

## ALTIUM RECEIVES A REQUEST TO CONVENE A GENERAL MEETING

**SYDNEY, Australia – 23 Oct 2012** – On Monday, 15 October 2012, the Board of Altium announced that Mr Nicholas Martin, the Chief Executive Officer of Altium, had stepped down from his positions with Altium ("Announcement").

Altium advises that on the afternoon of 22 October 2012 it received the attached formal requests from N. & M. Martin Holdings Pty Limited (a company associated with Mr Martin). These documents request that the Board of Altium convene a general meeting and consider a resolution to remove a majority of the current directors of the Board of Altium (or alternatively for resolutions to that effect to be moved in a general meeting). The Board of Altium will take appropriate steps under the Corporations Act to act in accordance with the formal requests received. Further details will be provided by the Board of Altium in forthcoming days.

Otherwise, Mr Martin, through his lawyers, also notified Altium's Board yesterday that "on no basis could it be fairly said that Mr Martin *"stepped down from his positions with the Company"* and has alleged other defects in the Announcement. Specifically, Mr Martin's lawyers have alleged that the purported termination of Mr Martin's positions with Altium, and the appointment of a new Chief Executive Officer and director, are invalid.

The majority of the directors of Altium remain of the view that it is in the best interests of Altium to adopt a different style of leadership and change the Chief Executive Officer.

### About Altium

Altium Limited (ASX: ALU) creates electronics design software based on the belief that anyone who wants to create electronic products that make a difference should be able to do so. Altium's unified electronics design environment links all aspects of electronic products design in a single application that is priced to be as affordable as possible. This helps electronics designers break down barriers to innovation, harness the latest devices and technologies, manage their projects across broad design "ecosystems", and create connected, intelligent devices.

Founded in 1985, Altium operates worldwide. For more information, visit [www.altium.com](http://www.altium.com).

ENDS

**N. & M. Martin Holdings Pty Limited  
(ACN 053 572 286)**

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Villa R 06, No. 1919  
Hong Qiao Road  
Chang Ning District  
Shanghai 200336 China

[nickjs.martin@gmail.com](mailto:nickjs.martin@gmail.com)

October 2012

The Directors  
Altium Limited  
Level 6 10 Help Street  
Chatswood NSW 2067

Dear Sirs

**Request under Section 249D to Convene a General Meeting**

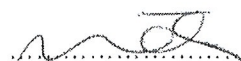
In accordance with Section 249D of the Corporations Act, N. & M. Martin Holdings Pty Limited (**Martin Holdings**), being a shareholder of Altium Limited (**ALU**) which holds at least 5% of the votes that may be cast at a general meeting of ALU, requests that the directors of ALU (the **ALU Directors**) call and arrange to hold a general meeting of all shareholders of ALU, to consider and, if thought fit, to pass the following resolutions by the requisite majorities:

1. That Kayvan Oboudiyat is removed as a director of the Company with immediate effect.
2. That Aram Mirkazemi is removed as a director of the Company with immediate effect.
3. That Samuel Weiss is removed as a director of the Company with immediate effect.
4. That David Warren is removed as a director of the Company with immediate effect.
5. That Carl J Rooke is removed as a director of the Company with immediate effect.

In accordance with Section 249D of the Corporations Act, the ALU Directors are required to call the requested general meeting within 21 days of the date of this request, and the general meeting is required to be held within 2 months of the date of this request.

**Executed by N. & M. Martin Holdings Pty Limited)**  
in accordance with Section 127 of )  
the Corporations Act: )

  
.....  
**Director/Secretary**

  
.....  
**Director**

**N. & M. Martin Holdings Pty Limited  
(ACN 053 572 286)**

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Villa R 06, No. 1919  
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October 2012

The Directors  
Altium Limited  
Level 6 10 Help Street  
Chatswood NSW 2067


Dear Sirs

**Notice under Sections 203D & 249N of Intention to Move a Resolution**

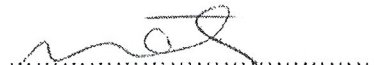
In accordance with Sections 203D & 249N of the Corporations Act, N. & M. Martin Holdings Pty Limited (**Martin Holdings**), being a shareholder of Altium Limited (**ALU**) which holds at least 5% of the votes that may be cast on a resolution at a general meeting of ALU, gives notice to ALU that Martin Holdings intends, and proposes, to move the following resolutions at a general meeting of all shareholders of ALU:

1. That Kayvan Oboudiyat is removed as a director of the Company with immediate effect.
2. That Aram Mirkazemi is removed as a director of the Company with immediate effect.
3. That Samuel Weiss is removed as a director of the Company with immediate effect.
4. That David Warren is removed as a director of the Company with immediate effect.
5. That Carl J Rooke is removed as a director of the Company with immediate effect.

**Executed by N. & M. Martin Holdings Pty Limited)**  
in accordance with Section 127 of )  
the Corporations Act: )



Director/Secretary



Director