



onthehouse
GROUP

ASX RELEASE

Notice of proposed share issue - Listing Rule 3.10.3 Payment of Deferred Consideration for The Ad Network Pty Ltd

Wednesday, 17 September 2014: Onthehouse Holdings Limited (ASX: OTH) (OTH) today announced that it has elected to part fund the 1st deferred consideration payment in relation to the acquisition of The Ad Network Pty Ltd through the issue of fully paid ordinary shares in OTH.

The Ad Network Pty Ltd trading as The Real Estate Ad Network was acquired on 24 October 2012 with a deferred consideration component. The total deferred consideration is \$1,000,000, which is to be paid in two tranches: \$500,000 on 1 October 2014 and \$500,000 on 31 January 2015.

Under the terms of the agreement, 50% of the deferred consideration may be settled through the issue of ordinary shares in OTH, which the Directors have resolved to do for the payment on 1 October 2014.

In accordance with ASX Listing Rule 3.10.3, OTH provides the ASX with following information:

- **Class of securities to be issued:** Fully paid ordinary shares in OTH.
- **Number of securities to be issued:** The issue will consist of \$250,000 fully paid ordinary shares in OTH calculated using the value weighted average price (VWAP) of OTH shares traded in the 90 day period prior to 1 October 2014. The number of shares to be issued will be calculated and announced to the market on 1 October 2014.
- **Principal terms of the securities to be issued:** The shares will rank equally with the existing ordinary shares in OTH.
- **Issue price or consideration:** Deferred consideration for the transfer of the entire issued share capital in The Ad Network Pty Ltd to OTH on 24 October 2012.
- **Purpose of the issue:** Part payment of the first instalment of the deferred consideration payable to the Vendors of The Ad Network Pty Ltd which was completed by OTH on 24 October 2012.
- **Whether the Company will seek security holder approval for the proposed issue:** Shareholder approval is not required as the share issue will be within OTH's 15% capacity under ASX Listing Rule 7.1.
- **Whether the issue will be to a class of security holders:** The issue is not being made to a class of security holders.

- ENDS -

For further information please contact:

Michael Fredericks
Managing Director
T: +61-7 3243 4345
E: michael.fredericks@onthehouse.com.au

Ronn Bechler – Investor Relations
Market Eye
T: +61 400 009 774
E: ronn.bechler@marketeye.com.au

Members of Onthehouse Group



SYDNEY
Level 9/46 Kippax Street
Surry Hills NSW 2010

MELBOURNE
Level 11/460 Bourke Street
Melbourne VIC 3000

BRISBANE
Level 2/200 Adelaide Street
Brisbane QLD 4000

F. 1300 131 399
ACN. 150 139 781

About Onthehouse Holdings Limited

Onthehouse Holdings Limited (ASX: OTH) is an ASX listed Australian online real estate content and services platform headquartered in Brisbane. The business divisions operated by the Company consist of:

The Consumer Online Division is a platform of publicly available real estate websites underpinned by the www.onthehouse.com.au website, providing free access to an extensive database of real estate content and property values on most properties in Australia, including traditional real estate online classified listings. The website is comparable to successful offerings in the US (Zillow) and UK (Zoopla) and has very quickly become the third largest online real estate platform in Australia.

The Real Estate Solutions Division provides tools for real estate agents, other property professionals and financial institutions. It provides an integrated platform for office administration, property sales and management applications, online advertising solutions and other business performance tools for real estate agents and data and valuation related services for financial institutions utilising Onthehouse's extensive database.