

InvestorInfo Limited
(ABN 22 088 838 779)

Supplementary Prospectus

This is a Supplementary Prospectus intended to be read with the Prospectus dated 13 February 2004 (**Prospectus**) relating to the 1 for 1 renounceable rights offer at 6.7 cents per share in INV to raise approximately \$3,600,000.

This Supplementary Prospectus is dated 21 April 2004 and was lodged with the Australian Securities and Investments Commission (**ASIC**) on 21 April 2004. None of ASIC, the ASX and their respective officers take responsibility for the contents of this Supplementary Prospectus.

Pursuant to Section 719(4) of the Corporations Act, the information set out below is taken to be included in the Prospectus. Terms defined in the Prospectus have the same meaning in this Supplementary Prospectus except where otherwise defined in this Supplementary Prospectus.

1. Chairman's Message

Dear Shareholder

As you may be aware from our earlier ASX announcements, the terms of the Rights Offer and the underwriting of the Rights Offer by Mr Anthony Young have been the subject of review by the Takeovers Panel. In response to its consideration, INV and Mr Young have each given undertakings to the Panel regarding the conduct of the Rights Offer and the underwriting.

As a result, INV has determined to offer existing shareholders the opportunity to subscribe for any shortfall in applications for New Shares arising under the Offer. The terms of this shortfall offer are set out in Section 9 of this Supplementary Prospectus.

This Supplementary Prospectus also provides further information regarding the underwriting and sub-underwriting arrangements now in place and the voting power that may be achieved by the underwriter and sub-underwriter should there be a shortfall in applications.

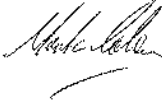
As you also may be aware, ASIC considered that the proposed use of funds raised under the Offer was not disclosed in sufficient detail. To address these concerns, further information regarding the proposed use of funds and the expansion strategy adopted by the Board are set out in this Supplementary Prospectus. The Directors believe that expansion of INV's business both through acquisition and organic growth are key to the long term success of the Company. The fundraising undertaken under this Offer places INV in a good position to capitalise on market opportunities as and when they arise.

The Rights Offer remains open to ensure that shareholders have adequate time to consider the disclosures in this Supplementary Prospectus, the offer period has been extended to 21 May 2004.

If you wish to take up your New Shares under the Offer and have not yet lodged your Application, you must lodge your Application and Application Monies by the extended closing date of 21 May 2004.

Once again, I warmly commend this Offer to you.

Yours sincerely,



Mark Cohen
Chairman

2. Interim Order

On 19 March 2004, ASIC issued an interim stop order in relation to the Prospectus. This interim order was replaced with a further order issued on 8 April 2004 on the same terms as the initial order. This Supplementary Prospectus addresses the points raised by ASIC and new circumstances since lodgement of the Prospectus.

As a result of the issue of this Supplementary Prospectus, the Directors of INV have resolved to defer the closing date. **The closing date is now 21 May 2004.**

Completed entitlement and acceptance forms must be forwarded to reach INV's registered office no later than 5.00 pm EST on 21 May 2004.

Accordingly, the Offer timetable is as set out below.

3. Summary of Key Dates

Closing date for lodgement of Entitlement and Acceptance Forms and Secondary Application Forms and payment in full	21 May 2004
Expected despatch of Shareholding statements and return of Secondary Application Monies	26 May 2004
Commencement of trading in New Shares on ASX	By 27 May 2004

The above dates are subject to change and are indicative only. INV reserves the right to amend this indicative timetable including, subject to the Corporations Act and the Listing Rules, to extend the closing date for receipt of applications.

4. Section 724 of the Corporations Act

In accordance with Section 724(2) of the Corporations Act, INV must give applicants that have already applied for Shares under the Prospectus, the opportunity to withdraw their application within one month of the date of this Supplementary Prospectus.

If you have lodged an Entitlement and Acceptance Form prior to the date of this Supplementary Prospectus and do not wish to proceed with your acceptance, the Company will refund your application monies. Any applicant wishing to withdraw their application and be repaid their application monies have until 5pm AEST on 21 May 2004 to withdraw their application and request a refund. To withdraw an application, applicants must complete and sign the attached Withdrawal Form and return it to INV by no later than 5.00pm on 21 May 2004. The details of the refund cheque (including the address to which it should be sent)

must match the details set out in the Entitlement and Acceptance Application Form lodged by that applicant.

5. Use of Proceeds of the Offer

As previously disclosed, the proceeds of the Rights Offer will be used by INV to fund future acquisition opportunities consistent with INV's growth and development strategy.

INV is a very small listed public company, capitalised at less than \$3.8 million. In June 2003, the board of INV conducted a review of INV's prospects. The results of that review recognised that INV's existing businesses were too small and that growth by acquisition as well as organic growth was integral to its status as a listed public company. The board of INV has long been of the view that INV's fixed cost infrastructure needs to be spread over more magazine titles beyond the financial services publications that had been the focus of INV's activities up to that time. Importantly, INV's small business base does not provide enough scale to generate sufficient growth organically.

This view was reiterated in INV's annual report for the financial year ending 30 June 2003:

"The Board is aggressively seeking acquisition opportunities in trade magazines, financial education and training and conferencing."

In his address to the 2003 annual general meeting as released to the market on 21 November 2003, the Managing Director of INV stated:

"Growth in the business will be sought both organically and through acquisition, and it will be also be sought both from within and outside the financial services and funds management industry."

In late 2003 and early 2004 INV engaged in due diligence and negotiations concerning the acquisition of the media assets of Retail and Technical Services Limited, an ASX listed company, carrying on business under the name Retail Media Group (**RMG**). These assets comprised mastheads for trade publications within the consumables sector of the market. Retail and Technical Services Limited is presently subject to a deed of company arrangement and discussions regarding the potential acquisition have not progressed since the commencement of the deed of company arrangement in late January 2004.

Prior to the execution of the deed of company arrangement, INV had lodged an offer to purchase RMG for a price of approximately \$3.3 million. While there have been no discussions with the deed administrator since late January 2004, the Board remained hopeful that negotiations may recommence. If negotiations do recommence, completion of the transaction will of course be subject to the satisfactory outcome of due diligence by INV as well as agreement as to the commercial terms of the transaction.

This experience together with other dealings with third parties has resulted in the Board accepting that the ready availability of funds to finance acquisitions is key to INV's ability to proceed with its acquisition strategy.

Since May 2003, the INV board has actively investigated 10 acquisition opportunities. Five of these potential acquisitions, if concluded on terms acceptable to INV, could be funded from the proceeds of the Rights Offer.

These opportunities all relate to the acquisition of trade magazines and journals, primarily outside the previous target sector of financial service publications. INV recognises that limiting its publications to financial services publications represents an unnecessary

restriction on its business activities and revenue base and hampers effective risk management through diversification. The Board has not and does not intend to limit the expansion strategy to any particular target industry or business sector. Rather, the focus will be on the aggregation of media assets that can demonstrate current profitability or the potential to achieve profitability through sharing of infrastructure efficiencies and the expansion of current circulation.

The Board remains of the view however that “newsstand” or general circulation publications are not suitable for acquisition by INV having regard to the circulation and therefore the infrastructure and working capital required for such publications to prove profitable.

Apart from the potential acquisition of RMG, INV is presently evaluating 5 other businesses that are perceived as complementary to INV’s existing business. These comprise:

1. The acquisition of media assets comprising high-quality industry-specific publications with a national circulation. The purchase price for these assets is presently assessed by INV to be in the range of \$4 - 5 million. The ability of INV to proceed with this acquisition would be dependent on both the ability of INV to fund the purchase price from the proceeds of the Rights Offer and other sources and its ability to generate profits from acquisition.
2. The acquisition of business assets comprising magazine titles focussing on the leisure industry. These titles also have a national circulation base. The purchase price for these assets is presently assessed by INV to be in the range of \$2 -3 million.
3. Two separate acquisitions of the business assets of 2 publishers. These assets comprise product catalogue business to business publications. Each of these businesses are presently loss making and the purchase price expectations of the vendors cannot presently be assessed. However, either acquisition would require INV to allocate working capital of up to \$1 million as well as assessment of cost cuts to return the businesses to profitability.
4. The acquisition of business assets with only 2 current titles targeting the education market. The purchase price commitment required by INV is expected to be significantly less than \$500,000 but to realise the perceived opportunities for growth an additional expenditure of up to \$1 million in expansion capital would be required.

Neither investigations nor negotiations regarding any of these acquisitions has progressed to a point that a binding contract or indeed a statement of intent of the parties has been executed. Of course INV is not currently in a position to proceed with all such acquisitions. Rather, the Board is seeking to identify one or more acquisitions where the purchase price, together with any necessary working capital and expansion capital, would be funded from the proceeds of this Offer.

As at the date of this Supplementary Prospectus, INV had cash at bank of around \$1,300,000. The Board has adopted a policy of ensuring it maintains free cash reserves of at least \$500,000 at all times to meet INV’s working capital requirements. The Board will review this policy in the context of its review of potential acquisitions.

No negotiations undertaken by the INV board for any potential acquisition has progressed to a stage where details of the proposed acquisition are sufficiently certain to announce to the market.

The decision to raise funds pursuant to the Prospectus is the direct result of INV’s experience in negotiating potential acquisitions and initial investigations into opportunities.

In these circumstances the INV board determined that the Rights Issue is essential to provide funds to INV in order to proceed with the expansion strategy adopted by the INV board.

6. Status of Takeover Panel Proceedings

As noted earlier in this Supplementary Prospectus, the terms of the Rights Offer and the underwriting of the Rights Offer by Mr Young have been the subject of review by the Takeovers Panel. The Takeovers Panel has indicated that it will accept certain undertakings from INV and Mr Young and the amendment of the Underwriting Agreement in the manner described in Sections 10 and 11 of this Supplementary Prospectus.

This Supplementary Prospectus includes an offer to applicants for New Shares to apply for any shortfall New Shares. See Section 9 of this Supplementary Prospectus for further details.

In addition, Mr Young has undertaken to divest himself of any shortfall New Shares which would take the relevant interest of Mr Young and his associates above 28.3% of the expanded capital of INV on a post-Rights Offer basis. See Section 11 of this Supplementary Prospectus for further details.

7. Shareholder Response to the Rights Offer

Based on indications INV has received from shareholders, INV estimates that the amount of the shortfall may be in the range of 20% to 25% of the total issued capital of INV on a post-Rights Offer basis. No indications of intention received to date are legally binding and therefore INV cannot be certain what the actual shortfall will be.

8. Sub-Underwriting

The Offer is now being partially sub-underwritten by John Caldon. Mr Caldon has agreed to accept up to 14,696,408 New Shares, being 27.4% of the New Shares from any shortfall under the Rights Offer.

Mr Caldon is not an associate of INV nor of any director of INV (including Mr Young).

As at the date of this Supplementary Prospectus Mr Caldon holds 1,590,883 INV shares and 5,180,208 entitlements to Rights.

In the event that Mr Caldon takes up 27.4% of the New Shares, the voting power in INV of Mr Caldon following the allotment or transfer of the New Shares to him will be less than 20% of INV following completion of the Rights Offer. Should Mr Caldon elect to participate in the secondary offer described in Section 9 or otherwise acquires Shares prior to the issue of New Shares under the Rights Offer, his capacity to take up New Shares under the sub-underwriting arrangements will be reduced accordingly.

Mr Caldon is not being paid any fee for sub-underwriting the Rights Offer.

9. Secondary Application

This Supplementary Prospectus contains an offer to every applicant for New Shares under the Rights Offer to apply for any shortfall New Shares not taken up under the Rights Offer (**Shortfall New Shares**)

Secondary Applications will be dealt with as follows:

- (a) An applicant, to apply for any of the Shortfall New Shares, must first have taken up all of their New Shares under the Rights Offer;
- (b) An applicant making a Secondary Application (**Secondary Applicant**) is entitled to apply for all or any part of the shortfall (**Shortfall New Shares**).
- (c) A Secondary Applicant will not be entitled to any Shortfall New Shares under the Secondary Application if the issue and allotment of those Shortfall New Shares will result in that Secondary Applicant's voting power in INV exceeding 20%.

Mr Young and his associates may participate in this secondary offer provided that the total number of New Shortfall Shares for which he and his associates applies is not more than 2,488,860 Shares. This would result in Mr Young achieving voting power in INV of 28.3% being the maximum percentage that Mr Young's voting power could increase to in accordance with the "creep" provision of Item 9, Section 611 of the Corporations Act, 2001 (which allows Mr Young to increase his relevant interest in INV Shares by 3% in a 6 month period) other than pursuant to his underwriting of the Rights Offer.

- (d) If the number of Shortfall New Shares sought under the Secondary Applications exceeds the actual number of Shortfall New Shares, applications will be scaled back in proportion to each Applicant's original allocation of Rights under the Offer (**Rights Entitlement**) in the following manner:
 - (i) INV will notionally divide up the Shortfall New Shares between the Secondary Applicants in proportion to each Secondary Applicant's Rights Entitlement as against the sum of the Rights Entitlements of all Secondary Applicants;
 - (ii) if any Secondary Applicant's notional allocation would exceed the number of Shortfall New Shares specified in their Secondary Application, INV will allocate that applicant the number of Shortfall New Shares specified in their Secondary Application, and remove those Shortfall New Shares and that Secondary Applicant from the allocation process; and
 - (iii) INV will repeat the processes in (i) and (ii) with the reduced number of Shortfall New Shares and the remaining Secondary Applicants until the allocation would not exceed any specified number of Shortfall New Shares set by a remaining Secondary Applicant, in which case all of the remaining Shortfall New Shares are divided between the remaining Secondary Applicants in accordance with (i).

For the assistance of INV investors, the following worked example is provided. The example assumes that there are 10,000,000 Shortfall New Shares and Secondary Applicants A, B and C have each lodged Secondary Applications for 5,000,000 Shortfall New Shares. This worked example also assumes that the Rights Entitlement of each of Secondary Applicants A, B and C to the Rights Offer were to 20,000,000, 10,000,000 and 5,000,000 New Shares respectively. The allocation in this Secondary Allocation in these circumstances would operate as follows:

- (i) Secondary Applicant A would be entitled to subscribe for 5,714,285 Shortfall New Shares being $\frac{20}{35} \times 10,000,000$ Shortfall Shares. This proportion represents Secondary Applicant A's Rights entitlement of 20,000,000 New Shares divided by the aggregate of Rights Entitlement of Secondary Applicants A, B and C. As this entitlement exceeds the 5,000,000 Shortfall

New Shares applied for, only 5,000,000 Shortfall New Shares will be issued to Secondary Applicant A;

- (ii) The remaining 5,000,000 Shortfall New Shares, being the aggregate of the notional allocation to Applicants B and C and balance of the notional allocation to Applicant A, will then be allocated among Shortfall Applicants B and C. B receives 3,333,333 Shortfall New Shares representing $10/15 \times 5,000,000$. The remaining 1,666,667 Shortfall New Shares will be issued to Shortfall Applicant C representing $5/15 \times 5,000,000$.
- (e) Secondary Applications will be dealt with in priority to the issue and allotment of any Shortfall New Shares to Mr Young under the Underwriting Agreement.

The application price for Shortfall New Shares is 6.7 cents, the same price as New Shares are offered under the Rights Offer.

If you wish to participate in the Secondary Application, complete the accompanying Secondary Application Form in accordance with the instructions set out on that form. You must also provide payment with your Secondary Application to cover all of the Shortfall New Shares for which you are applying.

You should then forward the completed Secondary Application Form together with subscription monies for the Shortfall New Shares referred to in your Secondary Application to reach INV's registered office at Level 5, 37-49 Pitt Street, Sydney NSW 2000 or GPO Box R1387 Royal Exchange NSW 1225, no later than 5.00pm Sydney time on the Closing Date.

If your allocation needs to be scaled back in accordance with paragraph (d) above, you will be provided with a refund of the balance of the Secondary Application monies as well as your allocated New Shares.

Any Shortfall New Shares not subscribed for under Secondary Applications will revert to the Underwriter, to be dealt with in accordance with the Underwriting Agreement and the undertakings set out in Section 11.

The number of Shortfall New Shares available to Secondary Applicants will be determined within 5 business days of the Closing Date. Shortfall New Shares issued to Secondary Applicants will be issued at the same time as all the other New Shares under the Rights Offer. If you are a Secondary Applicant, you will be notified of your share of the shortfall at the time of despatch of holding statements for New Shares under the Rights Offer.

New Shares (including Shortfall New Shares) are expected to be issued and allotted and shareholding statements despatched on a date before 27 May 2004.

10. Underwriting Agreement

As disclosed in Section 10.5 of the Prospectus, Anthony Young, a director and substantial shareholder of INV (**Underwriter**) will underwrite the issue of the New Shares under the Rights Offer.

By letter of the same date as this Supplementary Prospectus, INV and Mr Young have agreed to amend the Underwriting Agreement with the effect that the Underwriter no longer has the right to terminate the Underwriting Agreement where a person, other than the Underwriter or any of his associates, acquires a relevant interest in more than 20% of the issued ordinary share capital of INV and maintains that interest for period of more than 14 days.

The Underwriter has also confirmed the waiver of his right to terminate the Underwriting Agreement as a result of the issue of the interim stop order the commencement and outcome of the determinations of the takeovers panel in relation to the Rights Offer.

On the assumption that Shareholders take up their entitlement as expected by INV, Mr Caldon performs his sub-underwriting obligations as outlined in Section 8 and no Shareholders take up their entitlement to participate in the Shortfall Application, the maximum voting power of the Underwriter in INV on completion of the Rights Offer will be 33.5%. However, see Section 11 for details of Mr Young's undertaking to sell down New Shares to ensure his voting power is reduced to or below 28.3%.

11. Undertaking by Underwriter

Mr Young has undertaken that he will sell any Shortfall New Shares he is obliged to take up under the Underwriting Agreement which, when aggregated with the existing post-Rights Offer INV shares in which Mr Young or his associates have a relevant interest, exceed 28.3% of the expanded capital of INV (**Excess Shares**). 28.3% is the maximum percentage that Mr Young's voting power could increase to in accordance with the "creep" provision of Item 9, Section 611 of the Corporations Act, 2001 (which allows Mr Young to increase his relevant interest in INV Shares by 3% in a 6 month period) other than pursuant to his underwriting of the Rights Offer.

If the number of Excess Shares is equal to or less than 5% of INV's share capital after the Rights Offer, Mr Young has undertaken to arrange for the sale of the Excess Shares within 3 months of the issue of the Shortfall Shares.

If the number of Excess Shares is more than 5% of the total post-Rights Offer INV share capital, Mr Young has undertaken to immediately transfer (for no consideration) all of the Excess Shares to a trustee approved by the Panel on the basis that the trustee will transfer Shares to Mr Young as and when he sells Excess Shares. Any Excess Shares retained by the trustee for Mr Young after 3 months must then be sold by a broker appointed by the trustee in a manner that the broker considers will achieve the best possible price, provided that the broker must sell all remaining Excess Shares within 1 month of its appointment, and remit the proceeds of sale (net of costs, including the broker's commission) to the trustee to hold for Mr Young.

Mr Young has also undertaken not to exercise the right to vote attaching to the Excess Shares at any general meeting called by INV prior to Mr Young divesting himself of the Excess Shares.

12. General

The Underwriter has given, and at the time of lodging this Prospectus, has not withdrawn his consent to be named as Underwriter in the form and context in which he is named. The Underwriter takes no responsibility for any part of this Prospectus other than the references to his name.

Mr Caldon has given, and at the time of lodging this Supplementary Prospectus, has not withdrawn his consent to be named in this Supplementary Prospectus in the form and context in which he is named. Mr Caldon takes no responsibility for any part of this Supplementary Prospectus other than the references to his name.

This Supplementary Prospectus is governed by the laws of the State of New South Wales.

This Prospectus has been approved by unanimous resolution of the Directors of InvestorInfo Limited.

Dated 21 April 2004

A handwritten signature in black ink, appearing to read 'Paul Osborne', written in a cursive style.

Paul Osborne
Managing Director