

**INTEGRATED GREEN ENERGY SOLUTIONS LIMITED
ACN 003 669 163
(formerly known as FOY Group Limited)**

THIS IS A SUPPLEMENTARY PROSPECTUS TO THE REPLACEMENT PROSPECTUS LODGED WITH ASIC ON 12 SEPTEMBER 2017 AND MUST BE READ TOGETHER WITH THE REPLACEMENT PROSPECTUS.

THIS IS AN IMPORTANT DOCUMENT AND SHOULD BE READ IN ITS ENTIRETY.

IF YOU ARE IN DOUBT ABOUT WHAT TO DO, YOU SHOULD CONSULT YOUR PROFESSIONAL ADVISER WITHOUT DELAY.

1 IMPORTANT INFORMATION

This is a supplementary prospectus dated 17 November 2017 (**Supplementary Prospectus**). This Supplementary Prospectus should be read in conjunction with the Replacement Prospectus dated 12 September 2017 (**Replacement Prospectus**) issued by Integrated Green Energy Solutions Limited ACN 003 669 163 (formerly known as FOY Group Limited) (**Company**). The Replacement Prospectus replaced the Prospectus dated 18 August 2017 (**Original Prospectus**).

This Supplementary Prospectus is a "refresh document" as defined in section 724(3H) of the *Corporations Act 2001* (Cth) (**Act**), as inserted by the ASIC Corporations (Minimum Subscription and Quotation Conditions) Instrument 2016/70 (**Instrument**) and has been lodged with the Australian Securities and Investments Commission (**ASIC**) in accordance with section 724(3G) of the Act as inserted by the Instrument. ASIC and ASX nor any of their officers take any responsibility for the contents of this Supplementary Prospectus.

Terms defined in the Replacement Prospectus have the same meaning as in this Supplementary Prospectus, unless otherwise indicated.

This Supplementary Prospectus and the Replacement Prospectus may be viewed on the Company's website at <https://www.foygroup.com.au>. The Company will send a copy of this Supplementary Prospectus to all applicants who have applied for securities under the Replacement Prospectus as at the date of this Supplementary Prospectus.

This document is important and should be read in its entirety and in conjunction with the Replacement Prospectus. If you do not understand its contents, you should consult your professional advisor.

2 Background

In accordance with section 723(3) of the Act, if a person offers securities under a disclosure document such as a prospectus, and the disclosure document states or implies that the securities will be quoted on a financial market such as the ASX, and the securities are not then admitted to quotation within three (3) months after the date of the disclosure document, the issue of securities is void and the Application Payments have to be returned to the Applicants.

Further, in accordance with sections 723(2) and 724 of the Act, if a person offers securities under a disclosure document such as a Prospectus and the disclosure document states a minimum subscription amount must be raised before any securities will be issued, then the minimum subscription must be received within four (4) months after the date of the disclosure document, otherwise Applicants must be given a supplementary disclosure document and the opportunity to withdraw their Application (in certain circumstances) or all Application Payments must be returned.

By the issue of the Instrument, ASIC has varied the Act to allow companies to refresh the timing of minimum subscription and quotation conditions, to commence from the date of a refresh document (i.e. this Supplementary Prospectus), such that the respective three and four month periods are taken to commence from the date that the refresh document is lodged with ASIC. The Instrument imposes a number of requirements as to the content of the refresh document and on the company issuing the refresh document. This Supplementary Prospectus addresses those requirements.

3 Supplementary Information

This Supplementary Prospectus has been prepared to extend the period for the quotation of Shares offered under the Replacement Prospectus to 17 February 2018, being three months from the date of this Supplementary Prospectus (**Quotation Condition**) pursuant to the Instrument and to decrease the Offer and the Minimum Offer under the Offer from \$6,500,000 to \$4,317,000 (**Minimum Subscription Condition**) due to a reduction in the necessary amount of shares to be raised to meet minimum free float requirements.

4 Quotation Condition

The Company makes the following statements regarding the Quotation Condition as required by the Instrument:

- (a) An application for admission to quotation of the Shares offered under the Replacement Prospectus was made within seven days after the date of the Original Prospectus.
- (b) The Shares offered under the Replacement Prospectus have not been issued as at the date of this Supplementary Prospectus.
- (c) ASX has not indicated that the Shares offered under the Replacement Prospectus will not be admitted to quotation and as at the date of this Supplementary Prospectus, the Company has not received an indication from ASX that the Shares will be admitted to quotation subject to certain conditions being satisfied.
- (d) The Quotation Condition is being amended to extend the period for admission to quotation of Shares offered under the Replacement Prospectus to three months from the date of this Supplementary Prospectus.
- (e) Subject to the lodgement of any future refresh document, the Quotation Condition must be satisfied by 17 February 2018.
- (f) As at the date of this Supplementary Prospectus, Applications have been received for 54,085,000 Shares under the Replacement Prospectus, totalling \$10,817,000. As at the date of this Supplementary Prospectus cash receipts related to these applications total \$4,317,000. No Applications have been processed and no Shares have been issued.
- (g) As at the date of this Supplementary Prospectus, the Minimum Offer of 32,500,000 under the Replacement Prospectus has not been achieved.

5 Minimum Subscription Condition

Due to a reduction in the necessary amount of shares to be raised to meet minimum free float requirements, the Company has decided to reduce the Minimum Subscription from \$6,500,000 to \$4,317,000. The Minimum number of Shares that will be issued under the Offer is now 21,585,000.

The Company makes the following statements regarding the Minimum Subscription Condition as required by the Instrument:

- (a) as at the date of this Supplementary Prospectus, \$4,317,000 has been raised, representing applications for 21,585,000 Shares under the Replacement Prospectus;
- (b) the Minimum Subscription Condition is being amended to extend the period for the Minimum Subscription being achieved from the date four months from the date of the Original Prospectus to four months from the date of this Supplementary Prospectus; and
- (c) the Minimum Subscription Condition must be satisfied by 16 March 2018 but as noted above the reduction to the Minimum Subscription under this Supplementary Prospectus means that the Company will satisfy this requirement subject to any Shareholders withdrawing their application.

6 Applications

6.1 Investors who have previously submitted an Application Form

A copy of this Supplementary Prospectus will be sent to all Applicants who have subscribed for Shares under the Replacement Prospectus prior to the date of this Supplementary Prospectus. In accordance with section 724 of the Act, the Company will allow investors who have lodged Application Forms prior to the date of this Supplementary Prospectus one (1) month from the date of this Supplementary Prospectus (being 17 December 2017) to obtain a refund of their Application Monies if they do not wish to proceed with their Application (**Withdrawal Period**). The Offer will remain open at least until the end of the Withdrawal Period (i.e. close of business on (EST) on 17 December 2017).

An investor who wishes to obtain a refund under the Offer should write to the Company at the following address so that it is received within one (1) month of the date of this Supplementary Prospectus (i.e. by close of business on 17 December 2017):

Integrated Green Energy Solutions Limited
Suite 3a, 18 Smith Street
Chatswood NSW 2067

The details for the payment of the refund cheque and address to which it should be sent as set out in the written request must correspond to the details contained in the Application Form lodged by that Applicant.

If you do not wish to withdraw your application, you do not need to take any action.

6.2 Investors who have not previously submitted an Application Form

The Offer of Shares is made in the Supplementary Prospectus and the Replacement Prospectus. If you wish to apply for Shares and have not yet completed an Application Form, please complete and return the Application Form attached to this Supplementary Prospectus. Applications must not be made on an Application Form attached to or accompanying the Replacement Prospectus.

The Application Form must be received by 5.00pm (EST) on 18 December 2017 and must be completed in accordance with the relevant instructions on the Application Form.

7 Indicative Timetable

The indicative timetable set out immediately before section 1 and in section 7.1 of the Replacement Prospectus is deleted and replaced with the following:

Lodgement of this Supplementary Prospectus with ASIC	17 November 2017
Offer closes	18 December 2017
Issue Date	21 December 2017
Completion of the Acquisition	22 December 2017
Shareholding Confirmation Statements expected to be dispatched	22 December 2017
Trading on normal settlement basis commences on ASX	29 December 2017

The above dates are indicative only. The Directors of the Company reserve the right to vary these dates, including to further extend the Closing Date.

8 Additional Disclosure – Status of Company's international expansion and ACT Land

Since issuing the Original Prospectus, IGES has made further progress in several areas relating to its international expansion plans.

In relation to the binding agreement in the Netherlands IGES has received full environmental and planning approval, and the Company has now appointed architects, engineers and builders. Subject to the Company's Shares being readmitted to the ASX, the nine-month construction is set to commence in January 2018 and the facility is scheduled to begin producing road ready fuels by September 2018.

In addition, the Company settled the previously announced purchase of the site in Hume, ACT from the ACT Land Development Agency on 19 October 2017. Following a strategic review of the IGES' operations going forward, the board decided that it was no longer in the Company's best interests to maintain this site as part of the investment portfolio and construct a manufacturing facility at this location.

The Company therefore subsequently on-sold the site on 20 October 2017 and is well advanced in seeking a more appropriate alternative for its manufacturing capability that is more aligned with its international projects. The land was sold for \$3,108,500 plus GST, being the same price IGES paid the ACT Land Development Agency for the site in 2017. IGES is unable to recover the \$158,223 that was incurred in stamp duty costs.

Accordingly, information in the Chairman's Letter and sections 1, 3, 4.6, 6.2 of the Replacement Prospectus pertaining to IGES and the ACT property acquisition should be taken as removed.

9 Amendments to the Prospectus

The Directors have resolved to:

- (a) Reduce the Minimum Offer to be raised pursuant to the Offer to \$4,317,000 due to a reduction in the necessary amount of shares to be raised to meet minimum free float requirements.
- (b) Refresh the period of admission to quotation of Shares offered under the Replacement Prospectus to 17 February 2018, being three months from the date of this Supplementary Prospectus.
- (c) Refresh the period to raise the Minimum Offer under the Offer to 17 March 2018, being four months from the date of this Supplementary Prospectus.

As a result of the reduction in the Minimum Offer and the extension of the Minimum Subscription Condition and Quotation Condition, the following amendments are made to the Replacement Prospectus.

9.1 General

All references to:

- (a) The Offer being for an offer of a minimum 32,500,000 Shares at an issue price of \$0.20 per Share to raise a minimum of \$6,500,000 are replaced with the Offer being for a minimum offer of 21,585,000 Shares at an issue price of \$0.20 to raise \$4,317,000.
- (b) \$6,500,000 being the Minimum Offer in respect of the Offer are replaced with the Minimum Offer being \$4,317,000 due to a reduction in the necessary amount of shares to be raised to meet minimum free float requirements.
- (c) Applications for Shares on an Application Form replaced with application for Shares on a Supplementary Application Form.

9.2 Important Notes

The following sentence in the final paragraph under the sub-heading 'Re-Compliance Prospectus' is amended as follows:

The following sentence is deleted in its entirety:

"If permission is not granted for the New Shares to be quoted within 3 months of the date of this Prospectus or such longer period permitted by the Corporations Act or with the consent of ASIC..."

And is replaced with:

"If permission is not granted for the New Shares to be quoted within 3 months of the date of the Supplementary Prospectus or such longer period permitted by the Corporations Act or with the consent of ASIC..."

9.3 Key Offer Statistics

The table in the Key Offer Statistics section is replaced with the following table:

Offer price	\$0.20
Number of existing Shares on issue as at the date of this Prospectus	77,189,858
Minimum Subscription	
Minimum number of New Shares to be issued under the Offer	21,585,000
Minimum total proceeds from the Offer	\$4,317,000
Total number of Shares on issue at completion of the Offer assuming minimum subscription	326,217,851
Maximum number of New Shares to be issued under the Offer	75,000,000

Maximum total proceeds from the Offer	\$15,000,000
Total number of Shares on issue at completion of the Offer assuming maximum subscription	379,632,851
Number of Shares controlled by existing FOY Shareholders after the Offer	77,189,858
New Shares to be issued under Loan Agreements	17,392,993
New Shares to be Issued to Directors	3,800,500
Maximum number of Shares controlled by IGE Parties after the Offer	209,700,000

9.4 Chairman's Letter

The Chairman's letter is amended as follows:

The following paragraph is deleted in its entirety:

"The Minimum Offer made under this Prospectus is an offer of 32,500,000 New Shares at an issue price of \$0.20 to raise \$6,500,000 which may be issued to professional, sophisticated, retail or unsophisticated investors"

And is replaced with:

"The Minimum Offer made under this Prospectus is an offer of 21,585,000 New Shares at an issue price of \$0.20 to raise \$4,317,000 which may be issued to professional, sophisticated, retail or unsophisticated investors. This change has been made due to a reduction in the necessary amount of shares to be raised to meet minimum free float requirements. "

9.5 Use of Funds

The table in sections 1 (How will the proceeds of the Offer be used) and 7.5 of the Replacement Prospectus together with the corresponding notes to the table is replaced with the following table:

Use	\$15m raised under the Offer	\$10.7m is raised under the Offer	\$6.5m is raised under the Offer***	\$4.317m is raised under the Offer***
IGE Transaction and Fundraising costs*	\$603,000	\$394,000	\$394,000	\$394,000
Capital expenditure for the design and construction of the IGP modules and commercial facilities	\$1,500,000	\$1,500,000	-	-
Acquisition of land for manufacturing facility	\$2,953,075	\$2,953,075	-	-
Acquisition of land in Berkeley Vale, NSW	\$402,500	\$402,500	-	-
Loan Repayments (including interest)	\$1,256,706	\$1,256,706	\$1,256,706	\$1,256,706
Examination and progression of opportunities in other territories	\$700,000	\$250,000	-	-
Establish subsidiary and office China**	\$2,000,000	-	-	-
Interest on CPNs and Loan from TVI	\$56,155	\$56,155	\$56,155	\$56,155
Payment of commissioning expenses to IGE****	\$2,000,300	\$2,000,300	\$2,000,300	\$1,000,300
Working capital	\$3,528,264	\$1,887,264	\$2,792,839	\$1,609,839
Total amount of funds to be raised	\$15,000,000	\$10,700,000	\$6,500,000	\$4,317,000

* Includes legal and accounting fees and assumed brokerage fees.

** IGES proposes to establish operations in China and has formulated a 2-year plan. Costs associated with this include the monthly retainer for Rebelly (US\$24,000), administration and travel costs, and the cost of establishing a demonstration facility in China including commissioning. Under the minimum raise, IGES intends to use collected through the construction of the 30 x CDMs to meet the monthly retainer expense. See section 3.3.1 for further information.

*** under the \$6.5m and minimum raise, IGES intends to use debt funding or fees collected through the construction of the 30 x CDMs to fund the acquisition of the properties.

**** under the minimum raise, IGES intends to pay the balance of the commissioning expenses to IGE fees collected through the construction of the 30 x CDMs

The above table is a statement of the Board's current intentions as at the date of this Supplementary Prospectus. As with any work plan and budget, intervening events and new circumstances have the potential to affect the way funds will ultimately be applied.

Accordingly, the actual expenditures may vary from the above estimates and the Board reserves the right to vary the expenditures dependent on circumstances and other opportunities.

9.6 Restriction Agreements

Section 10.9 of the Replacement Prospectus is amended as follows:

The following paragraph is deleted:

"FOY anticipates its free float being 127,752,650 shares (34.84%) under the maximum offer, 106,252,650 shares (30.78%) under the \$10.7 million offer and 85,252,60 shares (26.30%) under the minimum offer"

And is replaced with:

"IGES anticipates its free float being 134,062,640 shares (35.31%) under the maximum offer, 112,652,640 shares (31.43%) under the \$10.7 million offer, 91,562,640 shares (27.16%) under the \$6.5 million offer and 80,647,640 shares (24.72%) under the minimum offer"

The following paragraph is deleted:

"This assumed that the ASX considers TVI a venture capitalist and its shares in IGES are unrestricted. In the event TVI's shares are restricted, IGES's free float will be 88,659,742 shares (25.69%) under the maximum offer, 106,252,650 shares (30.78%) under the \$10.7 million offer and 67,659,742 shares (20.87%) under the minimum offer"

And is replaced with:

"This assumed that the ASX considers TVI a venture capitalist and its shares in IGES are unrestricted. In the event TVI's shares are restricted, IGES's free float will be 127,189,731 shares (33.50%) under the maximum offer, 105,689,731 shares (29.51%) under the \$10.7 million offer, 84,689,731 (25.12%) under the \$6.5 million offer and 73,774,731 shares (22.62%) under the minimum offer"

9.7 Pro forma accounts

\$000's	Actual Statement of Financial Position 30 June 2017	Pro-Forma Statement of Financial Position after Maximum Offer	Pro-Forma Statement of Financial Position after Minimum Offer
Current Assets			
Cash and cash equivalents	48	11,309	2,051
Receivables	17	17	17
Other current assets	210	27	27
Total Current Assets	275	11,354	2,096
Non-Current assets			
Property, plant & equipment	1	1	1
Intangible Assets	32	32	32
IGE Assets	-	1,097	1,097
Mineral Rights	-	-	-
Exploration and evaluation assets	-	-	-
Total Non-Current Assets	32	1,130	1,130
TOTAL ASSETS	307	12,484	3,226
Current Liabilities			
Trade and other payables	2,088	1,846	2,846
Loans	1,708	281	281
Interest payable	56	-	-

\$000's	Actual Statement of Financial Position 30 June 2017	Pro-Forma Statement of Financial Position after Maximum Offer	Pro-Forma Statement of Financial Position after Minimum Offer
Total Current Liabilities	3,852	2,127	3,127
TOTAL LIABILITIES	3,852	2,127	3,127
NET ASSETS	(3,545)	10,357	99
Equity			
Issued Capital & Share Option Reserve ⁽⁶⁾	112,398	177,335	166,652
Foreign Currency Reserve	(10)	(10)	(10)
Accumulated Losses	(115,933)	(166,969)	(166,544)
TOTAL EQUITY	(3,545)	10,357	99

9.8 Updated Capital Structure

The table in section 1 relating to 'What will IGES's capital structure look like post completion of the Offer and the Acquisition' is replaced with the following table:

Shares	\$15m Offer	\$10.7m Offer	\$6.5m Offer	\$4.317m Offer
Existing Shares	77,189,858	77,189,858	77,189,858	77,189,858
Maximum Offer	75,000,000	53,500,000	32,500,000	21,585,000
Consideration Shares issued under the Acquisition	209,700,000	209,700,000	209,700,000	209,700,000
Issue of Securities to Clark or his nominee	350,000	350,000	350,000	350,000
Issue of Securities under the loan agreements	13,230,493	13,230,493	13,230,493	13,230,493
Issue of Securities to Fandola Investments Pty Ltd securities under the loan agreements	3,052,500	3,052,500	3,052,500	3,052,500
Issue of Securities to Rebelly Healthcare (Shanghai) Ltd under the loan agreement	1,110,000	1,110,000	1,110,000	1,110,000
Total	379,632,851	358,132,851	337,132,851	326,217,851

The Minimum Offer capital structure table in section 3.7 together with the corresponding notes to the table is replaced with the following table:

Point in time	Number of Securities in IGES			
	Shares Issued	Total Shares on Issue	Options Issued	Total Options on Issue
As at the date of this Notice	0	77,189,858	0	32,697,673
Offer	21,585,000	98,774,858	0	32,697,673
Issue of Fandola Investments Pty Ltd and Rebelly Healthcare (Shanghai) Ltd securities	4,162,500	102,937,358	4,162,500	36,860,173
Issue of securities to non-related lenders	13,230,493	116,167,851	0	36,860,173
Consideration Securities (assuming the Offer is fully subscribed and all issues described above take place)	209,700,000	325,867,851	148,000,000	184,860,173
Issue of Clark Securities	350,000	326,217,851	0	184,860,173
Milestone Securities (assuming the Offer is fully subscribed and all issues described above take place)	23,200,000	349,417,851	112,900,000	297,760,173

9.9 Updated Ownership Structure

The Minimum Offer ownership structure table in section 3.8 together with the corresponding notes to the table is replaced with the following table:

Capital Structure						
	Shares		Options		Fully Diluted	
	Million	%	Million	%	Million	%
Existing IGES Security holders	94.9	29.1	37.5	20.2	132.4	25.9
IGE Shareholders	209.7	64.3	148.0	79.8	357.7	69.9
Shareholders from the Offer	21.6	6.6	0.0	0.0	21.6	4.2
Total	326.2	100.0	185.5	100.0	511.7	100.0

9.10 Updated Substantial Shareholders

The table showing the substantial shareholders of the Company on completion of the Offer and Acquisition at section 3.10 of the Replacement Prospectus together with the corresponding notes to the table are replaced with the following:

Director	Shares	% of Current IGES Shares	Options
Paul Dickson	7,088,711	9.18%	6,779,311
Bevan Dooley	1,379,311	1.79%	1,379,311
David McIntosh	2,941,675	3.81%	1,644,311
Stuart Clark	700,000	0.91%	Nil
Kilroy Genia	100,000	0.13%	100,000

On completion of the Maximum Offer and the Acquisition, the Directors will hold the following Relevant Interest:

Director	Shares	% Shares under Maximum Offer	% Shares under Minimum Offer	Options
Paul Dickson	113,863,835	29.99%	34.90%	83,036,143
Bevan Dooley	14,183,367	3.74%	4.35%	10,416,032
David McIntosh	3,137,059	0.83%	0.96%	1,644,311
Stuart Clark	1,252,616	0.33%	0.38%	0
Kilroy Genia	100,000	0.03%	0.03%	100,000

9.11 Re-compliance with Chapters 1 and 2 of the Listing Rules and ASX Listing

The following paragraph in section 7.4 is deleted in its entirety:

"If FOY does not comply with the requirements of Chapters 1 and 2 or ASX does not confirm that FOY has complied with the requirements of Chapters 1 and 2 of the Listing Rules within 3 months of the date of this Prospectus, then FOY will repay all Subscription Amounts received in respect of the Offer"

And is replaced with:

"If IGES does not comply with the requirements of Chapters 1 and 2 or ASX does not confirm that IGES has complied with the requirements of Chapters 1 and 2 of the Listing Rules within 3 months of the date of the Supplementary Prospectus, then IGES will repay all Subscription Amounts received in respect of the Offer"

10 Directors' Authorisation

This Supplementary Prospectus is issued by the Company and its issue has been authorised by a resolution of the Directors. In accordance with section 720 of the Act, each Director of the Company has consented to the lodgement of this Supplementary Prospectus with ASIC and has not withdrawn that consent prior to lodgement.

This Supplementary Prospectus is signed for and on behalf of the Company by



Paul Dickson
Executive Chairman
Dated: 17 November 2017