

## ASX Announcement

2 December 2014

### **Invigor completes acquisition of mobile analytics provider Amethon**

Invigor Group Limited (ASX: IVO) ("Invigor") advises that it has completed the acquisition of Amethon Solutions (Asia Pacific) Pty Ltd ("Amethon") announced on 21 October 2014.

Mr. Gary Cohen, Executive Chairman, said "As the demand and use of Wi Fi sky rockets, large scale Wi Fi networks providing widespread coverage are becoming mainstream and being rolled out across Australia, the UK and other markets. Invigor now provides one of the most powerful, integrated competitor and consumer market intelligence and insights solutions with the ability to sit between the infrastructure provider and mobile devices. This will enable us to deliver significant value to a range of businesses and government enterprises, including Wi Fi operators, advertisers and consumers. We are already well placed in discussions with a number of these groups. With an unparalleled ability to make use of the data being generated, the acquisition of Amethon puts Invigor at the heart of the Big Data intelligence and insights market."

The purchase price at completion is \$1.81 million which has been settled by the issue of 22.625 million shares at 8.0 cents per share.<sup>1,2</sup> Vendors holding approximately 70 per cent of the shares issued have agreed to place those shares in voluntary escrow for a period of 6 months ("escrow period").<sup>3</sup>

Certain of the vendors have agreed to subscribe for an additional 750,000 shares in Invigor (at 8.0 cents per share) providing \$60,000 to the Company.<sup>1</sup>

Key Amethon personnel have signed two year employment agreements.

Invigor confirms that, as previously announced, Mr. Paul Salter, a non-executive director of Amethon, will join Invigor's board as a non-executive director following completion of the transaction.

For further information, please contact:

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1. The transaction as announced on 21 October 2014 contemplated a \$250,000 cash payment and less shares being issued at completion with an amount of at least \$300,000 being received from vendor subscriptions ("Subscription Amount"). Under the revised terms, the Subscription Amount has been reduced and the cash payment eliminated with the amount of shares allotted correspondingly increased. The revised all share consideration at completion and lower Subscription Amount has minimal effect on the Company's cash position when compared with the original transaction terms.
2. Additional shares may be issued subject to the businesses performance of Amethon over the next 2 years. Modifications have been made to the methodology and definitions for assessing entitlement to additional shares from business performance (Performance Equity Shares and Earn Out Equity) attached to the announcement made on 21 October 2014. These modifications are not expected to have a material effect on outcomes.
3. Subject to execution of escrow agreements by all relevant shareholders. In consideration of this escrow, additional shares will be issued to those vendors if the VWAP for Invigor shares during the escrow period is less than 8.0 cents per share but only down to 4.0 cents per share.

#### **About Invigor Group Limited**

Invigor Group is a leading information technology and digital solutions company. It specialises in innovative business intelligence, big data solutions which are supported by strategic consulting, development and marketing services. Invigor delivers its products and services across a broad range of industries including: consumer electronics, alcohol, automotive, financial and insurance, pharmaceuticals, apparel and homewares.