

POET Technologies AGM result details

POET Technologies Inc. {TSX.V: PTK} – announced the results of its annual general meeting of shareholders (“AGM”) and additional option grant of July 7, 2016.

Management now hold options for 20% of the outstanding shares.

Comment

Whilst the granting of options is seen as important to incentivise management (don't their salaries do that?) I have never been a big fan as they are in fact a one way bet, management reap any reward without taking any financial risk, whilst investors supply the risk capital, but don't share the no risk reward if a project becomes a winner. Nice 'work' if you can get it!

In this case management have 20% of the outstanding shares as options! This is way too many in my opinion.

And the new options granted were at the current share price, 86 cents, so where's the challenge there? Surely options are a reward to be earned? So why not price them at, say, \$1.20? so at least if they exercise them, the shareholders have also been rewarded by an increased share price.

And they are valid for 10 YEARS! Where on earth is the challenge? It's actually negative for the company in my opinion that such an easy target over such a great length of time has been given. It doesn't suggest a great deal of confidence in the near term!

i don't support option grants like this, the exchange should have rules to prevent it in my humble opinion. They should be a reward for increasing shareholder value, not a gimme.

AGM report

SAN JOSE, Calif., July 08, 2016 – **POET Technologies Inc. {TSX.V: PTK}** – developer of the planar opto-electronic technology (“POET”) platform for monolithic fabrication of integrated circuit devices containing both electronic and optical elements on a single semiconductor wafer – is pleased to announce the results of its annual general meeting of shareholders (“AGM”) and option grant of July 7, 2016.

AGM

At the AGM, the shareholders approved the following items:

The number of directors was set at seven;

All seven directors were re-elected as proposed, with each director receiving over 95% of the votes cast;

Marcum LLP, Certified Public Accountants, of New Haven, Connecticut were reappointed as auditors of the Company for the ensuing year; and

The Company’s stock option plan (with all officers, directors and insiders abstaining from voting) was amended to increase the number of common shares of the Company reserved for issuance under the plan to 44,352,885, representing 20% of the 221,764,427 issued and outstanding common shares of the Company.

Option Grant

At the meeting of directors following the AGM, as part of the Company’s annual incentive stock option grant program, options were granted to certain directors, officers, key consultants and employees of the Company to purchase up to an aggregate of 3,900,000 common shares, representing approximately 1.76% of

the outstanding shares of the Company.

Employees as a group 400,000

Management as a group 1,550,000

Directors as a group 950,000

CEO and Chairman's Discretionary Pool 1,000,000

The options are exercisable for 10 years at a price of \$0.86 being the closing price of the Company's shares on July 6, 2016. 25% of the options will vest on the first anniversary of the grant and the balance will vest quarterly over a further three year period thereafter.

The options were granted subject to provisions of the Company's stock option plan and are subject to the TSX Venture Exchange policies and applicable securities laws. For further details on the Company's share capital, refer to the Company's Financial Statements and the MD&A for the 3-months ended March 31, 2016 which were filed on SEDAR on May 3, 2016.

About POET Technologies Inc.

POET (Planar Opto-Electronic Technology) is a developer of opto-electronics and Photonic fabrication processes and products. Photonics integration is fundamental to increasing functional scaling and lowering the cost of current Photonic solutions. POET believes that its advanced opto-electronics process platform enables substantial improvements in energy efficiency, component cost and size in the production of smart optical components, the engines driving applications ranging from data centers to consumer products to military applications. Silicon Valley-based POET's patented module-on-a-chip process, which integrates digital, high-speed analog and optical devices on the same chip, is designed to serve as an industry standard for smart optical components. More information may be obtained at www.poet-technologies.com.

ON BEHALF OF THE BOARD OF DIRECTORS

(signed) "John F. O'Donnell", Secretary

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Such forward-looking information or statements are based on a number of risks, uncertainties and assumptions which may cause actual results or other expectations to differ materially from those anticipated and which may prove to be incorrect. Assumptions have been made regarding, among other things, management's expectations regarding future growth, plans for and completion of projects by the Company's third party relationships, availability of capital, and the necessity to incur capital and other expenditures. Actual results could differ materially due to a number of factors, including, without limitation, operational risks in the completion of the Company's anticipated projects, delays or changes in plans

with respect to the development of the Company's anticipated projects by the Company's third party relationships, risks affecting the Company's ability to execute projects, the ability to attract key personnel, and the inability to raise additional capital. Although the Company believes that the expectations reflected in the forward-looking information or statements are reasonable, prospective investors in the Company's securities should not place undue reliance on forward-looking statements because the Company can provide no assurance that such expectations will prove to be correct. Forward-looking information and statements contained in this news release are as of the date of this news release and the Company assumes no obligation to update or revise this forward-looking information and statements except as required by law.