

Form 604

Corporations Act 2001 Section 671B

Notice of change of interests of substantial holder

To Company Name/Scheme Integrated Payment Technologies Limited

ACN/ARSN 611 202 414

1. Details of substantial holder(1)

Name Integrated Payment Technologies Limited (InPayTech)

ACN/ARSN (if applicable) 611 202 414

There was a change in the interests of the substantial holder on 17/05/2017

The previous notice was given to the company on 19/12/2016

The previous notice was dated 19/12/2016

2. Previous and present voting power

The total number of votes attached to all the voting shares in the company or voting interests in the scheme that the substantial holder or an associate (2) had a relevant interest (3) in when last required, and when now required, to give a substantial holding notice to the company or scheme, are as follows:

Class of securities (4)	Previous notice		Present notice	
	Person's votes	Voting power (5)	Person's votes	Voting power (5)
Ordinary shares	50,094,070	32.44%	28,582,290	18.51%

3. Changes in relevant interests

Particulars of each change in, or change in the nature of, a relevant interest of the substantial holder or an associate in voting securities of the company or scheme, since the substantial holder was last required to give a substantial holding notice to the company are as follows:

Date of change	Person whose relevant interest changed	Nature of change (6)	Consideration given in relation to change (7)	Class and number of securities affected	Person's votes affected
23/03/2017	InPayTech	InPayTech has entered into mandatory restriction agreements with some of its shareholders as required by the ASX listing rules in connection with its listing on ASX. The mandatory restriction agreements are in the form of Appendix 9A to the ASX listing rules. Under the mandatory restriction agreements the relevant shareholders are restricted from disposing of the relevant shares for the restriction period imposed by ASX. Details of the ASX mandatory escrow arrangements were disclosed in InPayTech's Notice of Initial Substantial Shareholder dated 19 December 2016. This change of interest is caused by the release from ASX mandatory restriction requirements of 228,975 ordinary shares.	n/a	228,975 ordinary shares	228,975
17/05/2017	InPayTech	The change of interest on this date was caused by the release from ASX mandatory restriction requirements of a further 21,282,805 ordinary shares.	n/a	21,282,805 ordinary shares	21,282,805

4. Present relevant interests

Particulars of each relevant interest of the substantial holder in voting securities after the change are as follows:

Holder of relevant interest	Registered holder of securities	Person entitled to be registered as holder (8)	Nature of relevant interest (6)	Class and number of securities	Person's votes
InPayTech (arising from ASX mandatory restriction agreements)	See Annexure A	See Annexure A	Power to control disposal of ordinary shares under ASX mandatory restriction agreements. Restriction period ends on 19 December 2018	28,582,290 ordinary shares	28,582,290

5. Changes in association

The persons who have become associates (2) of, ceased to be associates of, or have changed the nature of their association (9) with, the substantial holder in relation to voting interests in the company or scheme are as follows:

Name and ACN/ARSN (if applicable)	Nature of association
n/a	n/a

6. Addresses

The addresses of persons named in this form are:

Name	Address
InPayTech	Suite 1, Level 5, 28 Margaret Street, Sydney NSW 2000
See Annexure A	See Annexure A

Signature

print name **Jillian McGregor**

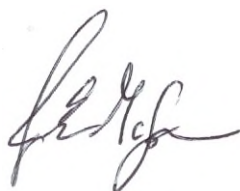
capacity **Company Secretary**

sign here

date 17 May 2017



This is Annexure A of 2 pages referred to in ASIC Form 604 (Notice of Change of Interests of Substantial Holder) lodged by Integrated Payment Technologies Limited ACN 611 202 414.



Company Secretary

Dated: 17 May 2017

ASX Mandatory Restriction Agreements

Holder of relevant interest	Registered holder of securities/ Person entitled to be registered as holder/address	Number of ordinary shares	Restriction period
InPayTech	VALEBARK PTY LTD <SCULLY INVESTMENT TRUST>, 8 POINCIANA AVENUE SAPPHIRE BEACH NSW 2450	4408354	24 months from date of quotation of securities of InPayTech
InPayTech	STARMAY SUPERANNUATION PTY LTD <STARMAY SFUND DON SHARP PENSION AC>, 19 WYBALENA ROAD HUNTERS HILL NSW 2110	3372865	24 months from date of quotation of securities of InPayTech
InPayTech	STARMAY SUPERANNUATION PTY LTD <STARMAY SFUND COLIN SCULLY AC>, 19 WYBALENA ROAD HUNTERS HILL NSW 2110	4381200	24 months from date of quotation of securities of InPayTech
InPayTech	PURCELL FAMILY COMPANY PTY LTD <PURCELL FAMILY SUPERANNUATION FUND>, 4/1009 RATHDOWNE STREET CARLTON NORTH VIC 3054	373067	24 months from date of quotation of securities of InPayTech
InPayTech	DONALD FINANCIAL ENTERPRISES PTY LTD <THE ELYSUM TRUS>, 19 WYBALENA ROAD HUNTERS HILL NSW 2110	2571427	24 months from date of quotation of securities of InPayTech
InPayTech	TWD CO PTY LIMITED <R & R SUPERANNUATION FUND>, PO BOX 445 NORTH SYDNEY NSW 2059	817040	24 months from date of quotation of

			securities of InPayTech
InPayTech	MR J WYNNE + MRS E WOOD FAMILY TRUST <J WYNNE & E WOOD FAMILY TRUST>, 32 BRADFORD ST BALMAIN NSW 2041	333336	24 months from date of quotation of securities of InPayTech
InPayTech	VALEBARK PTY LTD <THE SCULLY INVESTMENT TRUST>, 8 POINCIANA AVENUE SAPPHIRE BEACH NSW 2450	5658334	24 months from date of quotation of securities of InPayTech
InPayTech	S & F FINANCIAL SERVICES PTY LTD, 19 WYBALENA ROAD HUNTERS HILL NSW 2110	6666667	24 months from date of quotation of securities of InPayTech