

ASX Announcement

22 November 2019

**Share Cancellation - Appendix 3B supporting information**

Resolution 4 at the AGM held on 21 November 2019 provided as follows:

*“That 16,126,414 shares in the Company issued to Mr Temogen Hield pursuant to the Employee Share and Loan Scheme be cancelled and the capital of the company be reduced accordingly.”*

The Resolution was passed by shareholders.

The following table summarises the movement in equity instruments arising therefrom.

Description	Pre Meeting number on issue	Movement	Post Meeting number on issue
Ordinary Shares	779,128,572		779,128,572
Loan Scheme Shares subject to Escrow	40,316,032	(16,126,414)	24,189,618
Total Voting and Listed Shares	819,444,604	(16,126,414)	803,318,190
Share Rights	2,000,000		2,000,000
Convertible Notes Issued to Related Parties – 14 Notes each with a Face Value of \$25,000 convertible to 29,166,667 ordinary shares at a price of \$0.012 subject to shareholder approval.	29,166,667		
Convertible Notes Issued to Third Parties – 32 Notes each with a Face Value of \$25,000 convertible to 66,666,667 ordinary shares at a price of \$0.012	66,666,667		66,666,667

The ASX Appendix 3B is attached.

The ASIC Form 484 is attached.

**For further details contact:**

DataDot Technology Limited

**Patrick Raper**

**Company Secretary**

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Phone: +61 2 8977 4900

**About DataDot:** DataDot Technology Limited provides world leading asset identification, management, protection and authentication solutions that deliver great value to customers. For more information please visit [www.datadotdna.com](http://www.datadotdna.com).

# Appendix 3B

## New issue announcement, Application for quotation of additional securities and agreement

*Information or documents not available now must be given to ASX as soon as available. Information and documents given to ASX become ASX's property and may be made public.*

Introduced 01/07/96 Origin: Appendix 5 Amended 01/07/98, 01/09/99, 01/07/00, 30/09/01, 11/03/02, 01/01/03, 24/10/05, 01/08/12, 04/03/13

Date: 22 November 2019

DataDot Technology Limited
ABN: 54 091 908 726

We (the entity) give ASX the following information.

### Part 1 - All issues

*You must complete the relevant sections (attach sheets if there is not enough space).*

1	<sup>+</sup> Class of <sup>+</sup> securities issued or to be issued	Cancel Ordinary Shares (Escrowed Share Loan Scheme shares.
2	Number of <sup>+</sup> securities issued or to be issued (if known) or maximum number which may be issued	Cancel 16,126,414 Escrowed Share Loan Scheme Shares. At the AGM held on 21 November 2019 shareholders voted in favour of a special resolution relating to the shares cancellation and capital reduction with 99.5% of votes cast being in favour of the resolution.
3	Principal terms of the <sup>+</sup> securities (e.g. if options, exercise price and expiry date; if partly paid <sup>+</sup> securities, the amount outstanding and due dates for payment; if <sup>+</sup> convertible securities, the conversion price and dates for conversion)	Share Loan Scheme Shares
4	Do the <sup>+</sup> securities rank equally in all respects from the <sup>+</sup> issue date with an existing <sup>+</sup> class of quoted <sup>+</sup> securities? If the additional <sup>+</sup> securities do not rank equally, please state: <ul style="list-style-type: none"> <li>the date from which they do</li> <li>the extent to which they participate for the next dividend, (in the case of a trust, distribution) or interest payment</li> <li>the extent to which they do not rank equally, other than in relation to the next dividend, distribution or interest payment</li> </ul>	N/A
5	Issue price or consideration	N/A

6	Purpose of the issue (If issued as consideration for the acquisition of assets, clearly identify those assets)	N/A
6a	Is the entity an <sup>+</sup> eligible entity that has obtained security holder approval under rule 7.1A?  If Yes, complete sections 6b – 6h in relation to the <sup>+</sup> securities the subject of this Appendix 3B, and comply with section 6i	No
6b	The date the security holder resolution under rule 7.1A was passed	N/A
6c	Number of <sup>+</sup> securities issued without security holder approval under rule 7.1	N/A
6d	Number of <sup>+</sup> securities issued with security holder approval under rule 7.1A	N/A
6e	Number of <sup>+</sup> securities issued with security holder approval under rule 7.3, or another specific security holder approval (specify date of meeting)	N/A
6f	Number of <sup>+</sup> securities issued under an exception in rule 7.2	N/A
6g	If <sup>+</sup> securities issued under rule 7.1A, was issue price at least 75% of 15 day VWAP as calculated under rule 7.1A.3? Include the <sup>+</sup> issue date and both values. Include the source of the VWAP calculation.	N/A
	If <sup>+</sup> securities were issued under rule 7.1A for non-cash consideration, state date on which valuation of consideration was released to ASX Market Announcements	N/A
6i	Calculate the entity's remaining issue capacity under rule 7.1 and rule 7.1A – complete Annexure 1 and release to ASX Market Announcements	N/A
7	<sup>+</sup> Issue dates  Note: The issue date may be prescribed by ASX (refer to the definition of issue date in rule 19.12). For example, the issue date for a pro rata entitlement issue must comply with the applicable timetable in Appendix 7A.  Cross reference: item 33 of Appendix 3B.	N/A

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<sup>+</sup> See chapter 19 for defined terms.

8	Number and <sup>+</sup> class of all <sup>+</sup> securities quoted on ASX (including the <sup>+</sup> securities in section 2 if applicable)	Number	<sup>+</sup> Class
		779,128,572 (No change)	Ordinary Shares
		24,189,618	Ordinary Shares (Escrowed Share Loan scheme shares.) Excluding cancelled shares
9	Number and <sup>+</sup> class of all <sup>+</sup> securities not quoted on ASX (including the <sup>+</sup> securities in section 2 if applicable)	Number	<sup>+</sup> Class
		2,000,000 (No change)	Share Rights (DDTSR-6)
		\$1,150,000 (No change)	46 x Convertible Notes each with a face value of \$25,000 due to Mature in June and July 2021

10	Dividend policy (in the case of a trust, distribution policy) on the increased capital (interests)	N/A
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Part 2 - Pro rata issue **Not Applicable**

11	Is security holder approval required?	
12	Is the issue renounceable or non-renounceable?	
13	Ratio in which the <sup>+</sup> securities will be offered	
14	<sup>+</sup> Class of <sup>+</sup> securities to which the offer relates	
15	<sup>+</sup> Record date to determine entitlements	
16	Will holdings on different registers (or subregisters) be aggregated for calculating entitlements?	
17	Policy for deciding entitlements in relation to fractions	
18	Names of countries in which the entity has security holders who will not be sent new offer documents  <small>Note: Security holders must be told how their entitlements are to be dealt with. Cross reference: rule 7.7.</small>	
19	Closing date for receipt of acceptances or renunciations	
20	Names of any underwriters	
21	Amount of any underwriting fee or commission	
22	Names of any brokers to the issue	
23	Fee or commission payable to the broker to the issue	

24	Amount of any handling fee payable to brokers who lodge acceptances or renunciations on behalf of security holders	
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25	If the issue is contingent on security holders' approval, the date of the meeting	
26	Date entitlement and acceptance form and offer documents will be sent to persons entitled	
27	If the entity has issued options, and the terms entitle option holders to participate on exercise, the date on which notices will be sent to option holders	
28	Date rights trading will begin (if applicable)	
29	Date rights trading will end (if applicable)	
30	How do security holders sell their entitlements <i>in full</i> through a broker?	
31	How do security holders sell <i>part</i> of their entitlements through a broker and accept for the balance?	
32	How do security holders dispose of their entitlements (except by sale through a broker)?	
33	+Issue date	

### Part 3 - Quotation of securities **Not Applicable**

You need only complete this section if you are applying for quotation of securities

34 Type of +securities – Not Applicable (*tick one*)

(a) ☐

(b) ☐ All other +securities  
 Example: restricted securities at the end of the escrowed period, partly paid securities that become fully paid, employee incentive share securities when restriction ends, securities issued on expiry or conversion of convertible securities

### Entities that have ticked box 34(a)

#### Additional securities forming a new class of securities

*Tick to indicate you are providing the information or documents*

35 ☐ If the +securities are +equity securities, the names of the 20 largest holders of the additional +securities, and the number and percentage of additional +securities held by those holders

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+ See chapter 19 for defined terms.

- 36 ☐ If the +securities are +equity securities, a distribution schedule of the additional +securities setting out the number of holders in the categories
- 1 - 1,000
- 1,001 - 5,000
- 5,001 - 10,000
- 10,001 - 100,000
- 100,001 and over 1

- 37 ☐ A copy of any trust deed for the additional +securities - **Not Applicable**

### Entities that have ticked box 34(b)

- 38 Number of +securities for which +quotation is sought
- 39 +Class of +securities for which quotation is sought
- 40 Do the +securities rank equally in all respects from the +issue date with an existing +class of quoted +securities?
- If the additional +securities do not rank equally, please state:
- the date from which they do
  - the extent to which they participate for the next dividend, (in the case of a trust, distribution) or interest payment
  - the extent to which they do not rank equally, other than in relation to the next dividend, distribution or interest payment
- 
- 41 Reason for request for quotation now
- Example: In the case of restricted securities, end of restriction period
- (if issued upon conversion of another +security, clearly identify that other +security)
- 
- 42 Number and +class of all +securities quoted on ASX (including the +securities in clause 38)
- | Number               | +Class               |
|----------------------|----------------------|
| <input type="text"/> | <input type="text"/> |

## Quotation agreement

To the extent that this Form 3B applies to the issue of new securities:

1 +Quotation of our additional +securities is in ASX's absolute discretion. ASX may quote the +securities on any conditions it decides.

2 We warrant the following to ASX.

- The issue of the +securities to be quoted complies with the law and is not for an illegal purpose.
- There is no reason why those +securities should not be granted +quotation.
- An offer of the +securities for sale within 12 months after their issue will not require disclosure under section 707(3) or section 1012C(6) of the Corporations Act.

Note: An entity may need to obtain appropriate warranties from subscribers for the securities in order to be able to give this warranty

- Section 724 or section 1016E of the Corporations Act does not apply to any applications received by us in relation to any +securities to be quoted and that no-one has any right to return any +securities to be quoted under sections 737, 738 or 1016F of the Corporations Act at the time that we request that the +securities be quoted.
- If we are a trust, we warrant that no person has the right to return the +securities to be quoted under section 1019B of the Corporations Act at the time that we request that the +securities be quoted.

3 We will indemnify ASX to the fullest extent permitted by law in respect of any claim, action or expense arising from or connected with any breach of the warranties in this agreement.

4 We give ASX the information and documents required by this form. If any information or document is not available now, we will give it to ASX before +quotation of the +securities begins. We acknowledge that ASX is relying on the information and documents. We warrant that they are (will be) true and complete.

Sign here:



Date: 22 November 2019

Print name: Patrick Raper  
Company Secretary

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+ See chapter 19 for defined terms.

# Appendix 3B – Annexure 1

## Calculation of placement capacity under rule 7.1 and rule 7.1A for eligible entities

Introduced 01/08/12 Amended 04/03/13

### Part 1

Rule 7.1 – Issues exceeding 15% of capital	
<b>Step 1: Calculate “A”, the base figure from which the placement capacity is calculated</b>	
<b>Insert</b> number of fully paid +ordinary securities on issue 12 months before the +issue date or date of agreement to issue	810,606,351
<b>Add</b> the following: <ul style="list-style-type: none"> <li>Number of fully paid +ordinary securities issued in that 12 month period under an exception in rule 7.2</li> <li>Number of fully paid +ordinary securities issued in that 12 month period with shareholder approval</li> <li>Number of partly paid +ordinary securities that became fully paid in that 12 month period</li> </ul> <p><i>Note:</i></p> <ul style="list-style-type: none"> <li>Include only ordinary securities here – other classes of equity securities cannot be added</li> <li>Include here (if applicable) the securities the subject of the Appendix 3B to which this form is annexed</li> <li>It may be useful to set out issues of securities on different dates as separate line items</li> </ul>	5,265,275 Approved by shareholders as Resolution 8 at the AGM held on 21 November 2019
<b>Subtract</b> the number of fully paid +ordinary securities cancelled during that 12 month period	(16,126,414) Cancellation of these shares and the consequent Capital reduction was approved by shareholders as Resolution 4 at the AGM held on 21 November 2019.
<b>“A”</b>	799,745,212
<b>Step 2: Calculate 15% of “A”</b>	
<b>“B”</b>	0.15 [Note: this value cannot be changed]
<b>Multiply</b> “A” by 0.15	119,961,782

+ See chapter 19 for defined terms.

<b>Step 3: Calculate “C”, the amount of placement capacity under rule 7.1 that has already been used</b>	
<p><b>Insert</b> number of +equity securities issued or agreed to be issued in that 12 month period <i>not counting</i> those issued:</p> <ul style="list-style-type: none"> <li>• Under an exception in rule 7.2</li> <li>• Under rule 7.1A</li> <li>• With security holder approval under rule 7.1 or rule 7.4</li> </ul> <p><i>Note:</i></p> <ul style="list-style-type: none"> <li>• <i>This applies to equity securities, unless specifically excluded – not just ordinary securities</i></li> <li>• <i>Include here (if applicable) the securities the subject of the Appendix 3B to which this form is annexed</i></li> <li>• <i>It may be useful to set out issues of securities on different dates as separate line items</i></li> </ul>	<p>29,166,667 Subject to Shareholder Approval (to be issued on maturity of the convertible notes issued in July 2021)</p> <p>3,572,978 Shares issued on 1 Nov 2019 without shareholder approval</p> <p>[66,666,667] Have not been included in the total of C as shareholders ratified as Resolution 6 at the AGM held on 21 November 2019, for the purposes of ASX Listing Rule 7.4, and for all other purposes, the issue of 32 convertible notes with a total face value of \$800,000 issued to non-related parties in June and July 2019, convertible into 66,666,667 fully paid ordinary shares in the Company at an issue price of \$0.012 per share.</p>
<b>“C”</b>	32,739,645 Total of above
<b>Step 4: Subtract “C” from [“A” x “B”] to calculate remaining placement capacity under rule 7.1</b>	
<p>“A” x 0.15</p> <p><i>Note: number must be same as shown in Step 2</i></p>	119,961,782
<p><b>Subtract “C”</b></p> <p><i>Note: number must be same as shown in Step 3</i></p>	32,739,645
<b>Total</b> [“A” x 0.15] – “C”	<p>87,222,137</p> <p><i>[Note: this is the remaining placement capacity under rule 7.1 post the cancellation of shares on 21 Nov 2019.]</i></p>

+ See chapter 19 for defined terms.

## Part 2 – Not applicable

<b>Rule 7.1A – Additional placement capacity for eligible entities</b>	
<b>Step 1: Calculate “A”, the base figure from which the placement capacity is calculated</b>	
<b>“A”</b> <i>Note: number must be same as shown in Step 1 of Part 1</i>	
<b>Step 2: Calculate 10% of “A”</b>	
<b>“D”</b>	<i>this value cannot be changed</i>
<b>Multiply “A” by 0.10</b>	
<b>Step 3: Calculate “E”, the amount of placement capacity under rule 7.1A that has already been used</b>	
<b>Insert</b> number of +equity securities issued or agreed to be issued in that 12 month period under rule 7.1A  <i>Notes:</i> <ul style="list-style-type: none"> <li>• This applies to equity securities – not just ordinary securities</li> <li>• Include here – if applicable – the securities the subject of the Appendix 3B to which this form is annexed</li> <li>• Do not include equity securities issued under rule 7.1 (they must be dealt with in Part 1), or for which specific security holder approval has been obtained</li> <li>• It may be useful to set out issues of securities on different dates as separate line items</li> </ul>	
<b>“E”</b>	
<b>Step 4: Subtract “E” from [“A” x “D”] to calculate remaining placement capacity under rule 7.1A</b>	
<b>“A” x 0.10</b>  <i>Note: number must be same as shown in Step 2</i>	
<b>Subtract “E”</b>  <i>Note: number must be same as shown in Step 3</i>	
<b>Total</b> [“A” x 0.10] – “E”	<i>Note: this is the remaining placement capacity under rule 7.1A</i>

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+ See chapter 19 for defined terms.

## Change to company details

### Company details

Company name

**DATADOT TECHNOLOGY LIMITED**

Australian Company Number (ACN)

**091 908 726**

### Lodgement details

Who should ASIC contact if there is a query about this form?

Name

**PATRICK JAMES RAPER**

ASIC registered agent number (if applicable)

**22201**

### Signature

This form must be signed by a current officeholder of the company.

I certify that the information in this form is true and complete

Name

**PATRICK JAMES RAPER**

Capacity

**Secretary**

Signature

Date signed

**22-11-2019**

## C1 Cancellation of shares

### Reason for cancellation

### Shares cancellation details

Reason for cancellation

Other reason for cancellation

Section reference

**S256C(2)(a)**

Description

**Resolution passed at AGM held on 21 November 2019**

The cancelled shares are listed below:

Share class code	Number of shares cancelled	Amount paid (cash or otherwise)	
EMP	16126414	435413	

Earliest Date of cancellation

**21-11-2019**

## C3 Change to share structure

The updated details for this changed share class are shown in the table below.

Share class code	Full title if not standard	Total number of shares	Total amount paid on these shares	Total amount unpaid on these shares
EMP	EMPLOYEES	24189618	653119.86	0.00

Earliest date of change

**21-11-2019**