

**ASX RELEASE**

19 July 2019

**Results of General Meeting on 19 July 2019**

**MMJ Group Holdings Limited (ASX: MMJ) ("MMJ")** is pleased to announce that at a General Meeting on 19 July 2019, MMJ shareholders approved the investment management agreement with Embark Ventures ("**Embark**") to act as the asset manager of MMJ's cannabis investment portfolio. The appointment will be for an initial term of three years commencing 19 July 2019. The MMJ Board believes that MMJ should centre its asset management resource based in Canada to better manage the existing portfolio and access new investment opportunities globally.

MMJ's Chairman Peter Wall commented that "The MMJ Board is delighted that our shareholders have supported the recommendation by the Board to appoint Embark as the manager of our cannabis investment portfolio. The strategic relationship between MMJ and Embark has already increased our investment deal flow within the private and public cannabis sectors in Australia, North America and Europe."

In accordance with Listing Rule 3.13.2, please be advised that both resolutions (resolutions 1 and 2) in the MMJ Notice of General Meeting were determined by poll and passed by the requisite majorities at the General Meeting.

As required by section 251AA(2) of the Corporations Act 2001 (Cth), summaries of the poll voting results and proxy votes for the resolutions are attached.

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**Investor and Media Enquiries**

Jim Hallam  
Chief Financial Officer and Company Secretary

**About MMJ**

*MMJ is a global cannabis investment company (ABN 91 601 236 417). MMJ owns a portfolio of minority investments and aims to invest across the full range of emerging cannabis-related sectors including healthcare, technology, infrastructure, logistics, processing, cultivation, equipment and retail. For MMJ's latest investor presentation and news, please visit: <https://www.mmjphytotech.com.au/investors/>*

**Important Notice**

*This announcement contains reference to certain intentions, expectations, future plans, strategy and prospects of MMJ. Those intentions, expectations, future plans, strategy and prospects may or may not be achieved. They are based on certain assumptions, which may not be met or on which views may differ and may be affected by known and unknown risks. The performance and operations of MMJ may be influenced by a number of factors, many of which are outside the control of MMJ. No representation or warranty, express or implied, is made by MMJ, or any of its directors, officers, employees, advisers or agents that any intentions, expectations or plans will be achieved either totally or partially or that any particular rate of return will be achieved. Given the risks and uncertainties that may cause MMJ's actual future results, performance or achievements to be materially different from those expected, planned or intended, recipients should not place undue reliance on these intentions, expectations, future plans, strategy and prospects. MMJ does not warrant or represent that the actual results, performance or achievements will be as expected, planned or intended. Nothing in this material should be construed as either an offer to sell or a solicitation of an offer to buy or sell securities. It does not include all available information and should not be used in isolation as a basis to invest in MMJ. This document does not constitute any part of any offer to sell, or the solicitation of an offer to buy, any securities in the United States or to, or for the account or benefit of any "US person" as defined in Regulation S under the US Securities Act of 1993 ("Securities Act"). MMJ's shares have not been, and will not be, registered under the Securities Act or the securities laws of any state or other jurisdiction of the United States, and may not be offered or sold in the United States or to any US person without being so registered or pursuant to an exemption from registration including an exemption for qualified institutional buyers.*

# Disclosure of Proxy Votes

## MMJ Group Holdings Limited

MMJ GROUP HOLDINGS LTD - NOTICE OF GENERAL MEETING

Friday, 19 July 2019



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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.

Resolution	Decided by Show of Hands (S) or Poll (P)	Total Number of Proxy Votes exercisable by proxies validly appointed	Proxy Votes				Poll Results (if applicable)		
			FOR	AGAINST	ABSTAIN	PROXY'S DISCRETION	FOR	AGAINST	ABSTAIN
1 Approval to Enter into Management Agreement	P	19,596,125	16,356,998	2,559,054	322,507	680,073	17,116,117	2,559,054	322,507
2 Issue of Performance Rights to Embark Ventures	P	19,600,603	16,088,860	3,040,337	318,029	471,406	16,599,312	3,040,337	358,029

