

Minimum-Holding Share Buy-Back

DataDot Technology Limited (ASX:DDT) (**DataDot**) is pleased to announce that it has today instituted an off-market share buy-back facility (**Buy-Back Facility**) to buy-back all the shares held by shareholders who held unmarketable parcels of shares in DataDot (valued at less than \$500) (**Eligible Shareholders**) as at 7:00pm (Sydney time) on Wednesday, 30 November 2022 (**Record Date**).

The Buy-Back Facility will allow Eligible Shareholders to sell their shares back to DataDot at \$0.006 per share (**Buy-Back Price**), being the volume-weighted average price for the five-day trading period preceding the Record Date. Shares purchased by DataDot under the Buy-Back Facility will be cancelled in accordance with the Corporations Act 2001 (Cth).

Based on the buy-back price of \$0.006 per share as at the Record Date, an unmarketable parcel of shares in DataDot is any shareholding of 83,334 shares or less. DataDot shareholders who held 83,335 shares or more as at the Record Date will not be eligible to participate in the Buy-Back Facility.

DataDot is offering to buy-back unmarketable parcels under the Buy-Back Facility to assist Eligible Shareholders to sell and realise their shares without incurring brokerage and other expenses. DataDot will pay for all costs related with the Buy-Back Facility (excluding tax consequences from the buy-back which remains the shareholder's responsibility) and expects to reduce administrative costs associated with maintaining a large number of very small holdings.

Eligible Shareholders will have their DataDot shares bought back by DataDot at the Buy-Back Price in full unless they opt-out or increase their shareholding to more than 83,334 shares by 5:00pm (Sydney time) on Friday, 20 January 2023 (**Closing Time**).

DataDot is sending the attached letter to Eligible Shareholders (**Shareholder Letter**). The Shareholder Letter encloses relevant documents and provides more information about the Buy-Back Facility, including the procedure for opting-out of the Buy-Back Facility.

This announcement is authorised for release by the Board.

For further details contact:

DataDot Technology Limited
Gordon Ogborne, Company Secretary
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Phone: +61 2 8977 4900

About DataDot: DataDot Technology Limited provides world leading asset identification, management, protection and authentication solutions that deliver great value to customers. For more information please visit www.datadotdna.com.



7 December 2022

Dear Shareholder

OFFER FROM DATADOT TECHNOLOGY LTD TO BUY-BACK UNMARKETABLE PARCELS OF SHARES

This letter contains important information about your shareholding in DataDot Technology Limited.

I am writing to you as a shareholder with an unmarketable parcel of shares in DataDot Technology Limited (ASX: DDT) (**DDT**) as at 7:00 pm (Sydney time) on Wednesday, 30 November 2022 (**Record Date**).

In order to reduce the administrative and registry costs for DDT that are associated with unmarketable parcels, as well as to allow eligible shareholders to dispose of their shares without incurring brokerage fees and other expenses, the Board of DDT has instituted an off-market share buy-back (**Buy-Back**) to buy back all the shares held by shareholders who held an unmarketable parcel of shares in DDT (**Eligible Shareholders**) as at the Record Date.

The Buy-Back will be undertaken under the terms set out in this letter (and the accompanying additional important information) and in accordance with the DDT constitution, the listing rules of the Australian Securities Exchange (**ASX Listing Rules**) and the procedure in Division 2 of Part 2J.1 of the *Corporations Act 2001* (Cth) (**the Corporations Act**).

The Buy-Back is not considered to be material and the number of shares that may be potentially acquired is less than 4% of DDT's share capital as of the date of the Record Date.

Under the ASX Listing Rules, any shareholding in DDT valued at less than \$500 is considered to be an "unmarketable parcel" of shares (**Unmarketable Parcel**). Based on the share register as of the Record Date and a buy-back price of \$0.006 (being the volume-weighted average price for the five-day trading period preceding the Record Date) (**Buy-Back Price**):

- An Unmarketable Parcel of shares is any shareholding of 83,334 shares or less;
- Approximately 3.39% of DDT's non-escrowed shares are held by shareholders holding Unmarketable Parcels;
- 1,534 shareholders hold an Unmarketable Parcel, comprising 64.9% of DDT's total 2,362 shareholders; and
- The aggregate value of DDT shares held by Eligible Shareholders is \$252,716.31.

DDT will pay for all costs related to the Buy-Back (excluding tax consequences from the Buy-Back which remain the responsibility of Eligible Shareholders).



Shares that are purchased by DDT under the Buy-Back will be cancelled in accordance with the Corporations Act. This letter provides more information about the Buy-Back and the choices that are available to you. The Board of DDT wishes to remind you that as a valued shareholder, DDT will not buy back your shares if you wish to retain your shareholding.

Your choices

1. ***Have your Unmarketable Parcel bought-back by DDT*** - If you want DDT to buy back your Unmarketable Parcel at the Buy-Back Price of \$0.006 per share, ***you do not need to do anything***. By refraining from taking any action, you will be deemed to have irrevocably appointed DDT to buy back all your shares at the Buy-Back Price and to provide you with the proceeds of the Buy-Back as set out in this letter.
2. ***Retain your Unmarketable Parcel*** - If you do not want DDT to buy back your Unmarketable Parcel, then you must:
 - (a) opt-out of the Buy-Back by completing the enclosed, personalised Share Retention Form and returning it in accordance with the instructions on that form. Your completed Share Retention Form must be received by our share registry, Boardroom Pty Limited (**Boardroom**), by mail to Boardroom Pty Limited GPO Box 3993 Sydney NSW 2001 Australia or by email to corporateactions@boardroomlimited.com.au, by no later than 5:00 pm (Sydney time) on Friday 20 January 2023 (**Closing Time**). If your completed Share Retention Form is not received by Boardroom by the Closing Time, your shares will be bought back by DDT in accordance with the terms of the Buy-Back; OR
 - (b) acquire additional shares in DDT on-market so that your shareholding is noted on DDT's share register as being greater than 83,334 shares (that is, a marketable parcel) as at the Closing Time; OR
 - (c) if you hold shares in multiple shareholdings that together constitute a parcel of more than 83,334 shares, arrange to have those holdings merged into one shareholding that is noted on DDT's share register as being greater than 83,334 shares (that is, a marketable parcel) as at the Closing Time.

If you choose to complete and return a Share Retention Form as outlined in step 2(a) above, you are advised to allow reasonable time for it to be received by Boardroom by the Closing Time. If you choose to acquire additional shares or merge multiple shareholdings as outlined in step 2(b) or step 2(c) above, you are advised to allow reasonable time for these actions to be effected on DDT's share register by the Closing Time.



Key Dates for the Buy-Back

7:00pm (Sydney time) Wednesday, 30 November 2022	Record Date
Thursday, 1 December 2022	Formal announcement of the Buy-Back Facility to the ASX
Wednesday, 7 December 2022	Despatch of Shareholder Letters and Share Retention Forms to Eligible Shareholder
5:00pm (Sydney time) Friday, 20th January 2023	Closing Time for receipt of Share Retention Forms / period to opt-out of Buy-Back Facility
Wednesday, 25 January 2023	Announcement of outcome of the Buy-Back Facility to the ASX
Monday, 30 January 2023	<p>Eligible Shareholders whose shares were bought back under the Buy-Back Facility will have proceeds remitted to them and will be sent documentation advising them of the number of shares sold and the amount of proceeds remitted.</p> <p>Proceeds will be remitted to the bank account that the Eligible Shareholder has registered with Boardroom. If no bank account is registered, proceeds will be remitted by cheque mailed to the address that the shareholder has registered with Boardroom.</p>

Subject to the ASX Listing Rules, the Corporations Act and DDT's constitution, DDT may modify these dates and times, or change the terms or conditions of, suspend or terminate the Buy-Back. Any modification, suspension or termination will be notified by written notice to ASX.

For further important information about the Buy-Back, please read the 'Additional Important Information' and 'Frequently Asked Questions' sections below. If, after reading those sections, you still have questions or need further information, you may contact the DDT Buy- Back Information Line through Boardroom on 1300 737 760 (within Australia) or +61 2 9290 9600 (outside Australia).

Yours sincerely,

A handwritten signature in black ink, appearing to read "Gordon Ogborne". The signature is fluid and cursive, with the first name "Gordon" and last name "Ogborne" clearly distinguishable.

Gordon Ogborne
Company Secretary



Additional Important Information

1. The Buy-Back was first announced to ASX on Wednesday, 1 December 2022.
2. DDT is offering to buy back shares under the Buy-Back in accordance with the terms set out in this letter, in accordance with the DDT constitution, the procedure in Division 2 of Part 2J.1 of the Corporations Act and the ASX Listing Rules.
3. If a shareholder holds more than one Unmarketable Parcel, DDT will buy back each Unmarketable Parcel unless:
 - a) Boardroom receives a Share Retention Form for each Unmarketable Parcel that the shareholder wishes to retain; or
 - b) multiple Unmarketable Parcels are merged to form a marketable parcel of greater than 83,334 shares.
4. If you hold one or more Unmarketable Parcels in DDT on trust, DDT will only buy back those Unmarketable Parcels in respect of which it has not received a Share Retention Form. If the beneficial holder of an Unmarketable Parcel that you hold on trust wishes to retain their holding, you must submit a Share Retention Form for that particular Unmarketable Parcel.
5. It is important to note that the market price of DDT's shares may change from time to time. The Buy-Back Price may be more or less than the actual market price at the time of the Buy-Back and may not be the best price obtainable on the day on which your shares are bought back. Information on the price of DDT's shares can be obtained from the daily financial press or through the ASX website (www.asx.com.au) using DDT's ASX code, which is "DDT".
6. While DDT will pay for brokerage and handling costs associated with the buyback of shares through the Buy-Back, any taxation consequences from the buyback will be the shareholder's responsibility. If you have questions about taxation consequences, please seek the independent advice of a legal, financial or taxation adviser.
7. DDT makes no recommendation as to whether you should participate in this Buy-Back, whether or how you should sell your shares or the value of your shares. If you have questions about whether to retain or sell your shares, you should consult a legal, financial or taxation adviser.
8. Before a buyback is effected under the Buy-Back, DDT may revoke a notice given in relation to, or suspend or terminate the operation of the Buy-Back, either generally or in specific cases.
9. DDT reserves the right to change any of the dates, times, terms or conditions of this Buy- Back by written notice to ASX.
10. These Buy-Back documents (including the 'Additional Important Information' and 'Frequently Asked Questions') do not constitute advice, nor do they contain a recommendation to sell, buy or hold shares in DDT.



Frequently Asked Questions

Who is eligible to participate in this Buy-Back?

Under the ASX Listing Rules, any shareholding in DDT valued at less than \$500 is considered to be an “unmarketable parcel” of shares. Shareholders in DDT are eligible to participate in this Buy-Back if they held shareholdings in DDT valued at less than \$500 as of the Record Date (being 7:00 pm (Sydney) on Wednesday 30 November 2022). Based on the price of \$0.006 per share being the volume weighted-average price for the five trading days preceding the Record Date, an Unmarketable Parcel of shares in DDT is any shareholding of 83,334 shares or less. DDT shareholders who hold 83,335 shares or more as of the Record Date will not be eligible to participate in this Buy-Back.

If my shares are bought back through the Buy-Back, how much will I receive per share?

If your Unmarketable Parcel is bought back through the Buy-Back, you will receive the Buy- Back Price of \$0.006 per share. The Buy-Back Price has been determined using the volume weighted average price for the five trading days preceding the Record Date.

What do I need to do to sell my shares?

Nothing. Your Unmarketable Parcel will be bought back through the Buy-Back unless you return a Share Retention Form or increase your shareholding to more than 83,334 shares by the Closing Time.

If my shares are bought back through the Buy-Back, how much will I receive for all my shares?

The total price that you will receive for an Unmarketable Parcel if it is bought back through this Buy-Back will be the number of shares in that Unmarketable Parcel multiplied by the Buy-Back Price of \$0.006 per share. You can confirm the number of shares in your Unmarketable Parcel by reviewing the enclosed, personalised Share Retention Form or by contacting the DDT Buy-Back Information Line through Boardroom on 1300 737 760 (within Australia) or +61 2 9290 9600 (outside Australia) between 1 December 2022 and 20 January 2023, between the hours of 8:30 am to 5:00 pm Monday to Friday (Sydney time), noting the Closing Time for receipt of your Share Retention Form is 5:00 pm (Sydney time) on Friday, 20 January 2023.

Do I need to pay anything if I participate in the Buy-Back?

DDT will pay all costs and expenses arising in connection with the Buy-Back. Any tax consequences from the Buy-Back will be your responsibility.

If my shares are bought back through the Buy-Back, when will I receive the proceeds from the Buy-Back?

If your Unmarketable Parcel is bought back through the Buy-Back, the proceeds from that buyback will be remitted to you as soon as practicable after Monday 30 January 2023. Around that time, you will also receive documentation detailing the number of your shares that were bought back, and the amount of proceeds remitted to you. This documentation will be sent by mail or email if you have previously nominated to receive communication electronically.



What if I do not wish to sell my Unmarketable Parcel?

If you do not wish to sell your Unmarketable Parcel, you must return the Share Retention Form or increase your shareholding to more than 83,334 shares by the Closing Time.

If my shares are bought back through the Buy-Back, how will I receive the proceeds from the Buy-Back?

If your Unmarketable Parcel is bought back through the Buy-Back, the proceeds from that buyback will be paid into the bank account that you have nominated for your shareholding or by cheque to the postal address you have registered for your shareholding. You can update your bank account details by visiting www.investorserve.com.au or by contacting the DDT Buy-Back Information Line through Boardroom on 1300 737 760 (within Australia) or +61 2 9290 9600 (outside Australia) between 1 December 2022 and 20 January 2023, between the hours of 8:30 am to 5:00 pm Monday to Friday (Sydney time). If you are an issuer-sponsored shareholder and need to update your address, you can also do this at www.investorserve.com.au. If you have a CHESS-sponsored holding and need to update your address, you will need to contact your controlling participant. If you participate in the Buy-Back and would like your updated address or bank account details to be used when remitting proceeds and sending documentation to you, please ensure that these details are updated by the Closing Time.

What are the tax consequences of having my shares sold through the Buy-Back?

The tax outcomes of participating in the Buy-Back will vary depending on your circumstances and it is strongly recommended that you consult with your taxation professional regarding your particular circumstances.

Can I sell some but not all my shares through the Buy-Back?

No, you may not sell part of an Unmarketable Parcel through the Buy-Back. If you choose to participate in this Buy-Back, your entire Unmarketable Parcel will be bought back by DDT.

If I buy more shares, will my shareholding be bought back?

Your Unmarketable Parcel will not be bought back if you acquire additional shares in DDT so that your shareholding is noted on DDT's share register as being greater than 83,334 shares (that is, a marketable parcel) as at the Closing Time. Any additional shares acquired must be registered by the Closing Time, under the same name and address and with the same holder number (SRN or HIN) as set out in the accompanying Share Retention Form.

What do I do if I have multiple Unmarketable Parcels?

If there is more than one Unmarketable Parcel registered under your name, you will receive this letter and a personalised Share Retention Form for each of your Unmarketable Parcels. If you would like DDT to buy back each of your Unmarketable Parcels, you do not need to do anything, and all the Unmarketable Parcels registered in your name will be bought back.



If you would like to keep one or more of your Unmarketable Parcels, you may take one of the following actions:

1. Complete the enclosed, personalised Share Retention Form for each of the Unmarketable Parcels that you would like to keep and return it in accordance with the instructions on the Share Retention Form; or
2. acquire additional shares in DDT on-market so that each of the Unmarketable Parcels that you would like to keep is noted on DDT's share register as being greater than 83,334 shares (that is, a marketable parcel) as at the Closing Time; or
3. if the Unmarketable Parcels that you hold together constitute a parcel of more than 83,334 shares (that is, a marketable parcel), arrange to have those holdings merged into one shareholding that is noted on DDT's share register as being greater than 83,334 shares as at the Closing Time.

I need to update my address or bank account details. How do I do this?

You can update your bank account details by visiting www.investorserve.com.au or by contacting the DDT Buy-Back Information Line through Boardroom on 1300 737 760 (within Australia) or +61 2 9290 9600 (outside Australia) between 1 December 2022 and 20 January 2023, between the hours of 8:30 am to 5:00 pm Monday to Friday (Sydney time). If you are an issuer sponsored shareholder and need to update your address, you can also do this at www.investorserve.com.au. If you have a CHESS sponsored holding and need to update your address, you will need to contact your controlling participant. If you participate in the Buy-Back and would like your updated address or bank account details to be used when remitting proceeds and sending documentation to you, please ensure these details are updated by the Closing Time.

Who do I contact if I have further questions?

If you have any further questions about the information contained in this letter or about the Buy-Back, please contact the DDT Buy-Back Information Line through Boardroom on 1300 737 760 (within Australia) or +61 2 9290 9600 (outside Australia) between 1 December 2022 and 20 January 2023, between the hours of 8:30 am to 5:00pm Monday to Friday (Sydney time).