

MINUTES OF 2020 ANNUAL GENERAL MEETING

DomaCom Limited

Meeting Date	Wednesday 2 nd December 2020
Start Time:	11am (AEDT)
Location:	Zoom Meeting

Welcome:

The Chairman welcomed everyone to the 2020 DomaCom Limited (the “Company”) Annual General Meeting and confirmed that a quorum was present. The meeting was declared open at 11.01am. All members of the Board and the Company Secretary were introduced. Peter Church was initially an apology and then joined the meeting part way through.

Agenda 2 - Approval of the Minutes of the Annual General Meeting held on 13 November 2019 and the Extraordinary General Meetings held on 22 July 2020 and 21 October 2020

The Minutes of the Annual General Meeting held on 13 November 2019 were tabled. The Chairman moved a motion to accept the minutes as a true and accurate record and this was seconded. Through a show of hands the Chairman was authorised to sign them for that purpose.

The Minutes of the Extraordinary General Meeting held on 22 July 2020 were tabled. The Chairman moved a motion to accept the minutes as a true and accurate record and this was seconded. Through a show of hands the Chairman was authorised to sign them for that purpose.

The Minutes of the Extraordinary General Meeting held on 21 October 2020 were tabled. The Chairman moved a motion to accept the minutes as a true and accurate record and this was seconded. Through a show of hands the Chairman was authorised to sign them for that purpose.

Agenda 3 - Chairman’s Address to shareholders

The Chairman’s report was read and accepted.

Agenda 4 - CEO’s Address to shareholders

The CEO’s report was read and accepted.

The Chairman asked if there were any questions. There were no questions.

Agenda 5 - Receipt of Reports and Financial Statements

The Chairman noted that this item requires all shareholders to have received and considered the Directors’ Report and the Financial Report of DomaCom Limited for the year ended 30 June 2020 and the Auditor’s Report in relation to the Financial Report.

The Chairman noted the financial statements are required to be audited and lodged prior to the Annual General Meeting and therefore there is no formal resolution required to be put to the meeting.

The auditors Grant Thornton were represented during the meeting by Mr Michael Cunningham and Mr George Nabbout. There were no questions received from the audience and the Chairman declared the financial statements and directors’ report as duly received and considered at the meeting.

Agenda 6 - Resolutions

The Chairman introduced the resolutions for approval and explained the voting procedure. The Chairman noted that a poll would be called to vote on each of the resolutions. The Chairman noted that where he had been appointed proxy he intended to vote any undirected proxies on all resolutions in favour of the resolution.

Resolution 1 – Adoption of Remuneration Report as set out in the Annual Report for 2020

The Chairman explained that under Section 250R(2) of the Corporations Act listed companies are required to put a resolution to their shareholders that the Remuneration Report be adopted. The vote on this resolution is advisory only and will not bind the Company or the Directors. However, the Board will take the outcome of the vote into consideration when reviewing the Company's remuneration practices and policies. The Remuneration Report forms part of the Directors' Report and is included in the Annual Report for the financial year ended 30 June 2020 that was distributed to Shareholders prior to this meeting and is also available through the company's public website.

The Chairman noted, given their interest in this resolution, the Board makes no recommendation on Resolution 1.

The Chairman moved the following advisory resolution:

THAT, the Remuneration Report for the financial year ended 30 June 2020 be adopted.

The Chairman noted that the voting exclusions were set out in the Notice of Meeting.

The Chairman advised that the Company had received proxy votes as follows:

Resolution 1	Number of Votes	% of Votes
For	32,965,655	95.48
Against	37,333	0.11
Open	1,522,535	4.41
Total	34,525,523	100
Abstained	30,000	-

The Chairman advised that a poll would be called shortly to vote on the resolution.

Resolution 2 – Re-election of Mr Peter C Church OAM as a Director

The Chairman moved the following ordinary resolution:

THAT Mr Peter Church, who retires by rotation in accordance with the Company's Constitution and is eligible for election, be re-elected as a Director of the Company.

The Chairman noted that the voting exclusions were set out in the Notice of Meeting.

The Chairman advised that the Company had received proxy votes as follows:

Resolution 2	Number of Votes	% of Votes
For	90,572,128	86.39
Against	149,000	0.14
Open	14,120,521	13.47
Total	104,841,649	100
Abstained	-	-

The Chairman advised that a poll would be called shortly to vote on the resolution.

Resolution 3 – Re-election of Mr Ross A Laidlaw as a Director

The Chairman moved the following ordinary resolution:

THAT Mr Ross Laidlaw, who retires by rotation in accordance with the Company's Constitution and is eligible for election, be re-elected as a Director of the Company.

The Chairman noted that the voting exclusions were set out in the Notice of Meeting.

The Chairman advised that the Company had received proxy votes as follows:

Resolution 3	Number of Votes	% of Votes
For	88,263,962	85.89
Against	149,000	0.15
Open	14,342,699	13.96
Total	102,755,661	100
Abstained	-	-

The Chairman advised that a poll would be called shortly to vote on the resolution.

Resolution 4 – Subsequent approval for the previous issue of 24,500,000 Ordinary Shares

The Chairman moved the following ordinary resolution:

THAT the previous issue of 24,500,000 Ordinary Shares on 4 September 2020 under a placement to a sophisticated investor at an issue price of \$0.06 per Share, is approved under and for the purposes of Listing Rule 7.4

The Chairman noted that the voting exclusions were set out in the Notice of Meeting.

The Chairman advised that the Company had received proxy votes as follows:

Resolution 4	Number of Votes	% of Votes
For	90,552,795	86.19
Against	158,333	0.15
Open	14,348,699	13.66
Total	105,059,827	100
Abstained	4,000	-

The Chairman advised that a poll would be called shortly to vote on the resolution.

Resolution 5 – Subsequent approval for the previous issue of 8,333,333 Ordinary Shares

The Chairman moved the following ordinary resolution:

THAT the previous issue of 8,333,333 Ordinary Shares on 4 September 2020 under a placement to a sophisticated investor at an issue price of \$0.06 per Share, is approved under and for the purposes of Listing Rule 7.4

The Chairman noted that the voting exclusions were set out in the Notice of Meeting.

The Chairman advised that the Company had received proxy votes as follows:

Resolution 5	Number of Votes	% of Votes
For	90,552,795	86.19
Against	164,333	0.16
Open	14,342,699	13.65
Total	105,059,827	100
Abstained	4,000	-

The Chairman advised that a poll would be called shortly to vote on the resolution.

Resolution 6 – Subsequent approval for the previous issue of 26,666,666 Ordinary Shares

The Chairman moved the following ordinary resolution:

THAT the previous issue of 26,666,666 Ordinary Shares on 9 October under a placement to sophisticated investors at an issue price of \$0.06 per Share, is approved under and for the purposes of Listing Rule 7.4

The Chairman noted that the voting exclusions were set out in the Notice of Meeting.

The Chairman advised that the Company had received proxy votes as follows:

Resolution 6	Number of Votes	% of Votes
For	84,586,720	85.36
Against	164,333	0.17
Open	13,509,366	13.63
Open – unusable	833,333	0.84
Total	99,093,752	100
Abstained	4,000	-

The Chairman advised that a poll would be called shortly to vote on the resolution.

Resolution 7 – Approval of 10% Placement Capacity

The Chairman moved the following resolution:

THAT, as a special resolution, the Company have the additional capacity to issue equity securities provided for in Listing Rule 7.1A

The Chairman noted that there was no voting exclusion as at the time of dispatching the Notice of Meeting the entity was not proposing to make an issue of equity securities under the mandate to be provided through Resolution 7.

The Chairman advised that the Company had received proxy votes as follows:

Resolution 7	Number of Votes	% of Votes
For	89,558,128	85.24
Against	1,163,000	1.11
Open	14,342,699	13.65
Total	105,063,827	100
Abstained	-	-

The Chairman advised that a poll would be called shortly to vote on the resolution.

The Chairman asked if there were any questions on the resolutions. There were no questions.

Voting was carried out through a poll. Voting shareholders who had not voted in advance of the meeting confirmed how they wished to vote on each of the resolutions.

The results of the poll were announced to the ASX after the meeting was closed.

Agenda 7 – Any other business

There being no further business, the meeting was closed at 12.01pm AEDT.

Signed by the Chairman as a true and complete record.
