



## Notice of Annual General Meeting

DataDot Technology Limited ACN 091 908 726

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Date: Monday 27 November 2023

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 three 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 [ddtagm2023@datadotdna.com](mailto:ddtagm2023@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 2023 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:** Monday 27 November 2023  
**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 2023.

**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: Election of Director – Mr Patrick Raper**

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

*“That Mr Patrick Raper, who vacates his position in accordance with Rule 6.2(c) 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 the previous two 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 [ddtagm2023@datadotdna.com](mailto:ddtagm2023@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/ddtagm2023>

## **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 [ddtagm2023questions@datadotdna.com](mailto:ddtagm2023questions@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 Saturday 25 November 2023.

**Boardroom Pty Limited (hand deliveries)** Boardroom Pty Limited  
Level 12  
225 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

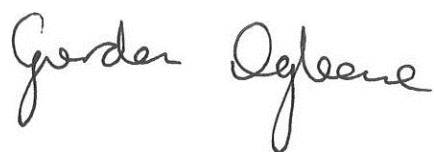
To vote online you should visit the following website: [www.votingonline.com.au/DDTagm2023](http://www.votingonline.com.au/DDTagm2023)

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 25 November 2023. 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 cursive script that reads "Gordon Ogborne".

Gordon Ogborne  
**Company Secretary**  
**27 October 2023**

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

This Explanatory Memorandum relates to the 2023 Annual General Meeting of the Company to be held as a virtual meeting at 10:00am on Monday, 27 November 2023.

**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 Patrick Raper**

Under Rule 6.2(c) of the Company's Constitution, where a Director has been appointed to be a Director as an addition to the existing Directors, they hold office only until the end of the next following general meeting and they are eligible for re-election at that general meeting. Accordingly, Mr Raper vacates his position and seeks re-election.

Patrick brings to the Board of DDT over 30 years' experience as an accomplished CFO, Director, and Company Secretary for ASX listed companies, international companies, subsidiaries of international companies, private companies, Private Equity owned companies, NFP's and State-Owned Corporations.

He established and provided CFO, Governance and Company Secretary expertise for Ecosave Holdings Limited (ASX: ECV) and CMA Corporation Limited (ASX: CMV) and has held a number of roles within the Investment portfolio companies of Hawkesbridge Private Equity including variously Company Secretary, CFO, Joint Managing Director and Chairman of Trippas White Catering as well as Director of Corporate Services with Integrated Premises Services Pty Limited.

Patrick formerly was also CFO and Company Secretary for a number of Touraust Corporation managed entities including Reef Casino Trust (ASX: RCT), Australian Tourism Group (ASX: ATU), The Chifley Hotels Group and the International College of Management (formerly ICTHM) at Manly in NSW.

Patrick has also held short term contract Company Secretary roles for Toys"R"Us ANZ Limited (ASX: TOY) and the Port Authority of New South Wales.

In the period between 2014 and retirement in December 2021 Patrick was variously CFO and Company Secretary of DataDot Technology Limited (ASX: DDT) and its subsidiaries.

Patrick now holds Board level roles with Star Combo Pharma Limited (ASX: S66), Mosman Cricket Club and Northcare Management Limited (atf The Northcare Foundation) and is a Justice of the Peace for NSW.

**The Board, other than Mr Raper, recommends the re-election of Mr Raper 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.

**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.