link Market Services.

For shareholders attending the meeting, please bring the enclosed Proxy/Admission Form with you to help us with your registration on the day.

Please join the Trade Me directors and staff for a drink and a bite to eat after the meeting. I look forward to seeing you next month.

Yours sincerely,


David Kirk
CHAIRMAN

NOTICE OF ANNUAL MEETING OF SHAREHOLDERS

Notice is hereby given that the Annual Meeting of shareholders of Trade Me Group Limited will be held at 4pm (NZ time) on Wednesday 14 October 2015 at Mac's Function Centre, 4 Taranaki Street, Wellington.

Items of business

- A. The Chairman's introduction;
- B. Addresses to shareholders;
- C. Shareholder discussion;
- D. Resolutions.

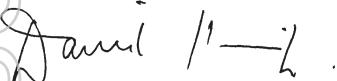
Resolutions

To consider, and if thought fit, to pass the following ordinary resolutions:

1. That the Board is authorised to fix the auditors' remuneration.
2. That Gail Hambly be re-elected as a director of Trade Me.
3. That Paul McCarney be re-elected as a director of Trade Me.

Further information relating to these resolutions is set out in the Meeting Notes accompanying this Notice of Meeting. Please read and consider the resolutions together with the notes.

By order of the Board.



David Kirk
CHAIRMAN

21 September 2015

MEETING NOTES

Resolution 1: Appointment of auditors and auditors' remuneration

Section 207S of the Companies Act 1993 states that the auditor's fees and expenses must be fixed by the company or in the manner that the company determines at a shareholders' meeting. In this case, shareholders are being asked to resolve that the directors should fix the auditors' remuneration.

Resolutions 2 and 3: Re-election of Directors

Two non-executive directors are retiring by rotation and standing for re-election.

Gail Hambly was appointed to the Board in October 2011, immediately prior to the company's IPO, and was re-elected to the Board in October 2012. She is standing for re-election.

Paul McCarney was appointed in November 2012 and was elected to the board in October 2013. He also retires by rotation and offers himself for re-election again this year.

The Board unanimously supports their re-election.



Gail Hambly
Director

NON-EXECUTIVE

Gail is a senior media executive, currently group general counsel and company secretary of Fairfax Media. Her areas of expertise are law, corporate governance and internal audit and risk. She is part of the Fairfax management team.

Gail is chairman of Copyco Pty Limited, a member of the advisory board of the Centre of Media and Communications Law at Melbourne University, a member of the Media and Communications and Privacy Law Committees of the Law Council of Australia and a director of the Story Factory—a not for profit organisation which provides education services with a special focus on disadvantaged children in Sydney.

Gail holds degrees in law, science and economics.

Gail lives in Sydney, Australia.

Appointed October 2011
Elected October 2012

Member of the Audit & Risk Management Committee and Nominations Committee



Paul McCarney
Independent director

NON-EXECUTIVE

Paul is a technology entrepreneur, investor and consultant.

He has many years' experience in technology and digital marketing including co-founding search marketing agency Decide Interactive (acquired by NASDAQ-listed 24/7 Real Media in 2004), and founding digital marketing company Life Event Media (acquired by directory business Sensis in 2011).

Paul is also a director of BTBI TCo, which owns and operates B2B publisher Cirrus Media and CEO and director of Data Republic Pty Limited.

He lives in Sydney, Australia.

Appointed November 2012
Elected October 2013

Member of the Human Resources & Compensation Committee and Nominations Committee

IMPORTANT INFORMATION

Proxies

Any shareholder entitled to attend and vote at the Annual Meeting can appoint a "proxy" to attend and vote for them. If you appoint a proxy, you can either direct your proxy how to vote or let them decide on the day on your behalf. If you do not tick a box for a particular resolution, then your proxy will abstain from voting.

To appoint your proxy online, please go online to vote.linkmarketservices.com/TME and follow the instructions.

Alternatively, please complete and return your Proxy Form in one of the methods described on the Proxy Form.

The completed Proxy Form must be received by Link Market Services no later than 4pm (NZ time) on Monday 12 October 2015.

Ordinary resolution

The meeting is held to pass the ordinary resolutions set out above. An ordinary resolution is passed by a simple majority of votes from shareholders entitled to vote.

Voting

Voting entitlements for the meeting will be determined as at 5pm (NZ time) on Monday 12 October 2015. Registered shareholders will be the only people entitled to vote, and only the shares registered in those shareholders' names may be voted at the meeting.

More information

If you have any questions, or if you'd like more information, please contact Trade Me's Company Secretary, Sarah Hard, on +64 4 803 2676.