
ANNOUNCEMENT TO THE ASX

AMENDMENT TO AGM NOTICE 2011

Sydney, 1 November 2011 ~ Inventis Limited (ASX: IVT): wishes to amend the following in its Annual General Meeting Notice 2011 dated 24 October 2011:

- Resolution 8 together with its Explanatory Statement is withdrawn as a whole; and
- Any reference to ASX Listing Rule are withdrawn from the Explanatory Statement to Resolution 6 and it be read as follows:

“Notice Requirements for Resolution 6:

The Board of Directors have come to the conclusion that the wholly owned subsidiary structure especially with diverse businesses is not as efficient as alternative structures and may in fact be damaging both of the underlying businesses. The Directors recommend that this resolution be passed so that the subsidiaries could grow by:

- Attracting Investors:** The Directors have found that some investors are interested in investing in the electronics and technology business while others are interested in investing in the furniture business alone. This divestment will enhance the opportunities available for these subsidiaries to attract the right investors who could support and help to grow the respective businesses.
- Project driven Loans:** The divestment may also enable the subsidiaries to work independently and obtain loans for certain projects, without being constrained by the other division.
- Growth:** The Company by providing shared services will not only reduce costs of the subsidiaries but also can expand its horizon by offering these services to other corporations in Australia, thus becoming an income generating centre, rather than being a cost centre. This will also assist in growing both subsidiaries as well as Inventis Limited.

Process of Divestment:

It is proposed that:

- Shares to Existing shareholders of Inventis Limited:** The shareholders who are interested in becoming investors in the subsidiary companies may do so in consideration of exchange of shares in the Listed Company with those of the subsidiary company. At this stage, the subsidiary companies have no intention of becoming listed entities.

- ii. **Investors:** The Board actively seeks potential private investors in the subsidiaries and raise project oriented finance.

Voting Exclusion Statement:

The Company will disregard any votes cast on resolution 6 by a person who may participate in acquiring shares in the subsidiary company in consideration of the shares in the listed company and a person who might obtain benefit, except a benefit solely in the capacity of a shareholder of the Company if the resolution is passed.

At this stage, it is anticipated that employee shareholders of Inventis Limited employed by respective Divisions will be willing to take up share exchange offer. Consequently, all employee shareholders who are currently in employment by any of the Group Company shall be excluded and any votes cast by such shareholders or any of their associates on Resolution 6 will be disregarded.

However, the Company need not disregard a vote on Resolution 6 if:

- (a) It is cast by a person as proxy for a person who is entitled to vote, in accordance with the directions on the proxy form; or*
- (b) It is cast by the person chairing the meeting as a proxy for a person who is entitled to vote, in accordance with a direction on the proxy form to vote as the proxy decides."*

By order of the Board.

Renuka Sharma

**Renuka Sharma
Company Secretary**