

ASX Announcement

13 May 2019

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## DataDot Technology 13 May 2019 General Meeting – Results of Voting

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The results of resolutions decided by shareholders at the Company's General Meeting earlier today were as follows:

### Resolution 1:

"That, for the purposes of ASX Listing Rule 11.2 and for all other purposes, approval is given for the disposal of the Dots Business, being the main undertaking of the Company, on the terms and conditions set out in the Explanatory Memorandum." - **DEFEATED**

### Resolution 2: Special Resolution

"That, subject to and conditional upon Resolution 1 being passed, for the purposes of section 157(1) of the Corporations Act and for all other purposes, approval is given for the name of the Company to be changed to "DataTraceID Limited". – **NOT Required as the Resolution was CONDITIONAL on Resolution 1 being CARRIED**

### Resolution 3:

"That Mr Stephe Wilks be and is hereby removed as a director of the Company." - **WITHDRAWN**

### Resolution 4:

"That Mr Bradley Charles Kellas be and is hereby appointed a director of the Company."  
- **CARRIED**

### Resolution 5:

"That Mr Temogen Hield be and is hereby removed as a director of the Company." - **WITHDRAWN**

### Resolution 6:

"That Mr Chris McCann be and is hereby appointed a director of the Company, effective from the close of the Meeting." - **CARRIED**

### Resolution 7:

"That Mr Roderick Keuris be and is hereby appointed a director of the Company, effective from the close of the Meeting." - **CARRIED**

**Resolution 8:**

“That the replacement board of directors immediately review, assess and restructure the senior management of the company.” - **CARRIED**

**Resolution 9: Special Resolution**

To consider and, if thought fit, pass the following **special resolution**:

“That the constitution of the company be amended to preclude the Chief Executive Officer of the Company from holding the office of director of the Company.” – **DEFEATED as there were less than 75% of votes in favour of the Resolution.**

**Resolution 10:**

“That the replacement board of directors immediately undertake a review of the strategic direction of the Company and its business lines.” - **CARRIED**

**Resolution 11: Special Resolution.**

“That the constitution of the company be amended in the manner detailed in the explanatory statement accompanying the notice of meeting, such that shares issued under the Company’s Employee Share Issue and Loan Scheme will have no voting rights until those shares are fully paid for by the beneficiary.” – **DEFEATED as there were less than 75% of votes in favour of the Resolution.**

**Resolution 12:**

“That a review be conducted of the change to the Senior Executive Long Term Incentive Scheme in August 2017 which resulted in the implementation of the Employee Share and Loan Scheme, and the issue of voting shares in the Company to certain KMPs with the purchase price funded by limited recourse loans from the Company, in particular to review the appropriateness, validity and/or legality of the decision to change and implement the referred to as the Executive Share Loan and the subsequent issue of shares thereunder.” - **CARRIED**

**Resolution 13: Special Resolution**

“That the constitution and any other necessary policies of the Company be amended to prevent the issue of voting shares with full entitlement to any dividends to be issued under the Employee Share and Loan Scheme prior to those shares being fully paid and any associated loans fully repaid” – **DEFEATED as there were less than 75% of votes in favour of the Resolution.**

A poll was conducted for each resolution.



In accordance with the Listing Rules and the Corporations Act, details of the resolutions and the proxies received and votes cast in respect of each resolution are set out in the attached proxy summary.

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**DataDot Technology Limited**  
**GM**  
**Monday, 13 May 2019**  
**Voting Results**

The following information is provided in accordance with section 251AA(2) of the Corporations Act 2001 (Cth).

Resolution details		Instructions given to validly appointed proxies (as at proxy close)				Number of votes cast on the poll (where applicable)			Resolution Result
Resolution	Resolution Type	For	Against	Proxy's Discretion	Abstain	For	Against	Abstain*	Carried / Not Carried
1. Divestment of Main Undertaking (Board Endorsed Resolution)	Ordinary	226,332,807 41.01%	323,836,603 58.68%	1,729,535 0.31%	804,834	227,997,342 41.08%	326,944,196 58.92%	804,834	Not Carried
2. Change of Company Name (Board Endorsed Resolution)	Special	226,889,707 41.13%	323,104,312 58.57%	1,689,535 0.31%	1,020,225	228,514,242 41.19%	326,211,905 58.81%	1,020,225	Not Carried
3. To Remove Stephe Wilks as a Director of the Company (non-Board Endorsed Resolution)	Ordinary	Resolution 3 - Withdrawn				Resolution 3 - Withdrawn			Withdrawn
4. To Appoint Bradley Charles Kellas as a Director of the Company (non-Board Endorsed Resolution)	Ordinary	327,883,031 60.34%	214,010,070 39.39%	1,482,497 0.27%	9,328,181	330,830,624 60.56%	215,427,567 39.44%	9,488,181	Carried
5. To Remove Temogen Hield as a Director of the Company (non-Board Endorsed Resolution)	Ordinary	Resolution 5 - Withdrawn				Resolution 5 - Withdrawn			Withdrawn
6. To Appoint Chris McCann as a Director of the Company (non-Board Endorsed Resolution)	Ordinary	324,252,951 59.69%	217,503,150 40.04%	1,482,497 0.27%	9,465,181	327,200,544 59.91%	218,920,647 40.09%	9,625,181	Carried
7. To Appoint Roderick Keuris as a Director of the Company (non-Board Endorsed Resolution)	Ordinary	324,262,951 59.69%	217,493,150 40.04%	1,482,497 0.27%	9,465,181	327,210,544 59.92%	218,910,647 40.08%	9,625,181	Carried
8. To Review, Assess and Restructure the Senior Management of the Company (non-Board Endorsed Resolution)	Ordinary	327,947,150 60.32%	214,215,400 39.40%	1,482,497 0.27%	9,058,732	331,054,743 60.56%	215,632,897 39.44%	9,058,732	Carried
9. To Amend the Constitution of the Company (non-Board Endorsed Resolution)	Special	325,172,047 59.82%	216,883,749 39.90%	1,532,497 0.28%	9,115,486	328,119,640 60.03%	218,511,246 39.97%	9,115,486	Not Carried
10. To Review the Strategic Direction of the Company (non-Board Endorsed Resolution)	Ordinary	327,580,793 60.23%	214,547,360 39.45%	1,710,140 0.31%	8,865,486	330,688,386 60.47%	216,192,500 39.53%	8,865,486	Carried
11. To Amend the Constitution of the Company to Remove the Voting Rights of the Companies ESP and Loan Scheme Shares. (non-Board Endorsed Resolution)	Special	325,456,830 59.86%	216,686,466 39.86%	1,532,497 0.28%	9,027,986	328,404,423 60.07%	218,313,963 39.93%	9,027,986	Not Carried
12. To Review the change to the Senior Executive Long Term Incentive Scheme that was Implemented in August 2017 (non-Board Endorsed Resolution)	Ordinary	327,891,970 60.33%	214,155,683 39.40%	1,482,497 0.27%	9,173,629	330,839,563 60.53%	215,733,180 39.47%	9,173,629	Carried
13. To Amend the Constitution of the Company to prevent the issue of voting shares with full entitlement to any dividends (non-Board Endorsed Resolution)	Special	326,030,327 60.02%	215,664,969 39.70%	1,532,497 0.28%	9,475,986	328,977,920 60.22%	217,292,466 39.78%	9,475,986	Not Carried

\* Votes cast by a person who abstains on an item are not counted in calculating the required majority on a poll.