



ASX Announcement

10 April 2024

Damstra Technology

(ASX: DTC)

Damstra shareholders vote in favour of Scheme of arrangement

Damstra Holdings Limited (ASX: DTC) (**Damstra**) is pleased to announce that Damstra shareholders have today voted in favour of the scheme of arrangement under which Ideagen (Australia) Cerium BidCo Pty Limited (ACN 675 211 426) (an indirectly wholly owned subsidiary of Ideagen Limited) will acquire all of the Damstra shares that it does not already own (**Scheme**).

Voting results of the Scheme Meeting

For the purposes of ASX Listing Rule 3.13.2 and section 251AA(2) of the *Corporations Act 2001* (Cth) (**Act**), Damstra advises that the resolution to approve the Scheme as set out in the notice of scheme meeting attached to Damstra's scheme booklet registered with ASIC on 8 March 2024 (**Scheme Resolution**) was passed by the requisite majorities of Damstra shareholders.

In summary:

- 80.67% (being 338 of 416) of Damstra shareholders present and voting at the scheme meeting (in person, via Damstra's online meeting platform, or by proxy) being in favour of the Scheme Resolution; and
- 98.58% of the total number of votes cast on the Scheme Resolution at the scheme meeting (in person, via Damstra's online meeting platform or by proxy) being in favour of the Scheme Resolution.

Full details of the poll and proxy results are set out in **Annexure A** to this announcement.

Next Steps

Damstra will seek orders from the Supreme Court of New South Wales (**Court**) for the approval of the Scheme at the second court hearing, scheduled for 9:15 am (Sydney time) on Tuesday, 16 April 2024.

If the Court approves the Scheme, Damstra proposes to lodge the Court orders with the Australian Securities and Investments Commission on the same day so that the Scheme becomes legally effective in accordance with sub-section 411(10) of the Act on Tuesday, 16 April 2024 (**Effective Date**).

Subject to the Scheme becoming effective on the Effective Date:

- it is expected that Damstra shares will be suspended from trading with effect from the closing of trading on the ASX on the Effective Date;
- the Scheme record date (for determining entitlements to the Scheme consideration) will be Friday, 19 April 2024; and
- the Scheme is expected to be implemented on Friday, 26 April 2024.

Authorised for publication by the Executive Chair of Damstra Holdings.





Ends

Enquiries

Investors

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About Damstra

Damstra is a global leader in enterprise protection software. Its Enterprise Protection Platform (EPP) integrates an extensive range of modules and products that allows organisations to mitigate and reduce unforeseen and unnecessary business risks around people, workplaces, assets, and information.

Integral to the Damstra EPP, Damstra's Workforce Management, Learning Management and Connected Worker solutions combine to ensure Protected People. In creating workplaces that are Safe, Damstra's Access Control, Digital Forms and Safety Solutions are utilised. Assets are connected into operations, through integrated Asset Management enabling Asset mobilisation and offerings in RFID and IOT. And lastly Accessible Information, Reporting BI tools and Predictive Analytics are critical to ensuring customers are making the right decisions with the right information.

For more information, please visit <https://www.damstratechnology.com> or visit our LinkedIn page

<https://www.linkedin.com/company/damstra-technology>

Attached:

Annexure A – Results of Scheme Meeting



Disclosure of Proxy Votes

Damstra Holdings Limited

Scheme Meeting

Wednesday, 10 April 2024



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In accordance with section 251AA of the Corporations Act 2001, the following information is provided in relation to resolutions put to members at the meeting.

			Proxy Votes				Poll Results (if applicable)			Results
Resolution	Decided by Show of Hands (S) or Poll (P)	Total Number of Proxy Votes exercisable by proxies validly appointed	FOR	AGAINST	ABSTAIN	PROXY'S DISCRETION	FOR	AGAINST	ABSTAIN	OUTCOME
01 Scheme Resolution	P	144,660,023	142,289,894 98.36%	2,175,669 1.50%	13,825	194,460 0.13%	143,024,568 98.58%	2,065,332 1.42%	13,825	Passed

