

2nd July 2019

Results of General Meeting 2nd July 2019

The General Meeting for Cann Global Limited was held at 1pm, Tuesday 2nd July 2019 at Level 16, 1 Market St, Sydney NSW.

At the General Meeting, shareholders passed the following resolutions as detailed in the Notice of Meeting:

Change to nature and scale of activities
Issue of consideration to MCL Shareholders
Issue of Shares to HHC Shareholders
Ratification of prior issue- Shares to Gareth Ball
Ratification of prior issue- Shares to Craig Cochran
Issue of Shares to Medcan Australia Pty Ltd
Issue of Shares to T12 Shareholders
Issue of Management Shares – Sebastian Edwards
Issue of Management Shares – Sam Edwards
Issue of Shares - Capital Raising
Approval for Sholom Feldman to participate in the capital raising
Approval for Pnina Feldman to participate in the capital raising
Issue of Shares – Empire Capital Partners
Issue of Options – Empire Capital Partners
Approval to issue Convertible Securities - L1 Capital Global Opportunities Master Fund
Approval to issue Options - L1 Capital Global Opportunities Master Fund
Approval to issue Collateral Shares - L1 Capital Global Opportunities Master Fund
To elect Jonathan Cohen as Non- Executive Independent Director
To elect John Easterling as Non- Executive Independent Director
To elect David Austin as Non- Executive Independent Director


Item 1 – change to nature and scale of activities

The following ordinary resolution was passed by shareholders, on a show of hands, in relation to the change to nature and scale of activities;

Cann Global Limited (ASX:CGB)

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IT WAS RESOLVED “That, subject to the passing of all other Acquisition Resolutions, for the purpose of ASX Listing Rule 11.1.2 and for all other purposes, approval is given for the Company:

a) to make a significant change in the nature and scale of its activities as described in the Explanatory Statement;

b) to issue Shares pursuant to a re-compliance with Chapters 1 and 2 of the ASX Listing Rules at an issue price of \$0.035 per Share; and

c) to issue one free-attaching Option for every two Shares subscribed which Options will have an exercise price of \$0.10 each.

The proxy votes exercisable by all validly appointed proxies in relation to item 1, and the direction for these proxies, were:

Voting Direction	Number of Proxy Votes
For:	235,375,514
Against:	893,380
Abstain:	1,680,231
Chair discretion:	21,033,021
Excluded:	0
No instruction:	455,000
TOTAL:	259,437,146

Item 2 – ISSUE OF CONSIDERATION TO MCL SHAREHOLDERS

The following ordinary resolution was passed by shareholders, on a show of hands, in relation to *ISSUE OF CONSIDERATION TO MCL SHAREHOLDERS*;

It was Resolved

“That, subject to the passing of the Transaction Resolution, for the purpose of ASX Listing Rule 7.1 and for all other purposes, approval is given for the Directors to issue approximately 1,277,142,857 Shares to the MCL Shareholders on the terms and conditions set out in the Explanatory Statement.”

The proxy votes exercisable by all validly appointed proxies in relation to item 2, and the direction for these proxies, were:

Voting Direction	Number of Proxy Votes
For:	229,039,212

Against:	5,518,884
Abstain:	3,351,029
Chair discretion:	21,073,021
Excluded:	0
No instruction:	455,000
TOTAL:	259,437,146

Item 3 – ISSUE OF SHARES TO HHC SHAREHOLDERS

The following ordinary resolution was passed by shareholders, on a show of hands, in relation to ISSUE OF SHARES TO HHC SHAREHOLDERS;

It was Resolved

“That, subject to the passing of the Transaction Resolution, for the purpose of ASX Listing Rule 7.1 and for all other purposes, approval is given for the Directors to issue 40,540,541 Shares to the HHC Shareholders on the terms and conditions set out in the Explanatory Statement.”

The proxy votes exercisable by all validly appointed proxies in relation to item 3, and the direction for these proxies, were:

Voting Direction	Number of Proxy Votes
For:	231,824,899
Against:	3,136,261
Abstain:	2,919,503
Chair discretion:	21,101,483
Excluded:	0
No instruction:	455,000
TOTAL:	259,437,146

Item 4 - ratification of prior issue – Shares to GARETH BALL

The following ordinary resolution was passed by shareholders, on a show of hands, in relation to ratification of prior issue – Shares to GARETH BALL;

It was Resolved

“That for the purposes of ASX Listing Rule 7.4 and for all other purposes, Shareholders ratify the issue of 1,380,000 Shares on the terms and conditions set out in the Explanatory Statement.”

The proxy votes exercisable by all validly appointed proxies in relation to item 4, and the direction for these proxies, were:

Voting Direction	Number of Proxy Votes
For:	225,382,609
Against:	8,589,630
Abstain:	3,790,886
Chair discretion:	21,219,021
Excluded:	0
No instruction:	455,000
TOTAL:	259,437,146

Item 5 – ratification of prior issue – Shares to CRAIG COCHRAN

The following ordinary resolution was passed by shareholders, on a show of hands, in relation to ratification of prior issue – Shares to CRAIG COCHRAN;

It was Resolved

“That, for the purposes of ASX Listing Rule 7.4 and for all other purposes, Shareholders ratify the issue of 2,870,000 Shares on the terms and conditions set out in the Explanatory Statement.”

The proxy votes exercisable by all validly appointed proxies in relation to item 5, and the direction for these proxies, were:

Voting Direction	Number of Proxy Votes
For:	225,584,472
Against:	8,580,630
Abstain:	3,694,023
Chair discretion:	21,123,021
Excluded:	0
No instruction:	455,000
TOTAL:	259,437,146

Item 6 – issue of shares to Medcan Australia Pty Ltd

The following ordinary resolution was passed by shareholders, on a show of hands, in relation to issue of shares to Medcan Australia Pty Ltd;

It was Resolved

“That, subject to the passing of the Transaction Resolution, for the purpose of ASX Listing Rule 7.1 and for all other purposes, approval is given for the Directors to issue 2,250,000 Shares to Medcan on the terms and conditions set out in the Explanatory Statement.”

The proxy votes exercisable by all validly appointed proxies in relation to item 6, and the direction for these proxies, were:

Voting Direction	Number of Proxy Votes
For:	229,697,002
Against:	5,780,013
Abstain:	2,274,789
Chair discretion:	21,230,342
Excluded:	0
No instruction:	455,000
TOTAL:	259,437,146

Item 7 – issue of shares to T12 shareholders

The following ordinary resolution was passed by shareholders, on a show of hands, in relation to issue of shares to T12 shareholders;

It was Resolved

“That, subject to the passing of the Transaction Resolution, for the purpose of ASX Listing Rule 7.1 and for all other purposes, approval is given for the Directors to issue 21,621,621 Shares to the T12 Shareholders on the terms and conditions set out in the Explanatory Statement.”

The proxy votes exercisable by all validly appointed proxies in relation to item 7, and the direction for these proxies, were:

Voting Direction	Number of Proxy Votes
For:	226,598,706

Against:	7,212,028
Abstain:	3,707,766
Chair discretion:	21,463,646
Excluded:	0
No instruction:	455,000
TOTAL:	259,437,146

Item 8 – issue of management shares to Sebastian Edwards

The following ordinary resolution was passed by shareholders, on a show of hands, in relation to issue of management shares to Sebastian Edwards;

It was Resolved

“That, subject to the passing of the Transaction Resolution, for the purpose of ASX Listing Rule 7.1 and for all other purposes, approval is given for the Directors to issue 2,702,703 Shares to Mr Sebastian Edwards on the terms and conditions set out in the Explanatory Statement.”

The proxy votes exercisable by all validly appointed proxies in relation to item 8, and the direction for these proxies, were:

Voting Direction	Number of Proxy Votes
For:	224,554,581
Against:	8,656,379
Abstain:	4,538,165
Chair discretion:	21,233,021
Excluded:	0
No instruction:	455,000
TOTAL:	259,437,146

Item 9 – issue of management shares to Sam Edwards

The following ordinary resolution was passed by shareholders, on a show of hands, in relation to issue of management shares to Sam Edwards;

It was Resolved

“That, subject to the passing of the Transaction Resolution, for the purpose of ASX Listing Rule 7.1 and for all other purposes, approval is given for the

Directors to issue 2,702,702 Shares to Mr Sam Edwards on the terms and conditions set out in the Explanatory Statement.”

The proxy votes exercisable by all validly appointed proxies in relation to item 9, and the direction for these proxies, were:

Voting Direction	Number of Proxy Votes
For:	225,676,581
Against:	8,766,379
Abstain:	3,416,165
Chair discretion:	21,123,021
Excluded:	0
No instruction:	455,000
TOTAL:	259,437,146

Item 10 – CAPITAL RAISING

The following ordinary resolution was passed by shareholders, on a show of hands, in relation to the capital raising;

It was Resolved

“That, subject to the passing of all other Acquisition Resolutions, for the purposes of ASX Listing Rule 7.1 and for all other purposes, approval is given for the Company to issue up to 170,000,000 Shares and up to 85,000,000 free attaching Options on the terms and conditions set out in the Explanatory Statement.”

The proxy votes exercisable by all validly appointed proxies in relation to item 10, and the direction for these proxies, were:

Voting Direction	Number of Proxy Votes
For:	228,922,002
Against:	6,936,953
Abstain:	1,829,170
Chair discretion:	21,294,021

Excluded:	0
No instruction:	455,000
TOTAL:	259,437,146

Item 11 – approval for Sholom Feldman (or nominee), as a director and related party, to participate in the offer under the prospectus, to Issue the shares under the offer

The following ordinary resolution was passed by shareholders, on a show of hands, in relation to the approval for Sholom Feldman (or nominee), as a director and related party, to participate in the offer under the prospectus, to Issue the shares under the offer;

It was Resolved

“That, subject to the passing of the Transaction Resolution, for the purposes of ASX Listing Rule 10.11 and for all other purposes, approval is given for the Company to issue for 3.5 cents per Share, up to 12,500,000 Shares and 6,250,000 free attaching Options to Sholom Feldman (or his nominee, including Volcan Australia Corporation Pty Ltd) on the terms and conditions set out in the Explanatory Statement.”

The proxy votes exercisable by all validly appointed proxies in relation to item 11, and the direction for these proxies, were:

Voting Direction	Number of Proxy Votes
For:	226,720,876
Against:	8,797,070
Abstain:	1,318,679
Chair discretion:	22,145,521
Excluded:	0
No instruction:	455,000
TOTAL:	259,437,146

Item 12 – approval for Pnina Feldman (or nominee), as a director and related party, to participate in the offer under the prospectus, to Issue the shares under the offer

The following ordinary resolution was passed by shareholders, on a show of hands, in relation to approval for Pnina Feldman (or nominee), as a director and related party, to participate in the offer under the prospectus, to Issue the shares under the offer;

It was Resolved

“That, subject to the passing of the Transaction Resolution, for the purposes of ASX Listing Rule 10.11 and for all other purposes, approval is given for the Company to issue for 3.5 cents per Share up to 12,500,000 Shares and 6,250,000 free attaching Options to Pnina Feldman (or her nominee) on the terms and conditions set out in the Explanatory Statement.”

The proxy votes exercisable by all validly appointed proxies in relation to item 12, and the direction for these proxies, were:

Voting Direction	Number of Proxy Votes
For:	227,336,876
Against:	8,451,070
Abstain:	1,088,679
Chair discretion:	22,105,521
Excluded:	0
No instruction:	455,000
TOTAL:	259,437,146

Item 13 – Issue of shares – EMPIRE CAPITAL PARTNERS

The following ordinary resolution was passed by shareholders, on a show of hands, in relation to the Issue of shares – EMPIRE CAPITAL PARTNERS;

It was Resolved

“That, subject to the passing of the Transaction Resolution, for the purposes of ASX Listing Rule 7.1 and for all other purposes, approval is given for the Company to issue Shares for the Success Fee on the terms and conditions set out in the Explanatory Statement.”

The proxy votes exercisable by all validly appointed proxies in relation to item 13, and the direction for these proxies, were:

Voting Direction	Number of Proxy Votes
For:	226,569,080
Against:	8,866,450
Abstain:	2,444,277

Chair discretion:	21,102,339
Excluded:	0
No instruction:	455,000
TOTAL:	259,437,146

Item 14 – issue of options - Empire Capital Partners

The following ordinary resolution was passed by shareholders, on a show of hands, in relation to the issue of options - Empire Capital Partners;

It was Resolved

“That, subject to the passing of the Transaction Resolution, for the purposes of ASX Listing Rule 7.1 and for all other purposes, approval is given for the Company to issue up to 20,000,000 Options on the terms and conditions set out in the Explanatory Statement.”

The proxy votes exercisable by all validly appointed proxies in relation to item 14, and the direction for these proxies, were:

Voting Direction	Number of Proxy Votes
For:	226,116,808
Against:	8,681,412
Abstain:	2,753,049
Chair discretion:	21,430,877
Excluded:	0
No instruction:	455,000
TOTAL:	259,437,146

Item 15 – APPROVAL TO ISSUE CONVERTIBLE SECURITIES - L1 CAPITAL GLOBAL OPPORTUNITIES MASTER FUND

The following ordinary resolution was passed by shareholders, on a show of hands, in relation to the APPROVAL TO ISSUE CONVERTIBLE SECURITIES - L1 CAPITAL GLOBAL OPPORTUNITIES MASTER FUND;

It was Resolved

“That, for the purposes of ASX Listing Rule 7.1 and for all other purposes, approval is given for the Company to issue 1,730,000 Convertible Securities to L1 Capital Global Opportunities Master Fund on the terms and conditions set out in the Explanatory Statement.”

The proxy votes exercisable by all validly appointed proxies in relation to item 15, and the direction for these proxies, were:

Voting Direction	Number of Proxy Votes
For:	225,866,099
Against:	7,954,028
Abstain:	3,520,276
Chair discretion:	21,641,743
Excluded:	0
No instruction:	455,000
TOTAL:	259,437,146

Item 16 – APPROVAL TO ISSUE OPTIONS – L1 CAPITAL GLOBAL OPPORTUNITIES MASTER FUND

The following ordinary resolution was passed by shareholders, on a show of hands, in relation to the APPROVAL TO ISSUE OPTIONS – L1 CAPITAL GLOBAL OPPORTUNITIES MASTER FUND;

It was Resolved

“That, for the purposes of ASX Listing Rule 7.1 and for all other purposes, approval is given for the Company to issue up to 31,140,000 Options on the terms and conditions set out in the Explanatory Statement.”

The proxy votes exercisable by all validly appointed proxies in relation to item 16, and the direction for these proxies, were:

Voting Direction	Number of Proxy Votes
For:	226,963,985
Against:	8,081,483
Abstain:	2,813,657
Chair discretion:	21,123,021
Excluded:	0
No instruction:	455,000
TOTAL:	259,437,146

Item 17 – APPROVAL TO ISSUE COLLATERAL SHARES - L1 CAPITAL GLOBAL OPPORTUNITIES MASTER FUND

The following ordinary resolution was passed by shareholders, on a show of hands, in relation to the APPROVAL TO ISSUE COLLATERAL SHARES - L1 CAPITAL GLOBAL OPPORTUNITIES MASTER FUND;

It was Resolved

“That, for the purposes of ASX Listing Rule 7.1 and for all other purposes, approval is given for the Company to issue up to 10,000,000 Collateral Shares on the terms and conditions set out in the Explanatory Statement.”

The proxy votes exercisable by all validly appointed proxies in relation to item 17, and the direction for these proxies, were:

Voting Direction	Number of Proxy Votes
For:	225,641,635
Against:	8,219,384
Abstain:	3,060,606
Chair discretion:	22,060,521
Excluded:	0
No instruction:	455,000
TOTAL:	259,437,146

Item 18 – TO ELECT JONATHAN COHEN AS NON-EXECUTIVE INDEPENDENT DIRECTOR

The following ordinary resolution was passed by shareholders, on a show of hands, in relation to ELECT JONATHAN COHEN AS NON-EXECUTIVE INDEPENDENT DIRECTOR;

It was Resolved

“That, having provided consent in writing to act as director to the Registered Office of the Company, for the purpose of clause 14.3 of the Constitution, ASX Listing Rule 14.3 and for all other purposes, Mr Jonathan Cohen has been nominated and is elected as a Non-Executive Independent Director.”

The proxy votes exercisable by all validly appointed proxies in relation to item 18, and the direction for these proxies, were:

Voting Direction	Number of Proxy Votes
For:	228,964,415
Against:	4,463,321
Abstain:	4,493,889
Chair discretion:	21,060,521
Excluded:	0
No instruction:	455,000
TOTAL:	259,437,146

Item 19 – TO ELECT JOHN EASTERLING AS NON-EXECUTIVE INDEPENDENT DIRECTOR

The following ordinary resolution was passed by shareholders, on a show of hands, in relation to ELECT JOHN EASTERLING AS NON-EXECUTIVE INDEPENDENT DIRECTOR;

It was Resolved

“That, having provided consent in writing to act as director to the Registered Office of the Company for the purpose of clause 14.3 of the Constitution, ASX Listing Rule 14.3 and for all other purposes, Mr John Easterling has been nominated and is elected as a Non-Executive Independent Director.”

The proxy votes exercisable by all validly appointed proxies in relation to item 19, and the direction for these proxies, were:

Voting Direction	Number of Proxy Votes
For:	232,603,123
Against:	3,789,714
Abstain:	1,278,788
Chair discretion:	21,310,521
Excluded:	0
No instruction:	455,000
TOTAL:	259,437,146

Item 20 – TO ELECT DAVID AUSTIN AS NON-EXECUTIVE INDEPENDENT DIRECTOR

The following ordinary resolution was passed by shareholders, on a show of hands, in relation to ELECT DAVID AUSTIN AS NON-EXECUTIVE INDEPENDENT DIRECTOR;

It was Resolved

“That, having provided consent in writing to act as director to the Registered Office of the Company for the purpose of clause 14.3 and for all other purposes, Mr David Austin has been nominated and is elected as a Non-Executive Independent Director.”

The proxy votes exercisable by all validly appointed proxies in relation to item 20, and the direction for these proxies, were:

Voting Direction	Number of Proxy Votes
For:	229,189,065
Against:	4,342,420
Abstain:	4,290,140
Chair discretion:	21,160,521
Excluded:	0
No instruction:	455,000
TOTAL:	259,437,146