

## Minimum Holding Buyback Program

20 April 2018: Crowd Mobile Limited (the **Company**) advises that it is undertaking a buy-back of ordinary shares for holders of less than marketable parcels of shares in the Company (**Buy-Back**).

According to the ASX Listing Rules, a shareholding which is valued at less than A\$500 is considered to be less than a “marketable parcel” of shares (**Small Parcels**).

The Buy-Back will allow shareholders who hold Small Parcels of shares in the Company (**Eligible Shareholders**) to sell their shares to the Company at the Buy-Back price of \$0.076 cents per share, being the Volume Weighted Average Price for the 5 days on which shares were traded between 11 April 2018 and 19 April 2018. These shares will be cancelled once transferred to the Company.

As per the Corporations Act 2001 (C’th), the Company does not require shareholder approval for the buy-back of these shares, however, Eligible Shareholders are entitled to opt out of the Buy-Back. On the basis of the Buy-Back price per share and the register of members of as at 7:00pm (AEDT) on 19 April 2018:

- a) a Small Parcel of shares is any shareholding of 6,548 shares or less;
- b) 1,584 out of 3,104 shareholders hold a Small Parcel; and
- c) the total value of all of the Small Parcels is A\$140,249.

Shareholders who own 6,549 shares or more will **not be** eligible to participate in the Buy-Back. The Company is sending the attached letter to Eligible Shareholders. Those who wish to retain their shares must complete and sign the Share Retention Form and forward it to the Company’s Share Registry, Boardroom Pty Limited, so that it is received by 5:00pm (AEDT) on Thursday 31 May 2018.

### Ends

### For further information, please contact:

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#### About Crowd Mobile

Crowd Mobile Limited (ASX:CM8) is a global technology company creating digital platforms, building mobile products and working with digital influencers to make customers smile.

Crowd Mobile's business consists of three divisions: Q&A, Subscription and Crowd Media. The Q&A division connects those seeking answers with qualified experts, the Subscription division delivers mobile content including games, apps, music and video and the Crowd Media division is focused on the digital influencers industry. Crowd Media includes [Crowd.Agency](#) a digital influencer marketing agency and [Crowd.ly](#), an influencer commerce platform. All of the company's divisions are underpinned by its mobile payments and distribution network.

Crowd Mobile's networks are strengthened by its partnerships with hundreds of mobile carriers and some of the world's largest agencies, brands and media companies. The Q&A and Subscription divisions operate in over 60 countries and 30 languages and Crowd Media has worked with over 6,000 digital influencers worldwide. Crowd Mobile is listed on Australian (ASX:CM8) and German (FWB: CM3) stock exchanges. To learn more please visit: [www.crowdmobile.com](http://www.crowdmobile.com).

23 April 2018

Dear Shareholder

### MINIMUM HOLDING SHARE BUY-BACK

As announced on 20 April 2018, Crowd Mobile Limited (**Crowd Mobile** or the **Company**) intends to undertake a minimum holding share buy-back.

The Directors of Crowd Mobile recognise that holders of Crowd Mobile shares with a value of \$500 or less (**Unmarketable Parcels**) may encounter difficulties in selling their shares on the ASX. In order to:

1. reduce the administrative and registry costs to the Company which are incurred as a result of the Unmarketable Parcels; and
2. provide Unmarketable Parcel holders with an option to realise the value of their Crowd Mobile shares without brokerage,

the Board has determined to undertake a buy-back of Unmarketable Parcels of Crowd Mobile shares (**Buy-Back**).

### Unmarketable Parcels

The record date of the Buy-Back was 7.00pm (Melbourne time) on Thursday 19 April 2018 (**Record Date**). Based on the Volume Weighted Average Price for the 5 days on which shares were traded between 11 April 2018 and 19 April 2018 the Buy-Back price is \$0.076 per share and an Unmarketable Parcel is a holding of 6,548 Crowd Mobile shares or less. Our records indicate that as at the Record Date, you held an Unmarketable Parcel.

### Key terms of Buy-Back

The key terms of the Buy-Back are as follows:

- (a) the Buy-Back offer is made to all holders of Unmarketable Parcels, being holders who held 6,548 Crowd Mobile shares or less as at the Record Date.
- (b) the volume weighted average price for the 5 days on which shares were traded between 11 April 2018 and 19 April 2018 (**VWAP**) of Crowd Mobile shares as at the Record Date was \$0.07636. Accordingly, the Company has determined that the Unmarketable Parcels will be bought back at \$0.076 per share (**Buy-Back Price**).
- (c) If you cease to be a Crowd Mobile shareholder or increase your holding so that you hold a marketable parcel (with a value of more than \$500) on or before closing date of the Buy-Back, being Thursday 31 May 2018 (**Closing Date**), you will not be eligible to participate in the Buy-Back.
- (d) You will not be required to pay any brokerage on the buy-back of your shares.
- (e) In the event that you participate in the Buy-Back, your Unmarketable Parcel will be transferred to Crowd Mobile and immediately cancelled in accordance with the *Corporations Act 2001* (C'th).

### What you need to do

You are not obliged to participate in the Buy-Back. If you wish to retain your shares in Crowd Mobile, you must either:

- (a) complete and return the **enclosed** Notice of Retention to Crowd Mobile's share registry in accordance with the instructions on the notice by no later than the Closing Date;
- (b) sell your Unmarketable Parcel (whether on the ASX or off-market) prior to the Closing Date; or
- (c) become a registered holder of 6,549 or more Crowd Mobile shares by 5.00pm (Melbourne time) on the Closing Date, either by acquiring additional Crowd Mobile shares on your holding or, if you hold your Crowd Mobile shares in multiple holdings, by consolidating those holdings into a single holding.

If you do not undertake any of the above actions, your shares in Crowd Mobile will be bought back at the Buy-Back Price.

If you wish to participate in the Buy-Back, you **do not need to do anything**.

The sale of your Unmarketable Parcels is expected to take place as soon as practicable after the Closing Date, and in any event within 1 week of that date. Proceeds of the sale of your shares will be sent to you in the mail by cheque in Australian dollars within 2 weeks of the sale.

### Important information

Crowd Mobile reserves the right to vary, delay or cancel the Buy-Back at any time.

Crowd Mobile makes no recommendation as to whether you should hold or sell your shares in the Company. You are encouraged to seek independent professional advice when determining whether or not to retain your Crowd Mobile shares, or if you have any questions on how the sale of your Unmarketable Parcel may affect you.

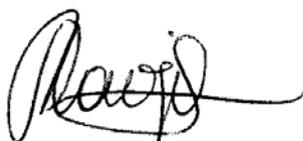
Any taxation consequences that may arise as a consequence of the Buy-Back will be the responsibility of each Crowd Mobile shareholder. If you require any information regarding the possible taxation implications or participation in the Buy-Back, please consult your legal, financial or taxation adviser.

If you require any further information in relation to the Buy-Back or your Unmarketable Parcel, please contact the Company Secretary of Crowd Mobile on her details below:

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Yours faithfully

**On behalf of the Board of Crowd Mobile Limited**



Sophie Karzis  
Company Secretary