



**SHOPLY LIMITED**  
(ASX: SHP)

10 November 2015

Manager Companies  
Company Announcements Office  
Australian Securities Exchange Limited  
Level 4, Stock Exchange Centre  
20 Bridge Street  
SYDNEY NSW 2000

Dear Sir

**Results of 2015 Annual General Meeting**  
**Shoply Limited**

In accordance with Listing Rule 3.13.2 and section 251AA of the *Corporations Act 2001* (Cth), Shoply Limited (**Shoply**) advises the results of Shoply's 2015 Annual General Meeting.

All resolutions were passed on a unanimous show of hands; details of the resolutions and the proxies received in respect of each resolution are set out in the attached proxy summary.

Yours faithfully

A handwritten signature in black ink, appearing to read "Alyn Tai", with a long horizontal stroke extending to the right.

**Alyn Tai**  
Company Secretary

For personal use only

## DISCLOSURE OF PROXY VOTES

Annual General Meeting-Tuesday, 10 November 2015

Resolution	Decided by Show of Hands (S) or Poll (P)	Total Number of Proxy Votes exercisable by proxies validly appointed	Proxy Votes in respect of which appointment specifies				Poll Results (if applicable)		
			FOR	AGAINST	ABSTAIN	PROXY'S DISCRETION	FOR	AGAINST	ABSTAIN
1. Adoption of Remuneration Report	S	59,924,677	53,993,947	5,615,730	50,000	315,000	n/a	n/a	n/a
2. Re-election of Mr Domenic Carosa as Director	S	121,869,797	114,480,788	204,245	4,639,871	7,184,764	n/a	n/a	n/a
3. Re-election of Mr Mark Gouloupoulos as Director	S	122,469,797	114,480,788	804,245	4,039,871	7,184,764	n/a	n/a	n/a
4. Election of Mr Matthew Dickinson as Director	S	121,863,117	114,433,688	243,365	4,646,551	7,186,064	n/a	n/a	n/a
5. Election of Mr Lorenzo Coppa as Director	S	121,863,117	114,422,988	493,365	4,646,551	6,946,764	n/a	n/a	n/a
6. Ratification of issue of February Warcom Shares	S	121,870,646	114,323,766	600,116	4,639,022	6,946,764	n/a	n/a	n/a
7. Ratification of issue of March eStore Shares	S	121,870,646	114,323,741	600,141	4,639,022	6,946,764	n/a	n/a	n/a
8. Ratification of issue of May Warcom Shares	S	121,870,636	114,323,731	600,141	4,639,032	6,946,764	n/a	n/a	n/a
9. Ratification of issue of August Warcom Shares	S	121,870,636	114,323,207	600,665	4,639,032	6,946,764	n/a	n/a	n/a
10. Ratification of issue of August eStore Shares	S	121,870,636	114,323,207	600,665	4,639,032	6,946,764	n/a	n/a	n/a
11A. Approval of issue of Director Options to Mr Andrew Plympton	S	59,268,955	45,274,147	7,058,044	705,722	6,936,764	n/a	n/a	n/a
11B. Approval of issue of Director Options to Mr Domenic Carosa	S	59,268,955	45,069,882	7,262,309	705,722	6,936,764	n/a	n/a	n/a
11C. Approval of issue of Director Options to Mr Mark Gouloupoulos	S	59,268,955	45,274,147	7,058,044	705,722	6,936,764	n/a	n/a	n/a

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			FOR	AGAINST	ABSTAIN	PROXY'S DISCRETION	FOR	AGAINST	ABSTAIN
11D. Approval of issue of Director Options to Mr Matthew Dickinson	S	59,268,955	45,274,147	7,058,044	705,722	6,936,764	n/a	n/a	n/a
11E. Approval of issue of Director Options to Mr Lorenzo Coppa	S	59,268,955	45,157,882	7,174,309	705,722	6,936,764	n/a	n/a	n/a
12. Approval of issue of Secretary Options	S	125,541,985	111,547,177	7,058,044	967,683	6,936,764	n/a	n/a	n/a
13. Approval of 10% Placement Capacity	S	121,608,636	113,457,131	954,741	4,901,032	7,196,764	n/a	n/a	n/a