ANNUAL GENERAL MEETING. FRIDAY 9 AUGUST, 2019.



BUSINESS OF THE MEETING.



PROXIES SUMMARY OF PROXY VOTES

	FOR	AGAINST	ABSTAIN	DISCRETIONARY	TOTAL
Resolution 1	129,672,859	395,000	75,000,001	47,197,040	252,264,900
Resolution 2	171,734,526	0	33,333,334	47,197,040	252,264,900
Resolution 3	188,401,193	0	16,666,667	47,197,040	252,264,900
Resolution 4	204,047,860	0	1,020,000	47,197,040	252,264,900
Resolution 5	67,833,584	0	137,234,276	47,197,040	252,264,900
Resolution 6	205,067,860	0	0	47,197,040	252,264,900
Resolution 7	134,499,527	395,000	70,173,333	47,197,040	252,264,900
Resolution 8	205,067,860	0	0	47,197,040	252,264,900
Resolution 9	205,067,860	0	0	47,197,040	252,264,900
Resolution 10	186,986,193	395,000	17,686,667	47,197,040	252,264,900



PROXIES SUMMARY OF PROXY VOTES

	FOR	AGAINST	ABSTAIN	DISCRETIONARY	TOTAL
Resolution 11	145,319,526	395,000	59,353,334	47,197,040	252,264,900
Resolution 12	170,319,526	395,000	34,353,334	47,197,040	252,264,900
Resolution 13	145,319,526	395,000	59,353,334	47,197,040	252,264,900
Resolution 14	204,672,860	395,000	0	47,197,040	252,264,900
Resolution 15	159,105,252	45,962,608	0	47,197,040	252,264,900
Resolution 16	188,006,193	395,000	16,666,667	47,197,040	252,264,900
Resolution 17	146,339,526	310,000	58,333,334	47,282,040	252,264,900
Resolution 18	204,672,860	395,000	3,804,532	43,392,508	252,264,900
Resolution 19	168,082,860	36,985,000	0	47,197,040	252,264,900
Resolution 20	188,006,193	395,000	16,666,667	47,197,040	252,264,900



PROXIES SUMMARY OF PROXY VOTES

	FOR	AGAINST	ABSTAIN	DISCRETIONARY	TOTAL
Resolution 21	146,339,526	395,000	58,333,334	47,197,040	252,264,900
Resolution 22	204,672,860	395,000	3,804,532	43,392,508	252,264,900
Resolution 23	178,552,860	25,495,000	1,020,000	47,197,040	252,264,900
Resolution 24	188,006,193	395,000	16,666,667	47,197,040	252,264,900
Resolution 25	129,672,859	395,000	75,000,001	47,197,040	252,264,900
Resolution 26	205,067,860	0	0	47,197,040	252,264,900
Resolution 27	205,067,860	0	0	47,197,040	252,264,900



ANNUAL REPORT.

To table and consider the Annual Report of the Company and its controlled entities for the financial year ended 30 June 2018, which includes the Financial Report, the Directors' Report, the Remuneration Report and the Auditor's Report.



ADOPTION OF REMUNERATION REPORT (NON-BINDING RESOLUTION)

"That, for the purposes of section 250R(2) of the Corporations Act and for all other purposes, approval is given for the adoption of the Remuneration Report as contained in the Annual Report for the financial year ended 30 June 2018."

FOR	AGAINST	ABSTAIN	DISCRETIONARY	TOTAL
129,672,859	395,000	75,000,001	47,197,040	252,264,900



ELECTION OF DIRECTOR – STEVE FORMICA

"That, for the purposes of clause 11.11 of the Constitution, ASX Listing Rule 14.4 and for all other purposes, Steve Formica, a Director who was appointed as an additional Director on 2 July 2018, retires, and being eligible, is elected as a Director."

FOR	AGAINST	ABSTAIN	DISCRETIONARY	TOTAL
171,734,526	0	33,333,334	47,197,040	252,264,900



ELECTION OF DIRECTOR – ANDREW GROVER

"That, for the purposes of clause 11.11 of the Constitution, ASX Listing Rule 14.4 and for all other purposes, Andrew Grover, a Director who was appointed as an additional Director on 24 May 2019, retires, and being eligible, is elected as a Director."

FOR	AGAINST	ABSTAIN	DISCRETIONARY	TOTAL
188,401,193	0	16,666,667	47,197,040	252,264,900



RE-ELECTION OF DIRECTOR – ARUNAVA SENGUPTA

"That, for the purposes of clause 11.3 of the Constitution, and for all other purposes, Arunava Sengupta, a Director, retires by rotation, and being eligible, is re-elected as a Director."

FOR	AGAINST	ABSTAIN	DISCRETIONARY	TOTAL
204,047,860	0	1,020,000	47,197,040	252,264,900



RATIFICATION OF PRIOR ISSUE OF SHARES

Ratification of prior issue of Shares under ASX Listing Rule 7.1 "That, for the purposes of ASX Listing Rule 7.4 and for all other purposes, Shareholders ratify the prior issue of 17,334,626 Shares on the terms and conditions set out in the Explanatory Statement."

FOR	AGAINST	ABSTAIN	DISCRETIONARY	TOTAL
67,833,584	0	137,234,276	47,197,040	252,264,900



RATIFICATION OF PRIOR ISSUE OF SHARES AND ADVISOR OPTIONS

Ratification of prior issue of shares and advisor options under ASX listing rule 7.1 "That, for the purposes of ASX listing rule 7.4 and for all other purposes, shareholders ratify the prior issue of 10,000,000 shares and 20,000,000 advisor options on the terms and conditions set out in the explanatory statement."

FOR	AGAINST	ABSTAIN	DISCRETIONARY	TOTAL
205,067,860	0	0	47,197,040	252,264,900



APPROVAL TO ISSUE CONVERTIBLE NOTES

"That, for the purposes of ASX Listing Rule 7.1 and for all other purposes, approval is given for the issue of Convertible Notes in the Company, on the terms and conditions set out in the Explanatory Statement."

FOR	AGAINST	ABSTAIN	DISCRETIONARY	TOTAL
134,499,527	395,000	70,173,333	47,197,040	252,264,900



CONSOLIDATION OF CAPITAL

"That, pursuant to section 254H of the Corporations Act, ASX Listing Rules 7.20, 7.21 and 7.22.1 and for all other purposes, all Securities be consolidated at a ratio of 10:1 and where this Consolidation results in a fraction of a Security being held, the Company be authorised to round that fraction up to the nearest whole Security."

FOR	AGAINST	ABSTAIN	DISCRETIONARY	TOTAL
205,067,860	0	0	47,197,040	252,264,900



ISSUE OF SHARES – CAPITAL RAISING

"That, for the purpose of ASX Listing Rule 7.1 and for all other purposes, approval is given for the Company to issue up to 1,800,000,000 Shares at \$0.003 per Share (on a pre-Consolidation basis) or up to 180,000,000 Shares at \$0.03 per Share (on a post-Consolidation basis) to raise up to approximately \$5,400,000 on the terms and conditions set out in the Explanatory Statement."

FOR	AGAINST	ABSTAIN	DISCRETIONARY	TOTAL
205,067,860	0	0	47,197,040	252,264,900



RELATED PARTY PARTICIPATION IN CAPITAL RAISING - ANDREW GROVER

"That, for the purposes of ASX Listing Rule 10.11 and for all other purposes, approval is given for the Company to issue up to 116,666,666 Shares (on a pre-Consolidation basis) or up to 11,666,666 Shares at \$0.03 per Share (on a post-Consolidation basis) to Andrew Grover (or his nominee/s) under the Capital Raising on the terms and conditions set out in the Explanatory Statement."

FOR	AGAINST	ABSTAIN	DISCRETIONARY	TOTAL
186,986,193	395,000	17,686,667	47,197,040	252,264,900



RELATED PARTY PARTICIPATION IN CAPITAL RAISING - STEVE FORMICA

"That, for the purposes of ASX Listing Rule 10.11 and for all other purposes, approval is given for the Company to issue up to 41,666,667 Shares at \$0.003 per Share (on a pre-Consolidation basis) or up to 4,166,667 Shares at \$0.03 per Share (on a post-Consolidation basis) to Steve Formica (or his nominee/s) under the Capital Raising on the terms and conditions set out in the Explanatory Statement."

FOR	AGAINST	ABSTAIN	DISCRETIONARY	TOTAL
145,319,526	395,000	59,353,334	47,197,040	252,264,900



RELATED PARTY PARTICIPATION IN CAPITAL RAISING – RELATIVE OF STEVE FORMICA

"That, for the purposes of ASX Listing Rule 10.11 and for all other purposes, approval is given for the Company to issue up to 8,333,333 Shares at \$0.003 per Share (on a pre-Consolidation basis) or up to 833,333 Shares at \$0.03 per Share (on a post-Consolidation basis) to TJF Investments Pty Ltd as trustee for Tyler Formica Family Trust, an entity controlled by the son of Steve Formica) (or its nominee/s) under the Capital Raising on the terms and conditions set out in the Explanatory Statement."

FOR	AGAINST	ABSTAIN	DISCRETIONARY	TOTAL
170,319,526	395,000	34,353,334	47,197,040	252,264,900



RELATED PARTY PARTICIPATION IN CAPITAL RAISING - RELATIVE OF STEVE FORMICA

"That, for the purposes of ASX Listing Rule 10.11 and for all other purposes, approval is given for the Company to issue up to 8,333,333 Shares at \$0.003 per Share (on a pre-Consolidation basis) or up to 833,333 Shares at \$0.03 per Share (on a post-Consolidation basis) to Fallon Formica, daughter of Steve Formica, (or her nominee/s) under the Capital Raising on the terms and conditions set out in the Explanatory Statement."

FOR	AGAINST	ABSTAIN	DISCRETIONARY	TOTAL
145,319,526	395,000	59,353,334	47,197,040	252,264,900



ISSUE OF OPTIONS – PLACEMENT

"That, for the purpose of ASX Listing Rule 7.1 and for all other purposes, approval is given for the Company to issue up to 520,000,000 Placement Options (on a pre-Consolidation basis) or up to 52,000,000 Placement Options (on a post-Consolidation basis) on the terms and conditions set out in the Explanatory Statement."

FOR	AGAINST	ABSTAIN	DISCRETIONARY	TOTAL
204,672,860	395,000	0	47,197,040	252,264,900



ISSUE OF OPTIONS TO RELATED PARTY – ELIZABETH WHITELOCK

"That, for the purposes of section 195(4) and section 208 of the Corporations Act, ASX Listing Rule 10.11 and for all other purposes, approval is given for the Company to issue 20,000,000 Class A Related Party Options and 20,000,000 Class B Related Party Options (on a pre-Consolidation basis) or 2,000,000 Class A Related Party Options (on a post-Consolidation basis) to Elizabeth Whitelock (or her nominee) on the terms and conditions set out in the Explanatory Statement."

FOR	AGAINST	ABSTAIN	DISCRETIONARY	TOTAL
159,105,252	45,962,608	0	47,197,040	252,264,900



ISSUE OF OPTIONS TO RELATED PARTY – ANDREW GROVER

"That, for the purposes of section 195(4) and section 208 of the Corporations Act, ASX Listing Rule 10.11 and for all other purposes, approval is given for the Company to issue 30,000,000 Class A Related Party Options and 30,000,000 Class B Related Party Options (on a pre-Consolidation basis) or 3,000,000 Class A Related Party Options and 3,000,000 Class B Related Party Options to Andrew Grover (or his nominee) on the terms and conditions set out in the Explanatory Statement."

FOR	AGAINST	ABSTAIN	DISCRETIONARY	TOTAL
188,006,193	395,000	16,666,667	47,197,040	252,264,900



ISSUE OF OPTIONS TO RELATED PARTY – STEVE FORMICA

"That, for the purposes of section 195(4) and section 208 of the Corporations Act, ASX Listing Rule 10.11 and for all other purposes, approval is given for the Company to issue 20,000,000 Class A Related Party Options and 20,000,000 Class B Related Party Options (on a pre-Consolidation basis) or 2,000,000 Class A Related Party Options and 2,000,000 Class B Related Party Options (on a post-Consolidation basis) to Steve Formica (or his nominee) on the terms and conditions set out in the Explanatory Statement."

FOR	AGAINST	ABSTAIN	DISCRETIONARY	TOTAL
146,339,526	310,000	58,333,334	47,282,040	252,264,900



ISSUE OF OPTIONS TO RELATED PARTY – ARUN SENGUPTA

"That, for the purposes of section 195(4) and section 208 of the Corporations Act, ASX Listing Rule 10.11 and for all other purposes, approval is given for the Company to issue 20,000,000 Class A Related Party Options and 20,000,000 Class B Related Party Options (on a pre-Consolidation basis) or 2,000,000 Class A Related Party Options and 2,000,000 Class B Related Party Options (on a post-Consolidation basis) to Arun Sengupta (or his nominee) on the terms and conditions set out in the Explanatory Statement."

FOR	AGAINST	ABSTAIN	DISCRETIONARY	TOTAL
204,672,860	395,000	3,804,532	43,392,508	252,264,900



ISSUE OF OPTIONS TO RELATED PARTY – ELIZABETH WHITELOCK

"That, for the purposes of ASX Listing Rule 10.11 and for all other purposes, approval is given for the Company to issue 50,000,000 Performance Shares (on a pre-Consolidation basis) or up to 5,000,000 Performance Shares (on a post-Consolidation basis) to Elizabeth Whitelock (or her nominee/s) on the terms and conditions set out in the Explanatory Statement."

FOR	AGAINST	ABSTAIN	DISCRETIONARY	TOTAL
168,082,860	36,985,000	0	47,197,040	252,264,900



ISSUE OF OPTIONS TO RELATED PARTY – ANDREW GROVER

"That, for the purposes of ASX Listing Rule 10.11 and for all other purposes, approval is given for the Company to issue up to 50,000,000 Performance Shares (on a pre-Consolidation basis) or up to 5,000,000 Performance Shares (on a post-Consolidation basis) to Andrew Grover (or his nominee/s) on the terms and conditions set out in the Explanatory Statement."

FOR	AGAINST	ABSTAIN	DISCRETIONARY	TOTAL
188,006,193	395,000	16,666,667	47,197,040	252,264,900



ISSUE OF OPTIONS TO RELATED PARTY – STEVE FORMICA

"That, for the purposes of ASX Listing Rule 10.11 and for all other purposes, approval is given for the Company to issue 3,333,334 Shares (on a pre-Consolidation basis) or 333,334 Shares (on a post-Consolidation basis) to Steve Formica (or his nominee) on the terms and conditions set out in the Explanatory Statement."

FOR	AGAINST	ABSTAIN	DISCRETIONARY	TOTAL
146,339,526	395,000	58,333,334	47,197,040	252,264,900



APPROVAL TO ISSUE SHARES TO ARUNAVA SENGUPTA IN LIEU OF DIRECTORS' FEES

"That, for the purposes of ASX Listing Rule 10.11 and for all other purposes, approval is given for the Company to issue 4,368,000 Shares (on a pre-Consolidation basis) or 436,800 Shares (on a post-Consolidation basis) to Arunava Sengupta (or his nominee) on the terms and conditions set out in the Explanatory Statement."

FOR	AGAINST	ABSTAIN	DISCRETIONARY	TOTAL
204,672,860	395,000	3,804,532	43,392,508	252,264,900



APPROVAL TO ISSUE SHARES TO JOHN WELSH IN LIEU OF DIRECTORS' FEES

"That, for the purposes of ASX Listing Rule 10.11 and for all other purposes, approval is given for the Company to issue 4,000,000 Shares (on a pre-Consolidation basis) or 400,000 Shares (on a post-Consolidation basis) to John Welsh (or his nominee) on the terms and conditions set out in the Explanatory Statement."

FOR	AGAINST	ABSTAIN	DISCRETIONARY	TOTAL
178,552,860	25,495,000	1,020,000	47,197,040	252,264,900



APPROVAL TO ISSUE SHARES TO ANDREW GROVER IN LIEU OF DIRECTORS' FEES

"That, for the purposes of ASX Listing Rule 10.11 and for all other purposes, approval is given for the Company to issue 40,000,000 Shares (on a pre-Consolidation basis) or 4,000,000 Shares (on a post-Consolidation basis) to Andrew Grover (or his nominee) on the terms and conditions set out in the Explanatory Statement."

FOR	AGAINST	ABSTAIN	DISCRETIONARY	TOTAL
188,006,193	395,000	16,666,667	47,197,040	252,264,900



ENABLE THE ISSUE OF OPTIONS UNDER AN EMPLOYEE INCENTIVE SCHEME – INCENTIVE OPTION PLAN

"That, for the purposes of ASX Listing Rule 7.2 (Exception 9(b)) and for all other purposes, approval is given to enable the Company to issue Options under the employee incentive scheme titled Incentive Option Plan, on the terms and conditions set out in the Explanatory Statement."

FOR	AGAINST	ABSTAIN	DISCRETIONARY	TOTAL
129,672,859	395,000	75,000,001	47,197,040	252,264,900



REPLACEMENT OF CONSTITUTION

"That, in accordance with sections 136(2) and 136(1)(b) of the Corporations Act, and for all other purposes, approval be given for the repeal of the Company's existing Constitution and adoption of the Proposed Constitution as the Constitution of the Company."

FOR	AGAINST	ABSTAIN	DISCRETIONARY	TOTAL
205,067,860	0	0	47,197,040	252,264,900



APPROVAL OF 10% PLACEMENT CAPACITY

"That, for the purposes of Listing Rule 7.1A and for all other purposes, approval is given for the Company to issue Equity Securities totalling up to 10% of the issued capital of the Company at the time of issue, calculated in accordance with the formula prescribed in ASX Listing Rule 7.1A.2 and otherwise on the terms and conditions set out in the Explanatory Statement."

FOR	AGAINST	ABSTAIN	DISCRETIONARY	TOTAL
205,067,860	0	0	47,197,040	252,264,900



CHAIRMAN'S ADDRESS.



"Veriluma's value proposition is unlike that of any other vendor we have ever seen..."

GARTNER

The growing market - industry decision makers.

"A RENEWED
CONFIDENCE IN
BUSINESS LEADS TO A
KEENER FOCUS ON
BUSINESS RISK."

INFORMED DECISIONS

Veriluma opportunity exceeds 2 million Australian Subject Matter Experts in need of business decisions.

AI BETTER

UNDERSTOOD

Business craves technology

solutions – 22 July, Microsoft invest

\$1bn in OpenAI development

PARTNER NETWORK

Strong Network in the UK, Europe and USA – a global reach and an ever growing footprint.

SALES

Freshly appointed sales and marketing people tasked to develop product, nurture and feed sales pipeline in the age of the entrepreneur.

The Veriluma objective

OBJECTIVE: \$5.4M CAP RAISE AT \$0.03 (3 CENTS) ASX:VRI

At relist, post 10:1 consolidation:

Shares on issue: 259,300,613

Options on issue:

2,000,000 at \$0.03 before 4 April 2022

35,000,000 at \$0.04 before 30 June 2022

35,000,000 at \$0.08 before 30 June 2023

Performance shares on issue:

13,000,000 various classes with revenue or VWAP milestones

MARKET CAP

\$7.779M

CASH AT RELIST

\$4.381M

CEO'S ADDRESS.



"Veriluma offers a unique type of prescriptive analysis, one that tackles the difficult strategic end of the decision spectrum."

GARTNER

We are Veriluma. Prescriptive Al.

GLOBAL

Veriluma is an Australian founded software company working in the area of prescriptive Al all around the world.

AI SOFTWARE

We predict outcomes. With certainty. With absolute transparency. We work with our clients to deliver:

- bespoke solutions
- go-to-market applications
- consulting led insight

PATENTED

Veriluma's prescriptive

Al is a patented, analytical engine
that combines data and human
subjectivity to solve problems
quickly
with great accuracy and without

ADAPTIVE

As the world changes, the inclusion of new variables and data creates complexity and typically wastes time. With Veriluma, these are simple inputs. Done fast.









bias.





VERILUMA
PRESCRIPTIVE AI

PROBLEM IN

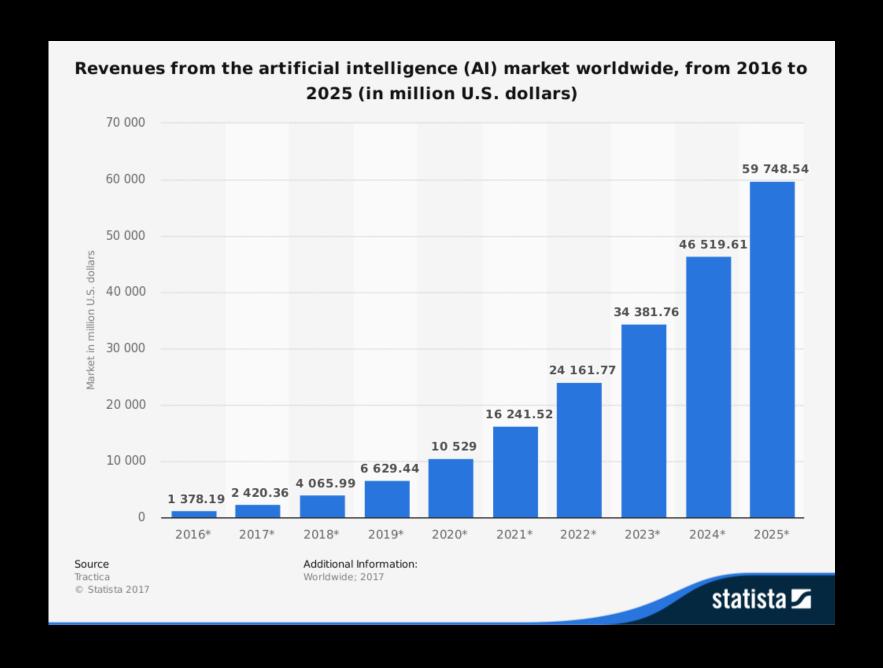
HUMAN CONCEPTS ADDED SOLUTIONS REACHED

PROBLEM SOLVED

Veriluma AI and the global market potential.

59.75B BY 2025 AI REVENUE TO BALLOON

Market Intel firm, Tractica, concurs, predicting annual worldwide AI revenue to balloon from \$1.38 billion in 2016 to \$59.75 billion in 2025, A jump of \$58.37 billion in just nine years, or a compound annual growth rate of 52%.



Why Veriluma AI?

"VERILUMA IS
ENGINEERED TO FIND
THE BEST COURSE OF
ACTION FOR ANY GIVEN
SITUATION"

PROBLEM SOLVED

CLARITY

Where a significant amount of conflicting information exists

TRANSPARENCY

Risks and opportunities are identified with a date and time stamped audit trail

SPEED & PREDICTABILITY

Prescriptive analytics with an ability to problem solve instantly and in real time

CERTAINTY

Sound, logical algorithmic base for reasoning

SIMPLICITY

Simple to deploy and integrate with exiting systems: visual workflow software interface

Veriluma. Patented. Term option to June 2026.

INTRODUCING A WORLD FIRST:

PATENTed PRESCRIPTIVE AI

Veriluma has developed and patented an advanced algorithmic approach to deliver decisive insight to decision makers in real time. Enabling organisations to build an objective model of a complex decision process, with or without data, enabling disparate elements to be synthesized in a single evaluation.



The platform can deal with what is known and can consider what is not.



Veriluma software is ambivalent to quality or quantity of data and is ambivalent to objective or subjective inputs.

Veriluma 2018-2019 highlights so far

DEFENCE CONTRACT

Signed 3 year, \$1.97M contract to supply software to the Department of Defence with remit to transform data into value-added intelligence plus 2 year option to renew.

POTENTIATE ALLIANCE

Potentiate is Australia's largest private statistical analysis firm. Potentiate deployed Veriluma's technology to predict consumer purchase intention to 83% accuracy. The program is to be rolled out end 2019.

AVVA PARTNERSHIP

JV with global design firm Made In The Now to provide early insight into the likelihood of success for startup ideas. Launched July 2019 as part of a Queensland Govt initiative.

UK INVESTMENT

Establishment of Decision Point as the primary base of operations for the group's expansion into Europe and the USA.

Veriluma Advisory Board

TONY GUOGA

Entrepreneur

A former Member of the European
Parliament for Lithuania, the founder of
Crypto Tax and Legal and the Blockchain
Centre in Vilnius, Lithuania.

MEGAN JAMES

CEO, Australian Data Centres

The first female CEO of Australian Data Centres, President of WIIC (Women In IT and Communications), Deputy Chair of the Board of the Breast Cancer Network Australia and board member of AIIA.

EUGENE DUBOSSARSKY

Founder, AlphaZetta

A leader in the data analytics field and founding partner of Australian Al Company, Advantage Data, and the Chief Innovation Officer at catastrophe risk management company, reask.earth,

HENRY CHEANG

CEO, Potentiate

Global entrepreneur, founder and CEO of potentiate and NED of Information Tools, Kapiche, ID Driver and Non Executive Chair for Livius and Veriglif.

KARL SMITH

Thought Leader, UK

A technology thought leader with a track record for building new technology products and services from the ground up including Wipro Digital, Accenture EUX and Zoopla.

The Veriluma future – consolidated and built lean for growth

GLOBAL PRESENCE

Europe, UK, USA, Australia - go to market ready

STRATEGIC TECHNOLOGY PARTNERSHIPS

Extend the technology platform to unlock further value. Extend the client base and nurture partnerships to fuel customer demand with new user-friendly interfaces designed bespoke to needs.

PROFESSIONAL SERVICES

Extend services to include consulting in data analytics and machine learning

RESEARCH & INNOVATION

Make experimentation the centre of our growth strategy TO SOLVE REAL WORLD PROBLEMS and review these learning's each quarter.

ANNUAL GENERAL MEETING. FRIDAY 9 AUGUST, 2019.

QUESTIONS



ANNUAL GENERAL MEETING. FRIDAY 9 AUGUST, 2019.

MEETING CLOSURE

