

**CHARTER OF THE  
NOMINATION COMMITTEE  
OF THE BOARD OF DIRECTORS OF  
DIGITAL ANGEL CORPORATION**

**June 20, 2008**

**PURPOSE AND AUTHORITY:**

The Nomination Committee (the “Committee”) is established by the Board of Directors (the “Board”) of Digital Angel Corporation (formerly Applied Digital Solutions, Inc.) (the “Company”) for the primary purposes of:

1. identifying and recommending qualified board candidates for election to the Board;
2. recommending directors to serve as members and chairpersons of the various Board committees; and
3. overseeing shareholder nominations of director candidates.

The Committee has the authority to obtain advice and assistance from outside advisors as it deems appropriate to perform its duties and responsibilities, and to hire and terminate such advisors. The Company will provide appropriate funding, as determined by the Committee, for compensation to any advisors that the Committee chooses to engage and for payment of ordinary administrative expenses of the Committee that are necessary or appropriate for the Committee to perform its duties and responsibilities.

**MEMBERSHIP:**

The Committee shall consist of at least three (3) directors. Each member shall, in the business judgment of the Board, qualify as an “independent director” under the rules of The NASDAQ Stock Market, Inc., Rule 10A-3 of the Securities Exchange Act of 1934, as amended (“Exchange Act”), and the rules and regulations of the Securities Exchange Commission.

The members of the Committee, as well as its chairperson, shall be elected by the majority vote of the full Board. Each member shall serve until such member’s successor is duly elected or qualified or until such member’s earlier resignation, removal or death.

**MEETINGS AND REPORTS:**

The Committee shall meet at least one (1) time each year, whether in person or by video or telephone conference, and has the authority to convene additional meetings. The Committee may take action either by a majority of the members of the Committee at a meeting or by unanimous written consent of all members of the Committee. Meeting

minutes will be prepared and maintained by the chairperson of the Committee, or by the meeting recording secretary at the chairperson's direction.

The Committee shall provide reports to the Board regarding action taken by the Committee and any recommendations to the Board approved by the Committee. Copies of the written minutes of all Committee meetings and copies of all written consents shall be provided to the Board.

#### RESPONSIBILITIES:

The responsibilities of the Committee shall include:

1. Review and make recommendations to the Board regarding the composition and organization of the Board, including the size of the Board and qualifications of directors;
2. Identify, consider and interview director candidates for nomination or recommendation, and establish procedures regarding indentifying, considering and interviewing director candidates;
3. Nominate, and approve nominations of, director candidates for approval by the shareholders at the annual shareholder's meeting;
4. Recommend director candidates to be appointed by the Board to fill Board vacancies;
5. Establish procedures for shareholders to submit nominations of director candidates to the Committee and consider nominations of director candidates by shareholders;
6. Recommend directors to be selected for membership on the various Board committees, as well as recommend directors to serve as chairpersons of such committees;
7. Review and reassess the adequacy of this Charter periodically (but at least annually) and recommend any proposed amendments to the Board for approval;
8. Review and evaluate the Committee's performance of its responsibilities outlined in this Charter annually; and
9. Any additional responsibilities delegated to the Committee by the Board.