

ASX Announcement



1 October 2019

APPOINTMENT OF NEW CHIEF EXECUTIVE OFFICER

The Board of Directors of QANTM Intellectual Property (ASX: QIP) are pleased to announce that Mr Craig Dower will succeed Mr Leon Allen as Managing Director and Chief Executive Officer of QANTM, effective 9 January 2020.

Richard England, the Chairman of QANTM stated: "Craig brings a depth of professional experience, including two chief executive roles at publicly listed companies, most recently leading the Xenith IP Group. He has a demonstrated track record of leading organisational change and business transformation. Craig's professional experience has been gained across various industries, including IT consulting, systems integration and professional services. Craig has a first-hand knowledge of working in Asia, an area of strategic focus for QANTM. Craig is also superbly equipped to follow through with the Group's focus on the expansion of its business position in Asia as well as the major renewal of business systems and processes across the business that Leon referred to at the time of the full year results."

Craig Dower said: "I am very excited to be joining the QANTM team and to have the chance to work with the hugely talented people in QANTM's three high-quality businesses – Davies Collison Cave, FPA Patent Attorneys and Advanz Fidelis. I see great opportunities ahead for QANTM in the dynamic intellectual property industry, leveraging the progress made to date and the company's commitment to growth, transformation and investing in its people."

Mr England, further stated: "I would like to thank Leon Allen for his outstanding contribution as QANTM's inaugural Managing Director and Chief Executive Officer, leading the QANTM Group since listing in 2016. The QANTM directors look forward to Leon joining the Board as a non-executive director once Craig has commenced at QANTM. As a non-executive director, Leon's depth of knowledge of the intellectual property services sector, developed over a career as a patent attorney spanning more than 35 years, will continue to help QANTM create shareholder value."

Mr Allen said: "QANTM is well placed to move into an exciting phase of business transformation, having faced and overcome a number of challenges since listing 3 years ago. I have the highest respect for Craig, and I am very confident that he is the ideal person to lead QANTM through its transformation journey. I look forward to continuing to work with Craig and the QANTM team as a member of the Board."

For further information, please contact:

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Chief Financial Officer and Company Secretary

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About QANTM Intellectual Property

QANTM Intellectual Property Limited (QANTM, ASX: QIP) is the owner of a group of leading intellectual property (IP) services businesses operating in Australia, New Zealand, Singapore and Malaysia under three key brands - Davies Collison Cave (DCC), FPA Patent Attorneys (FPA) and Advanz Fidelis IP Sdn Bhd (AFIP), as well as an IP consultancy company, ipervescence Pty Ltd. With more than 140 highly qualified professionals, the QANTM Group has a strong track record in providing a comprehensive suite of services across the IP value chain to a broad range of Australian and international clients, ranging from start-up technology businesses to Fortune 500 multinationals, public research institutions and universities.



APPENDIX 1 Key terms of Executive Service Agreement between Mr Craig Dower and QANTM Intellectual Property Limited

- 1. Role:** Managing Director and Chief Executive Officer
- 2. Commencement:** 9 January 2020.
- 3. Term:** Mr Dower's employment has no fixed term. Employment will continue until terminated by either party in accordance with the terms of the Executive Service Agreement.
- 4. Remuneration:** Mr Dower's remuneration is comprised of:
 - a) Total Fixed Remuneration of A\$650,000 per annum, inclusive of superannuation.
 - b) Sign-on performance rights: A sign-on bonus comprised of performance rights valued at \$400,000 (based on the volume-weighted average selling price of QANTM's shares in the 5 ASX trading days immediately preceding the date of commencement of Mr Dower's employment, or if no trade in those days, the last sale price of a share on the ASX), which will be granted pursuant to and subject to the terms of the QANTM Employee Incentive Plan (the **Plan**).

Vesting of the performance rights will be subject to reasonable satisfaction of performance conditions to be determined by the QANTM Board and will vest in instalments on the following timetable:

 - i) 20% on the business day after announcement of QANTM's half-year financial results in February 2021;
 - ii) 30% on the business day after announcement of QANTM's half-year financial results in February 2022; and
 - iii) 50% on the business day after announcement of QANTM's half-year financial results in February 2023.
 - c) Short term incentive (STI): An annual STI opportunity equal to 50% of Mr Dower's Total Fixed Remuneration, which will be subject to performance metrics to be determined by the QANTM Board with respect to each QANTM Financial Year (pro rata for the proportion of FY20 for which Mr Dower is employed by QANTM).
 - d) Long term incentive (LTI): An annual LTI opportunity equal to 50% of Mr Dower's Total Fixed Remuneration. The first award will be available with respect to the 2021 QANTM Financial Year. There will be no award with respect to the 2020 Financial Year. Subject to necessary shareholder approvals being obtained, the terms of the Plan, and achievement of performance metrics to be determined by the QANTM Board, each LTI award will vest in three equal tranches after 2, 3 and 4 years from the date of the award.
- 5. Termination:** Employment may be terminated:
 - a) by either party providing 6 months' notice, or
 - b) by QANTM immediately upon the occurrence of certain specified events, such as serious misconduct and other events commonly justifying summary dismissal at common law.
- 6. Other provisions:** The Executive Services Agreement also includes standard terms covering confidentiality, intellectual property and moral rights. It also includes post-employment restraints which apply for up to 6 months following termination.

APPENDIX 2 Professional Experience – Mr Craig Dower

Executive (and non-executive) Positions

2017–2019	CEO, Xenith IP Group
2014–2017	CEO, Salmat Limited
2007–2014	President, Avanade Inc, Asia Pacific and China (based in Singapore), previously Managing Director, Australia
2008–2011	Non-Executive Director – Signature Security Group (privately owned)
2015–2017	Non-Executive Director – Local Measure (privately owned)

Craig has led several successful business transformations and has global and Asia Pacific experience, working in Singapore for five years. He has served on various boards, both as an executive and non-executive director.

Craig was most recently the CEO and Managing Director of Xenith IP, the owner of a group of specialist intellectual property (IP) services firms, in the development and protection of intellectual property for its diverse global client base. Xenith was recently acquired by IPH.

Prior to joining Xenith IP, Craig served as Chief Executive Officer of Salmat, an ASX-listed multi-channel marketing and customer engagement company. Craig’s role at Salmat included leading and managing more than 4,000 people across Australia, New Zealand, the Philippines and Sri Lanka through the largest transformation program in the company’s 37-year history.

Prior to joining Salmat, Craig served as President, Asia Pacific and China (APAC), for Avanade Inc, a joint venture between Accenture and Microsoft and a global systems integrator and managed services provider. Craig had overall responsibility for leading Avanade’s business across the APAC region. Craig also served as a member of Accenture’s Asia Pacific technology executive team.

Craig commenced his career in systems engineering and then moving into project management, professional services, consulting and integration, equipment manufacturing, software development, research and development, and sales and marketing.

He is a Fellow of the Australian Institute of Management, a Fellow of the Australian Institute of Company Directors, and a Member of the Australian Computer Society.