

Appendix 3Y

Change of Director's Interest Notice

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 30/9/2001.

Name of entity: IOT Group Limited
ABN: 66 140 475 921

We (the entity) give ASX the following information under listing rule 3.19A.2 and as agent for the director for the purposes of section 205G of the Corporations Act.

Name of Director	Tod McGrouther
Date of last notice	14/10/2016

Part 1 - Change of director's relevant interests in securities

In the case of a trust, this includes interests in the trust made available by the responsible entity of the trust

Note: In the case of a company, interests which come within paragraph (i) of the definition of "notifiable interest of a director" should be disclosed in this part.

Direct or indirect interest	Indirect
Nature of indirect interest (including registered holder) Note: Provide details of the circumstances giving rise to the relevant interest.	Director related entity – IFM Pty Limited
Date of change	21/04/2017
No. of securities held (by entities associated with this director) prior to change	18,131,060 fully paid ordinary class shares and nil options (over ordinary class shares)
Class	Options (over ordinary class shares)
Number acquired	12,500,000 Options (ordinary class shares)
Number disposed	Nil
Value/Consideration Note: If consideration is non-cash, provide details and estimated valuation	\$1,250 was paid for the options
No. of securities held (by entities associated with this director) after change	8,777,136 fully paid ordinary class shares and 12,500,000 options (ordinary class shares)

+ See chapter 19 for defined terms.

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Nature of change Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back	Approved at 31 March 2017 General Meeting (Resolution 3 and 4).
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Part 2 – Change of director's interests in contracts

Note: In the case of a company, interests which come within paragraph (ii) of the definition of "notifiable interest of a director" should be disclosed in this part.

Detail of contract	n/a
Nature of interest	n/a
Name of registered holder (if issued securities)	n/a
Date of change	n/a
No. and class of securities to which interest related prior to change Note: Details are only required for a contract in relation to which the interest has changed	n/a
Interest acquired	n/a
Interest disposed	n/a
Value/Consideration Note: If consideration is non-cash, provide details and an estimated valuation	n/a
Interest after change	n/a

Part 3 – Closed period.

Were the interests in the securities or contracts detailed above traded during a 'closed' period where prior written clearance was required?	No
If so, was prior written clearance provided to allow the trade to proceed during the period?	n/a
If prior written clearance was provided, on what date was this provided?	n/a

+ See chapter 19 for defined terms.