

## RESULTS OF THE ANNUAL GENERAL MEETING

**PERTH, WA: DEPARTMENT 13 INTERNATIONAL LTD (ASX:D13) (“Department 13”, “D13” or “the Company”)**, held the Annual General Meeting of Shareholders today 3:00 pm at Level 13 60 Castlereagh Street Sydney NSW 2000.

The resolutions were passed by way of a poll for Resolution 1 and 8 and on a show of hands for other resolutions. Resolution 4 being held under Listing Rule 7.1A was passed by the requisite majority as a special resolution.

The Company received 69 valid proxies representing 285,098,243 ordinary shares, being 54.4% of the Company’s issued capital. The 69 valid proxies out of 1,688 total number of shareholders, being 4.1% participation rate, indicates a low turn out on shareholder proxy votes by number of shareholders.

Details of the resolutions, proxies received and poll results in respect to each resolutions are set out in the next page.

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### **About Department 13**

Based in Maryland, Department 13 (D13) was founded in 2010 by a team of former military operators, scientists and engineers who apply proprietary innovative advanced technology to emerging requirements. D13 is developing cutting-edge software and communication systems that have the potential to transform the networking and communication fields as well as current applications in drone defense, mobile phone IT security and secure enhanced Android phone systems. D13 is engaged with multiple counter UAS projects to provide strategic solutions for civil, military and commercial security requirements. D13 has 19 patents and 29 patent applications in the development of wireless protocol manipulation and communication networking software with applications in drone defense, local area and wide area cellular communications and networking, enhanced data bandwidth for all digital communications, cyber security for mobile devices and sophisticated RF technology applications (radiometrics). For more information about D13, please visit [www.department13.com](http://www.department13.com) or follow us on Twitter (@D13ASX), LinkedIn and YouTube.

# Disclosure of Proxy Votes

## Department 13 International Ltd

Department 13 International Annual General Meeting 2017

Tuesday, 28 November 2017

In accordance with section 251AA of the Corporations Act 2001, the following information is provided in relation to resolutions put to members at the meeting.

			Proxy Votes				Poll Results (if applicable)		
Resolution	Decided by Show of Hands (S) or Poll (P)	Total Number of Proxy Votes exercisable by proxies validly appointed	FOR	AGAINST	ABSTAIN	PROXY'S DISCRETION	FOR	AGAINST	ABSTAIN
01 Adoption of Remuneration Report	P	174,881,332	110,870,602	62,633,230	116,911	1,377,500	112,363,102	62,633,230	116,911
02 Re-election of Director – Dr Kathleen Kiernan	S	282,598,243	281,002,477	93,230	2,500,000	1,502,536	n/a	n/a	n/a
03 Election of Director – Tim Davies	S	285,098,243	283,605,388	93,230	0	1,399,625	n/a	n/a	n/a
04 Approval of 10% Placement Capacity	S	285,094,243	283,309,513	383,230	4,000	1,401,500	n/a	n/a	n/a
05 Adoption of D13 Executive Option Plan	S	172,454,243	170,510,237	534,381	2,544,000	1,409,625	n/a	n/a	n/a
06 Issue of Options to Related Party – Jonathan Hunter	S	235,794,243	233,940,237	444,381	4,000	1,409,625	n/a	n/a	n/a
07 Issue of Performance Rights to Director – Kathleen Kiernan	S	177,254,243	172,770,237	3,074,381	58,544,000	1,409,625	n/a	n/a	n/a
08 Issue of Performance Rights to Director – Al Teller	P	235,754,243	168,770,237	65,574,381	44,000	1,409,625	170,294,862	65,574,381	44,000
09 Issue of Performance Rights to Director – Phil George	S	177,254,243	172,770,237	3,074,381	58,544,000	1,409,625	n/a	n/a	n/a



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10 Issue of Performance Incentive Rights to Director – Tim Davies	S	177,254,243	175,373,148	471,470	58,544,000	1,409,625	n/a	n/a	n/a

