



12 October 2020

Market Announcements Office  
Australian Securities Exchange Limited  
20 Bridge Street  
SYDNEY NSW 2000

Dear Sir

**Results of 2020 Annual General Meeting  
Opthea Limited (ASX: OPT)**

In accordance with Listing Rule 3.13.2 and section 251AA of the Corporations Act, we advise details of the resolutions and the proxies received in respect of each resolution are set out in the attached proxy summary.

Yours faithfully

A handwritten signature in black ink, appearing to read "MT", followed by a horizontal line.

Mike Tonroe  
Company Secretary

**OPTHEA LIMITED**  
**2020 Annual General Meeting**  
**Monday, 12 October 2020**  
**Results of Meeting**

The following information is provided in accordance with section 251AA(2) of the Corporations Act 2001 (Cth) and ASX Listing Rule 3.13.2.

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1 Re-election of Director - Mr Geoffrey Kempler	Ordinary	Resolution withdrawn				Resolution withdrawn			Not Applicable
Resolution 2. Election of Director - Mr Lawrence Gozlan	Ordinary	162,686,247 98.86%	1,570,345 0.95%	303,769 0.19%	125,735	163,763,916 99.04%	1,579,881 0.96%	125,921	Carried
Resolution 3. Election of Director - Mr Dan Spiegelman	Ordinary	163,042,871 99.04%	1,267,688 0.77%	305,402 0.19%	70,135	164,122,173 99.23%	1,277,410 0.77%	70,135	Carried
Resolution 4. Adoption of remuneration report	Ordinary	155,530,897 96.17%	5,882,882 3.64%	303,217 0.19%	104,020	156,608,014 96.37%	5,892,418 3.63%	104,206	Carried
Resolution 5. Ratification of issue of the Placement Shares	Ordinary	153,146,904 98.67%	1,767,642 1.14%	307,205 0.19%	52,739	154,130,312 98.80%	1,874,875 1.20%	52,925	Carried
Resolution 6. Approval for issues of Shares pursuant to a US NASDAQ public offer	Ordinary	153,138,195 93.03%	11,164,081 6.78%	306,269 0.19%	77,551	154,119,367 93.24%	11,173,803 6.76%	176,548	Carried
Resolution 7. Issue of options to Lawrence Gozlan under the non-executive director share and option plan	Ordinary	147,430,829 91.49%	13,422,335 8.33%	297,709 0.18%	197,842	148,571,330 91.71%	13,431,871 8.29%	129,136	Carried
Resolution 8. Issue of options to Dan Spiegelman under the non-executive director share and option plan	Ordinary	147,432,963 91.66%	13,118,801 8.16%	297,709 0.18%	499,242	148,573,464 91.88%	13,128,523 8.12%	430,350	Carried

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

**Resolution proposed but not put to the meeting**

Resolution	Reason for not putting the resolution to the meeting
1 Re-election of Director – Mr Geoffrey Kempler	As announced to the ASX on 5th October 2020, Geoffrey Kempler has decided to retire from Opthea and not stand for re-election as a Director at this AGM.