Rule 2.7, 3.10.3, 3.10.4, 3.10.5

Appendix 3B

New issue announcement, application for quotation of additional securities and agreement

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 01/07/96 Origin: Appendix 5 Amended 01/07/98, 01/09/99, 01/07/00, 30/09/01, 11/03/02, 01/01/03, 24/10/05, 01/08/12, 04/03/13

Name of entity

CROWD MOBILE LIMITED

ABN

13 083 160 909

We (the entity) give ASX the following information.

Part 1 - All issues

You must complete the relevant sections (attach sheets if there is not enough space).

1	+Class of +securities issued or to be issued	1. Fully paid ordinary shares (**Shares**). 2. Options, each to acquire one fully paid ordinary share (**Attaching Options**).
2	Number of +securities issued or to be issued (if known) or maximum number which may be issued	1. 422,024 Shares. 2. 211,012 Attaching Options.
3	Principal terms of the +securities (e.g. if options, exercise price and expiry date; if partly paid +securities, the amount outstanding and due dates for payment; if +convertible securities, the conversion price and dates for conversion)	1. The Shares are fully paid ordinary shares ranking equally with all other fully paid ordinary shares on issue. 2. The Attaching Options are exercisable at $0.27 each on or before 24 October 2018.

4	Do the +securities rank equally in all respects from the +issue date with an existing +class of quoted +securities? If the additional +securities do not rank equally, please state: • the date from which they do • the extent to which they participate for the next dividend, (in the case of a trust, distribution) or interest payment • the extent to which they do not rank equally, other than in relation to the next dividend, distribution or interest payment	1. The Shares will be quoted and will rank equally with all other ordinary shares on issue in the Company. 2. The Attaching Options will not be quoted or rank equally with any class of quoted securities. However, fully paid ordinary shares issued on the exercise of the Attaching Options will be quoted. From the date of issue of those shares, the shares will rank equally with all other ordinary shares then on issue in the Company.
5	Issue price or consideration	1. The Shares were issued at $0.16 per Share. 2. The Attaching Options were issued for nil cash consideration as free attaching options to the Shares.
6	Purpose of the issue (If issued as consideration for the acquisition of assets, clearly identify those assets)	1. The Shares were issued as underwritten shortfall shares to one of the sub-underwriters of the Company's pro rata non-renounceable rights issue which was announced to the ASX on 12 September 2016 and closed on 17 October 2016 (**Rights Issue**). The purpose of the Rights Issue was to raise funds. After payment of the costs and expenses of the Rights Issue, the funds raised will strengthen the Company's balance sheet, which will facilitate the Company in solidifying a number of material partnership opportunities. 2. The Attaching Options were issued as free attaching options to the underwritten shortfall Shares under the Rights Issue.
6a	Is the entity an +eligible entity that has obtained security holder approval under rule 7.1A? If Yes, complete sections 6b – 6h *in relation to the +securities the subject of this Appendix 3B*, and comply with section 6i	Yes
6b	The date the security holder resolution under rule 7.1A was passed	9 December 2015

6c	Number of +securities issued without security holder approval under rule 7.1	N/A
6d	Number of +securities issued with security holder approval under rule 7.1A	N/A
6e	Number of +securities issued with security holder approval under rule 7.3, or another specific security holder approval (specify date of meeting)	N/A
6f	Number of +securities issued under an exception in rule 7.2	1. 422,024 Shares. 2. 211,012 Attaching Options.
6g	If +securities issued under rule 7.1A, was issue price at least 75% of 15 day VWAP as calculated under rule 7.1A.3? Include the +issue date and both values. Include the source of the VWAP calculation.	N/A
6h	If +securities were issued under rule 7.1A for non-cash consideration, state date on which valuation of consideration was released to ASX Market Announcements	N/A
6i	Calculate the entity's remaining issue capacity under rule 7.1 and rule 7.1A – complete Annexure 1 and release to ASX Market Announcements	See Annexure 1
7	+Issue dates Note: The issue date may be prescribed by ASX (refer to the definition of issue date in rule 19.12). For example, the issue date for a pro rata entitlement issue must comply with the applicable timetable in Appendix 7A. Cross reference: item 33 of Appendix 3B.	27 October 2016

		Number	+Class
8	Number and +class of all +securities quoted on ASX (*including* the +securities in section 2 if applicable)	175,033,548	Fully paid ordinary shares

		Number	+Class
9	Number and +class of all +securities not quoted on ASX (*including* the +securities in section 2 if applicable)	1,000,000	Options to acquire fully paid ordinary shares, exercisable at $0.25 each on or before 4 March 2018
		2,500,000	Options to acquire fully paid ordinary shares, exercisable at $0.29 each on or before 10 July 2018
		5,000,000	Options to acquire fully paid ordinary shares, exercisable at $0.30 each on or before 3 August 2018
		8,962,658	Options to acquire fully paid ordinary shares, exercisable at $0.27 each on or before 29 August 2018
		1,093,790	Options to acquire fully paid ordinary shares, exercisable at $0.27 each on or before 24 October 2018
		5,000,000	Options to acquire fully paid ordinary shares, exercisable at $0.25 each on or before 30 October 2018
		5,000,000	Options to acquire fully paid ordinary shares, exercisable at $0.30 each on or before 30 October 2018
		6,000,000	Options to acquire fully paid ordinary shares, exercisable at $0.30 each on or before 10 December 2018
		9,000,000	Options to acquire fully paid ordinary shares, exercisable at $0.39 each on or before 10 December 2020
		5,000,000	Options to acquire fully paid ordinary shares, exercisable at $0.30 each between 1

+ See chapter 19 for defined terms.

		November 2016 and 1 November 2021
	5,820,828	Performance rights
	1	Convertible note

10	Dividend policy (in the case of a trust, distribution policy) on the increased capital (interests)	N/A

Part 2 - Pro rata issue

11	Is security holder approval required?	No, shareholder approval was not required for the Rights Issue.
12	Is the issue renounceable or non-renounceable?	Non-renounceable.
13	Ratio in which the +securities will be offered	1. One (1) new Share was offered for every eighteen (18) existing Shares held by an eligible shareholder as at the relevant record date. 2. One (1) new Attaching Option was offered for every two (2) new Shares issued to an eligible shareholder as part of the Rights Issue.
14	+Class of +securities to which the offer relates	1. Fully paid ordinary shares. 2. Attaching Options to acquire fully paid ordinary shares, exercisable at $0.27 each on or before 24 October 2018.
15	+Record date to determine entitlements	7.00pm (Melbourne time) Thursday 15 September 2016.
16	Will holdings on different registers (or subregisters) be aggregated for calculating entitlements?	No.
17	Policy for deciding entitlements in relation to fractions	Any fractional entitlements to a new Share or Attaching Option were rounded up to the nearest whole new Share or Attaching Option.
18	Names of countries in which the entity has security holders who will not be sent new offer documents Note: Security holders must be told how their entitlements are to be dealt with. Cross reference: rule 7.7.	All countries other than Australia and New Zealand.

19	Closing date for receipt of acceptances or renunciations	5.00pm (Melbourne time) Monday 17 October 2016.
20	Names of any underwriters	DJ Carmichael Pty Limited.
21	Amount of any underwriting fee or commission	$Nil.
22	Names of any brokers to the issue	DJ Carmichael Pty Limited.
23	Fee or commission payable to the broker to the issue	6% of the funds raised from the placement of any shortfall following the closing date of the Rights Issue.
24	Amount of any handling fee payable to brokers who lodge acceptances or renunciations on behalf of security holders	N/A
25	If the issue is contingent on security holders' approval, the date of the meeting	N/A
26	Date entitlement and acceptance form and offer documents will be sent to persons entitled	Monday 19 September 2016.
27	If the entity has issued options, and the terms entitle option holders to participate on exercise, the date on which notices will be sent to option holders	Monday 12 September 2016.
28	Date rights trading will begin (if applicable)	N/A
29	Date rights trading will end (if applicable)	N/A
30	How do security holders sell their entitlements *in full* through a broker?	N/A
31	How do security holders sell *part* of their entitlements through a	N/A

+ See chapter 19 for defined terms.

	broker and accept for the balance?	
32	How do security holders dispose of their entitlements (except by sale through a broker)?	N/A
33	+Issue date	Monday 24 October 2016.

Part 3 - Quotation of securities

You need only complete this section if you are applying for quotation of securities

34 Type of +securities
(*tick one*)

(a) ☒ +Securities described in Part 1
***The Company is only applying for quotation of the Shares the subject of this Appendix 3B**

(b) ☐ All other +securities

Example: restricted securities at the end of the escrowed period, partly paid securities that become fully paid, employee incentive share securities when restriction ends, securities issued on expiry or conversion of convertible securities

Entities that have ticked box 34(a)

Additional securities forming a new class of securities

Tick to indicate you are providing the information or documents

35 ☐ If the +securities are +equity securities, the names of the 20 largest holders of the additional +securities, and the number and percentage of additional +securities held by those holders

36 ☐ If the +securities are +equity securities, a distribution schedule of the additional +securities setting out the number of holders in the categories
1 - 1,000
1,001 - 5,000
5,001 - 10,000
10,001 - 100,000
100,001 and over

37 ☐ A copy of any trust deed for the additional +securities

Entities that have ticked box 34(b)

38	Number of +securities for which +quotation is sought	
39	+Class of +securities for which quotation is sought	

40 Do the +securities rank equally in all respects from the +issue date with an existing +class of quoted +securities?

If the additional +securities do not rank equally, please state:
- the date from which they do
- the extent to which they participate for the next dividend, (in the case of a trust, distribution) or interest payment
- the extent to which they do not rank equally, other than in relation to the next dividend, distribution or interest payment

41 Reason for request for quotation now

Example: In the case of restricted securities, end of restriction period

(if issued upon conversion of another +security, clearly identify that other +security)

42 Number and +class of all +securities quoted on ASX (*including* the +securities in clause 38)

Number	+Class

Quotation agreement

1 +Quotation of our additional +securities is in ASX's absolute discretion. ASX may quote the +securities on any conditions it decides.

2 We warrant the following to ASX.

- The issue of the +securities to be quoted complies with the law and is not for an illegal purpose.

- There is no reason why those +securities should not be granted +quotation.

- An offer of the +securities for sale within 12 months after their issue will not require disclosure under section 707(3) or section 1012C(6) of the Corporations Act.

  Note: An entity may need to obtain appropriate warranties from subscribers for the securities in order to be able to give this warranty

- Section 724 or section 1016E of the Corporations Act does not apply to any applications received by us in relation to any +securities to be quoted and that no-one has any right to return any +securities to be quoted under sections 737, 738 or 1016F of the Corporations Act at the time that we request that the +securities be quoted.

- If we are a trust, we warrant that no person has the right to return the +securities to be quoted under section 1019B of the Corporations Act at the time that we request that the +securities be quoted.

3 We will indemnify ASX to the fullest extent permitted by law in respect of any claim, action or expense arising from or connected with any breach of the warranties in this agreement.

4 We give ASX the information and documents required by this form. If any information or document is not available now, we will give it to ASX before +quotation of the +securities begins. We acknowledge that ASX is relying on the information and documents. We warrant that they are (will be) true and complete.

SOPHIE KARZIS
Company Secretary
27 October 2016

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+ See chapter 19 for defined terms.

Appendix 3B – Annexure 1

Calculation of placement capacity under rule 7.1 and rule 7.1A for eligible entities

Introduced 01/08/12 Amended 04/03/13

Part 1

Rule 7.1 – Issues exceeding 15% of capital	
Step 1: Calculate "A", the base figure from which the placement capacity is calculated	
Insert number of fully paid +ordinary securities on issue 12 months before the +issue date or date of agreement to issue	85,197,933
Add the following: • Number of fully paid +ordinary securities issued in that 12 month period under an exception in rule 7.2 • Number of fully paid +ordinary securities issued in that 12 month period with shareholder approval • Number of partly paid +ordinary securities that became fully paid in that 12 month period *Note:* • *Include only ordinary securities here – other classes of equity securities cannot be added* • *Include here (if applicable) the securities the subject of the Appendix 3B to which this form is annexed* • *It may be useful to set out issues of securities on different dates as separate line items*	51,128,760 shares on 28 October 2015 2,734,716 shares on 2 November 2015 15,385,140 shares on 30 October 2015 349,344 shares on 7 January 2016 2,481,249 shares on 13 April 2016 318,906 shares on 5 August 2016 250,000 shares on 13 October 2016 1,765,476 shares on 24 October 2016 422,024 shares on 27 October 2016
Subtract the number of fully paid +ordinary securities cancelled during that 12 month period	Nil
"A"	**160,033,548**

+ See chapter 19 for defined terms.

Step 2: Calculate 15% of “A”	
“B”	0.15 *[Note: this value cannot be changed]*
Multiply “A” by 0.15	**24,005,032**
Step 3: Calculate “C”, the amount of placement capacity under rule 7.1 that has already been used	
Insert number of +equity securities issued or agreed to be issued in that 12 month period *not counting* those issued: • Under an exception in rule 7.2 • Under rule 7.1A • With security holder approval under rule 7.1 or rule 7.4 *Note:* • *This applies to equity securities, unless specifically excluded – not just ordinary securities* • *Include here (if applicable) the securities the subject of the Appendix 3B to which this form is annexed* • *It may be useful to set out issues of securities on different dates as separate line items*	8,962,658 options on 29 August 2016
“C”	**8,962,658**
Step 4: Subtract “C” from [“A” x “B”] to calculate remaining placement capacity under rule 7.1	
“A” x 0.15 *Note: number must be same as shown in Step 2*	24,005,032
Subtract “C” *Note: number must be same as shown in Step 3*	8,962,658
Total [“A” x 0.15] – “C”	**15,042,374** *[Note: this is the remaining placement capacity under rule 7.1]*

+ See chapter 19 for defined terms.

Part 2

Rule 7.1A – Additional placement capacity for eligible entities	
Step 1: Calculate "A", the base figure from which the placement capacity is calculated	
"A" *Note: number must be same as shown in Step 1 of Part 1*	**160,033,548**
Step 2: Calculate 10% of "A"	
"D"	0.10 *Note: this value cannot be changed*
Multiply "A" by 0.10	**16,003,355**
Step 3: Calculate "E", the amount of placement capacity under rule 7.1A that has already been used	
Insert number of +equity securities issued or agreed to be issued in that 12 month period under rule 7.1A *Notes:* • *This applies to equity securities – not just ordinary securities* • *Include here – if applicable – the securities the subject of the Appendix 3B to which this form is annexed* • *Do not include equity securities issued under rule 7.1 (they must be dealt with in Part 1), or for which specific security holder approval has been obtained* • *It may be useful to set out issues of securities on different dates as separate line items*	15,000,000 shares on 29 August 2016
"E"	**15,000,000**
Step 4: Subtract "E" from ["A" x "D"] to calculate remaining placement capacity under rule 7.1A	
"A" x 0.10 *Note: number must be same as shown in Step 2*	16,003,355
Subtract "E" *Note: number must be same as shown in Step 3*	15,000,000
Total ["A" x 0.10] – "E"	**1,003,355** *Note: this is the remaining placement capacity under rule 7.1A*

+ See chapter 19 for defined terms.