

# **identitii Limited**

(ABN 83 603 107 044)

## **Supplementary Prospectus**

### **1. Important Information**

This is a supplementary prospectus issued by identitii Limited (ABN 83 603 107 044) (**Company**). It supplements, and is intended to be read with the Replacement Prospectus dated 22 August 2018 relating to the offer of Shares to raise up to \$11,000,000 (**Replacement Prospectus**).

This supplementary prospectus is dated 4 September 2018 and was lodged with the Australian Securities and Investments Commission (**ASIC**) on that date. None of ASIC, the ASX and their respective officers take responsibility for the contents of this supplementary prospectus.

The information set out below is taken to be included in the Replacement Prospectus. Except where defined in this supplementary prospectus, capitalised terms have the meaning set out in the Replacement Prospectus.

Other than the changes set out in this supplementary prospectus, all other details in relation to the Replacement Prospectus remain unchanged. If there is a conflict between the Replacement Prospectus and this supplementary prospectus, this supplementary prospectus will prevail.

This supplementary prospectus and the Replacement Prospectus may be viewed on the Company's website at [www.identitii.com](http://www.identitii.com).

This is an important document and should be read in its entirety. If you do not understand it you should consult your professional advisers without delay.

### **2. Purpose of this Document**

The purpose of this supplementary prospectus is to advise investors that the Company appointed a new independent Non-Executive Director to the Board, Mr Peter Lloyd on 4 September 2018.

The Company does not consider that any of the information in this supplementary prospectus is materially adverse from the point of view of a potential investor, but given the purpose of the Replacement Prospectus, the Company wishes to ensure that it is updated to reflect certain events that have taken place since it was lodged with ASIC and correct and clarify information contained in the Replacement Prospectus.

### **3. Appointment of Non-Executive Director**

- 3.1. Amend Section 6.1 (Board of Directors) on page 73 of the Replacement Prospectus to include the following:

#### **MR. PETER LLOYD (INDEPENDENT NON-EXECUTIVE DIRECTOR)**

(Appointed September 2018)

- Peter has over 40 years' experience in computing technology, having worked for both computer hardware and software providers. For the past 35 years, he has been specifically involved in the provision of payments solutions for banks and financial institutions.
- He is currently the proprietor of The Grayrock Group Pty Ltd, a management consultancy company focusing on the payments industry and is a Non-Executive Director of Taggle Pty Ltd. He has a successful record in Australia and abroad, in executive and non-executive roles for public companies including those listed on ASX.

- Having worked extensively in Australia, the US and Asia Pacific, Mr Lloyd has previously held roles as Chief Operating Officer for payments switching platform provider, Distra Pty Ltd, Asia Pacific Regional Manager for Faster payments provider VocaLink Inc, Asia Pacific Regional Director Efunds International Inc, and Senior VP (Americas) for Dynasty Technologies.
- Currently, Peter is a non-executive director of ASX listed entities Integrated Research Limited (since July 2010) which is a global provider of scalable, customisable solutions designed to manage continuity-critical IT infrastructure, payments and communications ecosystems, and Flamingo AI Limited (since April 2018) which is an Australian SaaS company based in Sydney and New York providing Cognitive Virtual Assistant (AI) platforms designed for enterprises selling and servicing complex products online.

3.2. Amend Section 1.5 (Directors and Key Management), paragraph headed “Who are the Directors of identitii and what is their experience?” on page 20 of the Replacement Prospectus by including “**Mr. Peter Lloyd – Non-Executive Director**”.

3.3. Amend Section 6.1.1 (Independence) on page 74 of the Replacement Prospectus to include the following:

The Board considers that Peter Lloyd is an independent Director, free from any business or any other relationship that could materially interfere with, or could reasonably be perceived to interfere with, the independent exercise of the Director’s judgement and each is able to fulfil the role of an independent Director for the purposes of the ASX Recommendations.

3.4. Amend Section 6.3.2 (Director Interests & Remuneration), paragraph headed “Non-Executive Directors” on page 78 of the Replacement Prospectus to include the following:

The annual directors’ fee agreed to be paid by identitii to Mr. Peter Lloyd is \$50,000.

#### **4. Directors’ consent and authorisation**

In accordance with section 720 of the Corporations Act, each Director has authorised and consented to the lodgement of this supplementary prospectus with ASIC and has not withdrawn that consent prior to its lodgement with ASIC. This supplementary prospectus has been signed by Nicholas Armstrong, for and on behalf of the Company.



Nicholas Armstrong  
**Executive Director**