10 May 2018

Companies Announcement Platform
Australian Securities Exchange
20 Bridge Street
Sydney NSW 2000

Results of 2018 Annual General Meeting

As required by ASX Listing Rule 3.13.2, BrainChip Holdings Limited (ASX: BRN) advises that the results of the 2018 Annual General Meeting held today are set out in the attached.

All resolutions were passed by the requisite majority determined on a poll.

Advisory Resolution 1, Adoption of Remuneration Report, had more than 25% of votes cast against the resolution.

These results are provided in accordance with ASX Listing Rule 3.13.2 and section 251AA(1)(a) of the Corporations Act 2001 (Cth).

Yours sincerely,

Naomi Dolmatoff
Company Secretary

BrainChip Holdings Ltd
Annual General Meeting
Thursday, 10 May 2018
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 Remuneration Report	Ordinary	157,206,654 74.15%	54,231,461 25.58%	568,395 0.27%	3,548,834	163,337,518 74.96%	54,574,847 25.04%	3,548,834	Carried
2 Election of Steve Liebeskind as a Director	Ordinary	449,753,206 96.69%	14,801,329 3.18%	619,595 0.13%	31,009,466	456,278,656 96.86%	14,801,329 3.14%	31,009,466	Carried
3 Re-election of Adam Osseiran as Director	Ordinary	324,093,133 70.13%	137,374,682 29.73%	620,395 0.14%	34,095,388	330,619,383 70.65%	137,374,682 29.35%	34,095,388	Carried
4 Issue of Shares to Louis DiNardo	Ordinary	407,344,236 87.49%	57,666,563 12.38%	600,780 0.13%	30,572,021	408,930,016 86.86%	61,887,418 13.14%	31,272,021	Carried
5 Grant of Performance Rights to Louis DiNardo	Ordinary	390,203,833 87.40%	55,751,234 12.49%	520,395 0.11%	30,520,398	391,714,213 86.72%	59,967,104 13.28%	31,220,398	Carried
6 New BrainChip Long Term Incentive Plan	Ordinary	391,590,169 82.78%	80,918,125 17.10%	548,840 0.12%	3,938,727	394,130,924 82.30%	84,772,065 17.70%	3,998,727	Carried
7 Increase in Non-Executive Directors'Fees	Ordinary	399,357,598 84.33%	73,645,215 15.55%	558,835 0.12%	3,434,216	400,847,553 83.61%	78,559,950 16.39%	3,494,216	Carried
8 Approval of 10% Placement Facility	Special	410,763,546 83.63%	79,883,128 16.26%	540,395 0.11%	4,996,539	412,480,061 83.11%	83,833,633 16.89%	5,775,769	Carried

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