



Sky and Space Global Ltd
ABN 73 117 770 475

1202 Hay Street
WEST PERTH WA 6005

P: +61 8 6556 2400
W: skyandspace.global

26 August 2019

ASX Code: SAS

Notice of Meeting - Placement to Raise \$15m

Sky and Space Global Ltd (ASX: **SAS**, "**Sky and Space Global**" or the "**Company**") advises that it has finalised a Notice of Meeting for a General Meeting of shareholders on Friday 27 September 2019 to approve a fundraising of the Company, as a key part of its corporate, board and financial restructuring, in order to recommence trading on the ASX.

The fundraising to be approved by shareholders is a \$15m share placement at 1.0c per share, together with 1 free attaching option exercisable at \$0.025 expiring 31 July 2022 for every 4 shares subscribed for and issued. The funds will be used to complete construction, testing and launch the first 8 commercial 6U nanosatellites by the Company in mid-2020, which already have commercial contracts in place. This will achieve first material cashflow generation for the Company as previously announced, and contribute towards ongoing operating costs of the Company. The second batch of 8 commercial 6U nanosatellites is currently scheduled for launch in H2 2020.

The Company has been working with Merchant Corporate Advisory Pty Ltd, Jindalee Partners and Chieftain Securities Pty Ltd as corporate advisors to this refinancing and corporate restructuring of the Company, to deliver a funding package for the first launch of 8 commercial 6U nanosatellites in mid-2020, and re-quotations to the ASX upon completion of the refinancing and board restructure.

The Company has signed a mandate to assist the Company manage its financial and corporate restructuring, including Chieftain and Merchant being Joint Lead Managers on the \$15m placement, for which an industry standard 6% fee will be paid on the funds raised. Upon completion of a successful refinancing of the Company, the corporate advisors and key brokers to the placement will be issued 375m options, on the same terms as the free attaching options above, following approval by shareholders pursuant to Resolution 2 in the Notice of Meeting.

The Company intends to stay in voluntary suspension until the refinancing and board restructure is completed, expected in the days following the shareholder meeting at the end of September 2019.

Further details are contained in the Notice of Meeting attached to this announcement.

--Ends--

For more information contact:

Sky and Space Global Ltd
Meir Moalem
Managing Director
P: +61 8 6556 2400
E: info@sasglobal.com.au

About Sky and Space Global Ltd

Sky and Space Global Ltd is an ASX listed (SAS) satellite company with European and Israeli centres of Aerospace, Satellite and Software Industry Experts.

The Company's core business is to operate a communications infrastructure based on nanosatellite technology and develop highly sophisticated software systems that will deploy, maintain orbit control and handle the communication network in space to provide a global coverage. The Company successfully launched its first three nanosatellites, the '3 Diamonds', into space in June 2017 and is preparing for the launch of a constellation of 200 more nanosatellites by 2021.

The Company's vision is to provide affordable communication coverage and services to anyone, anywhere, anytime with relatively low maintenance costs. This will enable Sky and Space Global to deliver cost-effective communications infrastructure and services to those who need it most and to disrupt the telecommunications and international transport industries. Sky and Space Global Ltd owns 100% of Sky and Space Global (UK) Limited.

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SKY AND SPACE GLOBAL LTD
ACN 117 770 475
NOTICE OF GENERAL MEETING

Notice is given that the Meeting will be held at:

TIME: 3.00pm (WST)

DATE: Friday 27 September 2019

PLACE: 1202 Hay Street, West Perth WA 6005

The business of the Meeting affects your shareholding and your vote is important.

This Notice of Meeting should be read in its entirety. If Shareholders are in doubt as to how they should vote, they should seek advice from their professional advisers prior to voting.

The Directors have determined pursuant to Regulation 7.11.37 of the Corporations Regulations 2001 (Cth) that the persons eligible to vote at the Meeting are those who are registered Shareholders at 5.00pm (WST) on Wednesday 25 September 2019.

BUSINESS OF THE MEETING

AGENDA

1. RESOLUTION 1 – PLACEMENT – SHARES AND OPTIONS

To consider and, if thought fit, to pass, with or without amendment, the following resolution as an **ordinary resolution**:

“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 1,500,000,000 Shares at an issue price of \$0.01 per Share and 375,000,000 free-attaching Options with an exercise price of \$0.025 per Option and an expiry date of 31 July 2022 on the terms and conditions set out in the Explanatory Statement.”

Voting Exclusion: The Company will disregard any votes cast in favour of the Resolution by or on behalf of a person who is expected to participate in, or who will obtain a material benefit as a result of, the proposed issue (except a benefit solely by reason of being a holder of ordinary securities in the Company) or an associate of that person (or those persons). However, the Company need not disregard a vote if it is cast by a person as a proxy for a person who is entitled to vote, in accordance with the directions on the Proxy Form, or, it is cast by the person chairing the meeting as proxy for a person who is entitled to vote, in accordance with a direction on the Proxy Form to vote as the proxy decides.

2. RESOLUTION 2 – APPROVAL FOR THE ISSUE OF OPTIONS TO CORPORATE ADVISORS AND LEAD BROKERS FOR THE COMPANY’S REFINANCING

To consider and, if thought fit, to pass, with or without amendment, the following resolution as an **ordinary resolution**:

“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 375,000,000 Options with an exercise price of \$0.025 per Option and an expiry date of 31 July 2022 to lead corporate advisors and brokers (or their nominees) for assisting the Company with its refinancing and reinstatement to trading on the ASX, including the Placement, on the terms and conditions set out in the Explanatory Statement.”

Voting Exclusion: The Company will disregard any votes cast in favour of the Resolution by or on behalf of a person who is expected to participate in, or who will obtain a material benefit as a result of, the proposed issue (except a benefit solely by reason of being a holder of ordinary securities in the Company) or an associate of that person (or those persons). However, the Company need not disregard a vote if it is cast by a person as a proxy for a person who is entitled to vote, in accordance with the directions on the Proxy Form, or, it is cast by the person chairing the meeting as proxy for a person who is entitled to vote, in accordance with a direction on the Proxy Form to vote as the proxy decides.

Dated: 22 August 2019

By order of the Board

**Rachel Kerr
Company Secretary**

Voting in person

To vote in person, attend the Meeting at the time, date and place set out above.

Voting by proxy

To vote by proxy, please complete and sign the enclosed Proxy Form and return by the time and in accordance with the instructions set out on the Proxy Form.

In accordance with section 249L of the Corporations Act, Shareholders are advised that:

- each Shareholder has a right to appoint a proxy;
- the proxy need not be a Shareholder of the Company; and
- a Shareholder who is entitled to cast 2 or more votes may appoint 2 proxies and may specify the proportion or number of votes each proxy is appointed to exercise. If the member appoints 2 proxies and the appointment does not specify the proportion or number of the member's votes, then in accordance with section 249X(3) of the Corporations Act, each proxy may exercise one-half of the votes.

Shareholders and their proxies should be aware that changes to the Corporations Act made in 2011 mean that:

- if proxy holders vote, they must cast all directed proxies as directed; and
- any directed proxies which are not voted will automatically default to the Chair, who must vote the proxies as directed.

Should you wish to discuss the matters in this Notice of Meeting please do not hesitate to contact the Company Secretary on +61 8 6556 2400.

EXPLANATORY STATEMENT

This Explanatory Statement has been prepared to provide information which the Directors believe to be material to Shareholders in deciding whether or not to pass the Resolutions.

1. BACKGROUND TO THE RESOLUTIONS

1.1 Placement

As recently announced the Company is seeking to raise up to \$15 million by way of a proposed placement of 1,500,000,000 Shares at an issue price of \$0.01 per Share, together with one (1) free attaching Option for every four (4) Shares subscribed for and issued (**Placement**). Completion of the Placement is subject to the Company first receiving Shareholder approval pursuant to Listing Rule 7.1.

The Company proposes to use the funds raised from the Placement as follows:

Item	Proceeds of the Placement	Allocation of Proceeds (\$)	% of Proceeds
1.	GomSpace – Manufacture of Satellites	4,763,759	31.76
2.	Launch of Satellites	2,210,765	14.74
3.	Other Operational Costs	3,957,766	26.39
4.	Corporate and working capital costs	3,125,504	20.83
5.	Expenses of the Placement	942,206	6.28
	Total	\$15,000,000	100%

In addition to the placement, the Company expects further cash inflow from UK R&D claims, Ground Terminals pre-payments and potential pre-sell of services to customers.

Also, as a conservative estimate, no cash from grants or debt financing is included, although the US Debt financing is progressing and the Company has applied for grants in Poland, in the EU Horizon 2020 program and from the European Space Agency.

1.2 Joint Lead Managers

The Company has engaged the services of Merchant Corporate Advisory Pty Ltd (ACN 617 902 646) (**Merchant**), a corporate authorised representative No. 1252806 of Draupner Investment Management Pty Ltd a licensed securities dealer (AFSL 303566), and Chieftain Securities Pty Ltd (ACN 608 580 285) (AFSL 492 850) (**Chieftain**), to act as joint lead managers to the Placement. Chieftain is the Company's mandated corporate advisor.

The Company, Merchant and Chieftain have signed a mandate setting out the terms upon which Merchant and Chieftain will act as joint lead managers to the Placement (**Mandate**). Pursuant to the Mandate:

- (a) the Company will pay Merchant and Chieftain fees of 6% (exclusive of goods and services tax) on the amount raised under the Placement; and

- (b) subject to receipt of prior Shareholder approval (the subject of Resolution 2), the Company has agreed to issue Merchant and Chieftain (or their nominees - which will include other brokers and advisors to the Placement engaged at the discretion of Merchant and Chieftain) up to 375,000,000 Options. Further details of this issue proposed issue are set out in Section 3 below.

1.3 Pro-forma capital structure

Following completion of the Placement, and assuming all of the Resolutions the subject of this Notice are approved by Shareholders, the capital structure of the Company will appear as follows:

Shares

	Number
Shares currently on issue	2,175,014,261
Shares to be issued pursuant to Placement (Resolution 1)	1,500,000,000
Total Shares	3,675,014,261

Options

	Number
Options currently on issue: Quoted, exercisable at \$0.05 on or before 21 May 2022	329,075,133
New Options proposed to be issued¹	
Options to be issued pursuant to Placement (Resolution 1)	375,000,000
Options to be issued to brokers and advisors to the Placement (Resolution 2)	375,000,000
Total Options	1,079,075,133

Note:

1. With the terms and conditions set out in Schedule 1.

1.4 Capital raisings in 2019

To date, the Company has raised \$9,872,258 in capital in 2019.

This capital was raised by way of the following:

- (a) \$7,815,107 raised by the issue of Shares and free-attaching options pursuant to tranche 1 of the placement announced to ASX on 22 February 2019.
- (b) \$1,757,151 raised by the issue of Shares and free-attaching options pursuant to the priority offer made to Shareholders by a prospectus dated 21 February 2019 (**Priority Offer**).
- (c) \$300,000 raised by certain Directors participating in the Priority Offer (Shareholder approval for which was obtained at the general meeting held on 8 April 2019).

These funds have been expended as set out in the table below:

Item	Proceeds	Allocation of Proceeds (\$)
1.	Payment to GomSpace (satellites vendor)	3,293,315
2.	Payments to other suppliers and Vendors	1,702,200
3.	Expenses of the Placement and the Priority Offer	544,747
4.	General working capital	2,396,942
	Total	\$7,937,204

Cash and cash equivalents of the Company as at 30 June 2019 are \$1,935,054.

2. RESOLUTION 1 – PLACEMENT – SHARES AND OPTIONS

2.1 General

Resolution 1 seeks Shareholder approval for the issue of up to 1,500,000,000 Shares and 375,000,000 Options pursuant to the Placement.

ASX Listing Rule 7.1 provides that a company must not, subject to specified exceptions, issue or agree to issue more equity securities during any 12 month period than that amount which represents 15% of the number of fully paid ordinary securities on issue at the commencement of that 12 month period.

The effect of Resolution 1 will be to allow the Company to issue the Shares and Options pursuant to the Placement during the period of 3 months after the Meeting (or a longer period, if allowed by ASX), without using the Company's 15% annual placement capacity.

2.2 Technical information required by ASX Listing Rule 7.1

Pursuant to and in accordance with ASX Listing Rule 7.3, the following information is provided in relation to the Placement:

- (a) the maximum number of Shares to be issued is 1,500,000,000 and the maximum number of Options to be issued is 375,000,000;
- (b) the Shares and Options will be issued no later than 3 months after the date of the Meeting (or such later date to the extent permitted by any ASX waiver or modification of the ASX Listing Rules) and it is intended that issue of the Shares and Options will occur on the same date;
- (c) the issue price will be \$0.01 per Share and nil per Option as the Options will be issued free attaching to the Shares on a 1:4 basis;
- (d) the Shares and Options will be issued to sophisticated and professional investors who are clients of Merchant and Chieftain and other eligible, participating brokers. None of these subscribers are related parties of the Company;

- (e) the Shares issued will be fully paid ordinary shares in the capital of the Company issued on the same terms and conditions as the Company's existing Shares;
- (f) the Options will be issued on the terms and conditions set out in Schedule 1. The Company intends to apply for quotation of the Options; and
- (g) the Company intends to use the funds raised from the Placement as set out in the table in Section 1.1.

Assuming no Options are exercised or other Shares issued and the maximum number of Shares as set out above are issued, the number of Shares on issue would increase from 2,175,014,261 (being the number of Shares on issue as at the date of this Notice) to 3,675,014,261 and the shareholding of existing Shareholders would be diluted by 40.82%.

Further, in the event all the Options issued pursuant to the Placement were exercised the number of Shares on issue would increase to 4,050,014,261 and the shareholding of existing Shareholders would be diluted by 47.90%.

3. RESOLUTION 2 – APPROVAL FOR THE ISSUE OF OPTIONS TO CORPORATE ADVISORS AND LEAD BROKERS FOR THE COMPANY'S REFINANCING

3.1 General

Resolution 2 seeks Shareholder approval for the issue of up to 375,000,000 Options to the lead brokers and corporate advisors for the Company's refinancing, and plans for immediate requote onto the ASX following completion of the Placement. The corporate advisors to the Company leading the refinancing strategy are Merchant, Chieftain and Jindalee Partners (Jindalee) and these Options form as part of the consideration for their corporate advisory work undertaken for the Company on its refinancing strategy, and lead manager services provided in relation to the Placement. Key supporting brokers to the Company's Placement will also be included in the issue of the options as part of the commercial terms of completing a successful capital raising.

A summary of ASX Listing Rule 7.1 is set out in Section 2.1 above.

The effect of Resolution 2 will be to allow the Company to issue the Options to the brokers and advisors to the Placement during the period of 3 months after the Meeting (or a longer period, if allowed by ASX), without using the Company's 15% annual placement capacity.

3.2 Technical information required by ASX Listing Rule 7.1

Pursuant to and in accordance with ASX Listing Rule 7.3, the following information is provided in relation to Resolution 2:

- (a) the maximum number of Options to be issued is 375,000,000;
- (b) the Options will be issued no later than 3 months after the date of the Meeting (or such later date to the extent permitted by any ASX waiver or modification of the ASX Listing Rules) and it is intended that issue of the Options will occur on the same date;
- (c) the Options will be issued for nil cash consideration in satisfaction of services provided by the corporate advisors to the Company, for advisory

work undertaken on its refinancing strategy including lead manager services provided by Merchant, Jindalee and Chieftain;

- (d) the Options will be issued to brokers and advisors to the Placement, including Merchant and Chieftain, (or their nominees), who is not a related party of the Company;
- (e) the Options will be issued on the terms and conditions set out in Schedule 1. The Company intends to apply for quotation of the Options; and
- (f) no funds will be raised from this issue as the Options in satisfaction of services provided by brokers and advisors to the Placement, including lead manager services provided by Merchant and Chieftain in relation to the Placement.

GLOSSARY

\$ means Australian dollars.

ASIC means the Australian Securities & Investments Commission.

ASX means ASX Limited (ACN 008 624 691) or the financial market operated by ASX Limited, as the context requires.

ASX Listing Rules means the Listing Rules of ASX.

Board means the current board of directors of the Company.

Business Day means Monday to Friday inclusive, except New Year's Day, Good Friday, Easter Monday, Christmas Day, Boxing Day, and any other day that ASX declares is not a business day.

Chair means the chair of the Meeting.

Chieftain Securities or **Chieftain** means Chieftain Securities Pty Ltd (ACN 608 850 285) (AFSL 492850).

Company means Sky and Space Global Ltd (ACN 117 770 475).

Constitution means the Company's constitution.

Corporations Act means the *Corporations Act 2001* (Cth).

Directors means the current directors of the Company.

Explanatory Statement means the explanatory statement accompanying the Notice.

General Meeting or **Meeting** means the meeting convened by the Notice.

Merchant means Merchant Corporate Advisory Pty Ltd (ACN 617 902 646), Corporate Authorised Representative No. 1252806 of Draupner Investment Management Pty Ltd (ACN 112 894 845, AFSL No. 303566).

Notice or **Notice of Meeting** means this notice of meeting including the Explanatory Statement and the Proxy Form.

Option means an option to acquire a Share with the terms and conditions set out in Schedule 1.

Optionholder means a holder of an Option.

Placement has the meaning given in Section 1.1.

Proxy Form means the proxy form accompanying the Notice.

Resolutions means the resolutions set out in the Notice, or any one of them, as the context requires.

Section means a section of the Explanatory Statement.

Share means a fully paid ordinary share in the capital of the Company.

Shareholder means a registered holder of a Share.

WST means Western Standard Time as observed in Perth, Western Australia.

SCHEDULE 1 – TERMS AND CONDITIONS OF OPTIONS

(a) **Entitlement**

Each Option entitles the holder to subscribe for one Share upon exercise of the Option.

(b) **Exercise Price**

Subject to paragraph (i), the amount payable upon exercise of each Option will be \$0.025 (**Exercise Price**).

(c) **Expiry Date**

Each Option will expire at 5:00 pm (WST) on 31 July 2022 (**Expiry Date**). An Option not exercised before the Expiry Date will automatically lapse on the Expiry Date.

(d) **Exercise Period**

The Options are exercisable at any time on or prior to the Expiry Date (**Exercise Period**).

(e) **Notice of Exercise**

The Options may be exercised during the Exercise Period by notice in writing to the Company in the manner specified on the Option certificate (**Notice of Exercise**) and payment of the Exercise Price for each Option being exercised in Australian currency by electronic funds transfer or other means of payment acceptable to the Company.

(f) **Exercise Date**

A Notice of Exercise is only effective on and from the later of the date of receipt of the Notice of Exercise and the date of receipt of the payment of the Exercise Price for each Option being exercised in cleared funds (**Exercise Date**).

(g) **Timing of issue of Shares on exercise**

Within 15 Business Days after the Exercise Date, the Company will:

- (i) issue the number of Shares required under these terms and conditions in respect of the number of Options specified in the Notice of Exercise and for which cleared funds have been received by the Company;
- (ii) if required, give ASX a notice that complies with section 708A(5)(e) of the Corporations Act, or, if the Company is unable to issue such a notice, lodge with ASIC a prospectus prepared in accordance with the Corporations Act and do all such things necessary to satisfy section 708A(11) of the Corporations Act to ensure that an offer for sale of the Shares does not require disclosure to investors; and
- (iii) if admitted to the official list of ASX at the time, apply for official quotation on ASX of Shares issued pursuant to the exercise of the Options.

If a notice delivered under (g)(ii) for any reason is not effective to ensure that an offer for sale of the Shares does not require disclosure to investors, the Company must, no later than 20 Business Days after becoming aware of such notice being ineffective, lodge with ASIC a prospectus prepared in accordance with the

Corporations Act and do all such things necessary to satisfy section 708A(11) of the Corporations Act to ensure that an offer for sale of the Shares does not require disclosure to investors.

(h) **Shares issued on exercise**

Shares issued on exercise of the Options rank equally with the then issued shares of the Company.

(i) **Reconstruction of capital**

If at any time the issued capital of the Company is reconstructed, all rights of an Optionholder are to be changed in a manner consistent with the Corporations Act and the ASX Listing Rules at the time of the reconstruction.

(j) **Participation in new issues**

There are no participation rights or entitlements inherent in the Options and holders will not be entitled to participate in new issues of capital offered to Shareholders during the currency of the Options without exercising the Options.

(k) **Change in exercise price**

An Option does not confer the right to a change in Exercise Price or a change in the number of underlying securities over which the Option can be exercised.

(l) **Transferability**

The Options are transferable subject to any restriction or escrow arrangements imposed by ASX or under applicable Australian securities laws.



Sky and Space Global Ltd
ABN 73 117 770 475

SAS
MR SAM SAMPLE
FLAT 123
123 SAMPLE STREET
THE SAMPLE HILL
SAMPLE ESTATE
SAMPLEVILLE VIC 3030

Need assistance?



Phone:
1300 850 505 (within Australia)
+61 3 9415 4000 (outside Australia)



Online:
www.investorcentre.com/contact



YOUR VOTE IS IMPORTANT

For your proxy appointment to be effective it must be received by **3:00pm (WST)** Wednesday, 25 September 2019.

Proxy Form

How to Vote on Items of Business

All your securities will be voted in accordance with your directions.

APPOINTMENT OF PROXY

Voting 100% of your holding: Direct your proxy how to vote by marking one of the boxes opposite each item of business. If you do not mark a box your proxy may vote or abstain as they choose (to the extent permitted by law). If you mark more than one box on an item your vote will be invalid on that item.

Voting a portion of your holding: Indicate a portion of your voting rights by inserting the percentage or number of securities you wish to vote in the For, Against or Abstain box or boxes. The sum of the votes cast must not exceed your voting entitlement or 100%.

Appointing a second proxy: You are entitled to appoint up to two proxies to attend the meeting and vote on a poll. If you appoint two proxies you must specify the percentage of votes or number of securities for each proxy, otherwise each proxy may exercise half of the votes. When appointing a second proxy write both names and the percentage of votes or number of securities for each in Step 1 overleaf.

A proxy need not be a securityholder of the Company.

SIGNING INSTRUCTIONS FOR POSTAL FORMS

Individual: Where the holding is in one name, the securityholder must sign.

Joint Holding: Where the holding is in more than one name, all of the securityholders should sign.

Power of Attorney: If you have not already lodged the Power of Attorney with the registry, please attach a certified photocopy of the Power of Attorney to this form when you return it.

Companies: Where the company has a Sole Director who is also the Sole Company Secretary, this form must be signed by that person. If the company (pursuant to section 204A of the Corporations Act 2001) does not have a Company Secretary, a Sole Director can also sign alone. Otherwise this form must be signed by a Director jointly with either another Director or a Company Secretary. Please sign in the appropriate place to indicate the office held. Delete titles as applicable.

ATTENDING THE MEETING

If you are attending in person, please bring this form with you to assist registration.

Corporate Representative

If a representative of a corporate securityholder or proxy is to attend the meeting you will need to provide the appropriate "Appointment of Corporate Representative" prior to admission. A form may be obtained from Computershare or online at www.investorcentre.com under the help tab, "Printable Forms".

Lodge your Proxy Form:

XX

Online:

Use your computer or smartphone to appoint your proxy and vote at www.investorvote.com.au or scan your personalised QR code below using your smartphone.

Your secure access information is



Control Number: 999999
SRN/HIN: I999999999
PIN: 99999

For Intermediary Online subscribers (custodians) go to www.intermediaryonline.com

By Mail:

Computershare Investor Services Pty Limited
GPO Box 242
Melbourne VIC 3001
Australia

By Fax:

1800 783 447 within Australia or
+61 3 9473 2555 outside Australia



PLEASE NOTE: For security reasons it is important that you keep your SRN/HIN confidential.

MR SAM SAMPLE
FLAT 123
123 SAMPLE STREET
THE SAMPLE HILL
SAMPLE ESTATE
SAMPLEVILLE VIC 3030

Change of address. If incorrect, mark this box and make the correction in the space to the left. Securityholders sponsored by a broker (reference number commences with 'X') should advise your broker of any changes.



I 9999999999

I ND

Proxy Form

Please mark to indicate your directions

Step 1 Appoint a Proxy to Vote on Your Behalf

XX

I/We being a member/s of Sky and Space Global Ltd hereby appoint

the Chairman of the Meeting **OR**

PLEASE NOTE: Leave this box blank if you have selected the Chairman of the Meeting. Do not insert your own name(s).

or failing the individual or body corporate named, or if no individual or body corporate is named, the Chairman of the Meeting, as my/our proxy to act generally at the meeting on my/our behalf and to vote in accordance with the following directions (or if no directions have been given, and to the extent permitted by law, as the proxy sees fit) at the General Meeting of Sky and Space Global Ltd to be held at 1202 Hay Street, West Perth, Western Australia on Friday, 27 September 2019 at 3:00pm (WST) and at any adjournment or postponement of that meeting.

Step 2 Items of Business

PLEASE NOTE: If you mark the **Abstain** box for an item, you are directing your proxy not to vote on your behalf on a show of hands or a poll and your votes will not be counted in computing the required majority.

	For	Against	Abstain
1 Placement – Shares and Options	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
2 Approval for the Issue of Options to Corporate Advisors and Lead Brokers for the Company's Refinancing	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

The Chairman of the Meeting intends to vote undirected proxies in favour of each item of business. In exceptional circumstances, the Chairman of the Meeting may change his/her voting intention on any resolution, in which case an ASX announcement will be made.

Step 3 Signature of Securityholder(s) *This section must be completed.*

<input type="text"/>	<input type="text"/>	<input type="text"/>	/ /
Sole Director & Sole Company Secretary	Director	Director/Company Secretary	Date

Update your communication details *(Optional)*

<input type="text"/>	<input type="text"/>
Mobile Number	Email Address

By providing your email address, you consent to receive future Notice of Meeting & Proxy communications electronically

