



ASX / Media Release

Results of 2023 Annual General Meeting

Fremont, California and Sydney, Australia; 13 June 2023 — Pivotal Systems Corporation (“Pivotal” or the “Company”) (ASX: PVS), a leading provider of innovative gas flow control (GFC) solutions to the semiconductor industry, advises the results of the Annual General Meeting (“AGM”) held virtually on Tuesday, 13 June 2023 (AEST).

No resolutions were withdrawn prior to the AGM. All resolutions were passed by way of a poll.

A copy of the final proxy and poll results are attached.

THIS RELEASE DATED 13 JUNE 2023 HAS BEEN AUTHORISED FOR LODGEMENT TO ASX BY THE CEO OF PIVOTAL SYSTEMS.

- ENDS -

For further information:

Investor Relations & Media (Australia):

Dr Thomas Duthy
Nemean Group
tduthy@pivotalsys.com
+61 402 493 727

ASX Representative:

Danny Davies
Company Matters Pty Ltd
davies@companymatters.com.au

If investors wish to subscribe to Pivotal Systems’ email alert service for ASX Announcements, please follow this [link](#).

About Pivotal Systems Corporation (ASX: PVS)

Pivotal Systems Corporation (ARBN 626 346 325), is a company incorporated in Delaware, USA, whose stockholders have limited liability. Pivotal Systems provides the best-in-class gas flow monitoring and control technology platform for the global semiconductor industry. The Company’s proprietary hardware and software utilizes advanced machine learning to enable preventative diagnostic capability resulting in an order of magnitude increase in fab productivity and capital efficiency for existing and future technology nodes. For more information on Pivotal Systems Corporation, visit <https://www.pivotalsys.com/>.

Notice to U.S. persons: restriction on purchasing CDIs

Pivotal Systems is incorporated in the State of Delaware and its securities have not been registered under the U.S. Securities Act of 1933 or the laws of any state or other jurisdiction in the United States. Trading of Pivotal Systems’ CHESS Depositary Interests (“CDIs”) on the Australian Securities Exchange is not subject to the registration requirements of the U.S. Securities Act in reliance on Regulation S under the U.S.

Pivotal Systems Corporation
ARBN 626 346 325
48389 Fremont Blvd. Suite 100, Fremont, CA, 94538
Phone +1 (510) 770 9125, Fax +1 (510) 770 9126
Web / <https://www.pivotalsys.com>



Securities Act and a related 'no action' letter issued by the U.S. Securities and Exchange Commission to the ASX in 2000. As a result, the CDIs are "restricted securities" (as defined in Rule 144 under the U.S. Securities Act) and may not be sold or otherwise transferred except in transactions exempt from, or not subject to, the registration requirements of the U.S. Securities Act. For instance, U.S. persons who are qualified institutional buyers ("QIBs", as defined in Rule 144A under the U.S. Securities Act) may purchase CDIs in reliance on the exemption from registration provided by Rule 144A. To enforce the transfer restrictions, the CDIs bear a FOR Financial Product designation on the ASX. This designation restricts CDIs from being purchased by U.S. persons except those who are QIBs. In addition, hedging transactions with regard to the CDIs may only be conducted in compliance with the U.S. Securities Act.

As required by section 251AA(2) of the Corporations Act 2001 (Commonwealth) the following statistics are provided in respect of each resolution on the agenda.

Resolution Voted on at the meeting			Proxy Votes (as at proxy close)				Total votes cast in the poll (where applicable)			Result
No	Short Description	Strike Y/N/NA	For	Against	Discretionary (open votes)	Abstain	For	Against	Abstain **	
1	RATIFICATION OF ARMANINO LLP AS AUDITOR FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2022	NA	452,679,024 99.98%	83,146 0.02%	0 0.00%	0	452,679,024 99.98%	83,146 0.02%	0	Carried
2	RE-ELECTION OF DAVID MICHAEL AS A DIRECTOR	NA	400,052,917 90.63%	41,338,824 9.37%	0 0.00%	10,679,808	400,052,917 90.63%	41,338,824 9.37%	10,679,808	Carried
3	ISSUE OF OPTIONS TO CEO AND DIRECTOR, KEVIN HILL	NA	406,849,503 90.55%	42,380,697 9.45%	0 0.00%	3,448,824	406,849,503 90.55%	42,538,843 9.45%	3,448,824	Carried
4	APPROVAL TO ISSUE 125,790,414 CDIS TO ANZU PARTNERS, LLC, AS PART OF THE SHORTFALL UNDER THE ENTITLEMENT OFFER	NA	161,276,711 52.35%	146,820,899 47.65%	0 0.00%	3,003,000	161,276,711 52.35%	146,820,899 47.65%	3,003,000	Carried
5	APPROVAL TO ISSUE 107,970,149 CDIS TO ANZU RBI MEZZANINE PREFERRED LLC AS PART OF THE SHORTFALL UNDER THE ENTITLEMENT OFFER	NA	400,014,044 89.08%	49,054,505 10.92%	0 0.00%	3,003,000	400,014,044 89.08%	49,054,505 10.92%	3,003,000	Carried
6	RATIFICATION OF AGREEMENT TO ISSUE BROKER OPTIONS TO FOSTER STOCKBROKING PTY LIMITED	NA	410,966,522 90.77%	41,792,648 9.23%	0 0.00%	3,000	410,966,522 90.77%	41,792,648 9.23%	3,000	Carried
7	RATIFICATION OF AGREEMENT TO ISSUE BROKER OPTIONS TO JP EQUITY HOLDINGS PTY LTD	NA	410,966,522 90.77%	41,792,648 9.23%	0 0.00%	3,000	410,966,522 90.77%	41,792,648 9.23%	3,000	Carried
8	APPROVAL OF 10% PLACEMENT FACILITY	NA	403,289,714 89.16%	49,020,632 10.84%	0 0.00%	451,824	403,289,714 89.16%	49,020,632 10.84%	451,824	Carried
9	APPROVAL OF 2022 EQUITY INCENTIVE PLAN (AS AMENDED)	NA	401,918,581 88.91%	50,152,968 11.09%	0 0.00%	0	401,918,581 88.91%	50,152,968 11.09%	0	Carried

** - Note that votes relating to a person who abstains on an item are not counted in determining whether or not the required majority of votes were cast for or against that item