

7 August 2014

Mr. A. Kabega  
Senior Adviser, Listings Compliance (Sydney)  
ASX Compliance Pty Ltd  
20 Bridge Street  
SYDNEY, NSW 2000

Dear Andrew,

Reference is made to your letter dated 6 August 2014 in relation to the Appendix 4C for the period ended 30 June 2014 that was released by the Company on 31 July 2014.

This letter should be read in conjunction with the following announcements made by the Company:

- 21 July 2014 – preliminary guidance for the the second half of 2014 and for 2015;
- 22 July 2014 – business update; and
- 7 August 2014 – announcement of a capital raising targeting \$7.0 million.

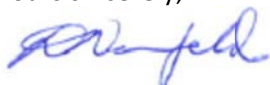
The Company has also recently announced the signing of an agreement for the acquisition of Search Results Group and an investment in My Verified ID Corp., both transactions being subject to conditions precedent to completion, including financing.

Responding in order to your specific questions and taking into account the content of the announcements referred to above:

- 1 The Company is of the view that it has sufficient funding available to meet short term operating commitments while it completes the announced capital raising which will provide longer term funding.
- 2 The Company expects to continue to have net negative cash flows until the capital raising is finalised.
- 3 The Company has today announced a capital raising to fund its ongoing business activities and meet outstanding debt financing obligations.
- 4 Confirmed. The Company is not aware of any information required to be released to the market.
- 5 The Company believes it is in compliance with Listing Rule 12.2 as:
  - It has sufficient sources of funds to meet short term operating commitments; and
  - It is undertaking a capital raising to fund its ongoing business activities and meet outstanding debt financing obligations.

Please contact me if you require any additional information.

Yours sincerely,



David Neufeld  
Company Secretary



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Sydney NSW 2000  
PO Box H224  
Australia Square  
NSW 1215

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6 August 2014

Mr David Neufeld  
Company Secretary  
Invigor Group Limited  
Level 6, 345 George Street  
Sydney NSW 2000

By Email: [david.neufeld@invigorgroup.com](mailto:david.neufeld@invigorgroup.com)

Dear David,

**Invigor Group Limited (the "Company")**

I refer to the Company's Quarterly Report in the form of Appendix 4C for the period ended 30 June 2014, released to ASX Limited ("ASX") on 31 July 2014 (the "Appendix 4C").

ASX notes that the Company has reported the following.

1. Receipts from customers of \$0.
2. Negative net operating cash flows for the quarter of \$510,000.
3. Cash at end of quarter of \$122,000.

In light of the information contained in the Appendix 4C please respond to each of the following questions.

1. It is possible to conclude on the basis of the information provided that if the Company were to continue to expend cash at the rate for the quarter indicated by the Appendix 4C, taking into account future administration costs, the Company may not have sufficient cash to fund its activities. Is this the case, or are there other factors that should be taken into account in assessing the Company's position?
2. Does the Company expect that in the future it will have negative operating cash flows similar to that reported in the Appendix 4C for the quarter and, if so, what steps has it taken to ensure that it has sufficient funds in order to continue its operations at that rate?
3. What steps has the Company taken, or what steps does it propose to take, to enable it to continue to meet its business objectives?
4. Can the Company confirm that it is in compliance with the Listing Rules, and in particular, Listing Rule 3.1?

5. Please comment on the Company's compliance with Listing Rule 12.2, with reference to the matters discussed in the note to the rule.

### **Listing Rule 3.1**

Listing Rule 3.1 requires an entity to give ASX immediately any information concerning it that a reasonable person would expect to have a material effect on the price or value of the entity's securities. The exceptions to this requirement are set out in the rule.

In responding to this letter you should consult Listing Rule 3.1 and the Guidance Note titled "Continuous Disclosure: Listing Rules 3.1 – 3.1B".

If the information requested by this letter is information required to be given to ASX under Listing Rule 3.1 your obligation is to disclose the information immediately.

Your responsibility under Listing Rule 3.1 is not confined to, or necessarily satisfied by, answering the questions set out in this letter.

This letter and your response may be released to the market. If you have any concerns about your response being released, please contact me immediately. Your response should be sent to me by email. It should not be sent to ASX Market Announcements.

Unless the information is required immediately under Listing Rule 3.1, a response is requested as soon as possible and, in any event, not later than **9.30AM AEDT on Friday, 8 August 2014**.

If you are unable to respond by the time requested, you should discuss with us whether it is appropriate to request a trading halt in the Company's securities.

If you have any queries, please do not hesitate to contact me.

Yours sincerely,

*[Sent electronically without signature]*

Andrew Kabega  
**Senior Adviser, Listings Compliance (Sydney)**