

Appendix 3Y – Nicholas Armstrong

Attached is an Appendix 3Y relating to the transfer of 3,000,000 Identitii Limited fully paid ordinary shares held by 275 Invest 2 Pty Ltd, an entity controlled by Nicholas Armstrong, to HSBC Custody Nominees (Australia) Pty Ltd as custodian for security purposes pursuant to a Master Loan Agreement and Deed of Security.

The purpose of the loan is to fund:

- (a) Mr Armstrong's participation in the recently announced Identitii Share Purchase Plan (announced to the market on 26 November 2020); and
- (b) Refinancing of debt.

This announcement has been authorised and approved for release to ASX by Nicholas Armstrong, Non-executive Director, Identitii Limited.

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 30/09/01 Amended 01/01/11

Name of entity: IDENTITII LIMITED
ABN: 83 603 107 044

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.

Name of Director	Nicholas Armstrong
Date of last notice	15 May 2020

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.

Direct or indirect interest	Indirect
Nature of indirect interest (including registered holder) Note: Provide details of the circumstances giving rise to the relevant interest.	a. Registered Holder: 275 Invest 2 Pty Ltd Mr Armstrong is a director of the trustee (registered holder) and beneficiary of the trust (beneficial owner). b. Registered Holder: 275 Invest Pty Ltd Mr Armstrong's father is the director of the registered holder and Mr Armstrong is a shareholder of the registered holder.
Date of change	14 December 2020
No. of securities held prior to change	a. 9,398,3400 (i) a. 1,350,000 (ii) b. 156,923 (i)
Class	i. Fully Paid Ordinary Shares ii. Unlisted Options exercisable at \$0.75, subject to vesting conditions

+ See chapter 19 for defined terms.

Number acquired	Nil
Number disposed	a. 3,000,000 Fully Paid Ordinary Shares transferred to a custodian pursuant to a Master Loan Agreement and Deed of Security
Value/Consideration Note: If consideration is non-cash, provide details and estimated valuation	Provision of a loan facility, with an amount equal to a 55% Loan to Value Ratio (estimated to be \$300,000)
No. of securities held after change	a. 6,398,3400 (i) a. 1,350,000 (ii) b. 156,923 (i)
Nature of change Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back	Off market share transfer

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.

Detail of contract	Master Loan Agreement and Deed of Security
Nature of interest	275 Invest 2 Pty Ltd, an entity controlled by Mr Armstrong, of which he is a director and shareholder, has entered into a Master Loan Agreement and Deed of Security in respect of 3,000,000 ordinary Identitii Limited shares. The loan facility provides 275 Invest with an ability to borrow against the value of the Identitii Limited shares held as collateral pursuant to the Deed of Security.
Name of registered holder (if issued securities)	HSBC Custody Nominees (Australia) Pty Ltd (the aforementioned custodian under the Deed of Security referred to above)
Date of change	14 December 2020
No. and class of securities to which interest related prior to change Note: Details are only required for a contract in relation to which the interest has changed	3,000,000 Fully Paid Ordinary Shares
Interest acquired	n/a
Interest disposed	n/a

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Value/Consideration Note: If consideration is non-cash, provide details and an estimated valuation	n/a
Interest after change	n/a

Part 3 – ⁺Closed period

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

⁺ See chapter 19 for defined terms.