



m2m Corporation Limited
ABN 34 006 648 835

17 April 2009

**THE MANAGER
COMPANY ANNOUNCEMENTS OFFICE
ASX LIMITED**

c/- KR Corporate Compliance Pty Ltd
Level 2, 90 William Street,
Melbourne Australia 3000
Telephone +61 3 9605 5917
Facsimile +61 3 9605 5928

Dear Sir

**re: m2m CORPORATION LIMITED
ISSUE OF SHARES**

At the General Meeting of shareholders held on 31 March 2009 approval was given for the issue of five (5) million new shares to Melbourne Capital Limited arising from:

In January 2009 the Company concluded a Capital Raising Mandate (“the Mandate”) with Melbourne Capital Limited for the Placement, using the Directors 15 per cent placement power, of up to a further 100 million new ordinary fully paid shares in the issued share capital of m2m Corporation Limited to institutional; professional and sophisticated investor clients of Melbourne Capital Limited.

As announced on 27 January 2009 Melbourne Capital Limited successfully completed the placement of the full 100 million shares at an issue price of A\$0.004 a share to raise, in total, A\$400,000.00 in new equity capital.

As part of the mandate engagement terms Melbourne Capital Limited was, subject to shareholder approval, entitled to receive 5 million new ordinary fully paid shares as a fee for services provided in the equity raising

Attached for release to the market is an Appendix 3B covering the allotment today of the five (5) million new shares to Melbourne Capital Limited.

For further information, please contact Executive Chairman, Ian Clarkson on 0438 399 751.

Yours faithfully
m2m Corporation Limited

A handwritten signature in black ink, appearing to read 'Mourice Garbutt'.

per Mourice Garbutt
Company Secretary

m2m asx\3b 5 m shares 17 04 09

About m2m Corporation Limited

m2m Corporation Limited (ASX: MCL) (“m2m” or “the Company”) is an ASX-listed technology investment company. The Company has active investments in Telecommunications and Broadband Telephony, Online Portal and Software Development and Digital Video. (www.m2mcorp.com.au)

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 1/7/96. Origin: Appendix 5. Amended 1/7/98, 1/9/99, 1/7/2000, 30/9/2001, 11/3/2002, 1/1/2003, 24/10/2005.

Name of entity

m2m CORPORATION LIMITED

ABN

34 006 648 835

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 | ORDINARY |
| 2 | Number of +securities issued or to be issued (if known) or maximum number which may be issued | 5,000,000 |
| 3 | Principal terms of the +securities (eg, 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) | Issue of new shares to Melbourne Capital Limited as approved by shareholders at General Meeting on 31 March 2009 – Resolution No.3 |

+ See chapter 19 for defined terms.

Appendix 3B
New issue announcement

<p>4 Do the +securities rank equally in all respects from the date of allotment with an existing +class of quoted +securities?</p> <p>If the additional securities do not rank equally, please state:</p> <ul style="list-style-type: none"> • 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 	<p>Yes</p>						
<p>5 Issue price or consideration</p>	<p>Issue Price of A\$0.004 a share for a total consideration of \$20,000.00</p>						
<p>6 Purpose of the issue (If issued as consideration for the acquisition of assets, clearly identify those assets)</p>	<p>As scrip consideration for settlement of fee for services provided by Melbourne Capital Limited in assisting in the raising of \$400,000 in new equity capital in January 2009</p>						
<p>7 Dates of entering +securities into uncertificated holdings or despatch of certificates</p>	<p>17 April 2009</p>						
<p>8 Number and +class of all +securities quoted on ASX (<i>including</i> the securities in clause 2 if applicable)</p>	<table border="1"> <thead> <tr> <th data-bbox="774 1299 1029 1377">Number</th> <th data-bbox="1029 1299 1327 1377">+Class</th> </tr> </thead> <tbody> <tr> <td data-bbox="774 1377 1029 1444">1,147,205,551</td> <td data-bbox="1029 1377 1327 1444">ORDS ("MCL")</td> </tr> <tr> <td data-bbox="774 1444 1029 1568">29,729,249</td> <td data-bbox="1029 1444 1327 1568">OPTIONS ("MCLO") – February 2010 (20 cent)</td> </tr> </tbody> </table>	Number	+Class	1,147,205,551	ORDS ("MCL")	29,729,249	OPTIONS ("MCLO") – February 2010 (20 cent)
Number	+Class						
1,147,205,551	ORDS ("MCL")						
29,729,249	OPTIONS ("MCLO") – February 2010 (20 cent)						
<p>9 Number and +class of all +securities not quoted on ASX (<i>including</i> the securities in clause 2 if applicable)</p>	<table border="1"> <thead> <tr> <th data-bbox="774 1568 1029 1646">Number</th> <th data-bbox="1029 1568 1327 1646">+Class</th> </tr> </thead> <tbody> <tr> <td data-bbox="774 1646 1029 1780">500,000</td> <td data-bbox="1029 1646 1327 1780">OPTIONS ("MCLAI") – April 2010 (30 cent)</td> </tr> </tbody> </table>	Number	+Class	500,000	OPTIONS ("MCLAI") – April 2010 (30 cent)		
Number	+Class						
500,000	OPTIONS ("MCLAI") – April 2010 (30 cent)						
<p>10 Dividend policy (in the case of a trust, distribution policy) on the increased capital (interests)</p>	<p>All ordinary shares rank equally</p>						

+ See chapter 19 for defined terms.

Part 2 - Bonus issue or pro rata issue

- | | | |
|----|---|--|
| 11 | Is security holder approval required? | |
| 12 | Is the issue renounceable or non-renounceable? | |
| 13 | Ratio in which the +securities will be offered | |
| 14 | +Class of +securities to which the offer relates | |
| 15 | +Record date to determine entitlements | |
| 16 | Will holdings on different registers (or subregisters) be aggregated for calculating entitlements? | |
| 17 | Policy for deciding entitlements in relation to fractions | |
| 18 | Names of countries in which the entity has +security holders who will not be sent new issue documents

<small>Note: Security holders must be told how their entitlements are to be dealt with.
Cross reference: rule 7.7.</small> | |
| 19 | Closing date for receipt of acceptances or renunciations | |
| 20 | Names of any underwriters | |
| 21 | Amount of any underwriting fee or commission | |
| 22 | Names of any brokers to the issue | |
-

+ See chapter 19 for defined terms.

Appendix 3B
New issue announcement

- 23 Fee or commission payable to the broker to the issue
- 24 Amount of any handling fee payable to brokers who lodge acceptances or renunciations on behalf of +security holders
- 25 If the issue is contingent on +security holders' approval, the date of the meeting
- 26 Date entitlement and acceptance form and prospectus or Product Disclosure Statement will be sent to persons entitled
- 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
- 28 Date rights trading will begin (if applicable)
- 29 Date rights trading will end (if applicable)
- 30 How do +security holders sell their entitlements *in full* through a broker?
- 31 How do +security holders sell *part* of their entitlements through a broker and accept for the balance?
- 32 How do +security holders dispose of their entitlements (except by sale through a broker)?
- 33 +Despatch date

Part 3 - Quotation of securities

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

+ See chapter 19 for defined terms.

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

Entities that have ticked box 34(b)

38 Number of securities for which +quotation is sought

39 Class of +securities for which quotation is sought

+ See chapter 19 for defined terms.

Appendix 3B
New issue announcement

40 Do the +securities rank equally in all respects from the date of allotment 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

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)

42 Number and +class of all +securities quoted on ASX (including the securities in clause 38)

Number	+Class

+ 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 not available now, 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.



17th April 2009

Sign here:Date:
(Company secretary)

MOURICE R GARBUTT

Print name:

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+ See chapter 19 for defined terms.