



## Notice of Annual General Meeting

DataDot Technology Limited ACN 091 908 726

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Date: Thursday 28 November 2024

Time: 10:00am (Sydney time)

Place: This Annual General Meeting (**Meeting**) will be conducted as a virtual Meeting, accessible online.

Given the success of the virtual meeting format of the previous years and in the interests of reducing costs, the Meeting will be held as a virtual Meeting. If you wish to virtually attend the Meeting, please pre-register in advance for the virtual Meeting by sending an email to [ddtagm2024@datadotdna.com](mailto:ddtagm2024@datadotdna.com)

### Lodging Proxy Votes

Shareholders are also strongly encouraged to lodge their completed Proxy Forms in accordance with the instructions in this Notice.

**Important Notes:** Shareholders should read this Notice in full.

This Notice does not take into account the individual investment objectives, financial situation, or particular needs of any person. If you are in any doubt about the action you should take, please consult your stockbroker, solicitor, accountant, or other professional adviser without delay.

**DATADOT TECHNOLOGY LIMITED**  
**ACN 091 908 726**

**NOTICE OF ANNUAL GENERAL MEETING**

The 2024 Annual General Meeting of members of DataDot Technology Limited is to be held at the date and time, and to conduct the business, itemised below.

**Venue:** Virtual Meeting  
**Date:** Thursday 28 November 2024  
**Time:** 10.00 a.m. (Sydney time)

**BUSINESS OF THE MEETING**

**Financial Statements and Reports**

To receive and consider the Financial Statements and Reports of the Directors and Auditor for the financial year ended 30 June 2024.

**Resolution 1: Remuneration Report**

To consider, and if thought fit, to pass the following resolution as an **ordinary resolution**:

*“In accordance with Section 250R of the Corporations Act, the Company adopts the Remuneration Report as set out in the Directors’ Report.”*

**Voting Exclusion Statement**

The Company will disregard any votes on Resolution 1 by or on behalf of a member of the Key Management Personnel of the Company (including Directors) (“**KMP**”), or their closely related parties. However, the Company need not disregard a vote cast by a KMP or closely related party of the KMP if:

- (a) the person is acting as proxy and the proxy form specifies how the proxy is to vote, and the vote is not cast on behalf of a person who is otherwise excluded from voting on this Resolution as described above; or
- (b) the person is the Chair voting an undirected proxy which expressly authorises the Chair to vote the proxy on a resolution connected with the remuneration of a member of the KMP.

**Note:** The vote on this resolution is advisory only and does not bind the Directors or the Company.

**Resolution 2: Re-election of Director – Mr David Lloyd**

To consider, and if thought fit, to pass the following resolution as an ordinary resolution:

*“That Mr David Lloyd, who retires by rotation in accordance with Rule 6.4(a) of the Company’s constitution and, being eligible, offers himself for re-election as a Director of the Company, is hereby re-elected as a Director of the Company.”*

## **Meeting attendance.**

Given the success of the virtual meeting format of previous years and in the interests of reducing costs, the Company has taken steps to ensure all Shareholders can participate in the Meeting virtually while maintaining the health and safety of shareholders, directors, and staff. Shareholders will not be able to attend the Meeting in person.

If you wish to electronically view the Meeting, please send a pre-registration request to email [ddtagm2024@datadotdna.com](mailto:ddtagm2024@datadotdna.com) giving details of your shareholding.

If you pre-register at the above email, the relevant Meeting link will be sent to you approximately 48 hours before the Meeting.

Shareholders do not need to attend a Meeting physically in order to cast their votes or to participate in the Meeting. Accordingly, the Company strongly encourages all Shareholders who wish to vote to do so by:

- (1) participating in the virtual Meeting – you must pre-register as noted above;
- (2) appointing the Chair as their proxy (and where desired, direct the Chair how to vote on a Resolution) by completing and returning the Proxy Form; or
- (3) lodging their votes online at <https://www.votingonline.com.au/ddtagm2024>.

## **Virtual Meeting**

The Company will provide Shareholders with an opportunity to ask questions during the Meeting in respect of the formal items of business as well as general questions in relation to the Company and its business.

Shareholders are encouraged to submit questions in advance of the Meeting to the Company. Questions must be submitted to email [ddt2024agmquestions@datadotdna.com](mailto:ddt2024agmquestions@datadotdna.com) at least 48 hours before the Meeting.

Shareholders will also be able to vote at the virtual Meeting although as all resolutions will be determined by poll, shareholders are encouraged to submit their votes in advance of the meeting.

## **Other Information**

The Explanatory Memorandum accompanies and forms part of this Notice.

All Shareholders should read the Explanatory Memorandum carefully and in its entirety. Shareholders who are in doubt regarding any part of the business of the Meeting should consult their financial or legal adviser for assistance.

## Voting by Proxy

Any Shareholder of the Company entitled to attend and vote at the Meeting is entitled to appoint a proxy to attend and vote instead of that Shareholder.

The proxy does not need to be a shareholder of the Company. 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 no proportion or number is specified, each proxy may exercise half of the Shareholder's votes.

A proxy need not be a shareholder of the Company and may be an individual or a body corporate. If a shareholder appoints a body corporate as a proxy, that body corporate will need to ensure that it:

- appoints an individual to exercise its powers at the meeting in accordance with Sect250D of the Corporations Act; and
- provides satisfactory evidence of the appointment of its corporate representative to the Company at least 48 hours prior to the commencement of the meeting (unless previously provided).

If such evidence is not received at least 48 hours prior to the commencement of the meeting, then the body corporate proxy (through its representative) will not be permitted to act as the shareholder's proxy.

Proxy forms (and if the appointment is signed by the appointer's attorney, the original authority under which the appointment was signed or a certified copy of the authority) must be:

- (a) lodged at the Company's share registry, Boardroom Pty Limited; or
- (b) faxed at the fax number specified below,

not later than 10.00 a.m. (Sydney time) on Tuesday 26 November 2024.

**Boardroom Pty Limited (hand deliveries)** Boardroom Pty Limited  
Level 8  
210 George St  
Sydney NSW 2000

**Boardroom Pty Limited (postal deliveries)** Boardroom Pty Limited  
GPO Box 3993  
Sydney NSW 2001

**Fax number for lodgment** 02 9290 9655

## Voting Online

To vote online you should visit the following website: [www.votingonline.com.au/DDTagm2024](http://www.votingonline.com.au/DDTagm2024)

A form of proxy is provided with this Notice.

## Entitlement to Vote

In accordance with Section 1074E(2)(g)(i) of the Corporations Act and Regulation 7.11.37 of the Corporations Regulations, the Company has determined that for the purposes of the Meeting all Shares will be taken to be held by the persons who held them as registered Shareholders at 7.00 p.m. (Sydney time) on Saturday 26 November 2024. Accordingly, share transfers registered after that time will be disregarded in determining entitlements to attend and vote at the meeting.

By Order of the Board  
**DataDot Technology Limited**

A handwritten signature in black ink, appearing to read 'Patrick Raper', written over a horizontal line.

Patrick Raper  
**Company Secretary**  
**28 October 2024**

**DATADOT TECHNOLOGY LIMITED**  
**ACN 091 908 726**  
**EXPLANATORY MEMORANDUM**

This Explanatory Memorandum relates to the 2024 Annual General Meeting of the Company to be held as a virtual meeting at 10:00am on Thursday, 28 November 2024.

**Financial Report and Reports of the Directors and Auditor**

This item allows Shareholders the opportunity to consider the Financial Report, Directors' Report and Auditor's Report of the Company. Under Section 317 of the Corporations Act the Company is required to lay these three reports, together comprising the Company's Annual Report, before its Shareholders at the Meeting.

**Resolution 1: Remuneration Report**

Resolution 1 provides Shareholders the opportunity to vote on the Company's Remuneration Report. Under Section 250R(2) of the Corporations Act, the Company must put the adoption of its Remuneration Report to a vote at the annual general meeting. The Remuneration Report is contained in the Directors' Report. Section 250R(3) of the Corporations Act provides that Resolution 1 is advisory only and does not bind the Directors or the Company, and a failure of Shareholders to pass Resolution 1 will not require the Directors to alter any arrangements in the Remuneration Report. The Chairman will allow reasonable opportunity for Shareholders to ask about or make comments on the Remuneration Report.

The Chairman intends to exercise all undirected proxies in favour of Resolution 1. If the Chairman is appointed as your proxy and you have not specified the way the Chairman is to vote on Resolution 1, by signing and returning the Proxy Form, you are considered to have provided the Chairman with an express authorisation for the Chairman to vote the proxy in accordance with the Chairman's intention.

**The Board unanimously recommends that Shareholders vote for this resolution.**

**The Chairman intends to vote all undirected proxies in favour of resolution 1.**

**Resolution 2: Re-election of David Lloyd**

Under Rule 6.4 of the Company's Constitution one-third of the Company's Directors, other than the Managing Director, must retire from office annually, and if eligible may offer themselves for re-election. Accordingly, Mr Lloyd retires and seeks re-election.

Mr Lloyd joined the Board as a non-executive Director on 13 May 2019 and was re-elected at the 2020 and 2022 AGMs.

David is an experienced senior executive specialising in strategy, new technologies, business development, ventures and partnerships

As a senior executive until recently with Qantas and previously Virgin Blue and Virgin Australia, David has been the architect of several high-profile alliances with other airlines as well as a joint venture with the Government of Samoa, demonstrating his ability to build valuable commercial relationships. While at Virgin Blue he also designed the Velocity Frequent Flyer program, valued at approximately \$1 billion in its partial sale to a private equity partner and which

continues to be the most profitable unit of Virgin Australia. Subsequently at Virgin he developed the business cases for fleet orders worth over USD2 billion and the establishment of a new international business.

More recently while at Qantas, David has mentored businesses in its tech accelerator program, overseen commercial relationships with start-up and scale-up businesses including those in which Qantas has taken equity stakes and warrants, and is working on externally commercialising the company's own innovations.

Previously David has worked internationally as a consultant with the Boston Consulting Group and Arthur Andersen Business Consulting and was a project manager for the Sydney Organising Committee for the Olympic Games. He is an internationally competitive cyclist and member of numerous cycling organisations, bringing a customer viewpoint to the value of both DataDot and PropertyVAULT.

**The Board, other than Mr Lloyd, recommends the re-election of Mr Lloyd as a Director.**

**The Chairman intends to vote all undirected proxies in favour of resolution 2.**

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**Glossary** - In this Notice and Explanatory Memorandum:

**Auditor's Report** means the auditor's report in the Financial Report.

**Board** means the board of Directors.

**Chairman** means the person appointed to chair the Meeting convened by this Notice. The Directors have elected Mr Patrick Raper to be the chair of the meeting in accordance with clause 5.5 of the Company's Constitution.

**Company** means DataDot Technology Limited (ACN 091 908 726).

**Constitution** means the constitution of the Company as at the commencement of the Meeting.

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

**Director** means a director of the Company.

**Directors' Report** means the annual directors' report prepared under chapter 2M of the Corporations Act for the Company and its controlled entities.

**Explanatory Memorandum** means the explanatory memorandum attached to the Notice.

**Financial Report** means the annual financial report prepared under Chapter 2M of the Corporations Act for the Company and its controlled entities.

**Key Management Personnel** means persons having authority and responsibility for planning, directing and controlling the activities of the Company, directly or indirectly, including any Director (whether executive or otherwise) of the Company.

**Meeting** means the annual general meeting to which this Notice relates.

**Notice** means this notice of meeting.

**Proxy Form** means the proxy form attached to the Notice.

**Share** means an ordinary share in the capital of the Company.

**Shareholder** means a shareholder of the Company.