19 June 2018
ASX Announcement

ASX Listing Rule 3.10.5A Disclosure and Cleansing Notice

The IOT Group Limited (ASX: IOT) **(“**IOT” or “the Company”) is pleased to confirm that it has issued 25,555,556 new fully paid ordinary shares (‘Shares’) at $0.0045 to a professional investor, raising $115,000. The new capital will be used for working capital purposes.

9,032,082 Shares were issued utilising the Company’s placement capacity under LR7.1 and 16,523,474 Shares were issued under LR7.1A

Disclosure under ASX Listing Rules 7.1A.4(b) and 3.10.5A

The Company provides the following disclosures under ASX Listing Rules 7.1A.4(b) and 3.10.5A:

a. The dilutive effect of the Placement on existing shareholders is as follows:

	Securities issued (no.)	Dilution (%)
Shares on issue (pre- issue of placement shares)	1,275,263,004	
Ordinary class shares issued under LR7.1A	16,523,474	1.27%
Shares on issue (post- issue of placement shares)	1,300,818,560	

b. The Shares issued under Listing Rule 7.1A were issued to a professional investor as the Company is of the view that this is currently the most efficient and expedient mechanism to raise funds.

c. The Company confirms that no underwriting agreements were entered into concerning the Shares.

d. No fees were paid by the Company for the raising of capital from the issuance of the Shares.

Notice pursuant to Section 708A (5) (e) of the Corporations Act 2001

The Company provides the following Cleansing Notice (‘Notice’) under section 708A of the Corporations Act (‘Act’) concerning its recently completed placement of 25,555,556 fully paid ordinary shares (‘Shares’) at $0.0045 per Share, raising $115,000 before costs.

The Shares are part of a class of securities quoted on the Australian Securities Exchange Limited.

The Company gives this Notice pursuant to section 708A (5) (e) of the Act.

The Shares were issued without disclosure to the various parties under Part 6D.2 of the Act, in reliance on section 708A (5) of the Act.

As at the date of this notice, the Company has complied with:
(a) the provisions of Chapter 2M of the Act; and
(b) section 674 of the Act.

As at the date of this Notice, there is no excluded information for the purpose of sections 708A (7) and (8) of the Act.

About IOT Group Limited

Website: www.theiotgroup.com

IoT Group has tapped into global niche markets by adapting and enhancing existing trend products and making them more affordable, useful and innovative for consumers.

Company Information

IoT Group Limited (ABN 66 140 475 921)
Level 9, 100 William Street
EAST SYDNEY NSW 2011

Sean Neylon	Executive Director
John Forder	Non-Executive Director
Steven Kayalicos	Non-Executive Director
Ron Hollands	Company Secretary

Investor Enquiries: investors@theiotgroup.com

All references to IOT Group includes its subsidiaries.

Forward Looking Statements

All statements other than statements of historical fact including, without limitation, statements regarding projections, future plans and objectives of IOT Group, are forward-looking statements. When used in this announcement, forward-looking statements can be identified by words such as ‘anticipate”, “believe”, “could”, “estimate”, “expect”, “future”, “intend”, “may”, “opportunity”, “plan”, “in principle”, “potential”, “project”, “seek”, “will” and other similar words that involve risks and uncertainties.

These statements are based on an assessment of present economic and operating conditions, and on a number of assumptions regarding future events and actions that are expected to take place. Such forward-looking statements are not guarantees of future performance and involve known and unknown risks, uncertainties, assumptions and other important factors, many of which are beyond the control of the Company, its directors and management of IOT Group that could cause IOT Group’s actual results to differ materially from the results expressed or anticipated in these statements.

The Company cannot and does not give any assurance that the results, performance or achievements expressed or implied by these forward-looking statements will actually occur and investors are cautioned not to place any reliance on these forward-looking statements.

IOT Group does not undertake to update or revise forward-looking statements, or to publish prospective financial information in the future, regardless of whether new information, future events or any other factors affect the information contained above, except where required by applicable law and securities exchange listing requirements.