

PART A: ISSUER'S UNDERTAKING

TO: The National Stock Exchange of Australia Limited

FROM: E-PLUS LIMITED (ACN 605 951 059)

In consideration of the National Stock Exchange of Australia ("the Exchange") granting our application for *listing*,

- 1. We acknowledge that our *securities* shall remain *listed* only during the pleasure of the *Exchange*, and that we undertake and agree to comply with the *Listing Rules* in force from time to time as issued by the *Exchange* and in particular undertake and agree to comply with the continuing obligations as set out in of Section IIA of the *Listing Rules* of the *Exchange*.
- 2. We warrant to the *Exchange* that the issue of the *securities* to be quoted complies with the Act applicable to the issue, and was not for an illegal purpose and that there is no reason why the *securities* should not be *listed*.
- 3. We acknowledge that the *Exchange* is relying on the documents and information required by the *Listing Rules* to be supplied with this undertaking. We warrant that these documents and information are (or, if not yet supplied, will be) true and complete.
- 4. We indemnify and will continue to indemnify the *Exchange* to the fullest extent permitted by law in respect of any claim, action or expense arising from, or connected, with any breach of our warranty set out in paragraphs 2 and 3 above.
- 5. We acknowledge that any document given to the *Exchange* by us or on our behalf becomes the property of the *Exchange* and that the *Exchange* may deal with it as it wishes, including disseminating the document to the public.

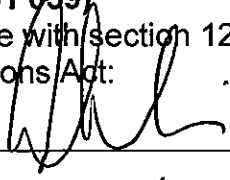
Dated this 13 day of January 2016

Executed by:

*Proper execution - if the *issuer* has a seal, execution must be under seal

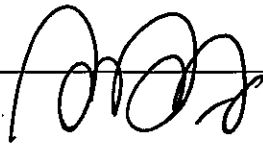
SIGNED by)
 E-Plus Limited)
 (ACN 605 951 059))
 in accordance with section 127 of)
 the Corporations Act:)

Director



Name : Keong Ngok CHING

Director



Name : Kar Nee SUEN