



DRONESHIELD

 @DroneShield
www.droneshield.com
ABN 26 608 915 859

11 December 2019

ASX Market Announcements Office
ASX Limited
20 Bridge Street
SYDNEY NSW 2000

EGM Presentation

In accordance with ASX Listing Rule 3.13.3, attached is a copy of the presentation to be delivered at the EGM at 11.00am today.

For more information, please contact the undersigned on (+61 2) 9995 7280.

Yours faithfully

Carla Balanco
Company Secretary
DroneShield Limited
Level 5, 126-130 Phillip Street,
SYDNEY NSW 2000



DRONESHIELD

EGM Presentation (ASX:DRO)

11 December 2019



RECENT DEVELOPMENTS

- The Company raised \$9,550,000 in new capital in August, from a substantially institutional investor base, transforming, expanding and further institutionalising its share register, providing market liquidity, and securing its capital base for a long-term runway
 - Current bank balance is approx \$6.3m (with additional customer receipts expected prior to quarter end)
- DroneShield has received approximately \$3m in customer cash receipts and grants for Jan-Sep 2019, compared to \$1.8m for the entire CY2018
- The Australian Department of Defence placed the first substantial order with DroneShield – for its recently released RfPatrol™ product, in the amount of \$700,000
 - A further \$300k order has been received from the Australian DoD this quarter
- Sales from BT partnership are expected to accelerate following DroneShield's certification by UK's Centre for Protection of the National Infrastructure (CPNI)
- The Company continued to progress multiple substantial contracts globally, with a key potential bid for an order in the amount of \$60 million - \$70 million having progressed from the preferred bidder status to a negotiated form of agreement.¹
- The majority of the customer payments for the existing \$3m order book are expected by end of 1Q20



DroneShield products at STC (Saudi Telecom) stand at GITEX exhibition in Dubai

¹ Necessarily, not all, and there can be no assurance that any, of the Company's sales opportunities will result in sales



RESOLUTION 1: RATIFICATION OF PRIOR ISSUE OF PLACEMENT SHARES

Resolution 1 is as follows:

- ▶ To consider and, if thought fit, to pass, with or without amendment, the following resolution as an **ordinary resolution**:

“That, for the purposes of ASX Listing Rule 7.4 and for all other purposes, Shareholders ratify the issue of 28,412,123 Shares on the terms and conditions set out in the Explanatory Statement.”

Proxy votes received:

For	Against	Open	Abstain
73,890,196	4,685,661	833,139	226,523
93.05%	5.90%	1.05%	



RESOLUTION 2: RATIFICATION OF PRIOR ISSUE OF PLACEMENT SHARES

Resolution 2 is as follows:

- ▶ To consider and, if thought fit, to pass, with or without amendment, the following resolution as an **ordinary resolution**:

“That, for the purposes of ASX Listing Rule 7.4 and for all other purposes, Shareholders ratify the issue of 19,337,877 Shares on the terms and conditions set out in the Explanatory Statement.”

Proxy votes received:

For	Against	Open	Abstain
74,045,039	4,540,818	833,139	216,523
93.23%	5.72%	1.05%	



RESOLUTION 3: ISSUE OF OPTIONS

Resolution 3 is as follows:

- ▶ To consider and, if thought fit, to pass, with or without amendment, the following resolution as an **ordinary resolution**:

“That, for the purposes of ASX Listing Rule 7.1 and for all other purposes, approval is given for the Company to issue 10,000,000 Options on the terms and conditions set out in the Explanatory Statement.”

Proxy votes received:

For	Against	Open	Abstain
76,657,526	1,872,536	816,771	288,686
96.61%	2.36%	1.03%	



RESOLUTION 4: AMENDMENT OF AUGUST ZEPOS

Resolution 4 is as follows:

- ▶ To consider and, if thought fit, to pass, with or without amendment, the following resolution as an **ordinary resolution**:

“That, for the purposes of ASX Listing Rule 6.23.4 and for all other purposes, approval is given for the Company to amend the vesting condition of the August Zepos which were issued to Directors, on the terms and conditions set out in the Explanatory Statement.”

Proxy votes received:

For	Against	Open	Abstain
68,713,186	4,731,551	1,133,370	611,977
92.14%	6.34%	1.52%	



RESOLUTION 5: AMENDMENT OF OCTOBER ZEPOS

Resolution 5 is as follows:

- ▶ To consider and, if thought fit, to pass, with or without amendment, the following resolution as an **ordinary resolution**:

“That, for the purposes of ASX Listing Rule 6.23.4 and for all other purposes, approval is given for the Company to amend the vesting condition of the October Zepos which were issued to management and employees, on the terms and conditions set out in the Explanatory Statement.”

Proxy votes received:

For	Against	Open	Abstain
73,188,621	4,701,551	1,133,370	611,977
92.62%	5.95%	1.43%	



RESOLUTION 6: APPROVAL OF ISSUE OF ZERO EXERCISE PRICE OPTIONS TO DIRECTOR – PETER JAMES

Resolution 6 is as follows:

- ▶ To consider and, if thought fit, to pass, with or without amendment, the following resolution as an **ordinary resolution**:

“That, for the purposes of section 195(4) and section 208 of the Corporations Act, ASX Listing Rule 10.11 and for all other purposes, approval is given for the Company to issue 397,500 Options to Peter James (or his nominee) on the terms set out in the Explanatory Statement.”

Proxy votes received:

For	Against	Open	Abstain
65,790,454	12,827,391	852,900	164,774
82.79%	16.14%	1.07%	



RESOLUTION 7: APPROVAL OF ISSUE OF ZERO EXERCISE PRICE OPTIONS TO DIRECTOR – OLEG VORNIK

Resolution 7 is as follows:

- ▶ To consider and, if thought fit, to pass, with or without amendment, the following resolution as a **ordinary resolution**:

“That, for the purposes of section 195(4) and section 208 of the Corporations Act, ASX Listing Rule 10.11 and for all other purposes, approval is given for the Company to issue 750,000 Options to Oleg Vornik (or his nominee) on the terms set out in the Explanatory Statement.”

Proxy votes received:

For	Against	Open	Abstain
69,695,788	5,344,057	852,900	42,774
91.83%	7.04%	1.12%	



RESOLUTION 8: APPROVAL OF ISSUE OF ZERO EXERCISE PRICE OPTIONS TO DIRECTOR – ROBERT CLISDELL

Resolution 8 is as follows:

- ▶ To consider and, if thought fit, to pass, with or without amendment, the following resolution as an **ordinary resolution**:

“That, for the purposes of section 195(4) and section 208 of the Corporations Act, ASX Listing Rule 10.11 and for all other purposes, approval is given for the Company to issue 97,500 Options to Robert Clisdell (or his nominee) on the terms set out in the Explanatory Statement.”

Proxy votes received:

For	Against	Open	Abstain
65,042,019	12,835,123	852,900	160,042
82.61%	16.30%	1.08%	



RESOLUTION 9: ISSUE OF INCENTIVE OPTIONS TO DIRECTOR – PETER JAMES

Resolution 9 is as follows:

- ▶ To consider and, if thought fit, to pass, with or without amendment, the following resolution as an **ordinary resolution**:

“That, for the purposes of section 195(4) and section 208 of the Corporations Act, ASX Listing Rule 10.14 and for all other purposes, approval is given for the Company to issue 397,500 Options to Peter James (or his nominee) under the Incentive Option Plan on the terms and conditions set out in the Explanatory Statement.”

Proxy votes received:

For	Against	Open	Abstain
69,045,317	4,863,137	1,085,873	195,757
92.07%	6.48%	1.45%	



RESOLUTION 10: ISSUE OF INCENTIVE OPTIONS TO DIRECTOR – OLEG VORNIK

Resolution 10 is as follows:

- ▶ To consider and, if thought fit, to pass, with or without amendment, the following resolution as an **ordinary resolution**:

“That, for the purposes of section 195(4) and section 208 of the Corporations Act, ASX Listing Rule 10.14 and for all other purposes, approval is given for the Company to issue 750,000 Options to Oleg Vornik (or his nominee) under the Incentive Option Plan on the terms and conditions set out in the Explanatory Statement.”

Proxy votes received:

For	Against	Open	Abstain
69,170,317	4,863,137	1,085,873	70,757
92.08%	6.47%	1.45%	



RESOLUTION 11: ISSUE OF INCENTIVE OPTIONS TO DIRECTOR – ROBERT CLISDELL

Resolution 11 is as follows:

- ▶ To consider and, if thought fit, to pass, with or without amendment, the following resolution as an **ordinary resolution**:

“That, for the purposes of section 195(4) and section 208 of the Corporations Act, ASX Listing Rule 10.14 and for all other purposes, approval is given for the Company to issue 97,500 Options to Robert Clisdell (or his nominee) under the Incentive Option Plan on the terms and conditions set out in the Explanatory Statement.”

Proxy votes received:

For	Against	Open	Abstain
69,045,317	4,863,137	1,085,873	195,757
92.07%	6.48%	1.45%	



RESOLUTION 12: APPROVAL OF ISSUE OF ZERO EXERCISE PRICE OPTIONS AND INCENTIVE OPTIONS TO MANAGEMENT AND EMPLOYEES

Resolution 12 is as follows:

- ▶ To consider and, if thought fit, to pass, with or without amendment, the following resolution as an **ordinary resolution**:

“That, for the purposes of ASX Listing Rule 7.1 and for all other purposes, approval is given for the Company to issue up to 9,010,000 Options to management and employees of the Company on the terms set out in the Explanatory Statement.”

Proxy votes received:

For	Against	Open	Abstain
76,704,386	1,617,062	937,900	176,171
96.78%	2.04%	1.18%	



Important Cautionary Note

The information contained in this document is for information purposes only and does not constitute financial product advice, legal advice, an offer to sell, or a solicitation of an offer to purchase, any securities. This document contains "forward-looking statements". Forward-looking statements include information concerning growth, pricing, future strategic objectives, business prospects, industry or market conditions, demand for and pricing of our products, regulatory developments and general economic conditions. In addition, words such as "believes," "expects," "anticipates," "intends," "plans," "estimates," "projects," "forecasts," and future or conditional verbs such as "will," "may," "could," "should," and "would," as well as all other statements that necessarily depend on future events, are intended to identify forward-looking statements. Forward-looking statements are not guarantees, and they involve risks, uncertainties and assumptions. Although DroneShield Ltd ("DRO") make such statements based on assumptions that it believes to be reasonable, there can be no assurance that actual results will not differ materially from those expressed in the forward-looking statements. DRO cautions investors not to rely unduly on any forward-looking statements and expressly disclaims any obligation to update any forward-looking statement in the event it later turns out to be inaccurate, whether as a result of new information, future events or otherwise. Particular uncertainties that could cause DRO's forward-looking statements to be materially different from what transpires in the future include: patent approval (or a lack thereof), pricing of product, customer acquisition, team expansion, ability to compete, changes in law, economic and financial conditions, availability and cost of funding, the impact of regulation and regulatory, investigative and legal proceedings and legal compliance risks, press coverage, and other factors. This document refers to DRO's sales pipeline and specific sales opportunities. However, none of the sales opportunities listed have resulted in sales and, necessarily, not all (and there can be no assurance that any) of these sales opportunities will result in sales. This document is subject to modification and amendment from time to time. The delivery of this document shall not, under any circumstances, create any implication that there has been no change in the affairs of DRO since the date hereof, or that the information herein is correct as of any date subsequent to the date hereof. To the full extent permitted by law, none of DRO's, DroneShield, LLC's or any of their respective shareholders or members, or any shareholders, members, partners, directors, managers, officers, employees, advisers, counsel, agents or other affiliates of DRO, DroneShield, LLC or any of their respective shareholders or members, or any party involved in creating, producing, or delivering this document, shall be liable for any direct, incidental, consequential, indirect, punitive or other damages that result, or arise, from or in connection with, or are related to the use of, or the inability to use, this document or the content thereof.

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