

ANNOUNCEMENT TO THE ASX

Sydney, 25 November 2011 ~ Inventis Limited (ASX: IVT)

Terms of Waiver provided by ASX under Listing Rule 10.1 to the Company on 23 November 2011 are attached. As requested therein, the Company advises that it has executed a mortgage in favour of REN Nominees Pty Limited (REN), a substantial shareholder of the Company. Thus REN is now the first mortgagee of the property, being a building owned by Inventis Technology Pty Limited, a subsidiary of IVT. In addition to the condition imposed by ASX, the terms of the mortgage are as follows:

Principal Sum	\$600,000.00 (Six Hundred Thousand Dollars)
Interest Rate	In accordance with the Westpac Invoice Finance Facility rates for the Company + a risk margin of 1.2%. Currently the interest rate amounts to 13.01% per annum.
Payment Type	Interest Only
Payment Frequency	Monthly
First Payment date	The first business day in New South Wales in January 2012
Subsequent dates on which payment is to be made	1 st day of every month
Period Agreed	Up to and including 31 December 2012
Capital Repayment date	On or before 31 December 2012
Mortgage Duty / Stamp Duty / Registration of the Deed	To be paid out of the Principal Sum by the Mortgagor.

Renuka Sharma

Renuka Sharma
Company Secretary



ASX Compliance Pty Ltd
ABN 26 087 780 489
20 Bridge Street
Sydney NSW 2000
PO Box H224
Sydney NSW 1215
www.asx.com.au

23 November 2011

Ms Renuka Sharma
Company Secretary
Inventis Limited
Suite 12, 1 Box Road
Caringbah NSW 2229

By Email: renukas@inventis.com.au

Dear Renuka,

Inventis Limited (the "Company")

We refer to the application by the Company for a waiver from listing rule 10.1.

ASX Limited has considered the Company's application and decided as follows.

"DECISION

1. *Based solely on the information provided, ASX Limited ("ASX") grants Inventis Limited (the "Company") a waiver from listing rule 10.1 to the extent necessary to permit the Company to enter into a \$600,000 loan agreement (the "Loan Agreement") with REN Nominees Pty Ltd ("REN"), a substantial shareholder of the Company, under which the Company will mortgage to REN a building property (the "Property") owned by a subsidiary of the Company in order to secure the Company's obligations to pay to REN any moneys owing under the loan (the "Charge"), without obtaining shareholder approval, on the following conditions.*
 - 1.1. *The Loan Agreement includes a term that if an event of default occurs and REN exercises its rights under the Charge, REN or any of its related parties cannot acquire any legal or beneficial interest in the Property in full or in part satisfaction of the amounts owing by the Company to REN under the Loan Agreement, or otherwise deal with the Property, without the Company first having complied with any applicable listing rules, including listing rule 10.1, other than as required by law or a receiver, or receiver and manager, appointed by REN exercising its power of sale under the Charge and selling the assets to an unrelated third party on arm's length commercial terms and distributing the cash proceeds to REN in accordance with its legal entitlements.*
 - 1.2. *A summary of the material terms of the Loan Agreement is made in each annual report of the Company while there is any indebtedness outstanding under the Loan Agreement.*

- 1.3. *Any variation to the terms of the Loan Agreement which are not minor changes, or which are inconsistent with the terms of this waiver, are subject to shareholder approval.*
 - 1.4. *The Company immediately releases the terms of this waiver to the market and the Company's plans with respect to the repayment of the Loan Agreement and the discharge of the Charge, including the timeframe within which it expects the repayment and discharge to occur.*
2. *ASX has considered listing rule 10.1 only and makes no statement as to the Company's compliance with other listing rules.*

BASIS FOR DECISION

Listing rule 10.1

Underlying Policy

1. *Requirement to obtain approval of security holder to an acquisition or disposal of a substantial asset from person in position to exercise influence – only unassociated security holders' vote are counted – independent expert's report on fairness and reasonableness of the transaction must be obtained – protects security holders' interest by supplementing the related party provision of the Corporations Act (and whether related party provisions apply to foreign entities).*

Present Application

2. *Provider of a \$600,000 loan is a 20.58% substantial shareholder of the entity – entity proposes to provide security for loan by a charge over property held by a wholly owned subsidiary of the entity – use of the property as security constitutes disposal of a substantial asset for the purposes of listing rule 10.1 – waiver granted on condition substantial shareholder lender not to be permitted to acquire substantial asset without first complying with any relevant listing rules, including listing rule 10.1 – this condition provides sufficient safeguard against value-shifting to the substantial shareholder."*

It is expected that the waiver granted to the Company will be on the public record on 10 December 2011 or soon afterwards.

If you have any queries in relation to the decision please let me know.

Yours sincerely,

[Sent electronically without signature]

Luxmy Wigneswaran
Senior Adviser, Listings (Sydney)