
INTIGER GROUP LIMITED

ACN 098 238 585

NOTICE OF ANNUAL GENERAL MEETING

Notice is given that the Meeting will be held at:

TIME: 9:00am (WST)

DATE: 29 November 2017

PLACE: Ground floor, Parmelia House, 191 St Georges Terrace, Perth WA 6000

The business of the Meeting affects your shareholding and your vote is important.

This Notice of Meeting should be read in its entirety. If Shareholders are in doubt as to how they should vote, they should seek advice from their professional advisers prior to voting.

The Directors have determined pursuant to Regulation 7.11.37 of the Corporations Regulations 2001 (Cth) that the persons eligible to vote at the Meeting are those who are registered Shareholders at 9:00am (WST) on 27 November 2017.

IMPORTANT INFORMATION

Time and place of Meeting

Notice is given that the Meeting will be held at 9:00 AM (WST) on 29 November 2017 at:
Ground floor, Parmelia House, 191 St Georges Terrace, Perth WA 6000

Your vote is important

The business of the Meeting affects your shareholding and your vote is important.

Voting eligibility

The Directors have determined pursuant to Regulation 7.11.37 of the Corporations Regulations 2001 (Cth) that the persons eligible to vote at the Meeting are those who are registered Shareholders at 9:00 AM (WST) on 27 November 2017.

Voting in person

To vote in person, attend the Meeting at the time, date and place set out above.

Voting by proxy

To vote by proxy, please complete and sign the enclosed Proxy Form and return by the time and in accordance with the instructions set out on the Proxy Form.

In accordance with section 249L of the *Corporations Act*, Shareholders are advised that:

- each Shareholder has a right to appoint a proxy;
- the proxy need not be a Shareholder of the Company; and
- a Shareholder who is entitled to cast 2 or more votes may appoint 2 proxies and may specify the proportion or number of votes each proxy is appointed to exercise. If the member appoints 2 proxies and the appointment does not specify the proportion or number of the member's votes, then in accordance with section 249X(3) of the *Corporations Act*, each proxy may exercise one-half of the votes.

Sections 250BB and 250BC of the Corporations Act apply to voting at the Meeting by proxy. Broadly, the sections mean that:

- if proxy holders vote, they must cast all directed proxies as directed; and
- any directed proxies which are not voted will automatically default to the Chair, who must vote the proxies as directed.

Further details on these changes are set out below.

Proxy vote if appointment specifies way to vote

Section 250BB(1) of the *Corporations Act* provides that an appointment of a proxy may specify the way the proxy is to vote on a particular resolution and, **if it does**:

- the proxy need not vote on a show of hands, but if the proxy does so, the proxy must vote that way (i.e. as directed); and
- if the proxy has 2 or more appointments that specify different ways to vote on the resolution, the proxy must not vote on a show of hands; and
- if the proxy is the Chair, the proxy must vote on a poll, and must vote that way (i.e. as directed); and
- if the proxy is not the Chair, the proxy need not vote on the poll, but if the proxy does so, the proxy must vote that way (i.e. as directed).

Transfer of non-Chair proxy to Chair in certain circumstances

Section 250BC of the *Corporations Act* provides that, if:

- an appointment of a proxy specifies the way the proxy is to vote on a particular resolution at the Meeting; and
- the appointed proxy is not the Chair; and
- at the Meeting, a poll is duly demanded on the resolution; and
- either of the following applies:
 - the proxy is not recorded as attending the Meeting; or
 - the proxy does not vote on the resolution,

the Chair is taken, before voting on the resolution closes, to have been appointed as the proxy for the purposes of voting on the resolution at the Meeting.

BUSINESS OF THE MEETING

AGENDA

1. FINANCIAL STATEMENTS AND REPORTS

To receive and consider the annual financial report of the Company for the financial year ended 30 June 2017 together with the declaration of the directors, the director's report, the Remuneration Report and the auditor's report.

2. RESOLUTION 1 – ADOPTION OF REMUNERATION REPORT

To consider and, if thought fit, to pass, with or without amendment, the following resolution as a **non-binding resolution**:

“That, for the purposes of section 250R(2) of the Corporations Act and for all other purposes, approval is given for the adoption of the Remuneration Report as contained in the Company's annual financial report for the financial year ended 30 June 2017.”

Note: the vote on this Resolution is advisory only and does not bind the Directors or the Company.

Voting Prohibition Statement:

A vote on this Resolution must not be cast (in any capacity) by or on behalf of either of the following persons:

- (a) a member of the Key Management Personnel, details of whose remuneration are included in the Remuneration Report; or
- (b) a Closely Related Party of such a member.

However, a person (the **voter**) described above may cast a vote on this Resolution as a proxy if the vote is not cast on behalf of a person described above and either:

- (a) the voter is appointed as a proxy by writing that specifies the way the proxy is to vote on this Resolution; or
- (b) the voter is the Chair and the appointment of the Chair as proxy:
 - (i) does not specify the way the proxy is to vote on this Resolution; and
 - (ii) expressly authorises the Chair to exercise the proxy even though this Resolution is connected directly or indirectly with the remuneration of a member of the Key Management Personnel.

3. RESOLUTION 2 – RE-ELECTION OF DIRECTOR – MR PATRICK CANION

To consider and, if thought fit, to pass, with or without amendment, the following resolution as an **ordinary resolution**:

“That, for the purpose of clause 13.2 of the Constitution, ASX Listing Rule 14.5 and for all other purposes, Mr Patrick Canion, a Director, retires by rotation, and being eligible, is re-elected as a Director.”

4. RESOLUTION 3 – ELECTION OF DIRECTOR – MR TONY CHONG

To consider and, if thought fit, to pass, with or without amendment, the following resolution as an **ordinary resolution**:

“That, for the purpose of clause 13.4 of the Constitution, ASX Listing Rule 14.4 and for all other purposes, Mr Tony Chong, a Director who was appointed casually on 7 August 2017, retires, and being eligible, is elected as a Director.”

5. RESOLUTION 4 – APPROVAL OF 10% PLACEMENT CAPACITY

To consider and, if thought fit, to pass the following resolution as a **special resolution**:

“That, for the purposes of ASX Listing Rule 7.1A and for all other purposes, approval is given for the Company to issue up to that number of Equity Securities equal to 10% of the issued capital of the Company at the time of issue, calculated in accordance with the formula prescribed in ASX Listing Rule 7.1A.2 and otherwise on the terms and conditions set out in the Explanatory Statement.”

Voting Exclusion: The Company will disregard any votes cast on this Resolution by any person who may participate in the issue of Equity Securities under this Resolution and a person who might obtain a benefit, except a benefit solely in the capacity of a holder of ordinary securities, if the Resolution is passed and any associates of those persons. However, the Company will not disregard a vote if it is cast by a person as a proxy for a person who is entitled to vote, in accordance with the directions on the Proxy Form, or, it is cast by the person chairing the meeting as proxy for a person who is entitled to vote, in accordance with a direction on the Proxy Form to vote as the proxy decides.

Dated: 31 October 2017

By order of the Board

**Sonu Cheema
Company Secretary**

Should you wish to discuss the matters in this Notice of Meeting please do not hesitate to contact the Company Secretary on +61 8 6489 1600.

EXPLANATORY STATEMENT

This Explanatory Statement has been prepared to provide information which the Directors believe to be material to Shareholders in deciding whether or not to pass the Resolutions.

1. FINANCIAL STATEMENTS AND REPORTS

In accordance with the Constitution, the business of the Meeting will include receipt and consideration of the annual financial report of the Company for the financial year ended 30 June 2017 together with the declaration of the directors, the directors' report, the Remuneration Report and the auditor's report.

The Company will not provide a hard copy of the Company's annual financial report to Shareholders unless specifically requested to do so. The Company's annual financial report is available on its website at www.intigergrouplimited.com.au.

2. RESOLUTION 1 – ADOPTION OF REMUNERATION REPORT

2.1 General

The Corporations Act requires that at a listed company's annual general meeting, a resolution that the remuneration report be adopted must be put to the shareholders. However, such a resolution is advisory only and does not bind the company or the directors of the company.

The remuneration report sets out the company's remuneration arrangements for the directors and senior management of the company. The remuneration report is part of the directors' report contained in the annual financial report of the company for a financial year.

The chair of the meeting must allow a reasonable opportunity for its shareholders to ask questions about or make comments on the remuneration report at the annual general meeting.

2.2 Voting consequences

A company is required to put to its shareholders a resolution proposing the calling of another meeting of shareholders to consider the appointment of directors of the company (**Spill Resolution**) if, at consecutive annual general meetings, at least 25% of the votes cast on a remuneration report resolution are voted against adoption of the remuneration report and at the first of those annual general meetings a Spill Resolution was not put to a vote. If required, the Spill Resolution must be put to a vote at the second of those annual general meetings.

If more than 50% of votes cast are in favour of the Spill Resolution, the company must convene a shareholder meeting (**Spill Meeting**) within 90 days of the second annual general meeting.

All of the directors of the company who were in office when the directors' report (as included in the company's annual financial report for the most recent financial year) was approved, other than the managing director of the company, will cease to hold office immediately before the end of the Spill Meeting but may stand for re-election at the Spill Meeting.

Following the Spill Meeting those persons whose election or re-election as directors of the company is approved will be the directors of the company.

2.3 Previous voting results

At the Company's previous annual general meeting the votes cast against the remuneration report considered at that annual general meeting were less than 25%. Accordingly, the Spill Resolution is not relevant for this Annual General Meeting.

3. RESOLUTION 2 – RE-ELECTION OF DIRECTOR – MR PATRICK CANION

3.1 General

Section 13.2 of the Constitution sets out the requirements for determining which Directors are to retire by rotation at an annual general meeting.

Mr Patrick Canion, who has served as a director since 17 August 2016 and was last re-elected on 10 June 2016, retires by rotation and seeks re-election.

3.2 Qualifications and other material directorships

Patrick has over 30 years' experience in financial services and is nationally recognised in the media and financial services industries for his leadership and innovation in financial planning. He is a Certified Financial Planner and holds a Masters of Applied Finance and Investment. He is also a Fellow of the Financial Services Institute of Western Australia and a Graduate member of the Australian Institute of Company Directors.

Patrick is a member of the Financial Planning Association and was recently presented with their Distinguished Service Award. Patrick is also a former director of the Financial Planning Association Ltd and past-President of the Western Australian Club Inc. Currently his directorships include being a director/trustee of the Future 2 Foundation Ltd and director of Pajoda Investments Pty Ltd trading as ipac Western Australia.

Mr Canion has not served as a director of any public companies during the last three years.

3.3 Independence

If elected, the board considers Mr Canion to be an independent director.

3.4 Board recommendation

The Board supports the re-election of Mr Canion and recommends that Shareholders vote in favour of Resolution 2.

4. RESOLUTION 3 – ELECTION OF DIRECTOR – MR TONY CHONG

4.1 General

The Constitution allows the Directors to appoint at any time a person to be a Director either to fill a casual vacancy or as an addition to the existing Directors, but only where the total number of Directors does not at any time exceed the maximum number specified by the Constitution.

Pursuant to the Constitution and ASX Listing Rule 14.4, any Director so appointed holds office only until the next following annual general meeting and is then eligible for election by Shareholders but shall not be taken into account in determining the Directors who are to retire by rotation (if any) at that meeting.

Mr Tony Chong, having been appointed by the other Directors on 7 August 2017 in accordance with the Constitution, will retire in accordance with the Constitution and ASX Listing Rule 14.4 and being eligible, seeks election from Shareholders.

4.2 Qualifications and other material directorships

Mr Chong is the lead partner of Lavan's Corporate Services Group. In addition to being a lawyer with specialist knowledge in corporate law and in tax, he brings his extensive knowledge in governance and commercial experience to the Board, having been a board member and chair of ASX listed, private and non-profit companies.

Mr Chong is also a chartered tax adviser and a fellow of the CPA. He has strong interest in the technology sector and has extensive experience working and advising on businesses in Asia.

During the last three years, Mr Chong has also served as a director of TV2U International Limited.

4.3 Independence

If elected, the Board considers Mr Chong to be an independent director.

4.4 Board recommendation

The Board supports the election of Mr Chong and recommends that Shareholders vote in favour of Resolution 3.

5. RESOLUTION 4 – APPROVAL OF 10% PLACEMENT CAPACITY

5.1 General

ASX Listing Rule 7.1A provides that an Eligible Entity (as defined below) may seek shareholder approval by special resolution passed at an annual general meeting to have the capacity to issue up to that number of Equity Securities (as defined below) equal to 10% of its issued share capital (**10% Placement Capacity**) without using that company's existing 15% annual placement capacity granted under ASX Listing Rule 7.1.

An Eligible Entity is one that, as at the date of the relevant annual general meeting:

- (a) is not included in the S&P/ASX 300 Index; and
- (b) has a maximum market capitalisation (excluding restricted securities and securities quoted on a deferred settlement basis) of \$300,000,000.

As at the date of this Notice, the Company is an Eligible Entity as it is not included in the S&P/ASX 300 Index. The Company has a current market capitalisation of \$15,450,957 (based on the number of Shares on issue and the closing price of Shares on the ASX on 16 October 2017).

An Equity Security is a share, a unit in a trust, a right to a share or unit in a trust or option, an option over an issued or unissued security, a convertible security, or, any security that ASX decides to classify as an equity security.

Any Equity Securities issued under the 10% Placement Capacity must be in the same class as an existing class of quoted Equity Securities.

As at the date of this Notice, the Company currently has two classes of quoted Equity Securities on issue, being the Shares (ASX Code: IAM) and quoted options exercisable at \$0.008 each on or before 31 December 2017 (ASX Code: IAMOA).

The Company also has unlisted Options on issue exercisable at \$0.02 each on or before 30 June 2020.

If Shareholders approve Resolution 4, the number of Equity Securities the Company may issue under the 10% Placement Capacity will be determined in accordance with the formula prescribed in ASX Listing Rule 7.1A.2.

Resolution 4 is a special resolution. Accordingly, at least 75% of votes cast by Shareholders present and eligible to vote at the Meeting must be in favour of Resolution 4 for it to be passed.

5.2 Technical information required by ASX Listing Rule 7.1A

Pursuant to and in accordance with ASX Listing Rule 7.3A, the information below is provided in relation to this Resolution 4:

(a) Minimum Price

The minimum price at which the Equity Securities may be issued is 75% of the volume weighted average price of Equity Securities in that class, calculated over the 15 ASX trading days on which trades in that class were recorded immediately before:

- (i) the date on which the price at which the Equity Securities are to be issued is agreed; or
- (ii) if the Equity Securities are not issued within 5 ASX trading days of the date in section 5.2(a)(i), the date on which the Equity Securities are issued.

(b) Date of Issue

The Equity Securities may be issued under the 10% Placement Capacity in the period commencing on the date of the Meeting and expiring on the first to occur of the following:

- (i) 12 months after the date of the Meeting; and
- (ii) the date of approval by Shareholders of any transaction under ASX Listing Rules 11.1.2 (a significant change to the nature or scale of the Company's activities) or 11.2 (disposal of the Company's main undertaking) (after which date, an approval under ASX Listing Rule 7.1A ceases to be valid),

(10% Placement Capacity Period).

(c) Risk of voting dilution

Any issue of Equity Securities under the 10% Placement Capacity will dilute the interests of Shareholders who do not receive any Equity Securities under the issue.

If Resolution 4 is approved by Shareholders and the Company issues the maximum number of Equity Securities available under the 10% Placement

Capacity, the economic and voting dilution of existing Shares would be as shown in the table below.

The table below shows the dilution of existing Shareholders calculated in accordance with the formula outlined in ASX Listing Rule 7.1A.2, on the basis of the market price of Shares and the number of Shares on issue as at 16 October 2017.

The table also shows the voting dilution impact where the number of Shares on issue (Variable A in the formula) changes and the economic dilution where there are changes in the issue price of Shares issued under the 10% Placement Capacity.

Number of Shares on Issue (Variable 'A' in ASX Listing Rule 7.1A2)	Dilution			
	Issue Price (per Share)	\$0.007 50% of Closing Price	\$0.014 Closing Price	\$0.021 150% of Closing Price
1,103,639,753 (Current Variable A)	Shares issued - 10% voting dilution	110,363,975 Shares	110,363,975 Shares	110,363,975 Shares
	Funds raised	\$772,548	\$1,545,096	\$2,317,643
1,655,459,629 (50% increase in Variable A)	Shares issued - 10% voting dilution	165,545,962 Shares	165,545,962 Shares	165,545,962 Shares
	Funds raised	\$1,158,822	\$2,317,643	\$3,476,465
2,207,279,506 (100% increase in Variable A)	Shares issued - 10% voting dilution	220,727,950 Shares	220,727,950 Shares	220,727,950 Shares
	Funds raised	\$1,545,096	\$3,090,191	\$4,635,287

*The number of Shares on issue (Variable A in the formula) could increase as a result of the issue of Shares that do not require Shareholder approval (such as under a pro-rata rights issue or scrip issued under a takeover offer) or that are issued with Shareholder approval under ASX Listing Rule 7.1.

The table above uses the following assumptions:

1. There are 1,103,639,753 Shares on issue (which is based on the number of Shares on issue as at 16 October 2017).
2. The Closing Price set out above is the closing price of the Shares on the ASX on 16 October 2017.
3. The Company issues the maximum possible number of Equity Securities under the 10% Placement Capacity.
4. The Company has not issued any Equity Securities in the 12 months prior to the Meeting that were not issued under an exception in ASX Listing Rule 7.2 or with approval under ASX Listing Rule 7.1.
5. The issue of Equity Securities under the 10% Placement Capacity consists only of Shares. It is assumed that no Options are exercised into Shares before the date of issue of the Equity Securities. If the issue of Equity Securities includes quoted Options, it is assumed that those quoted Options are exercised into

Shares for the purpose of calculating the voting dilution effect on existing Shareholders.

6. The calculations above do not show the dilution that any one particular Shareholder will be subject to. All Shareholders should consider the dilution caused to their own shareholding depending on their specific circumstances.
7. This table does not set out any dilution pursuant to approvals under ASX Listing Rule 7.1.
8. The 10% voting dilution reflects the aggregate percentage dilution against the issued share capital at the time of issue. This is why the voting dilution is shown in each example as 10%.

Shareholders should note that there is a risk that:

- (i) the market price for the Company's Equity Securities may be significantly lower on the issue date than on the date of the Meeting; and
- (ii) the Equity Securities may be issued at a price that is at a discount to the market price for those Equity Securities on the date of issue.

(d) **Purpose of Issue under 10% Placement Capacity**

The Company may issue Equity Securities under the 10% Placement Capacity for the following purposes:

- (i) as cash consideration in which case the Company intends to use funds raised for expenses associated with continued business development, sales and marketing, design, build and further commercialisation of technology, the acquisition of new assets and investments (including expenses associated with such an acquisition) and general working capital; or
- (ii) as non-cash consideration for the acquisition of new assets and investments, in such circumstances the Company will provide a valuation of the non-cash consideration as required by ASX Listing Rule 7.1A.3.

(e) **Allocation policy under the 10% Placement Capacity**

The recipients of the Equity Securities (if any) to be issued under the 10% Placement Capacity have not yet been determined. However, the recipients of Equity Securities could consist of current Shareholders or new investors (or both), none of whom will be related parties of the Company.

The Company will determine the recipients at the time of the issue under the 10% Placement Capacity, having regard to the following factors:

- (i) the purpose of the issue;
- (ii) alternative methods for raising funds available to the Company at that time, including, but not limited to, an entitlement issue or other offer where existing Shareholders may participate;
- (iii) the effect of the issue of the Equity Securities on the control of the Company;
- (iv) the circumstances of the Company, including, but not limited to, the financial position and solvency of the Company;

- (v) prevailing market conditions; and
- (vi) advice from corporate, financial and broking advisers (if applicable).

Further, if the Company is successful in acquiring new resources, assets or investments, it is likely that the recipients under the 10% Placement Capacity will be vendors of the new resources, assets or investments.

(f) **Previous approval under ASX Listing Rule 7.1A**

The Company previously obtained approval from its Shareholders pursuant to ASX Listing Rule 7.1A at its annual general meeting held on 30 November 2016 (**Previous Approval**).

The Company has not issued any Equity Securities pursuant to the Previous Approval.

During the 12 month period preceding the date of the Meeting, being on and from 29 November 2016, the Company otherwise issued a total of 54,021,389 Shares and 40,000,000 Options which represents approximately 3% of the total diluted number of Equity Securities on issue in the Company on 29 November 2016, which was 1,489,800,457.

Further details of the issues of Equity Securities by the Company during the 12 month period preceding the date of the Meeting are set out in Schedule 1.

(g) **Compliance with ASX Listing Rules 7.1A.4 and 3.10.5A**

When the Company issues Equity Securities pursuant to the 10% Placement Capacity, it must give to ASX:

- (i) a list of the recipients of the Equity Securities and the number of Equity Securities issued to each (not for release to the market), in accordance with ASX Listing Rule 7.1A.4; and
- (ii) the information required by ASX Listing Rule 3.10.5A for release to the market.

5.3 Voting Exclusion

A voting exclusion statement is included in this Notice.

GLOSSARY

\$ means Australian dollars.

10% Placement Capacity has the meaning given in Section 5.1.

Annual General Meeting or **Meeting** means the meeting convened by the Notice.

ASIC means the Australian Securities & Investments Commission.

ASX means ASX Limited (ACN 008 624 691) or the financial market operated by ASX Limited, as the context requires.

ASX Listing Rules means the Listing Rules of ASX.

Board means the current board of directors of the Company.

Business Day means Monday to Friday inclusive, except New Year's Day, Good Friday, Easter Monday, Christmas Day, Boxing Day, and any other day that ASX declares is not a business day.

Chair means the chair of the Meeting.

Closely Related Party of a member of the Key Management Personnel means:

- (a) a spouse or child of the member;
- (b) a child of the member's spouse;
- (c) a dependent of the member or the member's spouse;
- (d) anyone else who is one of the member's family and may be expected to influence the member, or be influenced by the member, in the member's dealing with the entity;
- (e) a company the member controls; or
- (f) a person prescribed by the *Corporations Regulations 2001* (Cth) for the purposes of the definition of 'closely related party' in the Corporations Act.

Company means Intiger Group Limited (ACN 098 238 585).

Constitution means the Company's constitution.

Corporations Act means the *Corporations Act 2001* (Cth).

Directors means the current directors of the Company.

Eligible Entity means an entity that, at the date of the relevant general meeting:

- (a) is not included in the S&P/ASX 300 Index; and
- (b) has a maximum market capitalisation (excluding restricted securities and securities quoted on a deferred settlement basis) of \$300,000,000.

Equity Securities includes a Share, a right to a Share or Option, an Option, a convertible security and any security that ASX decides to classify as an Equity Security.

Explanatory Statement means the explanatory statement accompanying the Notice.

Key Management Personnel has the same meaning as in the accounting standards issued by the Australian Accounting Standards Board and means those persons having authority and responsibility for planning, directing and controlling the activities of the Company, or if the Company is part of a consolidated entity, of the consolidated entity, directly or indirectly, including any director (whether executive or otherwise) of the Company, or if the Company is part of a consolidated entity, of an entity within the consolidated group.

Notice or **Notice of Meeting** means this notice of meeting including the Explanatory Statement and the Proxy Form.

Option means an option to acquire a Share.

Proxy Form means the proxy form accompanying the Notice.

Remuneration Report means the remuneration report set out in the Director's report section of the Company's annual financial report for the year ended 30 June 2017.

Resolutions means the resolutions set out in the Notice, or any one of them, as the context requires.

Section means a section of the Explanatory Statement.

Share means a fully paid ordinary share in the capital of the Company.

Shareholder means a registered holder of a Share.

Variable A means "A" as set out in the formula in ASX Listing Rule 7.1A(2).

WST means Western Standard Time as observed in Perth, Western Australia.

SCHEDULE 1 – ISSUES OF EQUITY SECURITIES SINCE 29 NOVEMBER 2016 (AS AT THE DATE OF THIS NOTICE)

Date	Quantity	Class	Recipients	Issue price and discount to Market Price (if applicable)¹	Form of consideration
Issue – 20 Dec 2016 Appendix 3B – 22 Dec 2016	3,217,721	Shares ²	Issued to holders of Quoted Options following exercise of the Quoted Options	\$0.008 (discount of 625%).	Amount raised = \$25,741.77 Amount spent = Nil Use of funds: Working Capital and Projection Generation. Amount remaining = \$25,741.77 Proposed use of remaining funds: Working Capital
Issue – 16 Jan 2017 Appendix 3B – 16 Jan 2017	2,520,000	Shares ²	Issued to holders of Quoted Options following exercise of the Quoted Options	\$0.008 (discount of 750%).	Amount raised = \$20,160.00 Amount spent = Nil Use of funds: Working Capital and Projection Generation. Amount remaining = \$21,160.00 Proposed use of remaining funds: Working Capital
Issue – 24 Jan 2017 Appendix 3B – 27 Jan 2017	1,450,000	Shares ²	Issued to holders of Quoted Options following exercise of the Quoted Options	\$0.008 (discount of 763%).	Amount raised = \$11,600.00 Amount spent = Nil Use of funds: Working Capital and Projection Generation. Amount remaining = \$11,600.00 Proposed use of remaining funds: Working Capital
Issue – 15 Feb 2017 Appendix 3B – 16 Feb 2017	5,000,000	Shares ²	Issued to holders of Quoted Options following exercise of the Quoted Options	\$0.008 (discount of 725%).	Amount raised = \$40,000.00 Amount spent = Nil Use of funds: Working Capital and Projection Generation. Amount remaining = \$40,000.00 Proposed use of remaining funds: Working Capital

Issue – 8 Mar 2017 Appendix 3B – 9 Mar 2017	3,925,348	Shares ²	Issued to holders of Quoted Options following exercise of the Quoted Options	\$0.008 (discount of 550%).	Amount raised = \$31,402.78 Amount spent = Nil Use of funds: Working Capital and Projection Generation. Amount remaining = \$31,402.78 Proposed use of remaining funds: Working Capital
Issue – 17 Mar 2017 Appendix 3B – 21 Mar 2017	750,000	Shares ²	Issued to holders of Quoted Options following exercise of the Quoted Options	\$0.008 (discount of 650%).	Amount raised = \$6,000.00 Amount spent = Nil Use of funds: Working Capital and Projection Generation. Amount remaining = \$6,000.00 Proposed use of remaining funds: Working Capital
Issue – 20 Mar 2017 Appendix 3B – 21 Mar 2017	820,000	Shares ²	Issued to holders of Quoted Options following exercise of the Quoted Options	\$0.008 (discount of 613%).	Amount raised = \$6,560.00 Amount spent = Nil Use of funds: Working Capital and Projection Generation. Amount remaining = \$6,560.00 Proposed use of remaining funds: Working Capital
Issue – 29 Mar 2017 Appendix 3B – 30 Mar 2017	200,000	Shares ²	Issued to holders of Quoted Options following exercise of the Quoted Options	\$0.008 (discount of 513%).	Amount raised = \$1,600.00 Amount spent = Nil Use of funds: Working Capital and Projection Generation. Amount remaining = \$1,600.00 Proposed use of remaining funds: Working Capital
Issue – 7 Apr 2017 Appendix 3B – 11 Apr 2017	2,165,000	Shares ²	Issued to holders of Quoted Options following exercise of the Quoted Options	\$0.008 (discount of 438%).	Amount raised = \$17,320.00 Amount spent = Nil Use of funds: Working Capital and Projection Generation. Amount remaining = \$17,320.00 Proposed use of remaining funds: Working Capital
Issue – 10 Apr 2017	5,000,000	Shares ²	Issued to holders of Quoted Options following exercise	\$0.008 (discount of 438%).	Amount raised = \$40,000.00 Amount spent = Nil Use of funds: Working Capital and Projection Generation.

Appendix 3B – 11 Apr 2017				of the Quoted Options				Amount remaining = \$40,000.00 Proposed use of remaining funds: Working Capital
Issue – 21 Apr 2017 Appendix 3B – 24 Apr 2017	40,000,000		Unquoted Options ⁴	Certain employees of the Company subject to vesting conditions and pursuant to the Company's Incentive Option Plan. Incentive Option Plan was approved by Shareholders at the Company's General Meeting of Shareholders held 10 June 2016. ²	No issue price - Non cash consideration		Consideration: In consideration for services provided by certain employees of the Company. Current value ³ = \$76,158	
Issue – 12 May 2017 Appendix 3B – 15 May 2017	200,000		Shares ²	Issued to holders of Quoted Options following exercise of the Quoted Options	\$0.008 (discount of 400%).		Amount raised = \$1,600.00 Amount spent = Nil Use of funds: Working Capital and Projection Generation. Amount remaining = \$1,600.00 Proposed use of remaining funds: Working Capital	
Issue – 2 Jun 2017 Appendix 3B – 6 Jun 2017	1,700,000		Shares ²	Issued to holders of Quoted Options following exercise of the Quoted Options	\$0.008 (discount of 438%).		Amount raised = \$13,600.00 Amount spent = Nil Use of funds: Working Capital and Projection Generation. Amount remaining = \$13,600.00 Proposed use of remaining funds: Working Capital	
Issue – 15 Jun 2017 Appendix 3B – 16 Jun 2017	2,703,963		Shares ²	Issued to holders of Quoted Options following exercise of the Quoted Options	\$0.008 (discount of 325%).		Amount raised = \$21,631.70 Amount spent = Nil Use of funds: Working Capital and Projection Generation. Amount remaining = \$21,631.70 Proposed use of remaining funds: Working Capital	

Issue – 15 Jun 2017 Appendix 3B – 16 Jun 2017	500,000	Shares ²	Issued to holders of Quoted Options following exercise of the Quoted Options	\$0.008 (discount of 325%).	Amount raised = \$4,000.00 Amount spent = Nil Use of funds: Working Capital and Projection Generation. Amount remaining = \$4,000.00 Proposed use of remaining funds: Working Capital
Issue – 27 Jun 2017 Appendix 3B – 29 Jun 2017	350,000	Shares ²	Issued to holders of Quoted Options following exercise of the Quoted Options	\$0.008 (discount of 425%).	Amount raised = \$2,800.00 Amount spent = Nil Use of funds: Working Capital and Projection Generation. Amount remaining = \$2,800.00 Proposed use of remaining funds: Working Capital
Issue – 30 Jun 2017 Appendix 3B – 4 Jul 2017	750,000	Shares ²	Issued to holders of Quoted Options following exercise of the Quoted Options	\$0.008 (discount of 425%).	Amount raised = \$6,000.00 Amount spent = Nil Use of funds: Working Capital and Projection Generation. Amount remaining = \$6,000.00 Proposed use of remaining funds: Working Capital
Issue – 14 Jul 2017 Appendix 3B – 17 Jul 2017	5,417,000	Shares ²	Issued to holders of Quoted Options following exercise of the Quoted Options	\$0.008 (discount of 388%).	Amount raised = \$43,336 Amount spent = Nil Use of funds: Working Capital and Projection Generation. Amount remaining = \$43,336 Proposed use of remaining funds: Working Capital
Issue – 24 Jul 2017 Appendix 3B – 25 Jul 2017	5,318,214	Shares ²	Issued to holders of Quoted Options following exercise of the Quoted Options	\$0.008 (discount of 388%).	Amount raised = \$42,545.71 Amount spent = Nil Use of funds: Working Capital and Projection Generation. Amount remaining = \$42,545.71 Proposed use of remaining funds: Working Capital
Issue – 9 Aug 2017	2,268,222	Shares ²	Issued to holders of Quoted Options following exercise	\$0.008 (discount of 163%).	Amount raised = \$18,145.78 Amount spent = Nil Use of funds: Working Capital and Projection Generation.

Appendix 3B – 11 Aug 2017				of the Quoted Options			Amount remaining = \$18,145.78 Proposed use of remaining funds: Working Capital
Issue – 23 Aug 2017 Appendix 3B – 25 Aug 2017	1,625,000	Shares ²	Issued to holders of Quoted Options following exercise of the Quoted Options		\$0.008 (discount of 125%).	Amount raised = \$13,000.00 Amount spent = Nil Use of funds: Working Capital and Projection Generation. Amount remaining = \$13,000.00 Proposed use of remaining funds: Working Capital	
Issue – 11 Sep 2017 Appendix 3B – 12 Sep 2017	6,140,921	Shares ²	Issued to holders of Quoted Options following exercise of the Quoted Options		\$0.008 (discount of 113%).	Amount raised = \$49,127.37 Amount spent = Nil Use of funds: Working Capital and Projection Generation. Amount remaining = \$49,127.37 Proposed use of remaining funds: Working Capital	
Issue – 22 Sep 2017 Appendix 3B – 27 Sep 2017	2,000,000	Shares ²	Issued to holders of Quoted Options following exercise of the Quoted Options		\$0.008 (discount of 94%).	Amount raised = \$16,000.00 Amount spent = Nil Use of funds: Working Capital and Projection Generation. Amount remaining = \$16,000.00 Proposed use of remaining funds: Working Capital	

Notes:

1. Market Price means the closing price on ASX (excluding special crossings, overnight sales and exchange traded option exercises). For the purposes of this table the discount is calculated on the Market Price on the last trading day on which a sale was recorded prior to the date of issue of the relevant Equity Securities.
2. Fully paid ordinary shares in the capital of the Company, ASX Code: IAM (terms are set out in the Constitution).
3. In respect of quoted Equity Securities the value is based on the closing price of the Shares (\$0.014) on the ASX on 24 October 2017. In respect of unquoted Equity Securities the value of Options is measured using the Black-Scholes methodology. Measurement inputs include the Share price on the measurement date, the exercise price, the terms of the Options, the impact of dilution, the expected volatility of the underlying Share (based on weighted average historic volatility adjusted for changes expected due to publicly available information), the expected dividend yield and the risk free interest rate for the term of the Option.
4. Exercisable at \$0.02 on or before 30 June 2020. Full terms and conditions were disclosed in Schedule 2 of the Notice of General Meeting for the Company's general meeting of Shareholders held 10 June 2016.
5. This is a statement of current intentions as at the date of this Notice. As with any budget, intervening events and new circumstances have the potential to affect the manner in which the funds are ultimately applied. The Board reserves the right to alter the way the funds are applied on this basis.

This page has been left blank intentionally.

If you are attending the meeting in person, please bring this with you for Securityholder registration.



Holder Number:
[HolderNumber]

[Name/Address 1]
[Name/Address 2]
[Name/Address 3]
[Name/Address 4]
[Name/Address 5]
[Name/Address 6]

Vote by Proxy: IAM

Your proxy voting instruction must be received by **9.00am (WST) on Monday, 27 November 2017**, being **not later than 48 hours** before the commencement of the Meeting. Any Proxy Voting instructions received after that time will not be valid for the scheduled Meeting.

SUBMIT YOUR PROXY VOTE ONLINE

Vote online at <https://investor.automic.com.au/#/loginsah>

Login & Click on 'Meetings'. Use the Holder Number as shown at the top of this Proxy Voting form.



- ✓ **Save Money:** help minimise unnecessary print and mail costs for the Company.
- ✓ **It's Quick and Secure:** provides you with greater privacy, eliminates any postal delays and the risk of potentially getting lost in transit.
- ✓ **Receive Vote Confirmation:** instant confirmation that your vote has been processed, and allows you to amend your vote if required.

SUBMIT YOUR PROXY VOTE BY PAPER

Complete the form overleaf in accordance with the instructions set out below.

YOUR NAME AND ADDRESS

The name and address shown above is as it appears on the Company's share register. If this information is incorrect, and you have an Issuer Sponsored holding, you can update your address through the investor portal: <https://investor.automic.com.au/#/home> Shareholders sponsored by a broker should advise their broker of any changes.

VOTING UNDER STEP 1 - APPOINTING A PROXY

If you wish to appoint someone other than the Chairman of the Meeting as your proxy, please write the name of that Individual or body corporate. A proxy need not be a Shareholder of the Company. Otherwise if you leave this box blank, the Chairman of the Meeting will be appointed as your proxy by default.

DEFAULT TO THE CHAIRMAN OF THE MEETING

Any directed proxies that are not voted on a poll at the Meeting will default to the Chairman of the Meeting, who is required to vote these proxies as directed. Any undirected proxies that default to the Chairman of the Meeting will be voted according to the instructions set out in this Proxy Voting Form, including where the Resolutions are connected directly or indirectly with the remuneration of KMP

VOTES ON ITEMS OF BUSINESS – PROXY APPOINTMENT

You may direct your proxy how to vote by marking one of the boxes opposite each item of business. All your shares will be voted in accordance with such a direction unless you indicate only a portion of voting rights are to be voted on any item by inserting the percentage or number of shares you wish to vote in the appropriate box or boxes. If you do not mark any of the boxes on the items of business, your proxy may vote as he or she chooses. If you mark more than one box on an item your vote on that item will be invalid.

APPOINTMENT OF SECOND PROXY

You may appoint up to two proxies. If you appoint two proxies, you should complete two separate Proxy Voting Forms and specify the percentage or number each proxy may exercise. If you do not specify a percentage or number, each proxy may exercise half the votes. You must return both Proxy Voting Forms together. If you require an additional Proxy Voting Form, contact Automic Registry Services.

SIGNING INSTRUCTIONS

You must sign this form as follows in the spaces provided

Individual: Where the holding is in one name, the Shareholder must sign.

Joint holding: Where the holding is in more than one name, all of the Shareholders should sign.

Power of attorney: If you have not already lodged the power of attorney with the registry, please attach a certified photocopy of the power of attorney to this Proxy Voting Form when you return it.

Companies: To be signed in accordance with your Constitution. Please sign in the appropriate box which indicates the office held by you.

Email Address: Please provide your email address in the space provided. **By providing your email address, you elect to receive all communications despatched by the Company electronically (where legally permissible) such as a Notice of Meeting, Proxy Voting Form and Annual Report via email.**

CORPORATE REPRESENTATIVES






If a representative of the corporation is to attend the Meeting the appropriate 'Appointment of Corporate Representative' should be produced prior to admission. A form may be obtained from the Company's share registry online at <https://automic.com.au>.

ATTENDING THE MEETING

Completion of a Proxy Voting Form will not prevent individual Shareholders from attending the Meeting in person if they wish. Where a Shareholder completes and lodges a valid Proxy Voting Form and attends the Meeting in person, then the proxy's authority to speak and vote for that Shareholder is suspended while the Shareholder is present at the Meeting.

POWER OF ATTORNEY

If a representative as power of attorney of a Shareholder of the Company is to attend the Meeting, a certified copy of the Power of Attorney, or the original Power of Attorney, must be received by the Company in the same manner, and by the same time as outlined for proxy forms.

CONTACT	Return your completed form:  <p>BY MAIL Automic Registry Services PO Box 2226 Strawberry Hills NSW 2012</p>	Contact us – All enquiries to Automic:  <p>WEBCHAT https://automic.com.au/</p>
	 <p>IN PERSON Automic Registry Services Level 3, 50 Holt Street, Surry Hills NSW 2010</p>	 <p>EMAIL hello@automic.com.au</p>  <p>PHONE 1300 288 664 (Within Australia) +61 2 9698 5414 (Overseas)</p>

STEP 1: Please appoint a Proxy	<p>Complete and return this form as instructed only if you do not vote online</p> <p>I/We being a Shareholder entitled to attend and vote at the Annual General Meeting of Intiger Group Limited, to be held at 9.00am (WST) on Wednesday, 29 November 2017 at Ground floor, Parmelia House, 191 St Georges Terrace, Perth WA 6000 hereby:</p> <p>Appoint the Chairman of the Meeting (Chair) OR if you are not appointing the Chairman of the Meeting as your proxy, please write the name of the person or body corporate you are appointing as your proxy or failing the person so named or, if no person is named, the Chair, or the Chair's nominee, to vote in accordance with the following directions, or, if no directions have been given, and subject to the relevant laws as the proxy sees fit and at any adjournment thereof.</p> <div style="border: 1px solid black; height: 20px; width: 100%;"></div>
	<p>The Chair intends to vote undirected proxies in favour of all Resolutions in which the Chair is entitled to vote.</p> <p>Unless indicated otherwise by ticking the "for," "against" or "abstain" box you will be authorising the Chair to vote in accordance with the Chair's voting intention.</p> <p>AUTHORITY FOR CHAIR TO VOTE UNDIRECTED PROXIES ON REMUNERATION RELATED RESOLUTIONS</p> <p>Where I/we have appointed the Chair as my/our proxy (or where the Chair becomes my/our proxy by default) I/we expressly authorise the Chair to exercise my/our proxy on Resolution 1 (except where I/we have indicated a different voting intention below) even though Resolution 1 is connected directly or indirectly with the remuneration of a member of the Key Management Personnel, which includes the Chair.</p>

STEP 2: Your Voting Direction	<table style="width: 100%; border-collapse: collapse;"> <thead> <tr> <th style="text-align: left; padding: 5px;">Resolutions</th> <th style="text-align: center; padding: 5px;">For</th> <th style="text-align: center; padding: 5px;">Against</th> <th style="text-align: center; padding: 5px;">Abstain</th> </tr> </thead> <tbody> <tr> <td style="padding: 5px;">1. Adoption of Remuneration Report</td> <td style="text-align: center; padding: 5px;"><input type="checkbox"/></td> <td style="text-align: center; padding: 5px;"><input type="checkbox"/></td> <td style="text-align: center; padding: 5px;"><input type="checkbox"/></td> </tr> <tr> <td style="padding: 5px;">2. Re-election of Director – Mr Patrick Canion</td> <td style="text-align: center; padding: 5px;"><input type="checkbox"/></td> <td style="text-align: center; padding: 5px;"><input type="checkbox"/></td> <td style="text-align: center; padding: 5px;"><input type="checkbox"/></td> </tr> <tr> <td style="padding: 5px;">3. Election of Director – Mr Tony Chong</td> <td style="text-align: center; padding: 5px;"><input type="checkbox"/></td> <td style="text-align: center; padding: 5px;"><input type="checkbox"/></td> <td style="text-align: center; padding: 5px;"><input type="checkbox"/></td> </tr> <tr> <td style="padding: 5px;">4. Approval of 10% Placement Capacity</td> <td style="text-align: center; padding: 5px;"><input type="checkbox"/></td> <td style="text-align: center; padding: 5px;"><input type="checkbox"/></td> <td style="text-align: center; padding: 5px;"><input type="checkbox"/></td> </tr> </tbody> </table>	Resolutions	For	Against	Abstain	1. Adoption of Remuneration Report	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	2. Re-election of Director – Mr Patrick Canion	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	3. Election of Director – Mr Tony Chong	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	4. Approval of 10% Placement Capacity	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
	Resolutions	For	Against	Abstain																	
1. Adoption of Remuneration Report	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>																		
2. Re-election of Director – Mr Patrick Canion	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>																		
3. Election of Director – Mr Tony Chong	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>																		
4. Approval of 10% Placement Capacity	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>																		
<p><i>Please note: If you mark the abstain box for a particular Resolution, you are directing your proxy not to vote on that Resolution on a show of hands or on a poll and your votes will not be counted in computing the required majority on a poll.</i></p>																					

STEP 3: Sign	<p>SIGNATURE OF SHAREHOLDERS – THIS MUST BE COMPLETED</p> <table style="width: 100%; border-collapse: collapse;"> <tr> <td style="text-align: center; padding: 5px;">Individual or Securityholder 1</td> <td style="text-align: center; padding: 5px;">Securityholder 2</td> <td style="text-align: center; padding: 5px;">Securityholder 3</td> </tr> <tr> <td style="text-align: center; padding: 5px;"><div style="border: 1px solid black; height: 20px; width: 100%;"></div></td> <td style="text-align: center; padding: 5px;"><div style="border: 1px solid black; height: 20px; width: 100%;"></div></td> <td style="text-align: center; padding: 5px;"><div style="border: 1px solid black; height: 20px; width: 100%;"></div></td> </tr> <tr> <td style="text-align: center; padding: 5px;">Sole Director and Sole Company Secretary</td> <td style="text-align: center; padding: 5px;">Director</td> <td style="text-align: center; padding: 5px;">Director / Company Secretary</td> </tr> </table>	Individual or Securityholder 1	Securityholder 2	Securityholder 3	<div style="border: 1px solid black; height: 20px; width: 100%;"></div>	<div style="border: 1px solid black; height: 20px; width: 100%;"></div>	<div style="border: 1px solid black; height: 20px; width: 100%;"></div>	Sole Director and Sole Company Secretary	Director	Director / Company Secretary
	Individual or Securityholder 1	Securityholder 2	Securityholder 3							
<div style="border: 1px solid black; height: 20px; width: 100%;"></div>	<div style="border: 1px solid black; height: 20px; width: 100%;"></div>	<div style="border: 1px solid black; height: 20px; width: 100%;"></div>								
Sole Director and Sole Company Secretary	Director	Director / Company Secretary								
<p>Contact Name..... Contact Daytime Telephone..... Date ____/____/____</p> <p>Email Address _____</p> <p>By providing your email address, you elect to receive all of your communications despatched by the Company electronically (where legally permissible).</p>										

