



9 August 2021

Client Market Services
NZX Limited
Level 1, NZX Centre
11 Cable Street
Wellington 6011

ASX Limited
525 Collins Street
Melbourne VIC 3000, Australia

**NOTICE PURSUANT TO CLAUSE 20(1)(a) OF SCHEDULE 8 TO THE FINANCIAL MARKETS
CONDUCT REGULATIONS 2014**

- 1 ikeGPS Group Limited (NZX/ASX: IKE) (*IKE*) has announced that intends to undertake a capital raising, comprising of a placement and a share purchase plan, under each of which new fully paid ordinary shares in IKE of the same class as already quoted on the NZX Main Board of NZX Limited and the Australian Securities Exchange operated by ASX Limited will be offered (*Offer*).
- 2 Pursuant to clause 20(1)(a) of Schedule 8 to the Financial Markets Conduct Regulations 2014 (*FMC Regulations*), the Financial Markets Conduct Act 2013 (*FMCA*) and the Australian Corporations Act 2001 (Cth) (*Corporations Act*), IKE states that:
 - 2.1 IKE is making the Offer in reliance upon the exclusion in clause 19 of Schedule 1 to the FMCA; and
 - 2.2 IKE is giving this notice under:
 - (a) clause 20(1)(a) of Schedule 8 to the FMC Regulations;
 - (b) paragraph 708A(12G) of the Corporations Act, as notionally inserted by ASIC Instrument 16-1121; and
 - (c) ASIC Corporations (Share and Interest Purchase Plans) Instrument 2019/547 as amended by ASIC Instrument 21-0685.
- 3 IKE will issue the relevant securities under the Offer without disclosure to investors under Part 6D.2 of the Corporations Act.
- 4 As at the date of this notice:

ikeGPS Inc.

Level 7, 186 Willis St
Wellington 6011

- 4.1 IKE is in compliance with the continuous disclosure obligations that apply to it in relation to ikeGPS's quoted ordinary shares;
 - 4.2 IKE is in compliance with its financial reporting obligations (as defined in clause 20(5) of Schedule 8 to the FMC Regulations);
 - 4.3 IKE has complied with its obligations under Rule 1.15.2 of the listing rules of ASX Limited; and
 - 4.4 there is no information that is "excluded information" as defined in clause 20(5) of Schedule 8 to the FMC Regulations in respect of IKE.
- 5 The Offer is not expected to have any effect on the control of IKE within the meaning set out in clause 48 of Schedule 1 to the FMCA.

This notice has been authorised for release to NZX and ASX by:

Stephen Fairbrother

Chief Financial Officer
ikeGPS Group Limited