

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, 24/10/2005.

Name of entity

Praemium Limited

ABN

74 098 405 826

We (the entity) give ASX the following information.

Part 1 - All issues

You must complete the relevant sections (attach sheets if there is not enough space).

1 +Class of +securities issued or to be issued

A. Ordinary shares
B. Options
C. Performance Rights

2 Number of +securities issued or to be issued (if known) or maximum number which may be issued

A. 789,604 Ordinary Shares
B. 920,000 Options
C. 4,000,000 Performance Rights

- 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)
- Securities issued pursuant to Praemium Directors & Employee Benefits Plan comprising:
- A. Fully paid ordinary shares, issued to non executive directors of UK subsidiary, subject to voluntary restrictions which prevents their disposal prior to 30 November 2010;
 - B. Options exercisable during the period 15 March 2010 and 30 September 2011 having an exercise price of \$0.155; and
 - C. Performance Rights, each entitling the holder to one fully paid ordinary share on conversion. Conversion is subject to the satisfaction of KPIs and subject to continued employment. Conversion dates are 30 October 2010 (as to 50%), 30 October 2011 (as to 25%) and 30 October 2012 (as to 25%)
- 4 Do the +securities rank equally in all respects from the date of allotment 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
- A. Yes. The new ordinary shares will rank equally with the existing ordinary shares on issue traded under ticker code PPS.
 - B. Ordinary shares issued on exercise of the options (if any) will rank equally in all respects from the date of exercise.
 - C. Ordinary shares issued on conversion of Performance Rights (if any) will rank equally in all respects from the date of conversion.
- 5 Issue price or consideration
- A. \$0.15per ordinary share
 - B. \$0.04549;
 - C. Nil. The number of Performance Rights (if any) that will convert to fully paid ordinary shares on conversion date depends on the extent to which the directors are satisfied that individual and company KPIs set for each recipient are met in the relevant salary year.

+ See chapter 19 for defined terms.

<p>6 Purpose of the issue (If issued as consideration for the acquisition of assets, clearly identify those assets)</p>	<p>A. Payment in lieu of cash for part of remuneration for non executive directors of UK subsidiary group;</p> <p>B. To reward and incentivise employees in accordance with the Praemium Directors & Employees Benefits Plan.</p> <p>C. To reward and incentivise employees in accordance with the Praemium Directors & Employees Benefits Plan.</p>
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<p>7 Dates of entering +securities into uncertificated holdings or despatch of certificates</p>	<p>15 March 2010</p>
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<p>8 Number and +class of all +securities quoted on ASX (including the securities in clause 2 if applicable)</p>	<p>Number</p>	<p>+Class</p>
	<p>208,569,737</p>	<p>207,780,133 - existing fully paid ordinary shares, plus 789,604 new fully paid ordinary shares under the Praemium Employee & Directors Benefits Plan (as set out in clause 2)</p>

<p>9 Number and +class of all +securities not quoted on ASX (including the securities in clause 2 if applicable)</p>	<p>Number</p>	<p>+Class</p>
	<p>7,068,296</p>	<p>3,548,249 existing and 920,000 new Vested and not vested options having various exercise prices as set out in Attachment A, plus 4million new performance rights, having the conversion dates set out in Attachment A</p>

<p>10 Dividend policy (in the case of a trust, distribution policy) on the increased capital (interests)</p>	<p>No change in dividend policy</p>
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Part 2 - Bonus issue or pro rata issue

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| 11 | Is security holder approval required? | |
| 12 | Is the issue renounceable or non-renounceable? | |
| 13 | Ratio in which the +securities will be offered | |
| 14 | +Class of +securities to which the offer relates | |
| 15 | +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 issue 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 | |
| | Names of any underwriters | |
| 21 | Amount of any underwriting fee or commission | |
| 22 | Names of any brokers to the issue | |
| 23 | Fee or commission payable to the broker to the issue | |

+ See chapter 19 for defined terms.

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|----|---|--|
| 24 | Amount of any handling fee payable to brokers who lodge acceptances or renunciations on behalf of +security holders | |
| 25 | If the issue is contingent on +security holders' approval, the date of the meeting | |
| 26 | Date entitlement and acceptance form and prospectus or Product Disclosure Statement will be 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) | |
| 29 | Date rights trading will end (if applicable) | |
| 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? | |
| 32 | How do +security holders dispose of their entitlements (except by sale through a broker)? | |
| 33 | +Despatch date | |

Part 3 - Quotation of securities

You need only complete this section if you are applying for quotation of securities

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

Entities that have ticked box 34(a)

Additional securities forming a new class of securities

Tick to indicate you are providing the information or documents

- 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

Entities that have ticked box 34(b)

- 38 Number of securities for which +quotation is sought

- 39 Class of +securities for which quotation is sought

- 40 Do the +securities rank equally in all respects from the date of allotment 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

+ See chapter 19 for defined terms.

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)

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42 Number and +class of all +securities quoted on ASX (including the securities in clause 38)

Number	+Class

Quotation agreement

- 1 +Quotation of our additional +securities is in ASX's absolute discretion. ASX may quote the +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.
- 3 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.
- 4 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: 22 March 2010

Print name: Cathryn Nolan

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+ See chapter 19 for defined terms.

Attachment A
Part 1, Question 9

Options

Issue Date	Vesting Date	Expiry Date	Exercise Price \$	Non vested balance	Vested Balance	Cancelled
5/05/2006	11/05/2009	11/05/2010	0.78		297,000	
9/05/2006	11/05/2009	11/05/2010	0.78		189,000	
13/03/2008	7/08/2009	7/08/2010	1.32		135,000	
10/10/2008	30/09/2009	30/09/2010	0.30		914,624	87,500
10/10/2008	30/09/2009	30/09/2010	0.30		578,672	
31/12/2008	1/01/2010	31/12/2011	0.30		716,667	
13/03/2008	7/08/2010	7/08/2011	1.67	135,000	-	
31/12/2008	1/01/2011	31/12/2012	0.35	62,286	-	
31/12/2009	1/1/2010	30/19/2011	0.165		520,000	
15/3/2010	15/3/2010	30/09/2011	0.155		920,000	
				197,286	4,270,963	

Performance Rights

Issue Date	Conversion Date	Conversion Price	Maximum number of shares to be issued on conversion	Cancelled	Conversion Criteria
15/3/2010	30/10/2010	0	2,000,000		Achievement of individual/team/ company KPIs in accordance with the terms of issue to holder.
15/3/2010	30/10/2011	0	1,000,000		Achievement of individual/team/ company KPIs in accordance with the terms of issue to holder.
15/3/2010	30/10/2012	0	1,000,000		Achievement of individual/team/ company KPIs in accordance with the terms of issue to holder.

+ See chapter 19 for defined terms.