



ASX Announcement

Annual General Meeting 2019 Results

Sydney – 30 May 2019: BrainChip Holdings Ltd (**ASX:BRN**), as required by ASX Listing Rule 3.13.2, advises that the results of the 2019 Annual General Meeting held today are as noted below and appended.

Resolution 1 was decided on a poll and passed by the requisite majority with the results of the poll as appended.

Advisory Resolution 1, Adoption of the Remuneration Report, had less than 25% of the votes cast against the resolution. As a result Resolution 9 (Spill Resolution) was not put to the meeting.

The balance of the resolutions were decided by a show of hands in the requisite majority with the proxy results received prior to the meeting as appended.

About BrainChip Holdings Ltd (**ASX:BRN**)

BrainChip Holdings Ltd is a leading provider of neuromorphic computing solutions, a type of artificial intelligence that is inspired by the biology of the human neuron. The Company's revolutionary new spiking neural network technology can learn autonomously, evolve and associate information just like the human brain. The proprietary technology is fast, completely digital and consumes very low power. The Company provides software and hardware solutions that address the high-performance requirements in civil surveillance, gaming, financial technology, cybersecurity, ADAS, autonomous vehicles, and other advanced vision systems. www.brainchip.com

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BrainChip Holdings Ltd
2019 Annual General Meeting
Thursday, 30 May 2019
Voting Results

The following information is provided in accordance with section 251AA(2) of the Corporations Act 2001 (Cth).

Resolution details		Instructions given to validly appointed proxies (as at proxy close)				Number of votes cast on the poll (where applicable)			Resolution Result
Resolution	Resolution Type	For	Against	Proxy's Discretion	Abstain	For	Against	Abstain*	Carried / Not Carried
1 Adoption of the Remuneration Report	Ordinary	160,312,551 75.89%	47,638,412 22.56%	3,277,065 1.55%	1,296,669	164,439,638 77.15%	48,689,860 22.85%	1,296,669	Carried
2 Re-election of Emmanuel Hernandez as Director	Ordinary	158,776,484 47.07%	63,295,152 18.76%	115,279,360 34.17%	1,570,073	Carried on a show of hands			Carried
3 Election of Stephe Wilks as Director	Ordinary	197,467,961 58.53%	24,696,066 7.32%	115,204,360 34.15%	1,552,682	Carried on a show of hands			Carried
4 Adoption of Constitution	Special	212,902,000 63.26%	8,287,659 2.46%	115,388,360 34.28%	2,343,050	Carried on a show of hands			Carried
5 Approval of 10% Placement Facility	Special	209,907,134 62.38%	11,281,390 3.35%	115,327,860 34.27%	2,404,685	Carried on a show of hands			Carried
6 Grant of options to Stephe Wilks	Ordinary	173,891,576 56.01%	34,020,918 10.96%	102,513,332 33.03%	1,233,871	Carried on a show of hands			Carried
7 Grant of Options to Louis Dinardo	Ordinary	183,105,594 58.96%	24,921,545 8.03%	102,474,160 33.01%	1,158,398	Carried on a show of hands			Carried
8 Cancel Performance Rights held by Louis Dinardo	Ordinary	205,031,422 66.03%	3,011,284 0.97%	102,435,355 33.00%	1,181,636	Carried on a show of hands			Carried
9 Conditional Board Spill Meeting	Ordinary	49,290,682 23.70%	155,514,955 74.74%	3,255,555 1.56%	4,463,505	This resolution was not put to the meeting			N/A

* Votes cast by a person who abstains on an item are not counted in calculating the required majority on a poll.