

6 March 2015

COMPLETION OF THE ACQUISITION OF ISIGNTHIS BV & ISX IP LTD AND RE-COMPLIANCE CONFIRMATIONS

The Company is pleased to confirm the satisfaction of all conditions precedent and that completion of the acquisition by the Company of 100% of the issued share capital of iSignthis B.V. and ISX IP Ltd (together known as "iSignthis") pursuant to the Share Sale and Purchase Agreement and the issue of the following Consideration Securities to the iSignthis vendors occurred on 5 March 2015.

	Ordinary Shares	Class A Performance Shares	Class B Performance Shares	Class C Performance Shares
Consideration Securities	298,333,333	112,222,222	112,222,222	112,222,222

The Consideration Securities are to be restricted from the date of issue until the date that is 24 months after the date on which the Company's securities are reinstated following compliance with Chapters 1 and 2 of the Listing Rules.

Close of Offer and Issue of Public Offer Shares

The Company also confirms the close of the offer and that the conditions to the Offer have been satisfied. The Company confirms the issue on 5 March 2015 of 103,333,333 fully paid ordinary shares at an issue price of \$0.03 per share in accordance with the Company's Prospectus dated 22 December 2014, (as amended by the Supplementary Prospectus dated 29 January 2015), and as approved by shareholders on 22 December 2014.

Cash Shortfall

According to the terms of the Share Sale and Purchase Agreement the Company may issue up to 56,666,667 additional Shares to the Vendor for the Cash Shortfall Amount if the Company has less than \$1,700,000 cash at bank at Completion (less certain costs relating to the Offer and Acquisition).

The Company has reconciled the cash balance upon receipt of third party cost invoices in relation to the Offer and Acquisition, estimation of costs where invoices have not been received and made necessary adjustments in regards to GST subject

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to a BAS statement being lodged in April 2015 for the current quarter. The Cash Shortfall Amount is calculated as being \$336,028.

The Company and the Vendor have agreed to a further issue of shares to the value of \$300,000 (equating to 10,000,000 shares) as settlement subject to no further costs in excess of \$10,000 being received. Should additional costs be presented the Company will issue further shares to the vendor for the total cash shortfall amount less \$300,000.

The additional Shares issued to the Vendors will be subject to the same escrow provisions as other Shares issued.

Warranty Claim Amount

The Company may also issue up to 159,666,667 additional Shares for a Warranty Claim Amount (assuming the maximum aggregate amount that can be issued to the Vendor for a Warranty Claim Amount).

At present, the Company is not aware of any event or reason to issue additional Shares to the Vendor for any Warranty Claim.

Any additional Shares issued to the Vendors will be subject to the same escrow provisions as other Shares issued.

Performance Shares - Reporting

Under the terms of the Sale and Purchase Agreement between the Company and iSignthis B.V and ISX IP Ltd, the vendors have been issued with Performance Shares as follows;

112,222,222 Class A Performance Shares
112,222,222 Class B Performance Shares
112,222,223 Class C Performance Shares

The Company will disclose the following details in each annual report, annual audited accounts, half yearly report and quarterly cash flow report issued by the Company in respect of any period during which any of the performance shares remain on issue or were converted or cancelled:

- (a) The number of performance shares on issue during the period.

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- (b) A summary of the terms and condition of the performance shares, including without limitation the number of ordinary shares into which they are convertible and the milestones that have to be satisfied in order for the performance shares to be converted.
- (c) Whether any of the performance shares were converted or cancelled during that period.
- (d) Whether a milestone for the performance shares was met during that period.

The Company will also disclose the following in item 9 of each Appendix 3B lodged by the Company while any of the performance shares remain on issue:

- (a) The number of performance shares on issue at the time of lodgment of the Appendix 3B.
- (b) The conversion ratio of the performance shares into ordinary shares upon achievement of a relevant milestone.

Change of company name and ASX Code

As part of Completion Otis Energy Limited has changed its name to iSignthis Ltd (effective 22 December 2014) as approved by shareholders at the Company's general meeting held on 22 December 2014.

The Company will be reinstated under new ASX code "ISX" which became effective on 25 February 2015.

Status of Contracts

Acquisition Agreement – The terms and conditions of the Acquisition Agreement between Otis Energy Limited and iSignthis have been met and the agreement has completed.

Cygnnet Mandate – The capital raising per the Prospectus dated 22 December 2014, as amended by the Supplementary Prospectus dated 29 January 2015 has been successfully completed and Cygnnet has fulfilled their obligations under the mandate agreement. Cygnnet continues to provide advisory services to the company and will do so for a period of 12 months per the agreement.

Adelante Agreement – We confirm that there is no contractual impediment to the Company undertaking and performing its obligations pursuant to the service agreement between iSignthis and Adelante entered into on 29 November 2014.

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eMerchantPay Agreement - We confirm that there is no contractual impediment to the Company undertaking and performing its obligations pursuant to the service agreement between iSignthis and Adelante entered into on 29 May 2014.

Status of Patent Applications

Following the execution of the Share Sale and Purchase agreement, the Company instigated the transfer or registration of the granted or pending patents in to the name of ISX IP Ltd.

The following table reflects the current status as at 4 March 2015.

Official Number	Country	Case Status	Associate/Attorney	Assignment Status
2010100533	Australia	Certified	FB Rice	Transferred
2011235612	Australia	Registered	FB Rice	Transferred
2012261779	Australia	Pending	FB Rice	Transferred
112012024646-1	Brazil	Pending	Dannemann, Siemsen, Bigler & Ipanema Moreira	Sent to foreign associate for lodging
2791752	Canada	Pending	Norton Rose Fulbright Canada LLP	Sent to foreign associate for lodging
11761840.5	Europe	Pending	Urquhart-Dykes & Lord	Transferred
13109165.5	Hong Kong	Pending	Urquhart-Dykes & Lord	Lodged with Patent Office
2363/KOLNP/2012	India	Pending	S. Majumdar & Co	Lodged with Patent Office
PI2012004099	Malaysia	Pending	Patrick Mirandah Co	Lodged with Patent Office
601718	New Zealand	Accepted	FB Rice	Transferred
2.0118E+11	People's Republic of China	Pending	China Pat Intellectual Property Office	Transferred
10-2012-7027228	Republic of Korea	Pending	KBK & Associates	Transferred
2011120098	Portugal	Registered	Clarke, Modet & Co (Portugal)	Lodged with Patent Office
201206344-2	Singapore	Pending	Allen & Gledhill LLP	Transferred
2012/06455	South Africa	Accepted	Von Seidels	Lodged with Patent Office
2014/00709	South Africa	Pending	Von Seidels	Lodged with Patent Office
1251231-5	Sweden	Pending	Zacco	Sent to foreign associate for lodging
8620810	US	Registered	Kilpatrick Townsend and Stockton LLP	Transferred
14/535105	US	Pending	Kilpatrick Townsend and Stockton LLP	Sent to foreign associate for lodging

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No impediments to activities

The Company confirms that there are no legal, regulatory or contractual impediments to the Company undertaking activities the subject of the commitments disclosed in the Prospectus.

Financial Position

The Company confirms that there have been no material subsequent events to alter the Company's statement of financial position as detailed in the Prospectus.

Compliance with the ASX Listing Rules

The Company confirms that it is in compliance with the Listing Rules and in particular Listing Rule 3.1.

Todd Richards
Company Secretary

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