

2018 Annual General Meeting Results

SYDNEY, NSW and COLUMBIA, MD USA – In accordance with ASX Listing Rule 3.13.2 and section 251AA of the Corporations Act 2001 (Cth), the Directors of Department 13 International Ltd (ASX:D13) advise the results of the resolutions put to the 2018 Annual General Meeting held earlier today are set out in the attached document.

All resolutions were decided by way of poll. The Chair of the meeting cast all open proxy votes in favour of all resolutions except resolution 2, where all open proxy votes were voted against the resolution.

Resolutions 3, 4 & 5 were passed as ordinary resolutions. Resolution 6 passed as a special resolution. Resolution 7 was not carried.

Resolution 1 received more than 25% of votes cast against the resolution, constituting a second strike for the purposes of the Corporations Act 2001 (Cth). Resolution 2 (being the Spill Resolution) was passed. The Company will hold a Spill Meeting in accordance with the statutory timeframe and will advise the market in due course.

- ENDS -

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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 a substantial intellectual property portfolio covering 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 or follow us on Twitter (@D13ASX), LinkedIn and YouTube.

Department 13 International Ltd
Annual General Meeting
Thursday, 29 November 2018
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. Adoption of the Remuneration Report | Ordinary | 63,096,687 35.53% | 113,576,713 63.96% | 907,645 0.51% | 101,222 | 67,004,332 37.10% | 113,578,999 62.90% | 101,222 | Not Carried |
| 2. Special meeting to be held within 90 days 'Spill Resolution' | Ordinary | 166,330,127 93.74% | 10,145,986 5.72% | 966,507 0.54% | 239,647 | 166,332,413 92.18% | 14,112,493 7.82% | 239,647 | Carried |
| 3. Election of Director - Dr Miles Jakeman | Ordinary | 239,923,825 99.18% | 827,713 0.34% | 1,158,507 0.48% | 22,222 | 244,084,618 99.66% | 827,713 0.34% | 22,222 | Carried |
| 4. Election of Director - Mr Steven Shattil | Ordinary | 137,660,594 57.23% | 101,742,944 42.30% | 1,138,507 0.47% | 1,390,222 | 141,799,101 58.22% | 101,742,944 41.78% | 1,392,508 | Carried |
| 5. Re-election of Director - Mr Philip George | Ordinary | 136,642,177 56.81% | 102,862,261 42.76% | 1,037,607 0.43% | 1,390,222 | 140,679,784 57.76% | 102,862,261 42.24% | 1,392,508 | Carried |
| 6. Approval of 10% Placement Facility | Special | 239,833,243 99.18% | 921,375 0.38% | 1,057,507 0.44% | 120,142 | 243,893,036 99.62% | 921,375 0.38% | 120,142 | Carried |
| 7. Adoption of Department 13 International Ltd Equity Plan | Ordinary | 73,785,252 41.54% | 102,953,148 57.96% | 901,645 0.51% | 1,292,222 | 77,689,183 43.01% | 102,953,148 56.99% | 1,292,222 | Not Carried |

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