

# 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.

|                                          |
|------------------------------------------|
| <b>Name of entity:</b> IOT Group Limited |
| <b>ABN:</b> 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.

|                            |             |
|----------------------------|-------------|
| <b>Name of Director</b>    | Ian Duffell |
| <b>Date of last notice</b> | 23/03/2016  |

### **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.

|                                                                                                                                                      |                                                                        |
|------------------------------------------------------------------------------------------------------------------------------------------------------|------------------------------------------------------------------------|
| <b>Direct or indirect interest</b>                                                                                                                   | Indirect                                                               |
| <b>Nature of indirect interest (including registered holder)</b><br>Note: Provide details of the circumstances giving rise to the relevant interest. | Director related entity- Group ID Pty Ltd ATF Ian Duffell Family Trust |
| <b>Date of change</b>                                                                                                                                | 14/04/2016                                                             |
| <b>No. of securities held (by entities associated with this director) prior to change</b>                                                            | 7,777,136 fully paid ordinary class shares and 6,021,034 options       |
| <b>Class</b>                                                                                                                                         | Ordinary class shares                                                  |
| <b>Number acquired</b>                                                                                                                               | 500,000 ordinary class shares                                          |
| <b>Number disposed</b>                                                                                                                               | Nil                                                                    |
| <b>Value/Consideration</b><br>Note: If consideration is non-cash, provide details and estimated valuation                                            | \$9,500                                                                |
| <b>No. of securities held (by entities associated with this director) after change</b>                                                               | 8,277,136 fully paid ordinary class shares and 6,021,034 options       |

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+ See chapter 19 for defined terms.

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| <b>Nature of change</b><br>Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back | On market transaction. |
|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------|------------------------|

#### 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.

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

#### Part 3 – Closed period.

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

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+ See chapter 19 for defined terms.