

Notice of Annual General Meeting

CCP Technologies Limited ACN 009 213 754

Notice is given that the Annual General Meeting of CCP Technologies Limited ACN 009 213 754 (**Company** or **CCP**) will be held at:

Location	BDO Melbourne Tower 4, Collins Square Level 18, 727 Collins Street Melbourne, Victoria Australia
Date	Monday, 26 November 2018
Time	11.30am (Melbourne time)

Ordinary Business

Financial statements and reports

To consider and receive the Financial Report, the Directors' Report and the Auditor's Report for the year ended 30 June 2018.

Resolution 1 - Directors' remuneration report

To consider and, if in favour, pass the following resolution in accordance with section 250R(2) of the *Corporations Act*:

- 1 'That the Remuneration Report be adopted.'

Note: This resolution shall be determined under section 250R(2) of the Corporations Act. Votes must not be cast on this resolution by Key Management Personnel and closely related parties in contravention of section 250R or 250BD Corporations Act. Restrictions also apply to votes cast as proxy unless exceptions apply.

The Directors abstain, in the interests of corporate governance, from making a recommendation in relation to this resolution.

Re-election of Directors

To consider and, if in favour, pass the following resolutions as ordinary resolutions:

Resolution 2 - Re-election of Mr Leath Nicholson

- 2 'That Mr Leath Nicholson, a Non-Executive Director, who retires by rotation in accordance with Article 13.5 of the Constitution, and being eligible, be re-elected as a Director of the Company.'

Note: Information about the candidate appears in the Explanatory Memorandum.

The Directors (with Mr Leath Nicholson abstaining) recommend that you vote in favour of this resolution.

Special business

Resolution 3 - Ratification of previous issue of 21,739,126 Shares to professional and sophisticated investors

To consider and, if thought fit, to pass the following ordinary resolution:

- 3 'That for the purposes of Listing Rule 7.4 and for all other purposes, approval be given for the previous issue of 21,739,126 Shares issued at \$0.023 per Share to various professional and sophisticated investors for the purpose of funding the Company's working capital.'

The Directors recommend that you vote in favour of this resolution.

Resolution 4 - Ratification of previous issue of 550,000 Shares to TMT Analytics

To consider and, if thought fit, to pass the following ordinary resolution:

- 4 'That for the purposes of Listing Rule 7.4 and for all other purposes, approval be given for the previous issue of 550,000 Shares in lieu of cash payment for consulting services provided to the Company in accordance with the engagement letter between the Company and TMT Analytics Pty. Ltd. as detailed in the Explanatory Memorandum.'

The Directors recommend that you vote in favour of this resolution.

Resolution 5 - Ratification of previous issue of 960,183 Shares to Shed Connect

To consider and, if thought fit, to pass the following ordinary resolution:

- 5 'That for the purposes of Listing Rule 7.4 and for all other purposes, approval be given for the previous issue of 960,183 Shares in lieu of cash payment for consulting services provided to the Company in accordance with the agreement between the Company and Shed Connect Pty Limited as detailed in the Explanatory Memorandum.'

The Directors recommend that you vote in favour of this resolution.

Resolution 6 - Ratification of previous issue of 43,062,350 Shares to Strategic Investors

To consider and, if thought fit, to pass the following ordinary resolution:

- 6 'That for the purposes of Listing Rule 7.4 and for all other purposes, approval be given for the previous issue of 43,062,350 Shares issued at \$0.020 per Share to Strategic Investors for the purpose of funding the Company's working capital.'

The Directors recommend that you vote in favour of this resolution.

Resolution 7 - Ratification of previous issue of 1,527,777 Shares to StocksOnline

To consider and, if thought fit, to pass the following ordinary resolution:

- 7 'That for the purposes of Listing Rule 7.4 and for all other purposes, approval be given for the previous issue of 1,527,777 Shares in lieu of cash payment for consulting services provided to the Company in accordance with the agreement between the Company and StocksOnline Pty Ltd as detailed in the Explanatory Memorandum.'

The Directors recommend that you vote in favour of this resolution.

Resolution 8 - Ratification of previous issue of 14,124,192 Shares to professional and sophisticated investors

To consider and, if thought fit, to pass the following ordinary resolution:

- 8 'That for the purposes of Listing Rule 7.4 and for all other purposes, approval be given for the previous issue of 14,124,192 Shares issued at \$0.015 per Share to various professional and sophisticated investors for the purpose of funding the Company's working capital.'

The Directors recommend that you vote in favour of this resolution.

Resolution 9 - Approval for issue of 43,062,350 Placement Options to Strategic Investors

To consider and, if thought fit, to pass the following ordinary resolution:

- 9 'That for the purposes of Listing Rule 7.1 and for all other purposes, approval be given for the issue of 43,062,350 Placement Options exercisable at \$0.030 per option within 24 months to the Strategic Investors, as part of the placement announced on 17 July 2018 as detailed in the Explanatory Memorandum.'

The Directors recommend that you vote in favour of this resolution.

Resolution 10 - Approval for issue of 43,478 Shares to Ms Karen Davy

To consider and, if thought fit, to pass the following ordinary resolution:

- 1 'That for the purposes of Listing Rule 10.14 and for all other purposes, approval be given for the issue of 43,478 Shares to Ms Karen Davy, a related party to a director of the Company, (or her nominee) under the Employee Share Option Plan, as detailed in the Explanatory Memorandum.'

The Directors, with Mr White abstaining recommend that you vote in favour of this resolution.

Resolution 11 - Approval for issue of Shares to Director – Mr Michael White

To consider and, if thought fit, to pass the following ordinary resolution:

- 2 'That for the purposes of Listing Rule 10.11 and for all other purposes, approval be given for the issue of 3,357,824 Shares to Mr Michael White, a Director of the Company, (or his nominee), as part of his short-term incentive payment for the financial year ended 30 June 2018, as detailed in the Explanatory Memorandum.'

The Directors, with Mr White abstaining, recommend that you vote in favour of this resolution.

Resolution 12 - Approval for issue of Shares to Director – Mr Anthony Rowley

To consider and, if thought fit, to pass the following ordinary resolution:

- 3 'That for the purposes of Listing Rule 10.11 and for all other purposes, approval be given for the issue of 3,357,824 Shares to Mr Anthony Rowley, a Director of the Company, (or his nominee), as part of his short-term incentive payment for the financial year ended 30 June 2018, as detailed in the Explanatory Memorandum.'

The Directors, with Mr Rowley abstaining, recommend that you vote in favour of this resolution.

Resolution 13 - Approval for issue of Shares to Director – Mr Adam Gallagher

To consider and, if thought fit, to pass the following ordinary resolution:

- 4 'That for the purposes of Listing Rule 10.11 and for all other purposes, approval be given for the issue of 2,058,824 Shares to Mr Adam Gallagher, a Director of the Company, (or his nominee), as part of his remuneration for the financial year ending 30 June 2019, as detailed in the Explanatory Memorandum.'

The Directors, with Mr Gallagher abstaining, recommend that you vote in favour of this resolution.

Resolution 14 - Approval for issue of Shares to Director – Mr Leath Nicholson

To consider and, if thought fit, to pass the following ordinary resolution:

- 5 'That for the purposes of Listing Rule 10.11 and for all other purposes, approval be given for the issue of 2,176,471 Shares to Mr Leath Nicholson, a Director of the Company, (or his nominee), as part of his remuneration for the financial year ending 30 June 2019, as detailed in the Explanatory Memorandum.'

The Directors, with Mr Nicholson abstaining, recommend that you vote in favour of this resolution.

Resolution 15 - Approval for issue of Shares to Director – Mr Anoosh Manzoori

To consider and, if thought fit, to pass the following ordinary resolution:

- 6 'That for the purposes of Listing Rule 10.11 and for all other purposes, approval be given for the issue of 2,058,824 Shares to Mr Anoosh Manzoori, a Director of the Company, (or his nominee), as part of his remuneration for the financial year ending 30 June 2019, as detailed in the Explanatory Memorandum.'

The Directors, with Mr Manzoori abstaining, recommend that you vote in favour of this resolution.

Resolution 16 - Approval of additional 10% capacity to issue Shares under Listing Rule 7.1A

To consider and, if in favour, to pass the following resolution as a special resolution:

- 7 'That for the purposes of Listing Rule 7.1A and for all other purposes, Shareholders approve CCP having the capacity to issue additional Shares, up to 10% of the issued capital of CCP (at the time of issue) calculated in accordance with the formula prescribed in Listing Rule 7.1A.2 over a 12 month period from the date of the Annual General Meeting, at a price no less than that determined pursuant to Listing Rule 7.1A.3 and otherwise on the terms and conditions set out in the Explanatory Memorandum.'

The Directors recommend that you vote in favour of this resolution.

Resolution 17 - Approval for issue of Milestone Rights to Koolmax Monitoring Technology Inc.

To consider and, if in favour, to pass the following resolution as a special resolution:

- 1 'That for the purposes of Listing Rule 7.1 and for all other purposes, approval be given for the issue of 87.5 million Milestone Rights to Koolmax Monitoring Technology Inc. ("**Koolmax**"), as detailed in the Explanatory Memorandum.'

The Directors recommend that you vote in favour of this resolution.

Dated: 24 October 2018

By order of the Board

A handwritten signature in black ink, consisting of a stylized 'P' followed by a series of loops and a final horizontal stroke.

Phillip Hains
Company Secretary

Voting exclusion statement

Corporations Act

Resolution 1: Directors' remuneration report	<p>The Company will disregard votes cast by a member of the Key Management Personnel or their closely related parties details of whose remuneration are included in the Remuneration Report, or a closely related party of such a member, in contravention of section 250R or 250BD Corporations Act. Key Management Personnel are identified at page 16 of the Annual Report.</p> <p>'Closely related parties' are defined in the Corporations Act 2001, and include certain of their family members, dependents and companies they control.</p>
Resolution 10 - Approval for issue of 43,478 Shares to Ms Karen Davy	The Company will disregard votes cast as proxy by Key Management Personnel or their closely related parties in contravention of section 250BD Corporations Act.
Resolution 11 - Approval for issue of Shares to Director – Mr Michael White	The Company will disregard votes cast as proxy by Key Management Personnel or their closely related parties in contravention of section 250BD Corporations Act.
Resolution 12 - Approval for issue of Shares to Director – Mr Anthony Rowley	The Company will disregard votes cast as proxy by Key Management Personnel or their closely related parties in contravention of section 250BD Corporations Act.
Resolution 13 - Approval for issue of Shares to Director – Mr Adam Gallagher	The Company will disregard votes cast as proxy by Key Management Personnel or their closely related parties in contravention of section 250BD Corporations Act.
Resolution 14 - Approval for issue of Shares to Director – Mr Leath Nicholson	The Company will disregard votes cast as proxy by Key Management Personnel or their closely related parties in contravention of section 250BD Corporations Act.
Resolution 15 - Approval for issue of Shares to Director – Mr Anoosh Manzoori	The Company will disregard votes cast as proxy by Key Management Personnel or their closely related parties in contravention of section 250BD Corporations Act.

Notwithstanding the above, a Key Management Personnel (KMP) may cast a proxy where the proxy specifies in writing how the KMP is to vote (except proxies cast on behalf of another KMP). The Chair is permitted to vote undirected proxies where the shareholder expressly authorises the chair to exercise the proxy.

Accordingly, if you have appointed the Chair (either directly or by default) as your proxy and you have not directed them how to vote, you are authorising the Chair to exercise the proxy in respect of the above Resolutions notwithstanding that the Chair or KMP may benefit.

Listing Rules

In accordance with Listing Rule 14.11, the Company will disregard votes cast in favour:

Resolution 3 - Ratification of previous issue of 21,739,126 Shares to professional and sophisticated investors	A person who participated in the issue and their associates
Resolution 4 - Ratification of previous issue of 550,000 Shares to TMT Analytics	A person who participated in the issue and their associates
Resolution 5 - Ratification of previous issue of 960,183 Shares to Shed Connect	A person who participated in the issue and their associates
Resolution 6 - Ratification of previous issue of 43,062,350 Shares to Strategic Investors	A person who participated in the issue and their associates
Resolution 7 - Ratification of previous issue of 1,527,777 Shares to StocksOnline	A person who participated in the issue and their associates
Resolution 8 - Ratification of previous issue of 14,124,192 Shares to professional and sophisticated investors	A person who participated in the issue and their associates
Resolution 9 - Approval for issue of 43,062,350 Placement Options to Strategic Investors	A person who may participate in the issue and a person who might obtain a material benefit, except a benefit solely in the capacity of a holder of ordinary securities if the resolution is passed and their associates
Resolution 10 - Approval for issue of 43,478 Shares to Ms Karen Davy	Ms Karen Davy and her associates
Resolution 11 - Approval for issue of Shares to Director – Mr Michael White	Mr Michael White and his associates
Resolution 12 - Approval for issue of Shares to Director – Mr Anthony Rowley	Mr Anthony Rowley and his associates
Resolution 13 - Approval for issue of Shares to Director – Mr Adam Gallagher	Mr Adam Gallagher and his associates
Resolution 14 - Approval for issue of Shares to Director – Mr Leath Nicholson	Mr Leath Nicholson and his associates
Resolution 15 - Approval for issue of Shares to Director – Mr Anoosh Manzoori	Mr Anoosh Manzoori and his associates
Resolution 16: Approval of additional 10% capacity to issue shares under Listing rule 7.1A	A person who may participate in the proposed issue and a person who might obtain a material benefit, except a benefit solely in the capacity of a holder of ordinary securities if the resolution is passed and their associates
Resolution 17 - Approval for issue of Milestone Rights to Koolmax Monitoring Technology Inc.	A person who participated in the issue and their associates

However, for the purposes of Listing Rule 14.11, the Company will not disregard a vote if:

- 1 it is cast by a person as proxy for a person who is entitled to vote, in accordance with the directions on the proxy form; or
- 2 it is cast by the person chairing the meeting as proxy for a person who is entitled to vote, in accordance with a direction on the proxy form to vote as the proxy decides.

Notes

- 1 Subject to the Corporations Act, including sections 250R and 250BD, a Shareholder who is entitled to attend and cast a vote at the meeting is entitled to appoint a proxy.
- 2 The proxy need not be a Shareholder of the Company. A Shareholder who is entitled to cast two or more votes may appoint two proxies and may specify the proportion or number of votes each proxy is appointed to exercise.
- 3 If you wish to appoint a proxy and are entitled to do so, then complete and return the **attached** proxy form.
- 4 A corporation may elect to appoint a representative in accordance with the Corporations Act in which case the Company will require written proof of the representative's appointment which must be lodged with or presented to the Company before the meeting.
- 5 The Company has determined under regulation 7.11.37 Corporations Regulations that for the purpose of determining a conference to vote and attend at the meeting or any adjourned meeting, securities are taken to be held by those persons recorded in the Company's register of Shareholders as at 7.00pm (Melbourne time) on Saturday 24 November 2018. Transactions registered after that time will be disregarded in determining ability to attend and vote.
- 6 If you have any queries on how to cast your votes then call the Company Secretary on 03 9824 5254 during business hours.

Explanatory Memorandum

CCP Technologies Limited ACN 009 213 754

This Explanatory Memorandum accompanies the notice of Annual General Meeting of the Company to be held at BDO Melbourne, Tower 4, Collins Square, Level 18, 727 Collins Street, Melbourne, Victoria Australia on Monday, 26 November 2018 at 11.30am (Melbourne time).

The Explanatory Memorandum has been prepared to assist Shareholders in determining how to vote on the resolutions set out in the Notice of Meeting and is intended to be read in conjunction with the Notice of Meeting.

Financial statements and reports

- 1 The Corporations Act requires that the report of the Directors, the auditor's report and the financial report be laid before the Annual General Meeting.
- 2 Apart from the matters involving remuneration which are required to be voted upon, neither the Corporations Act nor the Constitution requires a vote of Shareholders at the Annual General Meeting on the financial statements and reports.
- 3 Shareholders will be given reasonable opportunity at the meeting to raise questions and make comments on these reports.
- 4 In addition to asking questions at the meeting, Shareholders may address written questions to the chairman about the management of the Company or to the Company's auditor, if the question is relevant to:
 - (a) the content of the auditor's report; or
 - (b) the conduct of its audit of the annual financial report to be considered at the meeting.

Note: Under section 250PA(1) of the Corporations Act, a Shareholder must submit the question to the Company no later than the fifth business day before the day on which the AGM is held.

- 5 Written questions for the auditor must be delivered by 5.00pm (Melbourne time) on Monday, 19 November 2018.
- 6 Please send any written questions for the Company's auditor to: **The Company Secretary, CCP Technologies Limited, Level 3, 62 Lygon St, Carlton, VIC 3053, Australia.**

Resolution 1: Remuneration Report

- 7 The Remuneration Report is contained in the Annual Report, which is available on the CCP website at www.ccp-technologies.com.
- 8 The Corporations Act requires that the Remuneration Report be put to the vote of Shareholders for adoption.
- 9 The resolution of Shareholders is advisory only and not binding on the Company. The Board will take the discussion at the meeting into consideration when determining CCP's remuneration policy and appropriately respond to any concerns Shareholders may raise in relation to remuneration issues.

10 The Remuneration Report:

- (a) reports and explains the remuneration arrangements in place for executive Directors, senior management and non-executive Directors;
- (b) explains Board policies in relation to the nature and value of remuneration paid to non-executive Directors, executives and senior managers within CCP; and
- (c) discusses the relationship between the Board policies and CCP performance.

- 11 The vote on this Resolution is advisory only, and does not bind the Directors or the Company. The Board will however consider the outcome of the vote and comments made by Shareholders on the Remuneration Report at the meeting when reviewing the Company's remuneration policies. Under the Corporations Act 2001, if 25% or more of votes that are cast at the meeting are voted against the adoption of the Remuneration Report at two consecutive AGM's, Shareholders will be required to vote at the second of those AGMs on a resolution (**Spill Resolution**) that another meeting be held within 90 days at which all of the Company's Directors (other than any Managing Director) must go up for re-election.
- 12 Shareholders will recall that not more than 25% of the votes cast were cast against the 'remuneration resolution' at the 2017 AGM and therefore, there will be no requirement at this AGM for a Spill Resolution.
- 13 The Chairman will give Shareholders a reasonable opportunity to ask questions about, or to make comments on, the Remuneration Report.

Directors' Recommendation

- 14 As the resolution relates to matters including the remuneration of the Directors, the Board, as a matter of corporate governance and in accordance with the spirit of section 250R(4) of the Corporations Act, makes no recommendation regarding this resolution.

Re-election of Director

- 15 Article 13.5 of the Company's Constitution provides that at each Annual General Meeting one-third of the Directors (except for the Managing Director), or, if their number is not three or a multiple of three then the number nearest but not exceeding one-third, shall retire from office by rotation. The Directors to retire in every year shall be those who have been longest in office since their last election but as between persons who became Directors on the same day shall (unless they otherwise agree between themselves) be determined by lot.
- 16 The Board has determined that Mr Leath Nicholson will retire from office under Article 13.5 of the Constitution and stand for re-election

Resolution 2: Re-election of Mr Leath Nicholson

- 17 Mr Leath Nicholson retires from office under Article 13.5 of the Constitution and stands for re-election to the Board. He was appointed as a Director on 14 October 2016.
- 18 Leath was a corporate partner at a leading Melbourne law firm, gaining experience with a breadth of ASX listed entities, before co-founding Foster Nicholson (now Nicholson Ryan Lawyers) in 2008. Leath's principal clients continue to be ASX listed companies and high net worth individuals. Leath has particular expertise in mergers and acquisitions; IT based transactions, and corporate governance. Leath is a Non-Executive Director on Money3 Corporation Limited (ASX:MNY) and AMA Group Limited (ASX: AMA).

Directors' Recommendation

- 19 The Directors (with Mr Leath Nicholson abstaining), recommend the re-appointment of Mr Leath Nicholson.

Resolutions 3, 4, 5, 6, 7 and 8: Ratification of previous issue of Shares

- 20 ASX Listing Rule 7.1 provides that (subject to certain exceptions, none of which are relevant here) Shareholder approval is required for an issue of securities if the securities will, when aggregated with the securities issued by a company during the previous 12 months, exceed 15% (**15% Limit**). Where at an annual general meeting, the shareholders have approved by special resolution the additional capacity to issue equity securities under ASX Listing Rule 7.1A, the company may issue an additional 10% of the share capital (**Additional 10% Capacity**), in the 12-month period, on top of the 15% Limit. Shareholders will recall that at the 2017 annual general meeting, the Company obtained shareholder approval for the Additional 10% Capacity
- 21 ASX Listing Rule 7.4 provides that where a company's shareholders ratify a prior issue of securities (provided that the previous issue of securities did not breach those rules) those securities will be deemed to have been issued with shareholder approval for the purposes of ASX Listing Rules 7.1 and 7.1A.
- 22 The purpose of Resolutions 3, 4, 5, 6, 7 and 8 is to seek shareholder approval to the previous allotments of securities pursuant to ASX Listing Rule 7.4

The aggregate allotments and issue of securities detailed in resolutions 3, 4, 5, 6, 7 and 8 were within the 15% Limit and Additional 10% Capacity threshold.

Resolution 3 - Ratification of previous issue of 21,739,126 Shares to professional and sophisticated investors

- 23 In compliance with the information requirements of Listing Rule 7.5, members are advised of the following particulars in relation to the allotment and issue of Shares for the purpose of resolution 3:

Date of issue	13 December 2017
Number of Shares issued	21,739,126
Issue price	\$0.023 per share
Terms of Shares	Ordinary fully paid shares
Persons to whom Shares were issued	Various professional and sophisticated investors [ASX may seek a list]
Intended use of funds	To fund the expansion of the Company's sales and marketing effort in both domestic and overseas markets and other working capital requirements

Directors' recommendation

- 24 The Directors recommend that you vote in favour of this resolution.

Resolution 4 - Ratification of previous issue of 550,000 Shares to TMT Analytics

- 25 In compliance with the information requirements of Listing Rule 7.5, members are advised of the following particulars in relation to the allotment and issue of Shares for the purpose of resolution 4:

Date of issue	13 December 2017
Number of Shares issued	550,000
Issue price	Deemed issue price of \$0.020 per share
Terms of Shares	Ordinary fully paid shares
Persons to whom Shares were issued	TMT Analytics Pty. Ltd.
Intended use of funds	In lieu of cash payment for consulting services provided to the Company in accordance with the engagement letter between the Company and TMT Analytics Pty. Ltd.

Directors' recommendation

- 26 The Directors recommend that you vote in favour of this resolution.

Resolution 5 - Ratification of previous issue of 960,183 Shares to Shed Connect

- 27 In compliance with the information requirements of Listing Rule 7.5, members are advised of the following particulars in relation to the allotment and issue of Shares for the purpose of resolution 5:

Date of issue	8 August 2018
Number of Shares issued	960,183
Issue price	Deemed issue price of \$0.025 per share
Terms of Shares	Fully paid ordinary shares
Persons to whom Shares were issued	Shed Connect Pty Limited
Intended use of funds	In lieu of cash payment for consulting services provided to the Company in accordance with the agreement between the Company and Shed Connect Pty Limited

Directors' recommendation

- 28 The Directors recommend that you vote in favour of this resolution.

Resolution 6 - Ratification of previous issue of 43,062,350 Shares to Strategic Investors

- 29 In compliance with the information requirements of Listing Rule 7.5, members are advised of the following particulars in relation to the allotment and issue of Shares for the purpose of resolution 6:

Date of issue	8 August 2018
Number of Shares issued	43,062,350
Issue price	\$0.020
Terms of Shares	Fully paid ordinary shares
Persons to whom	Penta Global Chain Foundation Ltd

Shares were issued	First Growth Funds Ltd Minsk Pty Ltd
Intended use of funds	To fund the Company's working capital requirements

Directors' recommendation

- 30 The Directors recommend that you vote in favour of this resolution.

Resolution 7 - Ratification of previous issue of 1,527,777 Shares to StocksOnline

- 31 In compliance with the information requirements of Listing Rule 7.5, members are advised of the following particulars in relation to the allotment and issue of Shares for the purpose of resolution 7:

Date of issue	20 September 2018
Number of Shares issued	1,527,777
Issue price	Deemed issue price of \$0.015 per share
Terms of Shares	Fully paid ordinary shares
Persons to whom Shares were issued	StocksOnline Pty Ltd
Intended use of funds	In lieu of cash payment for consulting services provided to the Company in accordance with the agreement between the Company and StocksOnline Pty Ltd

Directors' recommendation

- 32 The Directors recommend that you vote in favour of this resolution.

Resolution 8 - Ratification of previous issue of 14,124,192 Shares to professional and sophisticated investors

- 33 In compliance with the information requirements of Listing Rule 7.5, members are advised of the following particulars in relation to the allotment and issue of Shares for the purpose of resolution 8:

Date of issue	5 October 2018
Number of Shares issued	14,124,192
Issue price	\$0.015 per share
Terms of Shares	Ordinary fully paid shares
Persons to whom Shares were issued	Various professional and sophisticated investors
Intended use of funds	To fund the Company's working capital requirements

Directors' recommendation

- 34 The Directors recommend that you vote in favour of this resolution.

Resolutions 9: Approval for issue of Placement Options to the Strategic Investors

- 35 On 17 July 2018, the Company announced that it proposed to issue 43,062,350 unlisted options (one unlisted option for each share subscribed as per the terms of the Securities Subscription Agreement between the Company and the Strategic Investors) (the "**Placement Options**"). Each option has an exercise price of \$0.030 and expires in 2 years from the date of issue. The Strategic Investors are Penta Global Chain Foundation Ltd, First Growth Funds Ltd, and Minsk Pty Ltd.
- 36 One of the Company's directors, Mr Anoosh Manzoori, is also a Non-Executive Director of First Growth Funds, which is a Strategic Investors. The Company has considered its relationship with Mr Anoosh Manzoori and First Growth Funds Ltd and concluded that none of the Strategic Investors are related parties for the purpose of the Corporations Act and ASX Listing Rules 10.11. As stated above, ASX Listing Rule 7.1 provides that a company must not, subject to specified exceptions, issue or agree to issue during any twelve (12) month period any equity securities in excess of the 15% Limit, which includes Options. Resolution 9 seeks shareholder approval for the issue of the Placement Options to the applicable Strategic Investors for the purpose of ASX Listing Rule 7.1
- 37 The following information is provided in accordance with the requirements of ASX Listing Rules 7.3:
- (a) The maximum number of securities to be issued:

The number of securities proposed to be issued is 43,062,350 Placement Options
 - (b) The proposed issue date:

The Placement Options s will be issued within three (3) months after the date of the Meeting.
 - (c) The issue price:

No cash amount will be received for the Placement Options.
 - (d) Allottees:

Each of the Strategic Investors being Penta Global Chain Foundation Ltd, First Growth Funds Ltd, and Minsk Pty Ltd
 - (e) Terms of the Placement Options
 - Placement Options (each to acquire one fully paid ordinary share) having an exercise price of \$0.030 (**Exercise Price**)
 - Each Placement Option will expire 2 years from the date of issue.
 - Each Option entitles the Option Holder to subscribe for, and be allotted, one ordinary Share in the capital of the Company.
 - Shares issued on the exercise of the Placement Options will rank equally with all existing Shares on issue (except in respect to any dividends which shall have been declared but not yet distributed before the actual exercise of a Placement Option), as at the exercise date, and will be subject to the provisions of the constituent documents of the Company and where the Shares are listed on the Australian Securities Exchange (ASX) any escrow restrictions imposed on them by the ASX.

- The Placement Options vest on the date that they are issued ("**Vesting Date**"). The Option Holder may exercise an Option at any time between the Vesting Date until the day before the second anniversary of the issue date ("**Exercise Period**").
- The Company will not apply to the ASX for official quotation of the Placement Options. The Company shall apply to the ASX for official quotation of the resultant shares of the Company issued upon exercise of the Placement Options.
- In the event of any reconstruction or reorganisation (including consolidation, sub-division, reduction or return of the capital of the Company), Placement Options will be treated in the following manner:
 - in the event of a consolidation of the share capital of the Company, the number of Placement Options will be consolidated in the same ratio as the ordinary share capital of the Company and the Exercise Price will be amended in inverse proportion to that ratio;
 - in the event of a subdivision of the share capital of the Company, the number of Placement Options will be subdivided in the same ratio as the ordinary share capital of the Company and the exercise price will be amended in inverse proportion to that ratio;
 - in the event of a return of the share capital of the Company, the number of Placement Options will remain the same and the exercise price will be reduced by the same amount as the amount returned in relation to each ordinary share;
 - in the event of a reduction of the share capital of the Company by a cancellation of paid up capital that is lost or not represented by available assets where no securities are cancelled the number of Options and the exercise price of each Placement Option will remain unaltered;
 - in the event of a pro-rata cancellation of shares in the Company, the number of Placement Options will be reduced in the same ratio as the ordinary share capital of the Company and the exercise price of each Option will be amended in inverse proportion to that ratio; and
 - in the event of any other reorganisation of the issued capital of the Company, the number of Options or the Exercise Price or both will be reorganised (as appropriate) in a manner which will not result in any benefits being conferred on a Placement Option Holder which are not conferred on shareholders.
- In the event of a pro rata issue of Shares by the Company, the Exercise Price for each Placement Option will be adjusted in accordance with Listing Rule 6.22.2 of the ASX Listing Rules (which adjustment formula will apply even where the Company is not admitted to the ASX Official List).
- In the event of a bonus issue to the holders of shares in the Company, the number of shares over which the Placement Option is exercisable may be increased by the number of shares which the Option holder would have received if the Placement Option had been exercised before the record date for the bonus issue
- The Placement Options are only transferable with Board approval, except that if at any time before the expiry of the Exercise Period, the Option Holder dies, the legal representative of the deceased Option Holder may:
 - elect to be registered as the new holder of the Placement Options;

- whether or not he or she becomes so registered, exercise those Options in accordance with the terms and conditions on which they were granted; and
- if the deceased Option Holder has already exercised the Options, pay the Exercise Price in respect of those Options.
- The Placement Options do not provide any entitlement to dividends paid to ordinary shareholders.

(f) Intended use of the Fund

No funds will be raised through the issue of the Placement Options. Funds received upon exercise of the Placement Options (if exercised) will be applied to the Company's working capital requirements at the time.

(g) A voting exclusion statement is contained on page 5 and 6 of this Notice.

- 38 A prospectus under Chapter 6D of the Corporations Act 2001 (Cth) will not have been required for the issue of the Placement options. None of the shares and options will be, or will have been, issued to related parties of the Company.
- 39 The non-associated Directors of the Company recommend shareholders vote in favour of resolution 9.

Resolutions 10: Approval for issue of Shares to a related party of a director

- 40 Under ASX Listing Rule 10.14, shareholder approval is required for the issue of equity securities to a related party of a listed company under the Company's Employee Share Option Plan ("ESOP"). Once approval is obtained pursuant to ASX Listing Rule 10.14, the Company is entitled to rely on Listing Rule 7.2, Exception 14 as an exception to any requirement that may otherwise apply requiring shareholder approval under ASX Listing Rule 7.1. If approval is given under ASX Listing Rule 10.11, approval is not required under ASX Listing Rule 7.1.
- 41 ASX Listing Rule 10.15 requires the meeting document concerning a proposed resolution to approve an issue of securities in accordance with ASX Listing Rule 10.14 to include the following information:
- (a) The shares will be issued to Ms Karen Davy, who is an employee of the Company and also the spouse of Mr Michael White, a director of the Company.
 - (b) The maximum number of securities to be issued under the approval sought through resolution 10 is 43,478 shares.
 - (c) The deemed issue price for each share is \$0.023, being the closing price on 18 December 2017, on which the proposed issue to the Company's employees (including Ms Davy) was offered and accepted.
 - (d) Other than Ms Davy, there have been no others referred to in Listing Rule 10.14 who have received securities under the scheme.
 - (e) Other than Ms Davy, there are no others referred to in Listing Rule 10.14 who are entitled to participate in the scheme.
 - (f) A voting exclusion statement is contained on page 5 and 6 of this Notice.
 - (g) There is no loan agreement in relation to the proposed issue of shares.

- (h) The Company will issue the shares as soon as practicable following the date of the Meeting and, in any case, within one (1) month of the date of the Meeting.
- 42 The non-associated Directors of the Company recommend shareholders vote in favour of resolution 10.

Resolutions 11 and 12: Approval for issue of Shares to Executive Directors

- 43 Under ASX Listing Rule 10.11, shareholder approval is required for the issue of equity securities to a related party of a listed company. Once approval is obtained pursuant to ASX Listing Rule 10.11, the Company is entitled to rely on ASX Listing Rule 7.2, Exception 14 as an exception to any requirement that may otherwise apply requiring shareholder approval under ASX Listing Rule 7.1. If approval is given under ASX Listing Rule 10.11, approval is not required under ASX Listing Rule 7.1.
- 44 Resolution 11 and 12 seek shareholder approval to issue shares to the Company's Executive Directors, Mr Michael White and Mr Anthony Rowley, being their short-term incentive payments for the financial year ended 30 June 2018.
- 45 The Board has formed the view that the issue of shares to Mr Michael White and Mr Anthony Rowley does not require shareholder approval under section 208 of the Corporations Act, as the issue of the shares constitutes 'reasonable remuneration' in accordance with section 211 of the Corporations Act.
- 46 ASX Listing Rule 10.13 requires the meeting document concerning a proposed resolution to approve an issue of securities in accordance with ASX Listing Rule 10.11 to include the following information:
- (a) The shares will be issued to Mr Michael White, a Director of the Company (or his nominee) and to Mr Anthony Rowley a Director of the Company (or his nominee)
 - (b) The maximum number of securities to be issued under the approval sought through resolutions 11 and 12 is 3,357,824 for each Director. Each share will rank pari passu with all other fully paid ordinary shares on issue in the Company.
 - (c) The deemed issue price is \$0.027 per share being the 7-day VWAP up to the close of trading on 31 December 2017 and at 50% premium to the closing price on 11 October 2018
 - (d) The Company will issue the shares as soon as practicable following the date of the Meeting and, in any case, within one (1) month of the date of the Meeting.
 - (e) Both Mr Michael White and Mr Anthony Rowley are Directors of the Company.
 - (f) No funds will be raised from the issue of the shares. The shares are issued to as remuneration payments to Mr Michael White and Mr Anthony Rowley as their short-term incentives for the year ended 30 June 2018.
 - (g) The non-associated Directors of the Company recommend shareholders vote in favour of resolutions 11 and 12.
 - (h) A voting exclusion statement is contained on page 5 and 6 of this Notice.

Resolutions 13, 14 and 15: Approval for issue of Shares to Non-Executive Directors

- 47 Under ASX Listing Rule 10.11, shareholder approval is required for the issue of equity securities to a related party of a listed company. Once approval is obtained pursuant to Listing Rule 10.11, the Company is entitled to rely on ASX Listing Rule 7.2, Exception 14 as an exception to any requirement

that may otherwise apply requiring shareholder approval under ASX Listing Rule 7.1. If approval is given under ASX Listing Rule 10.11, approval is not required under ASX Listing Rule 7.1.

- 48 Resolution 13, 14 and 15 seek shareholder approval to issue shares to the Company's Non-Executive Directors, Mr Leath Nicholson, Mr Adam Gallagher and Mr Anoosh Manzoori. The shares proposed for issue under these resolutions represent the portion of remuneration payable to each director for the financial year ending 2019 in lieu of cash payment.
- 49 The aggregate remuneration of all non-executive directors, upon resolutions 13, 14 and 15 being approved, will not exceed the non-executive director remuneration pool of \$250,000 (last approved by shareholders on 18 November 2016).
- 50 The Board has formed the view that the issue of shares to Mr Leath Nicholson, Mr Adam Gallagher and Mr Anoosh Manzoori does not require shareholder approval under section 208 of the Corporations Act, as the issue of the shares constitutes 'reasonable remuneration' in accordance with section 211 of the Corporations Act.
- 51 ASX Listing Rule 10.13 requires the meeting document concerning a proposed resolution to approve an issue of securities in accordance with ASX Listing Rule 10.11 to include the following information:
- (a) The shares will be issued to Mr Leath Nicholson (or his nominee), Mr Adam Gallagher (or his nominee) and Mr Anoosh Manzoori (or his nominee), who are all non-executive directors of the Company.
 - (b) The maximum number of securities to be issued under the approval sought through resolutions 13, 14 and 15 is 2,176,471 to Mr Leath Nicholson, and 2,058,824 to each of Mr Adam Gallagher and Mr Anoosh Manzoori. Each share will rank pari passu with all other fully paid ordinary shares on issue in the Company.
 - (c) The deemed issue price is \$0.017 per share being the 15-day VWAP up to the close of trading on 11 October 2018.
 - (d) The Company will issue the shares as soon as practicable following the date of the Meeting and, in any case, within one (1) month of the date of the Meeting.
 - (e) Mr Leath Nicholson, Mr Adam Gallagher and Mr Anoosh Manzoori are Directors of the Company.
 - (f) No funds will be raised from the issue of the shares. The shares are issued to as part of the remuneration to Mr Leath Nicholson, Mr Adam Gallagher and Mr Anoosh Manzoori for the year ending 30 June 2019 in lieu of cash payment.
 - (g) The non-associated Directors of the Company recommend shareholders vote in favour of resolution 13, 14 and 15.
 - (h) A voting exclusion statement is contained on page 5 and 6 of this Notice.

Resolution 16: Approval of additional 10% placement capacity

- 52 Resolution 16 seeks Shareholder approval to permit CCP to issue an additional 10% of its issued capital over a 12-month period in accordance with ASX Listing Rule 7.1A (**Additional Placement Capacity**).
- 53 As stated above, ASX Listing Rule 7.1 permits CCP to issue up to the 15% Limit in any 12-month period without requiring shareholder approval. Under ASX Listing Rule 7.1A, eligible entities (companies that are outside the S&P/ASX 300 index and have a market capitalisation of \$300 million or less) can issue a further 10% of share capital in 12 months on a non-pro rata basis subject to the

company obtaining shareholder approval. If passed, this resolution will effectively allow CCP to issue up to 25% of its issued capital in the next 12 months without seeking any additional shareholder approvals. The shares the subject of the Additional Placement Capacity must be an existing class of security quoted on the ASX. This resolution is a special resolution. A special resolution requires at least 75% of the votes cast by members entitled to vote must vote in favour of the resolutions, which includes proxies.

- 54 CCP is an eligible entity as at the date of this Notice of Meeting.
- 55 The number of Shares that may be issued (if Shareholder approval is obtained at the Annual General Meeting) will be determined in accordance with the following formula prescribed in ASX Listing Rule 7.1A.2:

(A x D) – E

A is the number of fully paid shares on issue 12 months before the date of issue or agreement:

- (A) plus the number of fully paid shares issued in the 12 months under an exception in ASX Listing Rule 7.2;
- (B) plus the number of partly paid shares that became fully paid in the 12 months;
- (C) plus the number of fully paid shares issued in the 12 months with approval of holders of shares under ASX Listing Rule 7.1 and 7.4. This does not include an issue of fully paid shares under the entity's 15% capacity pursuant to ASX Listing Rule 7.1 without Shareholder approval; and
- (D) less the number of fully paid shares cancelled in the 12 months.

D is 10%.

E is the number of equity securities issued or agreed to be issued under ASX Listing Rule 7.1A.2 in the 12 months before the date of the issue or agreement to issue that are not issued with the approval of Shareholders under ASX Listing Rule 7.1 or 7.4.

- 56 For the purposes of ASX Listing Rule 7.3A, CCP provides the following information:

Minimum price at which the equity securities may be issued

The issue price of each share must be no less than 75% of the volume weighted average price for the shares calculated over the 15 trading days on which trades in that class were recorded immediately before:

- (a) the date on which the price, at which the securities are to be issued, is agreed; or
- (b) if the securities are not issued within five trading days of the date in paragraph (a), the date on which the securities are issued.

Risk of economic and voting dilution	<p>An issue of shares under ASX Listing Rule 7.1A involves the risk of economic and voting dilution for existing ordinary security holders. The risks include:</p> <ul style="list-style-type: none"> (a) the market price for shares may be significantly lower on the issue date than on the date of the approval under ASX Listing Rule 7.1A; and (b) the equity securities may be issued at a price that is at a discount to the market price for the shares on the issue date. <p>Under ASX Listing Rule 7.3A.2, a table describing the notional possible dilution, based upon various assumptions as stated, is set out below.</p>
Date by which the Company may issue the securities	<p>The period commencing on the date of the annual general meeting (to which this notice relates) at which approval is obtained and expiring on the first to occur of the following:</p> <ul style="list-style-type: none"> (a) the date which is 12 months after the date of the annual general meeting at which approval is obtained; and (b) the date of the approval by holders of the Company's ordinary securities of a transaction under ASX Listing Rules 11.1.2 or 11.2. <p>The approval under ASX Listing Rule 7.1A will cease to be valid if holders of the Company's ordinary securities approve a transaction under ASX Listing Rules 11.1.2 or 11.2.</p>
Purposes for which the equity securities may be issued, including whether the Company may issue them for non-cash consideration	<p>It is the Board's current intention that any funds raised under an issue of equity securities will be applied as follows:</p> <ul style="list-style-type: none"> (a) potential acquisitions; (b) working capital; <p>The Company reserves the right to issue shares for non-cash consideration, including for payment of service or consultancy fees and costs.</p>
Details of CCP's allocation policy for issues under approval	<p>The Company's allocation policy is dependent on the prevailing market conditions at the time of any proposed issue pursuant to ASX Listing Rule 7.1A. The identity of the allottees will be determined on a case-by-case basis having regard to factors including but not limited to the following:</p> <ul style="list-style-type: none"> (a) the methods of raising funds that are available to the Company including but not limited to, rights issue or other issue in which existing security holders can participate; (b) the effect of the issue of the ASX Listing Rule 7.1A shares on the control of the Company; (c) the financial situation and solvency of the Company; and (d) advice from corporate, financial and broking advisers (if applicable). <p>The allottees under the ASX Listing Rule 7.1A facility have not been determined as at the date of this Notice of Meeting but may include existing substantial shareholders and new shareholders who are not related parties or associates of a related party of the Company. Further, if the Company is successful in acquiring new assets or investments, it is likely</p>

Previous approvals under ASX Listing Rule 7.1A	that the allottees under the ASX Listing Rule 7.1A facility will be or include the vendors of the new assets or investments.
	10 November 2017

Information under ASX Listing Rule 7.3A.6(a)

- 57 The table below shows the total number of equity securities issued in the past 12 months preceding the date of the AGM and the percentages those issues represent of the total number of equity securities on issue at the commencement of the 12-month period.

Equity securities on issue at the commencement of the 12-month period	308,390,668 (being 285,411,118 fully paid ordinary shares, 6,000,000 milestone shares, 6,979,550 options to acquire shares and 10,000,000 rights)
Equity securities issued in the prior 12-month period	124,407,021 (fully paid ordinary shares)
Percentage previous issues represent of total number of equity securities on issue at commencement of 12-month period	40.34%

Information under ASX Listing Rule 7.3A.6(b)

A table sets out specific details for each issue of equity securities that has taken place in the 12-month period preceding the date of the AGM is included in the Annexure on page 26. **Information under ASX Listing Rule 7.3A.2**

- 58 The table below shows the dilution of existing Shareholders on the basis of the current market price of Shares and the current number of ordinary securities for variable "A" calculated under the formula in ASX Listing Rule 7.1A(2) as at the date of this notice.
- 59 In particular, it assumes that "A" is calculated upon resolutions 3, 4, 5, 6, 7 and 8 being approved at the Annual General Meeting.
- 60 The table shows two examples where variable "A" has increased, by 50% and 100%. Variable "A" is based on the number of ordinary securities the Company has on issue. The number of ordinary securities on issue may increase as a result of issues of ordinary securities that do not require shareholder approval (for example, a pro rata entitlements issue or scrip issued under a takeover offer) or future specific placements under ASX Listing Rule 7.1 that are approved at a future shareholders' meeting.
- 61 The table also shows two examples where the issue price of ordinary securities has decreased by 50% and increased by 100% as against the current market price.

Variable 'A' in Listing Rule 7.1A.2		Dilution		
		\$0.008 50% decrease in Issue Price	\$0.017 Issue Price	\$0.034 100% increase in Issue Price
Current Variable A* 409,818,139 Shares	10% voting dilution	40,981,814	40,981,814	40,981,814
	Funds raised	\$327,855	\$696,691	\$1,393,382
50% increase in current Variable A* 614,727,209 Shares	10% voting dilution	61,472,721	61,472,721	61,472,721
	Funds raised	\$491,782	\$1,045,036	\$2,090,073
100% increase in current Variable A* 819,636,278 Shares	10% voting dilution	81,963,628	81,963,628	81,963,628
	Funds raised	\$655,709	\$1,393,382	\$2,786,763

*Note: Current Variable A refers to the calculation required by ASX Listing Rule 7.1A.2.

62 The table has been prepared on the following assumptions:

- (a) CCP issues the maximum number of Shares available under the 10% ASX Listing Rule 7.1A approval.
- (b) No Options are exercised to convert into Shares before the date of the issue of the Shares available under ASX Listing Rule 7.1A.
- (c) The 10% voting dilution reflects the aggregate percentage dilution against the issued share capital at the time of issue. This is why the voting dilution is shown in each example as 10%.
- (d) The table does not show an example of dilution that may be caused to a particular shareholder by reason of Share issue under ASX Listing Rule 7.1A, based on that shareholder's holding at the date of the meeting.
- (e) The table shows only the effect of issues of equity securities under Listing Rule 7.1A, not under the 15% placement capacity under ASX Listing Rule 7.1.
- (f) The issue of securities under ASX Listing Rule 7.1A consists only of Shares.
- (g) The issue price is \$0.017, being the closing price of the shares on ASX on 11 October 2018.

Directors' recommendation

63 The Directors recommend that you vote in favour of Resolution 16.

Resolution 17: Approval for issue of Milestone Rights to Koolmax Monitoring Technology Inc.

- 64 On 30 August 2018, the Company announced that it proposed to issue a total of 87.5 million Milestone Rights to Koolmax as per the terms of the joint venture agreement between the Company and Koolmax. Each right has the option to subscribe for one ordinary share at a price of the greater between the 5% discount of the 30-day VWAP at the time of giving notice of the exercise of right, or \$0.02 (2 cents).
- 65 As stated above, ASX Listing Rule 7.1 provides that a company must not, subject to specified exceptions, issue or agree to issue during any twelve (12) month period any equity securities in excess of the 15% Limit, which includes Options. Resolution 17 seeks shareholder approval for the issue of the Milestone Rights to Koolmax for the purpose of ASX Listing Rule 7.1
- 66 The following information is provided in accordance with the requirements of ASX Listing Rules 7.3:
- (a) The maximum number of securities to be issued:

The number of securities proposed to be issued is 87,500,000 Milestone Rights (to subscribe for a maximum of 87,500,000 ordinary shares in the Company)
 - (b) The proposed issue date:

The Milestone Rights will be issued within three (3) months after the date of the Meeting.
 - (c) The issue price:

No cash amount will be received for the Milestone Rights.
 - (d) Allottees:

Koolmax Monitoring Technology Inc.
 - (e) Terms of the Milestone Rights:

The rights are proposed to be issued in three tranches, subject to achieving the following milestones:
 - First tranche (right to subscribe for 25 million fully paid ordinary listed shares) where the Net Revenue earned in the Company exceeds US\$250,000 in the 6-month period from the date the Initial Cash Contribution is made by Koolmax (First Tranche Period).
 - Second tranche (right to subscribe for 25 million fully paid ordinary listed shares) where the Net Revenue earned in the Company exceeds US\$500,000 in the 12-month period from the date the Initial Cash Contribution is made by Koolmax (Second Tranche Period).
 - Third tranche (right to subscribe for 37.5 million fully paid ordinary listed shares) where the Net Revenue earned in the Company exceeds US\$875,000 in the 18-month period from the date the Initial Cash Contribution is made by Koolmax (Third Tranche Period).
Each right has the option to subscribe for one ordinary share at a price of the greater between the 5% discount of the 30-day VWAP at the time of giving notice of the exercise of right, or \$0.02 (2 cents).

Shares will be issued within 30 days of giving notice of the request to subscribe.

(f) Intended use of the funds raised:

No cash amount will be received for the Milestone Rights. Any cash proceeds from the exercise of right will be applied towards the Company's required working capital.

(g) A voting exclusion statement is contained on page 5 and 6 of this Notice.

- 67 A prospectus under Chapter 6D of the Corporations Act 2001 (Cth) will not have been required for the issue of the Placement options. None of the shares and options will be, or will have been, issued to related parties of the Company.
- 68 The Directors of the Company recommend shareholders vote in favour of resolution 17.

Glossary

CCP Technologies Limited ACN 009 213 754

Annual General Meeting or AGM	means the Company's annual general meeting the subject of this Notice of Meeting.
Annual Report	means the 2017 Annual Report of the Company.
ASIC	means the Australian Securities and Investments Commission.
ASX	means ASX Limited ABN 98 008 624 691 or the securities market which it operates, as the context requires.
ASX Listing Rules	means the listing rules of ASX.
Board	means the board of directors of the Company.
Company or CCP	means CCP Technologies Limited ACN 009 213 754.
Constitution	means the constitution of the Company from time to time.
Control	has the meaning set out in section 50AA of the Corporations Act.
Corporations Act	means the <i>Corporations Act 2001</i> (Cth).
Corporations Regulations	means the <i>Corporations Regulations 2001</i> (Cth).
Directors	means the directors of the Company.
Employee Share Option Plan	means the employee security ownership plan as last approved by shareholders on 10 November 2017
Explanatory Memorandum	means the explanatory memorandum attached to the Notice of Meeting.
Key Management Personnel	means those persons having authority and responsibility for planning, directing and controlling the activities of the Company, directly or indirectly, including any Director (whether executive or otherwise).
Notice of Meeting	means this notice of meeting and includes the Explanatory Memorandum.
Remuneration Report	means the section of the Directors' report for the 2017 financial year that is included under section 300A(1) Corporations Act.
Strategic Investors	means Penta Global Chain Foundation Ltd, First Growth Funds Ltd, and Minsk Pty Ltd
Shares	means fully paid ordinary shares in the Company.
Options	means unlisted options to acquire Shares in the Company.
Shareholder	means a person who is the registered holder of Shares.

Annexure

Information under Listing Rule 7.3A.6(b)

Date of issue	Number issued	Class and type of equity security	Summary of terms	Names of persons who received securities or basis on which those persons were determined	Price at which equity securities were issued	Discount to market price (if any):	For cash issues			
							Total cash consideration received:	Amount of cash consideration spent:	Use of cash consideration:	Intended use for remaining amount of cash (if any):
13-Dec-17	21,739,126			Sophisticated investors under a private placement	\$0.023	22.56% discount to the 15-day VWAP	\$500,000	(*)	To fund the expansion of the Company's sales and marketing effort in both domestic and overseas markets and other working capital requirements	
13-Dec-17	550,000			TMT Analytics Pty. Ltd.	Deemed issue price of \$0.020	N/A			N/A	
22-Dec-17	41,978,178		Shares rank pari passu with all other fully paid ordinary shares on issue in the Company.	Shareholders under a rights issue and investors under rights issue underwriting arrangements	\$0.023	N/A	\$965,500	(*)	To fund the expansion of the Company's sales and marketing effort in both domestic and overseas markets and other working capital requirements	
8-Aug-18	465,215	Ordinary share		Employees in Australia and India who are not related parties to the Company	Deemed issue price \$0.023	N/A			N/A	
8-Aug-18	960,183			Shed Connect Pty Limited	Deemed issue price \$0.025	N/A			N/A	
8-Aug-18	43,062,350			Strategic Investors	\$0.20	N/A	\$861,247	(*)	To fund working capital requirements	
19-Sep-18	1,527,777			StocksOnline Pty Ltd	Deemed issue price \$0.015	N/A			N/A	
5-Oct-18	14,124,192			Sophisticated investors under a private placement	\$0.015	3.79% discount to the 15-day VWAP	\$215,000	(*)	To fund working capital requirements	

(*) - Cash when raised is held in a common bank account and is not tracked separately.

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ONLINE PROXY APPOINTMENT
www.advancedshare.com.au/investor-login

MOBILE DEVICE PROXY APPOINTMENT

Lodge your proxy by scanning the QR code below, and enter your registered postcode.

It is a fast, convenient and a secure way to lodge your vote.


2018 ANNUAL GENERAL MEETING PROXY FORM

I/We being shareholder(s) of CCP Technologies Limited and entitled to attend and vote hereby:

APPOINT A PROXY


The Chair of the meeting

OR



PLEASE NOTE: If you leave the section blank, the Chair of the Meeting will be your proxy.

or failing the individual(s) or body corporate(s) named, or if no individual(s) or body corporate(s) named, the Chair of the Meeting, as my/our proxy to act generally at the meeting on my/our behalf, including to vote in accordance with the following directions (or, if no directions have been given, and to the extent permitted by law, as the proxy sees fit), at the Annual General Meeting of the Company to be held **at BDO Melbourne, Tower 4, Collins Square, Level 18, 727 Collins Street, Melbourne, Victoria Australia on Monday, 26 November 2018 at 11.30am (Melbourne time)** and at any adjournment or postponement of that Meeting.

Chair authorised to exercise undirected proxies on remuneration related resolutions: Where I/we have appointed the Chair of the Meeting as my/our proxy (or the Chair becomes my/our proxy by default), I/we expressly authorise the Chair to exercise my/our proxy on Items 1, 10, 11, 12, 13, 14 and 15 (except where I/we have indicated a different voting intention below) even though these Items are connected directly or indirectly with the remuneration of a member(s) of key management personnel, which includes the Chair.

I/we acknowledge the Chair of the Meeting intends to vote all undirected proxies available to them in favour of each Item of Business.

VOTING DIRECTIONS
Agenda Items

	For	Against	Abstain*
1 Directors' remuneration report	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
2 Re-election of Mr Leath Nicholson	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
3 Ratification of previous issue of 21,739,126 Shares to professional and sophisticated investors	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
4 Ratification of previous issue of 550,000 Shares to TMT Analytics	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
5 Ratification of previous issue of 960,183 Shares to Shed Connect	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
6 Ratification of previous issue of 43,062,350 Shares to Strategic Investors	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
7 Ratification of previous issue of 1,527,777 Shares to StocksOnline	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
8 Ratification of previous issue of 14,124,192 Shares to professional and sophisticated investors	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
9 Approval for issue of 43,062,350 Placement Options to Strategic Investors	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
10 Approval for issue of 43,478 Shares to Ms Karen Davy	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
11 Approval for issue of Shares to Director – Mr Michael White	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
12 Approval for issue of Shares to Director – Mr Anthony Rowley	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
13 Approval for issue of Shares to Director – Mr Adam Gallagher	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
14 Approval for issue of Shares to Director – Mr Leath Nicholson	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
15 Approval for issue of Shares to Director – Mr Anoosh Manzoori	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
16 Approval of additional 10% capacity to issue Shares under Listing Rule 7.1A	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
17 Approval for issue of Milestone Rights to Koolmax Monitoring Technology Inc.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>



* If you mark the Abstain box for a particular Item, you are directing your proxy not to vote on your behalf on a show of hands or on a poll and your votes will not be counted in computing the required majority on a poll.

SIGNATURE OF SHAREHOLDERS – THIS MUST BE COMPLETED

Shareholder 1 (Individual)

Joint Shareholder 2 (Individual)

Joint Shareholder 3 (Individual)



Sole Director and Sole Company Secretary

Director/Company Secretary (Delete one)

Director

This form should be signed by the shareholder. If a joint holding, all the shareholders should sign. If signed by the shareholder's attorney, the power of attorney must have been previously noted by the registry or a certified copy attached to this form. If executed by a company, the form must be executed in accordance with the company's constitution and the Corporations Act 2001 (Cth).

Email Address



Please tick here to agree to receive communications sent by the company via email. This may include meeting notifications, dividend remittance, and selected announcements.

HOW TO COMPLETE THIS SHAREHOLDER PROXY FORM

**IF YOU WOULD LIKE TO ATTEND AND VOTE AT THE MEETING, PLEASE BRING THIS FORM WITH YOU.
THIS WILL ASSIST IN REGISTERING YOUR ATTENDANCE.**

CHANGE OF ADDRESS

This form shows your address as it appears on Company's share register. If this information is incorrect, please make the correction on the form. Shareholders sponsored by a broker should advise their broker of any changes.

APPOINTMENT OF A PROXY

If you wish to appoint the Chair as your proxy, mark the box in Step 1. If you wish to appoint someone other than the Chair, please write that person's name in the box in Step 1. A proxy need not be a shareholder of the Company. A proxy may be an individual or a body corporate.

DEFAULT TO THE CHAIR OF THE MEETING

If you leave Step 1 blank, or if your appointed proxy does not attend the Meeting, then the proxy appointment will automatically default to the Chair of the Meeting.

VOTING DIRECTIONS – PROXY APPOINTMENT

You may direct your proxy on how to vote by placing a mark in one of the boxes opposite each item of business. All your shares will be voted in accordance with such a direction unless you indicate only a portion of voting rights are to be voted on any item by inserting the percentage or number of shares you wish to vote in the appropriate box or boxes. If you do not mark any of the boxes on a given item, your proxy may vote as they choose to the extent they are permitted by law. If you mark more than one box on an item, your vote on that item will be invalid.

PROXY VOTING BY KEY MANAGEMENT PERSONNEL

If you wish to appoint a Director (other than the Chair) or other member of the Company's key management personnel, or their closely related parties, as your proxy, you must specify how they should vote on Items 1, 10, 11, 12, 13, 14 and 15, by marking the appropriate box. If you do not, your proxy will not be able to exercise your vote for Items 1, 10, 11, 12, 13, 14 and 15.

PLEASE NOTE: If you appoint the Chair as your proxy (or if they are appointed by default) but do not direct them how to vote on an item (that is, you do not complete any of the boxes "For", "Against" or "Abstain" opposite that item), the Chair may vote as they see fit on that item.

APPOINTMENT OF A SECOND PROXY

You are entitled to appoint up to two persons as proxies to attend the meeting and vote on a poll. If you wish to appoint a second proxy, an additional Proxy Form may be obtained by telephoning Advanced Share Registry Limited or you may copy this form and return them both together.

To appoint a second proxy you must:

- On each Proxy Form state the percentage of your voting rights or number of shares applicable to that form. If the appointments do not specify the percentage or number of votes that each proxy may exercise, each proxy may exercise half your votes. Fractions of votes will be disregarded; and
- Return both forms together.

CORPORATE REPRESENTATIVES

If a representative of a nominated corporation is to attend the meeting the appropriate "Certificate of Appointment of Corporate Representative" should be produced prior to admission in accordance with the Notice of Meeting. A Corporate Representative Form may be obtained from Advanced Share Registry.

SIGNING INSTRUCTIONS ON THE PROXY FORM

Individual:

Where the holding is in one name, the security holder must sign.

Joint Holding:

Where the holding is in more than one name, all of the security holders should sign.

Power of Attorney:

If you have not already lodged the Power of Attorney with Advanced Share Registry, please attach the original or a certified photocopy of the Power of Attorney to this form when you return it.

Companies:

Where the company has a Sole Director who is also the Sole Company Secretary, this form must be signed by that person. If the company (pursuant to section 204A of the Corporations Act 2001) does not have a Company Secretary, a Sole Director can sign alone. Otherwise this form must be signed by a Director jointly with either another Director or a Company Secretary. Please sign in the appropriate place to indicate the office held.

LODGE YOUR PROXY FORM

This Proxy Form (and any power of attorney under which it is signed) must be received at an address given below by 11.30am (Melbourne time) on 24 November 2018, being not later than 48 hours before the commencement of the Meeting. Proxy Forms received after that time will not be valid for the scheduled meeting.



ONLINE PROXY APPOINTMENT

www.advancedshare.com.au/investor-login



BY MAIL

Advanced Share Registry Limited
110 Stirling Hwy, Nedlands WA 6009; or
PO Box 1156, Nedlands WA 6909



BY FAX

+61 8 9262 3723



BY EMAIL

admin@advancedshare.com.au



IN PERSON

Advanced Share Registry Limited
110 Stirling Hwy, Nedlands WA 6009



ALL ENQUIRIES TO

Telephone: +61 8 9389 8033