

ASX Release

RE: IODM LIMITED (IOD) – CORRECTION TO APPENDIX 3B

The Company wishes to advise that the Appendix 3B issued on 28 December 2018 (December Appendix 3B) in relation to the issue of shares under its recent placement (as announced on 21 December 2018) contained an administrative error. Under the December Appendix 3B, 29,700,009 shares were purportedly issued under the Company's LR 7.1 placement capacity. However, due to an administrative error, the correct number of shares issued under LR 7.1 placement capacity was 23,704,124, and the number of shares issued under LR 7.1A placement capacity was 5,995,885. The Company apologises for any inconvenience caused, and has now rectified the error in the Appendix 3B attached to this announcement together with specific disclosures required for issues under LR 7.1A.

Further, the Company has now issued 3,600,000 shares to Directors Dr Paul Kasian and Mark Reilly due to their participation in the recent placement, as approved by members at the extraordinary general meeting held on 7 February 2019. For more information on the issue of shares to Directors, please see the Appendix 3B attached to this announcement together with the cleansing notice for the issue of shares without a disclosure document.



PETRINA HALSALL

COMPANY SECRETARY



Appendix 3B

New issue announcement, application for quotation of additional securities and agreement

*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 01/07/96 Origin: Appendix 5 Amended 01/07/98, 01/09/99, 01/07/00, 30/09/01,
11/03/02, 01/01/03, 24/10/05, 01/08/12, 04/03/13

Name of entity

IODM Limited

ABN

28 102 747 133

We (the entity) give ASX the following information.

Part 1 - All issues

You must complete the relevant sections (attach sheets if there is not enough space).

- | | | |
|---|---|--|
| 1 | +Class of +securities issued or to be issued | Fully paid ordinary shares |
| 2 | Number of +securities issued or to be issued (if known) or maximum number which may be issued | (a) 3,600,000
(b) Nil, please see response in 6 |
| 3 | Principal terms of the +securities (e.g. if options, exercise price and expiry date; if partly paid +securities, the amount outstanding and due dates for payment; if +convertible securities, the conversion price and dates for conversion) | Fully paid ordinary shares |

+ See chapter 19 for defined terms.

Appendix 3B

New issue announcement

4 Do the ⁺securities rank equally in all respects from the ⁺issue date with an existing ⁺class of quoted ⁺securities? If the additional ⁺securities do not rank equally, please state: • the date from which they do • the extent to which they participate for the next dividend, (in the case of a trust, distribution) or interest payment • the extent to which they do not rank equally, other than in relation to the next dividend, distribution or interest payment	Yes
5 Issue price or consideration	(a) \$0.015 per share (b) Not applicable, please see Q6(b) below
6 Purpose of the issue (If issued as consideration for the acquisition of assets, clearly identify those assets)	(a) Proceeds will be used to - fund an expansion of the architecture due to increased tender book - fund an increase in the sales team - fund an expectant increase in working capital (b) No shares have been issued. Instead, a purpose of this Appendix 3B is to rectify the disclosure under the Appendix 3B lodged on 28 December 2018. (December 3B). Under the December 3B, 29,700,009 shares were purportedly issued under the Company's LR 7.1 placement capacity. However, due to an administrative error, the correct number of shares issued under LR 7.1 placement capacity was 23,704,124, and the number of shares issued under LR 7.1A placement capacity was 5,995,885.
6a Is the entity an ⁺eligible entity that has obtained security holder approval under rule 7.1A? If Yes, complete sections 6b – 6h <i>in relation to the ⁺securities the subject of this Appendix 3B</i>, and comply with section 6i	Yes

⁺ See chapter 19 for defined terms.

Appendix 3B
New issue announcement

6b	The date the security holder resolution under rule 7.1A was passed	21 November 2018
6c	Number of ⁺ securities issued without security holder approval under rule 7.1	N/A
6d	Number of ⁺ securities issued with security holder approval under rule 7.1A	(a) N/A (b) 5,995,885 fully paid ordinary shares
6e	Number of ⁺ securities issued with security holder approval under rule 7.3, or another specific security holder approval (specify date of meeting)	N/A
6f	Number of ⁺ securities issued under an exception in rule 7.2	(a) 3,600,000 fully paid ordinary shares (b) N/A
6g	If ⁺ securities issued under rule 7.1A, was issue price at least 75% of 15 day VWAP as calculated under rule 7.1A.3? Include the ⁺ issue date and both values. Include the source of the VWAP calculation.	(a) N/A (b) Yes 15 day VWAP was 0.0152 Issue Price was 0.0150 on 28 Dec 18 Data sourced from Yahoo Finance
6h	If ⁺ securities were issued under rule 7.1A for non-cash consideration, state date on which valuation of consideration was released to ASX Market Announcements	N/A
6i	Calculate the entity's remaining issue capacity under rule 7.1 and rule 7.1A – complete Annexure 1 and release to ASX Market Announcements	See Annexure 1
7	⁺ Issue dates Note: The issue date may be prescribed by ASX (refer to the definition of issue date in rule 19.12). For example, the issue date for a pro rata entitlement issue must comply with the applicable timetable in Appendix 7A. Cross reference: item 33 of Appendix 3B.	(a) 18 February 2019 (b) 28 December 2018

+ See chapter 19 for defined terms.

Appendix 3B
New issue announcement

	Number	⁺ Class
8	Number and ⁺ class of all ⁺ securities quoted on ASX (including the ⁺ securities in section 2 if applicable)	498,918,128 Fully paid ordinary shares

	Number	⁺ Class
9	Number and ⁺ class of all ⁺ securities not quoted on ASX (including the ⁺ securities in section 2 if applicable)	12,000,000 Options exercisable at \$ 0.04 on or before 31 March 2019 15,625,002 Options exercisable at \$ 0.05 on or before 31 March 2019 1,500,000 Options exercisable at \$ 0.01 on or before 30 June 2020 1,500,000 Options exercisable at \$ 0.012 on or before 30 June 2021 1,500,000 Options exercisable at \$ 0.016 on or before 30 June 2022 20,000,000 Options exercisable at \$ 0.0175 on or before 1 June 2020

10	Dividend policy (in the case of a trust, distribution policy) on the increased capital (interests)	N/A
----	--	-----

Part 2 - Pro rata issue

11	Is security holder approval required?	N/A
12	Is the issue renounceable or non-renounceable?	N/A
13	Ratio in which the ⁺ securities will be offered	N/A

⁺ See chapter 19 for defined terms.

14	+Class of +securities to which the offer relates	N/A
15	+Record date to determine entitlements	N/A
16	Will holdings on different registers (or subregisters) be aggregated for calculating entitlements?	N/A
17	Policy for deciding entitlements in relation to fractions	N/A
18	Names of countries in which the entity has security holders who will not be sent new offer documents Note: Security holders must be told how their entitlements are to be dealt with. Cross reference: rule 7.7.	N/A
19	Closing date for receipt of acceptances or renunciations	N/A

+ See chapter 19 for defined terms.

Appendix 3B
New issue announcement

20	Names of any underwriters	N/A
21	Amount of any underwriting fee or commission	N/A
22	Names of any brokers to the issue	N/A
23	Fee or commission payable to the broker to the issue	N/A
24	Amount of any handling fee payable to brokers who lodge acceptances or renunciations on behalf of security holders	N/A
25	If the issue is contingent on security holders' approval, the date of the meeting	N/A
26	Date entitlement and acceptance form and offer documents will be sent to persons entitled	N/A
27	If the entity has issued options, and the terms entitle option holders to participate on exercise, the date on which notices will be sent to option holders	N/A
28	Date rights trading will begin (if applicable)	N/A
29	Date rights trading will end (if applicable)	N/A
30	How do security holders sell their entitlements <i>in full</i> through a broker?	N/A
31	How do security holders sell <i>part</i> of their entitlements through a broker and accept for the balance?	N/A

+ See chapter 19 for defined terms.

32	How do security holders dispose of their entitlements (except by sale through a broker)?	N/A
33	+Issue date	N/A

Part 3 - Quotation of securities

You need only complete this section if you are applying for quotation of securities

34 Type of +securities
(tick one)

(a) ☒ +Securities described in Part 1

(b) ☐ All other +securities

Example: restricted securities at the end of the escrowed period, partly paid securities that become fully paid, employee incentive share securities when restriction ends, securities issued on expiry or conversion of convertible securities

Entities that have ticked box 34(a)

Additional securities forming a new class of securities

Tick to indicate you are providing the information or documents

- 35 ☐ If the +securities are +equity securities, the names of the 20 largest holders of the additional +securities, and the number and percentage of additional +securities held by those holders
- 36 ☐ If the +securities are +equity securities, a distribution schedule of the additional +securities setting out the number of holders in the categories
1 - 1,000
1,001 - 5,000
5,001 - 10,000
10,001 - 100,000
100,001 and over
- 37 ☐ A copy of any trust deed for the additional +securities

+ See chapter 19 for defined terms.

Appendix 3B

New issue announcement

Entities that have ticked box 34(b)

38	Number of ⁺ securities for which ⁺ quotation is sought	N/A	
39	⁺ Class of ⁺ securities for which quotation is sought	N/A	
40	Do the ⁺securities rank equally in all respects from the ⁺issue date with an existing ⁺class of quoted ⁺securities? If the additional ⁺securities do not rank equally, please state: • the date from which they do • the extent to which they participate for the next dividend, (in the case of a trust, distribution) or interest payment • the extent to which they do not rank equally, other than in relation to the next dividend, distribution or interest payment	N/A	
41	Reason for request for quotation now Example: In the case of restricted securities, end of restriction period (if issued upon conversion of another ⁺security, clearly identify that other ⁺security)	N/A	
42	Number and ⁺ class of all ⁺ securities quoted on ASX (including the ⁺ securities in clause 38)	Number	⁺ Class
		N/A	N/A

⁺ See chapter 19 for defined terms.

Quotation agreement

- 1 ⁺Quotation of our additional ⁺securities is in ASX's absolute discretion. ASX may quote the ⁺securities on any conditions it decides.
- 2 We warrant the following to ASX.
 - The issue of the ⁺securities to be quoted complies with the law and is not for an illegal purpose.
 - There is no reason why those ⁺securities should not be granted ⁺quotation.
 - An offer of the ⁺securities for sale within 12 months after their issue will not require disclosure under section 707(3) or section 1012C(6) of the Corporations Act.

Note: An entity may need to obtain appropriate warranties from subscribers for the securities in order to be able to give this warranty
 - Section 724 or section 1016E of the Corporations Act does not apply to any applications received by us in relation to any ⁺securities to be quoted and that no-one has any right to return any ⁺securities to be quoted under sections 737, 738 or 1016F of the Corporations Act at the time that we request that the ⁺securities be quoted.
 - If we are a trust, we warrant that no person has the right to return the ⁺securities to be quoted under section 1019B of the Corporations Act at the time that we request that the ⁺securities be quoted.
- 3 We will indemnify ASX to the fullest extent permitted by law in respect of any claim, action or expense arising from or connected with any breach of the warranties in this agreement.
- 4 We give ASX the information and documents required by this form. If any information or document is not available now, we will give it to ASX before ⁺quotation of the ⁺securities begins. We acknowledge that ASX is relying on the information and documents. We warrant that they are (will be) true and complete.



Date 25 FEBRUARY 2019

(Company secretary)

Print name: PETRINA HALSALL

⁺ See chapter 19 for defined terms.

Appendix 3B – Annexure 1

Calculation of placement capacity under rule 7.1 and rule 7.1A for eligible entities

Introduced 01/08/12 Amended 04/03/13

Part 1

Rule 7.1 – Issues exceeding 15% of capital	
Step 1: Calculate “A”, the base figure from which the placement capacity is calculated	
Insert number of fully paid +ordinary securities on issue 12 months before the +issue date or date of agreement to issue	425,497,582
Add the following: - Number of fully paid +ordinary securities issued in that 12 month period under an exception in rule 7.2 - Number of fully paid +ordinary securities issued in that 12 month period with shareholder approval <i>Note:</i> - Include only ordinary securities here – other classes of equity securities cannot be added - Include here (if applicable) the securities the subject of the Appendix 3B to which this form is annexed - It may be useful to set out issues of securities on different dates as separate line items	24 - Conversion of performance shares to ordinary shares 3,600,000 – share placement
Subtract the number of fully paid +ordinary securities cancelled during that 12 month period	Nil
“A”	429,097,606

+ See chapter 19 for defined terms.

Step 2: Calculate 15% of “A”	
“B”	0.15 <i>[Note: this value cannot be changed]</i>
Multiply “A” by 0.15	64,364,641
Step 3: Calculate “C”, the amount of placement capacity under rule 7.1 that has already been used	
Insert number of +equity securities issued or agreed to be issued in that 12 month period <i>not counting</i> those issued: - Under an exception in rule 7.2 - Under rule 7.1A - With security holder approval under rule 7.1 or rule 7.4 Note: <i>This applies to equity securities, unless specifically excluded – not just ordinary securities</i> <i>Include here (if applicable) the securities the subject of the Appendix 3B to which this form is annexed</i> <i>It may be useful to set out issues of securities on different dates as separate line items</i>	N/A 14,800,000 – 28 June 2018 6,666,667 - 17 Aug 2018 12,500,000 – 17 Aug 2018 6,153,846 – 10 Dec 2018 23,704,124 – 28 Dec 2018
“C”	63,824,637
Step 4: Subtract “C” from [“A” x “B”] to calculate remaining placement capacity under rule 7.1	
“A” x 0.15 <i>Note: number must be same as shown in Step 2</i>	64,364,461
Subtract “C” <i>Note: number must be same as shown in Step 3</i>	63,824,637
Total [“A” x 0.15] – “C”	539,824 <i>[Note: this is the remaining placement capacity under rule 7.1]</i>

+ See chapter 19 for defined terms.

Part 2

Rule 7.1A – Additional placement capacity for eligible entities	
Step 1: Calculate “A”, the base figure from which the placement capacity is calculated	
“A” <i>Note: number must be same as shown in Step 1 of Part 1</i>	429,097,606
Step 2: Calculate 10% of “A”	
“D”	0.10 <i>Note: this value cannot be changed</i>
Multiply “A” by 0.10	42,909,760
Step 3: Calculate “E”, the amount of placement capacity under rule 7.1A that has already been used	
Insert number of +equity securities issued or agreed to be issued in that 12 month period under rule 7.1A Notes: • <i>This applies to equity securities – not just ordinary securities</i> • <i>Include here – if applicable – the securities the subject of the Appendix 3B to which this form is annexed</i> • <i>Do not include equity securities issued under rule 7.1 (they must be dealt with in Part 1), or for which specific security holder approval has been obtained</i> • <i>It may be useful to set out issues of securities on different dates as separate line items</i>	5,995,885 - 28 Dec 2018
“E”	5,995,885

+ See chapter 19 for defined terms.

Step 4: Subtract “E” from [“A” x “D”] to calculate remaining placement capacity under rule 7.1A	
“A” x 0.10 <i>Note: number must be same as shown in Step 2</i>	42,909,760
Subtract “E” <i>Note: number must be same as shown in Step 3</i>	5,995,885
Total [“A” x 0.10] – “E”	36,913,875 <i>Note: this is the remaining placement capacity under rule 7.1A</i>

+ See chapter 19 for defined terms.

25 February 2019

ASX Release

DISCLOSURE UNDER ASX LISTING RULE 7.1A.4(B) AND 3.10.5A

In relation to the Placement advised in the Appendix 3B released to the ASX on 28 December 2018 and in accordance with ASX Listing Rules 7.1A.4(b) and 3.10.5A the Company makes the following disclosures in respect of the Placement:

- (a) The Company issued 5,995,885 of the 29,700,009 shares under Listing Rule 7.1A. The securities issued resulting in the following dilution to existing holders of ordinary securities
 - Number of fully paid ordinary shares on issue prior to the Placement of securities under LR 7.1A was 489,322,219.
 - Number of fully paid ordinary shares on issue following this issue of securities under LR 7.1A was 495,318,104.
 - Percentage of voting dilution due to the portion of shares that are issued under LR 7.1A following the issue is 1.29% with the total dilution due to the Placement being 5.99%.
- (b) The Company issued shares as a placement to professional and sophisticated investors as this was considered to be the most expedient mechanism for raising funds in a timely manner. The Company is grateful for the support of its long-term shareholders.
- (c) No underwriting agreements were entered into with respect to the Placement.
- (d) Cashel House was Manager to the Placement and received an amount of 7.5% of the dollar amount raised under the Placement for professional and sophisticated investors.

For and on behalf on the Board.



Petrina Halsall

Company Secretary

IODM Limited



25 February 2019

Australian Securities Exchange
Rialto Tower, 525 Collins Street,
Melbourne , Vic, 3000

SECTION 708A(5)E NOTICE

ISSUE OF SECURITIES WITHOUT A DISCLOSURE DOCUMENT

This notice is given by IODM Limited (ASX Code: IOD) (the **Company** or **IODM**) under section 708A(5)(e) of the *Corporations Act 2001* (Cth) (**Corporations Act**).

IODM confirms that:

the Company issued the following securities in the Company

Type	Shares
Class(Description)	Ordinary fully paid
ASX Code	IOD
Date of Issue	18 February 2019
Number Issued	3,600,000
Issue Price per security	\$ 0.015

1. The new shares were issued without disclosure in accordance with Part 6D.2 of the Act;
2. As at the date of this notice, IODM has complied with:
 - (a) the provisions of Chapter 2M of the Corporations Act as they apply to IODM; and
 - (b) section 674 of the Corporations Act.
3. As at the date of this notice, there is no excluded information of the type referred to in sections 708A(7) and 708A(8) of the Corporations Act that is required to be set out in this notice under section 708A(6)(e) of the Corporations Act.





Rein In Receivables

📍 Level 5, 22 Albert Road
South Melbourne, VIC, 3205
☎ 03 8396 5890
🌐 www.iodm.com.au

Yours faithfully,

PETRINA HALSALL

COMPANY SECRETARY