

27 November 2020

Dear Shareholders,

**COMPANY UPDATE REGARDING ITS UPCOMING ANNUAL GENERAL MEETING**

As announced on 28 October 2020, the Company is holding its shareholder meeting in Perth on 30 November 2020 at the University Club, Hackett Drive, Crawley, Western Australia at 3.00pm (WST) (**Meeting**).

**VIRTUAL MEETING ACCESS**

Due to a number of the Company's shareholders residing interstate and not being able to attend the Meeting in person, the Company Directors have made a decision prior to the Meeting that those Shareholders who are not able to attend the Meeting may also attend the Meeting via a videoconference.

For those Shareholders that elect to attend via videoconference, Shareholders can do so by:

- (a) by joining the meeting by videoconference at:  
<https://us02web.zoom.us/j/84900222991?pwd=TIBCZFg5STE5T3NLeXBPVi9OZU00dz09;>
- (b) lodging a proxy form in advance of the Meeting by following the instructions set out in the notice of Meeting by no later than 3.00pm on 28 November 2020 (**Latest Date**); and/or
- (c) lodging questions in advance of the meeting by emailing the questions to Steven Wood by no later than 5.00pm on Friday 27 November 2020.

For Shareholders attending the meeting by videoconference, you will be able to participate in the meeting by asking questions at the conclusion of the Meeting, however in order to vote, completed proxy forms must be received prior to the Latest Date.

If you have any difficulties in attending the Meeting by videoconference, or to submit any questions prior to the Meeting Shareholders are advised to contact the Company Secretary via email at [steven.wood@norwoodsystems.com](mailto:steven.wood@norwoodsystems.com).

**WITHDRAWAL OF RESOLUTIONS**

Resolutions 3 and 6 have been withdrawn from the AGM and will not be put to shareholders. Resolution 3 was in respect of the approval of the Company's additional 10% placement capacity and Resolution 6 was in respect of the issue of long-term incentives (LTI's), specifically performance rights to Managing Director and CEO Paul Ostergaard. The withdrawal of the resolutions is due to a combination of shareholder feedbacks, specifically in respect of concerns of dilution, the vesting milestones associated with the LTI's, and proxy results to-date.

The 2020 Notice of Annual General Meeting was lodged with the ASX on 30 October 2020 and has been distributed to shareholders.

The withdrawal of Resolutions 3 and 6 will not affect the validity of a proxy form attached to the Notice of Annual General Meeting.

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The withdrawal of Resolutions 3 and 6 will not affect:

- the validity of the Proxy Form attached to the 2020 Notice of Annual General Meeting or any proxy votes already submitted. Shareholders wishing to complete and lodge a proxy at the 2020 AGM do not need to indicate their voting instructions on Resolutions 3 and 6;
- the timing of the 2020 AGM, which will be held at 3.00PM (Perth time) on Monday, 30<sup>th</sup> November 2020 at the University Club, Hackett Drive, Crawley, Western Australia 6009; or
- the other items of business to be considered at the 2020 AGM, being Resolutions 1, 2, 4, 5, 7, 8, 9, 10, 11, 12 and 13, or the validity of votes cast or resolutions passed in respect of these remaining items of business, or consideration of the Company's 2020 annual financial report, Directors' report and Auditor's report at the 2020 AGM.

For and on behalf of the Board.

Sincerely,

**Steven Wood**  
**Company Secretary**

<b>Company:</b> <b>Paul Ostergaard</b> , CEO & Founder <b>Office:</b> +61 8 9200 3500, 4 Leura Street Nedlands WA <b>Web:</b> <a href="http://www.norwoodsystems.com">www.norwoodsystems.com</a> <b>Twitter:</b> @norwoodsystems, @paulostergaard	<b>Media &amp; Investor Relations:</b> <b>Shane Murphy</b> , FTI Consulting <b>Office:</b> +61 8 9485 8888 <b>email:</b> <a href="mailto:shane.murphy@fticonsulting.com">shane.murphy@fticonsulting.com</a> <b>Mobile:</b> +61 420 945 291 <b>Twitter:</b> @ShaneWMurphy
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