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 1/7/96. Origin: Appendix 5. Amended 1/7/98, 1/9/99, 1/7/2000, 30/9/2001, 11/3/2002, 1/1/2003.

Name	of entity	
THE	REJECT SHOP LIMITED	
	the entity) give ASX the following	information.
	t 1 - All issues oust complete the relevant sections (attach so	heets if there is not enough space).
1	⁺ Class of ⁺ securities issued or to be issued	UNQUOTED PERFORMANCE RIGHTS
2	Number of *securities issued or to be issued (if known) or maximum number which may be issued	91,900
3	Principal terms of the *securities (eg, 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)	91,900 RIGHTS ISSUED UNDER THE PERFORMANCE RIGHTS PLAN. EXERCISE PRICE OF \$1 FOR ALL RIGHTS EXERCISED. EXPIRY DATE 17/10/2017; EXERCISABLE 1/07/2016 SUBJECT TO PERFORMANCE HURDLES

⁺ See chapter 19 for defined terms.

4	Do the *securities rank equally in all respects from the date of allotment with an existing *class of quoted *securities?	NO ALLOTMENT	
	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		
5	Issue price or consideration		TION \$1 FOR ALL ERCISED BY ANY AT ANY ONE TIME.
6	Purpose of the issue (If issued as consideration for the acquisition of assets, clearly identify those assets)	REJECT	SHTS GRANTED TO S PURSUANT TO THE SHOP LIMITED NCE RIGHTS PLAN.
7	Dates of entering *securities into uncertificated holdings or despatch of certificates	17 OCTOBER 2013	
8	Number and +class of all +securities quoted on ASX (including the securities in clause 2 if applicable)	Number 28,826,248	+Class ORDINARY

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⁺ See chapter 19 for defined terms.

	_		
		Number	+Class
9	Number and +class of all +securities not quoted on ASX (including the securities in clause 2 if applicable)	304,800 Various EXP Dates 91,900 EXP 17/10/2017 396,700	TRSAI RIGHTS
	l		
10	Dividend policy (in the case of a trust, distribution policy) on the increased capital (interests)	PARI PASSU ON EXE	RCISE
Part 2 - Bonus issue or pro rata issue			
11	Is security holder approval required?	N/A	
12	Is the issue renounceable or non-renounceable?	N/A	
13	Ratio in which the *securities will be offered	N/A	
14	⁺ Class of ⁺ securities to which the offer relates	N/A	
15	⁺ Record date to determine entitlements	N/A	
16	Will holdings on different registers (or subregisters) be aggregated for calculating entitlements?	N/A	
17	Policy for deciding entitlements in relation to fractions	N/A	
18	Names of countries in which the entity has *security holders who will not be sent new issue documents Note: Security holders must be told how their entitlements are to be dealt with. Cross reference: rule 7.7.	N/A	
4.0		27/1	
19	Closing date for receipt of	N/A	

acceptances or renunciations

⁺ See chapter 19 for defined terms.

Appendix 3B New issue announcement

20	Names of any underwriters	N/A
21	Amount of any underwriting fee or	N/A
	commission	
22	Names of any brokers to the issue	N/A
22	Eas or commission psychla to the	NI/A
23	Fee or commission payable to the broker to the issue	N/A
24	Amount of any handling fee payable	N/A
	to brokers who lodge acceptances or renunciations on behalf of	
	+security holders	
25	If the issue is contingent on	N/A
	*security holders' approval, the date of the meeting	
	of the meeting	
26	Date entitlement and acceptance	N/A
	form and prospectus or Product	
	Disclosure Statement will be sent to persons entitled	
	persons entitled	
27	If the entity has issued options, and	N/A
	the terms entitle option holders to	
	participate on exercise, the date on which notices will be sent to option	
	holders	
28	Date rights trading will begin (if	N/A
	applicable)	
29	Date rights trading will end (if	N/A
	applicable)	
30	How do +security holders sell their	N/A
	entitlements in full through a	
	broker?	
31	How do +security holders sell part	N/A
	of their entitlements through a	
	broker and accept for the balance?	

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⁺ See chapter 19 for defined terms.

32	How do *security holders dispose of their entitlements (except by sale through a broker)?	N/A		
33	⁺ Despatch date	N/A		
	3 - Quotation of secur			
34	Type of securities (tick one)			
(a)	Securities described in Part 1			
(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		
Entit	ies that have ticked box 34(a	a)		
Addit	ional securities forming a new cla	ass of securities		
Tick to docume	indicate you are providing the informa nts	tion or		
35	1 1	securities, the names of the 20 largest holders of the number and percentage of additional *securities held by		
36	+securities setting out the num 1 - 1,000	ry securities, a distribution schedule of the additional aber of holders in the categories		
	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	he additional *securities		

⁺ See chapter 19 for defined terms.

Entities that have ticked box 34(b)

38	Number of securities for which +quotation is sought	N/A	
39	Class of *securities for which quotation is sought	N/A	
40	Do the *securities rank equally in all respects from the date of allotment with an existing *class of quoted *securities?	N/A	
	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	N/A	
	restriction period		
	(if issued upon conversion of another security, clearly identify that other security)		
		Number	+Class
42	Number and ⁺ class of all ⁺ securities quoted on ASX (<i>including</i> the securities in clause 38)	N/A	Ciuss

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⁺ See chapter 19 for defined terms.

Quotation agreement

- ⁺Quotation of our additional ⁺securities is in ASX's absolute discretion. ASX may quote the ⁺securities on any conditions it decides.
- 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.
- We warrant that if confirmation is required under section 1017F of the Corporations Act in relation to the +securities to be quoted, it has been provided 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.

⁺ See chapter 19 for defined terms.

- 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.
- We give ASX the information and documents required by this form. If any information or document not available now, 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.

Sign here:	(Company Secretary)	Date:18 th October 2013
Print name:	DARREN BRIGGS	

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 $^{+ \} See \ chapter \ 19 \ for \ defined \ terms.$