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.

 $Introduced \ o1/o7/96 \ \ Origin: Appendix \ 5 \ \ Amended \ o1/o7/98, \ o1/o9/99, \ o1/o7/o0, \ 30/o9/o1, \ 11/o3/o2, \ o1/o1/o3, \ 24/10/o5, \ o1/o8/12, \ o4/o3/13$ 

Reject Shop Limited	
06 122 676	
the entity) give ASX the following	g information.
t 1 - All issues oust complete the relevant sections (attac	h sheets if there is not enough space).
<sup>+</sup> Class of <sup>+</sup> securities issued or to be issued	Fully paid ordinary shares
Number of *securities issued or to be issued (if known) or maximum number which may be issued	1,851,852
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)	Fully paid ordinary shares
	the entity) give ASX the following  1 - All issues  ust complete the relevant sections (attack  +Class of +securities issued or to be issued  Number of +securities issued or to be issued  Number of the +securities issued or to be issued  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

Name of entity

<sup>+</sup> See chapter 19 for defined terms.

4	Do the *securities rank equally in all respects from the *issue date with an existing *class of quoted *securities?	Yes
	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	\$16.20 per share
6	Purpose of the issue (If issued as consideration for the acquisition of assets, clearly identify those assets)	As described in the announcements to the ASX on 23 April 2013, the proceeds of the institutional placement will be used to fund the proposed accelerated new store rollout, or be applied as general working capital.
6a	Is the entity an *eligible entity that has obtained security holder approval under rule 7.1A?	No
	If Yes, complete sections 6b – 6h in relation to the *securities the subject of this Appendix 3B, and comply with section 6i	
6b	The date the security holder resolution under rule 7.1A was passed	n/a
6c	Number of *securities issued without security holder approval under rule 7.1	n/a

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<sup>+</sup> See chapter 19 for defined terms.

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	n/a	
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	n/a	
7	<sup>+</sup> Issue dates	1 May 2013	
,	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.		
	İ	Number	+Class
8	Number and +class of all	27,944,072	Ordinary shares
	*securities quoted on ASX (including the *securities in section 2 if applicable)	<b>-</b> //> <b>-</b> //> <b>-</b> //	(

<sup>+</sup> See chapter 19 for defined terms.

		Number	+Class
9	Number and *class of all *securities not quoted on ASX (including the *securities in section 2 if applicable)	371,100 (various expiry dates)	TRSAI Performance Rights
10	Dividend policy (in the case of a trust, distribution policy) on the increased capital (interests)	As per existing fully pa	nid ordinary shares
Part	2 - Pro rata issue		
11	Is security holder approval required?		
12	Is the issue renounceable or non-renounceable?		
13	Ratio in which the *securities will be offered		
14	<sup>+</sup> Class of <sup>+</sup> securities to which the offer relates		
15	<sup>+</sup> Record date to determine entitlements		
16	Will holdings on different registers (or subregisters) be aggregated for calculating entitlements?		
17	Policy for deciding entitlements in relation to fractions		
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.		
19	Closing date for receipt of acceptances or renunciations		

<sup>+</sup> See chapter 19 for defined terms.

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20	Names of any underwriters	
21	Amount of any underwriting fee	
	or commission	
22	Names of any brokers to the issue	
	issac	
23	Fee or commission payable to the	
	broker to the issue	
24	Amount of any handling fee	
	payable to brokers who lodge	
	acceptances or renunciations on	
	behalf of security holders	
25	If the iggue is contingent on	
25	If the issue is contingent on security holders' approval, the	
	date of the meeting	
26	Date entitlement and acceptance	
	form and offer documents will be sent to persons entitled	
	sent to persons entitled	
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	
28	Date rights trading will begin (if	
	applicable)	
20	Date rights trading will end (if	
29	applicable)	
••	How do goggies baldons -11	
30	How do security holders sell their entitlements <i>in full</i> through	
	a broker?	
31	How do security holders sell <i>part</i>	
	of their entitlements through a broker and accept for the	
	balance?	

<sup>+</sup> See chapter 19 for defined terms.

Appendix 3E	3
New issue at	nnouncement

32	of the	do security holders dispose eir entitlements (except by hrough a broker)?
33	<sup>+</sup> Issue	e date
		uotation of securities complete this section if you are applying for quotation of securities
34	Type (tick o	of *securities one)
(a)		<sup>+</sup> 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
Entiti	es tha	t have ticked box 34(a)
Addi	tional	securities forming a new class of securities
Tick to docum		e you are providing the information or
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

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<sup>+</sup> See chapter 19 for defined terms.

Entities that have ticked box 34(b)			
38	Number of *securities for which *quotation is sought		
39	<sup>+</sup> Class of <sup>+</sup> 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 <sup>+</sup> class of all <sup>+</sup> securities quoted on ASX ( <i>including</i> the <sup>+</sup> securities in clause 38)	Number	+Class

<sup>+</sup> See chapter 19 for defined terms.

#### **Quotation agreement**

- <sup>†</sup>Quotation of our additional <sup>†</sup>securities is in ASX's absolute discretion. ASX may quote the <sup>†</sup>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.
- 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 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.

Sign here: Date: 24<sup>th</sup> April 2013

(Director/Company secretary)

Print name: DARREN BRIGGS

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<sup>+</sup> 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	
<ul> <li>Add the following:</li> <li>Number of fully paid +ordinary securities issued in that 12 month period under on</li> </ul>	
<ul> <li>issued in that 12 month period under an exception in rule 7.2</li> <li>Number of fully paid <sup>+</sup>ordinary securities</li> </ul>	
<ul> <li>issued in that 12 month period with shareholder approval</li> <li>Number of partly paid +ordinary</li> </ul>	
securities that became fully paid in that 12 month period  Note:	
<ul> <li>Include only ordinary securities here –     other classes of equity securities cannot     be added</li> <li>Include here (if applicable) the securities</li> </ul>	
<ul> <li>the subject of the Appendix 3B to which this form is annexed</li> <li>It may be useful to set out issues of securities on different dates as separate line items</li> </ul>	
Subtract the number of fully paid <sup>+</sup> ordinary securities cancelled during that 12 month period	
"A"	

<sup>+</sup> 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		
Step 3: Calculate "C", the amount of placement capacity under rul 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		
<ul> <li>With security holder approval under rule 7.1 or rule 7.4</li> </ul>		
<ul> <li>Note:</li> <li>This applies to equity securities, unless specifically excluded – not just ordinary securities</li> <li>Include here (if applicable) the securities the subject of the Appendix 3B to which this form is annexed</li> <li>It may be useful to set out issues of securities on different dates as separate line items</li> </ul>		
"C"		
Step 4: Subtract "C" from ["A" x "E placement capacity under rule 7.1	3"] to calculate remaining	
"A" x 0.15		
Note: number must be same as shown in Step 2		
Subtract "C"		
Note: number must be same as shown in Step 3		
<i>Total</i> ["A" x 0.15] – "C"		
	[Note: this is the remaining placement capacity under rule 7.1]	

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<sup>+</sup> See chapter 19 for defined terms.

### Part 2

Rule 7.1A – Additional placement capacity for eligible entities		
Step 1: Calculate "A", the base figure capacity is calculated	ure from which the placement	
"A"		
Note: number must be same as shown in Step 1 of Part 1		
Step 2: Calculate 10% of "A"		
"D"	0.10	
	Note: this value cannot be changed	
<b>Multiply</b> "A" by 0.10		
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		
<ul> <li>Notes:</li> <li>This applies to equity securities – not just ordinary securities</li> <li>Include here – if applicable – the securities the subject of the Appendix 3B to which this form is annexed</li> <li>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</li> <li>It may be useful to set out issues of securities on different dates as separate line items</li> </ul>		

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<sup>+</sup> See chapter 19 for defined terms.

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		
Subtract "E"		
Note: number must be same as shown in Step 3		
<b>Total</b> ["A" x 0.10] – "E"		
	Note: this is the remaining placement capacity under rule 7.1A	

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<sup>+</sup> See chapter 19 for defined terms.