

ASX ANNOUNCEMENT

19 November 2012

RECEIPT OF NOTICE UNDER S249D

The Board of Motopia Limited (ASX: MOT) wishes to advise that it has received a notice under section 249D of the Corporations Act 2001 (Cth) ("Notice") which seeks to call a general meeting of the Company to remove Mr Frank Vetrone, Mr Gernot Abl and Dr Michael Green as directors of the Company, and seek the election of Mr Jason Edwards, Mr Thomas Burt and Gerard Monaghan as Directors of the Company.

Under section 249D of the Act the directors of the Company must call and arrange to hold a meeting on the request of members with at least 5% of the votes that may be cast at the general meeting. Directors must call the meeting within 21 days after the request is given to the Company and the meeting must be held no later than 2 months after the Notice has been received. The directors are aware of the requirements under the Act and will make a statement to shareholders in due course.

The Notice received by the Company is attached below.

For further information contact:

Justyn Stedwell
Company Secretary
T: +61 3 8678 1746
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**REQUISITION FOR GENERAL MEETING OF SHAREHOLDERS OF MOTOPIA
LIMITED
ACN 099 084 143
(The “Requisition”)**

To: The Directors and Company Secretary,
Motopia Limited
Level 10, 446 Collins Street
Melbourne, Vic 3000.

Pursuant to section 249D of the Corporations Act 2001 (Cth) (**Corporations Act**) Wendy Syme (the “**Requisitioning Shareholders**”), being shareholders of Motopia Limited (the “**Company**”) who, as at midnight before the date on which this request is given to the Company, together held at least 5% of the votes which may be cast at a general meeting of the Company, hereby request the board of directors of the Company to call and arrange to hold a general meeting of members of the Company to consider each of the following resolutions as ordinary resolutions of the Company.

Resolution 1: Removal of Frank Vetrone as a director:

“ That Frank Vetrone be removed as a director of the Company with immediate effect.”

Resolution 2: Removal of Gernot Abl as a director:

“ That Gernot Abl be removed as a director of the Company with immediate effect.”

Resolution 3: Removal of Mike Green as a director:

“ That Mike Green be removed as a director of the Company with immediate effect.”

Resolution 4: Appointment of Jason Edwards as a director:

“ That Jason Edwards be appointed as an additional director of the Company with immediate effect.”

Resolution 5: Appointment of Thomas Burt as a director:

“ That Thomas Burt be appointed as an additional director of the Company with immediate effect.”

Resolution 6: Appointment of Gerard Monaghan as a director:

“ That Gerard Monaghan be appointed as an additional director of the Company with immediate effect.

Notice of Intention to move resolutions for removal of directors

Pursuant to section 203D(2) of the Corporations Act, the company is hereby given notice of the intention of the Requisitioning Shareholders to move each of the above resolutions and of their nomination of Jason Edwards and Thomas Burt and Gerard Monaghan as directors of the Company.

Resolution 7: Motopia be restrained from issuing any further options

“ That Motopia Ltd be restrained and/or estopped from issuing any share options the subject of Resolutions 6 and 7 as identified as Resolutions 6 and 7 in the document titled Notice of 2012 Annual General Meeting to take place on 6th December 2012 pending the completion of investigation as to the validity of resolutions 6 and 7.”

Members' statements

The Requisitioning Shareholders hereby request that the Company give to all members the statement in the schedule about the resolutions to be moved at the requisitioned meeting.

This document is signed by the Requisitioning Shareholders as follows:

Date: 15th November 2012

Signed By:

A handwritten signature in black ink, appearing to read 'W Syme', written in a cursive style.

Wendy Syme

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