
ANNOUNCEMENT TO THE ASX

06 March 2014 ~ Inventis Limited (ASX: IVT)

Inventis wishes to advise that the *Convertible Preference Share, Shortfall Offer* ("CPS Offer") has been extended to 6 May 2014 or such earlier date as the CPS Offer is fully subscribed. A Supplementary Prospectus (attached) has been lodged with ASIC.

Of the 125,017,556 CPS on offer, 93,300,811 (74.63%) were allotted in December 2013. Additionally, applications for a further 14,666,218 (11.73%) have been received since.

By extending the closing date, the Company is seeking to ensure that the remaining 17,050,527 CPS (13.64% = \$511,515.81) will be taken up and the CPS Offer is fully subscribed.

New and existing shareholders wishing to participate in the CPS Offer can do so by completing the application form attached to the Supplementary Prospectus.



Tony Noun
Executive Chairman



SUPPLEMENTARY PROSPECTUS

This Supplementary Prospectus contains particulars of changes to and supplements the Replacement Prospectus dated 4 November 2013

**Issuer: Inventis Limited (ASX Code: IVT)
ABN: 40 084 068 673**

This Supplementary Prospectus is dated 6 March 2014 and was lodged with ASIC on that date.

1. Important Notice

This Supplementary Prospectus contains particulars of changes to and supplements the Replacement Prospectus dated 4 November 2013 (“Prospectus”) issued by Inventis Limited (“the Company”) in respect of the offer of four (4) Convertible Preference Shares (CPS) for every nine (9) ordinary class of shares held to raise approximately \$3.78 million.

This Supplementary Prospectus is dated 6 March 2014 and was lodged with ASIC on that date. Neither ASIC nor ASX take any responsibility as to the contents of this Supplementary Prospectus.

This Supplementary Prospectus must be read together with the Prospectus. To the extent of any inconsistency between this Supplementary Prospectus and the Prospectus, the provisions of this Supplementary Prospectus will prevail. Unless otherwise indicated, terms defined and used in the Prospectus have the same meaning in this Supplementary Prospectus.

This Supplementary Prospectus and the Prospectus are important documents that should be read in their entirety. If you have any questions about the Shares being offered under the Prospectus or any other matter, you should contact your professional advisers.

2. Reasons for Supplementary Prospectus

2.1. Effect of this Supplementary Prospectus

This Supplementary Prospectus has been prepared to:

- a) extend the closing date for the Shortfall Offer to 6 May 2014 or such earlier date that this offer is fully subscribed;
- b) extend allotment and immediate conversion date of Shortfall Offer to 7 May 2014 or such earlier date determined by the Board (“Allotment Date”);
- c) Provide an immediate conversion to a Shortfall Applicant who applies between 6 March 2014 and the allotment date, on the same terms as was provided in the Prospectus (300 ORD IVT Shares for each 100 CPS IVTPA Shares); and
- d) Ensure no investor is adversely affected by this extension, to allot and to provide immediate conversion of 3 Ordinary IVT Shares for each 1 CPS (IVTPA) to a Shortfall Applicant / Allottee during the period 10 December 2013 to 6 March 2014, on 10 March 2014.

2.2. Action required by Investors

2.2.1. Investors who have not previously made any Application – All new applications for Shares can only be accepted on the Application Form attached to or accompanying this Supplementary Prospectus. The Application Form should be completed in accordance with the instructions set out on the back of the form. Applications must not be made on the Application Form attached to or accompanying the Prospectus.

2.2.2. Investors who applied under the Priority Offer – All investors who applied under the Priority offer are not affected by this Supplementary Prospectus. However, if they wish to take up additional CPS, they will need to apply on the Application Form attached to or accompanying this Supplementary Prospectus.

2.2.3. Investors who applied under the Shortfall Offer and were allotted shares on 13 December 2013 – All investors who were allotted shares under the Short Fall Offer on 13 December 2013 and who had requested immediate conversion on 10 March 2014

will not be affected by this Supplementary Prospectus as, their Immediate Conversion Date will still be 10 March 2014.

2.2.4. Investors who applied under Shortfall Offer after 13 December 2013 and whose application monies are still held in Trust – The Directors resolved that:

- a) The investors in this class will be provided with an opportunity to reconsider their investment and invited to make a new application using the Application Form attached to this Supplementary Prospectus.
- b) Should an investor decide to withdraw their application, their application money will be repaid as soon as practicable.
- c) Should an investor still wish to participate in the Shortfall Offer, they will need to complete and lodge a new application form attached to this Supplementary Prospectus, before the Closing date.

Provided, such new Application Form is received by 6 March 2014, the allotment and immediate conversion for that application will be 10 March 2014, otherwise it will be 6 May 2014 (or such earlier date that this offer is fully subscribed) and 10 May 2014 (or such earlier date determined by the Board), respectively.

- d) The Closing date for Shortfall Offer is subject to change.

3. Contents Supplemented

The Prospectus is supplemented by making the following amendments to the Prospectus:

SUMMARY OF KEY DATES – Page 8 of the Prospectus

The Summary of Key dates table is replaced with the following table:

| Key dates for the Offer | Date |
|---|--|
| Lodgement of the Original Prospectus with ASIC | 17 October 2013 |
| Lodgement of Replacement Prospectus with ASIC | 4 November 2013 |
| Date of Determining Eligible Security holders | 1 November 2013 (RECORD DATE) |
| Opening Date for CPS offer | 8 November 2013 |
| Closing date for CPS offer | 6 December 2013 |
| Issue Date and First Conversion | 10 December 2013 |
| Placement of shortfall | 6 May 2014 or any date when the shortfall is fully subscribed, whichever is earlier. The Directors may issue Shortfall in Parts. |
| Lodgement of Supplementary Prospectus | 6 March 2014 |
| First Conversion for Shortfall Participants who were allotted CPS on 13 December 2013 | 10 March 2014 |

| Key dates for the Offer | Date |
|---|---|
| First Conversion for Shortfall Applications received after 13 December 2013 but before 5.00 pm 6 March 2014 (on the Application Form supplied with this Supplementary Prospectus) | 10 March 2014 |
| Closing of Shortfall Issue | 5.00pm 6 May 2014 or such other date when the Offer is fully Subscribed (CLOSING DATE) |
| First Conversion for all Shortfall Offer Applicants whose applications were received after 6 March 2014 | 7 May 2014 or such earlier date determined by the Board. |
| First Dividend Record date | 10 June 2014 |
| First Dividend Payment date | 20 June 2014 |
| Optional Conversion Dates | |
| - Year 1 | Application received by 5.00 pm on 3 June 2014 to be converted on 6 June 2014 |
| | Application received by 5.00 pm on 3 December 2014 to be converted on 6 December 2014 |
| - Year 2 | Application received by 5.00 pm on 3 June 2015 to be converted on 6 June 2015 |
| | Application received by 5.00 pm on 3 December 2015 to be converted on 6 December 2015 |
| - Year 3 | Application received by 5.00 pm on 3 June 2016 to be converted on 6 June 2016 |
| | Application received by 5.00 pm on 3 December 2016 to be converted on 6 December 2016 |
| Mandatory Conversion Date | 30 December 2016 |

Dates shown in the table above are indicative only and may be varied.

Conversion of IVT CPS into Ordinary Shares – Page 34 of the Prospectus

Table 13S be replaced with the following:

| TABLE 13S: CONVERSION OF 100 IVT CPS TO ORDINARY SHARES | | |
|---|------------|---|
| Date on which request is received by the Company from an IVT CPS Holder | OSP | Therefore, Expected Ordinary Shares to be issued against 100 IVT CPS |
| On or Before 6 March 2014 (both days inclusive) – for Shortfall Applicants who were allotted CPS on 13 December 2013 | \$0.010 | 300 |
| On or Before 6 March 2014 – for Shortfall Applicants whose applications were received after 13 December 2014 and who have applied on the Application Form attached to this Supplementary Prospectus | \$0.010 | 300 |
| On or Before the Closing Date for Shortfall Offer Applicants whose applications are received after 6 March 2014 | \$0.010 | 300 |

TABLE 13S: CONVERSION OF 100 IVT CPS TO ORDINARY SHARES (Continued)

| Date on which request is received by the Company from an IVT CPS Holder | OSP | Therefore, Expected Ordinary Shares to be issued against 100 IVT CPS |
|---|---------|--|
| On or before 6 June 2014 | \$0.012 | 250 |
| On or before 6 December 2014 | \$0.015 | 200 |
| On or before 6 June 2015 | \$0.018 | 167 |
| On or before 6 December 2015 | \$0.021 | 142 |
| On or before 6 June 2016 | \$0.024 | 125 |
| On or before 6 December 2016 | \$0.027 | 111 |
| Compulsory Conversion on 30 December 2016 | \$0.030 | 100 |

4. Consents

No separate consents, except from individual directors of the Company, have been obtained by the Company in regard to any details of the Prospectus or the Supplementary Prospectus.

5. Costs of the Offer

The costs related to issue of this Supplementary Prospectus are restricted to Printing and Stationary charges which are considered to have no material disclosure requirement.

6. Directors Authorisation

This Supplementary Prospectus is issued by the Company and its issue has been authorised by a resolution of the Directors. The Directors believe that the Prospectus when read together with this Supplementary Prospectus contains all information that would be required by section 713 of the Corporations Act and does not contain any material statement that is misleading or deceptive.

In accordance with section 720 of the Corporations Act, each Director has consented to the lodgement of this Supplementary Prospectus with ASIC and has not withdrawn that consent prior to lodgement.

SIGNED FOR AND ON BEHALF OF
INVENTIS LIMITED



Tony Noun
Executive Chairman
6 March 2014

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To
Inventis Limited
PO Box 6765
Blacktown NSW 2148

Office Use Only:

Date of Receipt: _____

Form Checked by: _____

Lodge your Application Form:

By mail:

Inventis Limited
PO Box 6765
Blacktown BC NSW 2148

In Person:

Building 1A Greystanes Park East
1-5 Butu Wargun Drive
Pemulwuy NSW 2145

Use a black pen
Print in CAPITAL letters

Alternatively you can **fax** your form to +61 2 9631 2488
Or **Email** your form to Rightsissue@inventis.com.au

**Supplementary Prospectus
Application Form – Convertible Preference Shares (CPS) – Shortfall Offer**

I / We, (Name) _____ of (Address) _____

_____, wish to apply for Convertible Preference Shares (CPS) of Inventis Limited (IVT) under the terms and conditions specified in the Transaction Specific Prospectus dated 4 November 2013 read with Supplementary Prospectus dated 6 March 2014.

In this regard, we provide the following information:

- A. Date of Request:** _____
- B. Number of CPS Applied For:** _____
- C. Payment Amount:** \$ _____ (Please multiply number of CPS applied for, in Item "B" above, by \$0.03)
- D. Payment Option: (Please tick One)**
- Bank Cheque / Bank Draft:**
In favour of "Inventis Limited Application Monies Account"
- Personal Cheque:** Marked as 'Not Negotiable' and
In favour of "Inventis Limited Application Monies Account"
- Direct Credit:**
Reference Number: Shortfall Offer
Bank Account Details:
Account Name: Inventis Limited Application Monies Account
BSB: 062-468
Account Number: 10520227
SWIFT CODE: CTBAAU2S

Lodge your Proof of Payment along with the Form:

By mail: OR **In Person:**
Inventis Limited Building 1A Greystanes Park East
PO Box 6765 1-5 Butu Wargun Drive
Blacktown BC NSW 2148 Pemulwuy NSW 2145

E. Date of Conversion: (Please tick one, if no option is selected, the CPS will be automatically converted, on 30 December 2016, to IVT Ordinary Shares (ORD), with a Conversion Ratio of 1 ORD for every 1 CPS held)

- | | | | |
|--|--------------------------------|----------------------|-----------------------------------|
| <input type="checkbox"/> Immediately (By 6 March 2014) | Number of CPS to be converted: | <input type="text"/> | Conversion Ratio: 1 CPS: 3.00 ORD |
| <input type="checkbox"/> Immediately (By 6 May 2014) | Number of CPS to be converted: | <input type="text"/> | Conversion Ratio: 1 CPS: 3.00 ORD |
| <input type="checkbox"/> On 6 June 2014 | Number of CPS to be converted: | <input type="text"/> | Conversion Ratio: 1 CPS: 2.50 ORD |
| <input type="checkbox"/> On 6 December 2014 | Number of CPS to be converted: | <input type="text"/> | Conversion Ratio: 1 CPS: 2.00 ORD |
| <input type="checkbox"/> On 6 June 2015 | Number of CPS to be converted: | <input type="text"/> | Conversion Ratio: 1 CPS: 1.67 ORD |
| <input type="checkbox"/> On 6 December 2015 | Number of CPS to be converted: | <input type="text"/> | Conversion Ratio: 1 CPS: 1.42 ORD |
| <input type="checkbox"/> On 6 June 2016 | Number of CPS to be converted: | <input type="text"/> | Conversion Ratio: 1 CPS: 1.25 ORD |
| <input type="checkbox"/> On 6 December 2016 | Number of CPS to be converted: | <input type="text"/> | Conversion Ratio: 1 CPS: 1.11 ORD |

How to complete the Application Form – Shortfall Offer

Note that photocopies will not be accepted. These instructions are cross-referenced to each section of the Application Form

- A Date of Request**
This is the date you request to apply for. It will be deemed that you understand that in case of no shortfall your application will not be processed and if there are more applications than the Shortfall (if shortfall is oversubscribed), the Directors have the option to scale back your number of CPS. The money in excess will be refunded without any interest.
- B Number of CPS applied for**
You can apply for any number of CPS. Directors have the discretion to allot Shortfall. If there is discrepancy in the amount paid and number of CPS applied for, the number of CPS will be deemed to be Total amount paid divided by \$0.03.
- C Payment Amount**
Enter the amount of application monies. To calculate the amount payable, multiply the total number of CPS applied for by the Offer Price of A\$0.03 per CPS.
- D Payment Options**
You can apply for CPS utilising the payment options detailed in this section. By making your payment using either electronic means or by cheque, bank draft, you confirm that you agree to all of the terms and conditions as detailed in the terms of the Prospectus dated 4 November 2013 and the Supplementary Prospectus dated 6 March 2014.

Your cheque or bank draft must be made in Australian currency and drawn on an Australian branch of a financial institution. Such payment must be made payable to "Inventis Limited Application Monies Account" and crossed "Not Negotiable". Payments not properly drawn may be rejected.

Cheques will be processed on the day of receipt and as such, sufficient cleared funds must be held in your account as cheques returned unpaid may not be re-presented and may result in your Form being rejected. Paperclip (do not staple) your cheque(s) to the Form where indicated. Cash will not be accepted. Receipt of payment will not be forwarded.

E Date of Conversion
The CPS are compulsorily convertible to ordinary shares on 30 December 2016. However, you have an option to convert CPS to ordinary shares at any time. The dates of conversion and the amount of ordinary shares on conversion is stated in the table. If you wish to convert, please tick the appropriate box.

F Authorised Signatories
Please ensure that the form is signed correctly. If it is individual or Trustee shareholder/s, it needs to be signed by all shareholders / Trustees registering for the holding. If it is a Corporate Trustee / Company, two directors or a director and a secretary need to sign. If there is a sole director and sole secretary, please sign box 1, if there is a director with no secretary, please sign box 3 and complete the undertaking below box 3.

By returning this Form along with the application monies by cheque OR bank draft OR paying by Direct Credit I/We:

- ❖ Agree to be bound by the terms of the Prospectus and the Supplementary Prospectus;
- ❖ Authorise you to register me/us as the holder(s) of the CPS allotted to me/us;
- ❖ Declare that all details and statements in this Form are complete and accurate
- ❖ Declare that I/we am/are over 18 years of age and have full legal capacity and power to perform all my/our rights and obligations under this Form
- ❖ Acknowledge that once Inventis Limited receives this Form or my/our payment, I/we may not withdraw it or vary my/our application;
- ❖ Agree to apply for the number of CPS at the issue price of A\$0.03 per CPS.
- ❖ Agree to be issued the number of CPS that I/we apply for;
- ❖ Authorise Inventis Limited and their respective officers or agents, to do anything on my/our behalf necessary for the CPS to be issued to me/us including acting on instructions of the share registrar upon using the contact details set out on this Form.
- ❖ Declare that I/we am/are Australian or New Zealand residents;
- ❖ Acknowledge the information contained in the Prospectus and this Form is not financial advice or a recommendation;
- ❖ That the CPS are suitable for me/us, given my/our investment objectives, financial situation or particular needs;
- ❖ Represent and warrant that the law of any other place does not prohibit me/us from being given the Prospectus or making an application on this Form
- ❖ Represent and warrant (for the benefit of Inventis Limited and their respective affiliates) that I/we am/are not in the United States and that I/we am/are not a "U.S. person" (as defined in Regulation S under the U.S Securities Act of 1933) (the "Securities Act") ("U.S. Person) and I /we am/are not acting for the account or benefit of a U.S. Person;
- ❖ Acknowledge that the CPS have not, and will not be, registered under the Securities Act, or the securities laws of any state or other jurisdictions in the United States, or in any other Jurisdiction outside Australia or New Zealand and accordingly, the CPS may not be offered, sold or otherwise transferred except in accordance with an available exemption from, or in transaction not subject to the registration requirements of the Securities Act and any other applicable securities laws;
- ❖ Agree not to send the Form or any other material relating to the entitlement Offer to any person in the United States or that is U S Person or is acting for the account or benefit of a U S Person; and
- ❖ Agree that if in the future I/we will only do so in regular way transactions on ASX where neither I/we nor any person acting on my/our behalf knows, or have reason to know, that the sale has been pre-arranged with, or that the purchaser is, in the United States or a US Person.
- ❖ Representations and warranties contained therein.

The Directors reserve the right to make amendments to this Form where appropriate.

Lodgement of Application

If you are applying for CPS and your payment is being made by Direct Credit you need to return this Form along with the proof of payment. Your payment must be received by no later than 5.00 pm AEDT on 6 May 2014. Applicants should be aware that their own financial institution may implement earlier cut off times with regards to electronic payment, and should therefore take this into consideration when making payment. It is the responsibility of the applicant to ensure that funds submitted through Direct Credit are received by this time. If you are paying by cheque, bank draft your Form must be received by no later than 5.00 pm AEDT, 6 May 2014. You should allow sufficient time for this to occur.

Privacy Statement

Personal information is collected on this form by Inventis / Computershare, as registrar for Share issuers ("the issuer"), for the purpose of maintaining registers of Shareholders, facilitating distribution payments and other corporate actions and communications. Your personal information may be disclosed to our related entities, to external service companies such as print or mail service providers, or as otherwise required or permitted by law. If you would like details of your personal information held by Computershare, or you would like to correct information that is inaccurate, incorrect or out of date, please contact Computershare. In accordance with the Corporations Act 2001, you may be sent material (including marketing material) approved by the issuer in addition to general corporate communications. You may elect to receive marketing material by contacting Computershare. You can contact Computershare via e-mail privacy@computershare.com.au

F. Authorised Signatories:

I / We, the applicants named above, wish to apply for the CPS Shortfall Offer and to convert the aforesaid CPS to IVT Ordinary Shares on the date/s indicated by me / us above. I / We understand that once I / we submit this application form, I / we cannot revoke it.

Individual or Security Holder 1

Director / Sole Director and Sole Company Secretary

Security Holder 2

Director / Company Secretary

Security Holder 3

Sole Director (No Company Secretary)

Day Month Year

/
/

By Signing here, I _____
(Name in Full),

Warrant that, pursuant to the Corporations Act, the Company does not have a Company Secretary and that as the Sole Director I am authorised by the Company to complete this form.

Name of contact person

Contact person's daytime telephone number

Enter the name of a contact person and telephone number. These details will only be used in the event that the registry / Company has a query regarding this Form.