

2 October 2020
Market Announcements Platform
ASX Limited

Annual General Meeting – Notice & COVID-19 Warning

Dear Shareholder

XTD Limited (**Company**) is convening its Annual General Meeting of shareholders to be held on Friday, 6 November 2020 at 9:30am EDST at the Company's offices located at Suite 1, 29-33 The Corso, in Manly, New South Wales (**Meeting**).

In accordance with temporary modifications to the Corporations Act under the Corporations (Coronavirus Economic Response) Determination (No. 1) 2020, the Company is not sending hard copies of the Notice of Meeting to shareholders. A copy of the Notice of Meeting is available at the following link:

<http://xtd.tv/investor-information/asx-announcements/>

PLEASE LODGE A DIRECTED PROXY & RECONSIDER ATTENDANCE AT THE AGM

Given the restrictions in force and the uncertainty and potential health risks arising from the coronavirus (COVID-19) pandemic, XTD encourages and requests shareholders to lodge a directed proxy in advance of the meeting and recommends that shareholders do not attend the meeting in person. Due to social distancing measures currently in force in New South Wales, the maximum number of shareholders permitted to attend the Meeting is capped at 10 persons. Please note that food and refreshments will not be served at the AGM.

XTD intends to strictly follow any government advice or requirements that are current at the time of the AGM [including in relation to 'social distancing' and "public gatherings"] and will take any additional measures considered necessary or appropriate for the safety of shareholders, employees, directors, venue staff and the general public. This is likely to include limiting or not allowing access to the AGM venue.

As a result, shareholders are strongly encouraged not to plan to attend the AGM in person and to instead lodge a directed proxy vote in advance of the meeting and watch the live AGM webcast. We encourage shareholders to submit a directed proxy as early as possible.

To lodge your proxy, please follow the steps on the proxy form accompanying the Notice of Meeting and lodge it as soon as practicable and by no later than 9.30 am EDST (Sydney time) on Wednesday, 4 November 2020.

Shareholders are encouraged to submit questions in advance of the meeting by email to companysecretary@xtd.tv or by facsimile to +61 8 9486 4799 by no later than 9.30 am EDST (Sydney time) on Wednesday, 4 November 2020.

The AGM will be made accessible to shareholders via a live webcast which will include the facility for shareholders to ask questions in relation to the business of the meeting. For instructions on how to join the webcast please e-mail companysecretary@xtd.tv

The situation regarding COVID-19 is evolving rapidly and XTD is following the health advice of the Australian Government. XTD appreciates the understanding of its shareholders as it navigates this difficult situation.

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Voting by Proxy

Appointment of Proxy: Shareholders who are entitled to attend and vote at the Meeting, may appoint a proxy to act generally at the Meeting and to vote on their behalf. The proxy does not need to be a Shareholder.

A Shareholder that is entitled to cast two or more votes may appoint two proxies and should specify the proportion of votes each proxy is entitled to exercise. If a Shareholder appoints two proxies, each proxy may exercise half to the Shareholder's votes if no proportion or number of votes is specified.

Voting by proxy: A Shareholder can direct its proxy to vote for, against or abstain from voting on each Resolution by marking the appropriate box in the voting directions to your proxy section of the Proxy Form. If a proxy holder votes, they must cast all votes as directed. Any directed proxies that are not voted will automatically default to the Chairman, who must vote the proxies as directed in the Proxy Form.

Voting in Person

Due to social distancing measures currently in force in New South Wales, the maximum number of shareholders permitted to attend the Meeting is capped at 10 persons. Accordingly, XTD encourages and requests shareholders to lodge a directed proxy in advance of the meeting and recommends that shareholders do not attend the meeting in person. To vote in person, attend the Meeting on the date and at the place as set out above. If possible, shareholders are asked to arrive at the venue 15 minutes prior to the time designated for the Meeting, so that the Company may check the Shareholders' holding against the Company's register and note attendance. **Due to the restrictions in force, you may be refused entry into the Meeting if the maximum number of attendees has been reached.**

Proxy Forms must be received by no later than **9:30am (EDST) on Wednesday, 4 November 2020.**

If COVID-19 social distancing restrictions change prior to the Meeting, the Company will advise via an ASX announcement as to any changes in the manner in which the Meeting will be held and as to whether shareholders will still be able to attend in person and participate in the usual way.

The Notice is important and should be read in its entirety. If you are in doubt as to the course of action you should follow, you should consult your financial adviser, lawyer, accountant or other professional adviser.

ENDS

This release has been authorised by the Board of XTD. For further information contact:

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