

# NEWS RELEASE



## Notice of 2019 Annual Shareholders' Meeting

**Auckland, 30 October 2019:** Notice is hereby given that the 2019 Annual Shareholders' Meeting of Fletcher Building Limited ("the Company") will be held on Thursday 28 November 2019 at 10.30am in the Level 4 Lounge, South Stand, Eden Park, Reimers Avenue, Kingsland, Auckland, New Zealand.

The Annual Shareholders' Meeting will be a hybrid meeting where shareholders can either participate by attending in person or participate virtually via an online platform [web.lumiagm.com](http://web.lumiagm.com). By using Lumi AGM, shareholders will be able to watch the meeting, vote and ask questions remotely from a smartphone, tablet or desktop device.

A live recording of the meeting will also be broadcast on the Company's website <https://fletcherbuilding.com/investor-centre/reports-presentations-and-webcasts/>.

Attached are the following documents which are being sent to shareholders today:

- Notice of Annual Shareholders' Meeting;
- Voting/Proxy Form; and
- Virtual Annual Shareholders' Meeting Guide

**#Ends**

For further information please contact:

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# Notice of Annual Shareholders' Meeting

Notice is hereby given that the 2019 Annual Shareholders' Meeting of Fletcher Building Limited ("the Company") will be held in the Level 4 Lounge, South Stand, Eden Park, Reimers Avenue, Kingsland, Auckland, New Zealand on Thursday 28 November 2019, commencing at 10.30am.



# Business

## A. Chair's Address

## B. Chief Executive Officer's Review

## C. Resolutions

To consider and, if thought fit, to pass the following ordinary resolutions (which require the approval of a simple majority of the votes of those shareholders entitled to vote and voting on the resolution in person or by proxy or representative):

### Resolution 1 – Election of Peter Crowley

That Peter Crowley be elected as a director of the Company.

### Resolution 2 – Auditor fees and expenses

That the directors be authorised to fix the fees and expenses of the auditor.

To consider and, if thought fit, to pass the following special resolution (which requires the approval of a majority of 75% of the votes of those shareholders entitled to vote and voting on the resolution in person or by proxy or representative):

### Resolution 3 – To adopt a new Constitution

That the existing constitution of the Company be revoked, and the Company adopt a new constitution in the form tabled at the meeting and signed by the Chair for the purpose of identification.

By order of the Board



### Andrew Clarke

Company Secretary  
Auckland, New Zealand

30 October 2019

# Procedural Notes

## 1. Persons entitled to vote

The 2019 annual shareholders' meeting will be a hybrid meeting. Voting on all resolutions put before the meeting will be by poll. **Voting entitlements for the meeting will be determined at 10.30am on Tuesday 26 November 2019** based on the registered shareholdings at that time. Results of the voting will be notified to the NZX and ASX.

## 2. Casting your vote

You may cast your vote in one of three ways:

- Personal attendance** – If you wish you can attend the meeting in person or participate virtually via an online platform [www.lumiagm.com](http://www.lumiagm.com) provided by the Company's share registrar, Computershare Investor Services Limited.
- Postal voting** – You can cast a postal vote instead of attending the meeting in person or appointing a proxy to attend. Andrew Clarke, Company Secretary, has been authorised by the Board to receive and count postal votes at the meeting.
- Appointing a proxy to vote** – All shareholders entitled to attend and vote at the meeting may appoint a proxy or (in the case of a corporate shareholder) representative to attend and vote on their behalf. A proxy need not be a shareholder of the Company. You can appoint the Chair of the meeting or any director as your proxy.

The Chair of the meeting and the directors will vote in favour of all resolutions marked "Proxy Discretion". If you have ticked the "Proxy Discretion" box and your named proxy does not attend the meeting or you have not named a proxy (but otherwise completed the Voting/Proxy Form in full), the Chair of the meeting will act as your proxy. All directed votes for, against or abstain on each resolution will be treated as a postal vote.

You can also lodge your postal vote or proxy appointment online at [www.investorvote.co.nz](http://www.investorvote.co.nz) or by scanning the QR code on the Voting/Proxy Form with your smartphone. Alternatively, you can complete the Voting/Proxy Form and post in the envelope provided or email to [corporateactions@computershare.co.nz](mailto:corporateactions@computershare.co.nz).

Voting/Proxy Forms must be lodged at the office of the Company's share registrar, Computershare Investor Services Limited, Level 2, 159 Hurstmere Road, Takapuna, Auckland 0622, Private Bag 92119, Auckland 1142 not later than 10.30am on Tuesday 26 November 2019. Voting/Proxy Forms received after that time may not be valid for the annual shareholders' meeting.

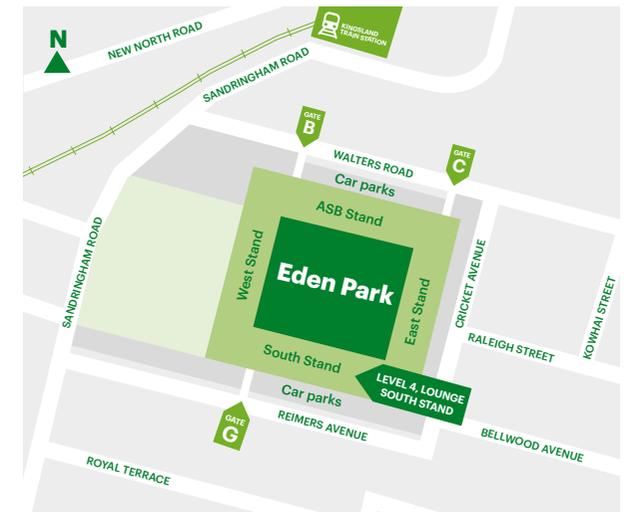
## 3. Online proxy and postal voting

To vote online you must enter your CSN/Securityholder number and postcode/country of residence and the secure access Control Number that is located in the front of your Voting/Proxy Form or follow the prompts in the email you received.

# Venue Location

Eden Park is well served by rail and bus services. Kingsland train station is a short walk from Eden Park.

There will be a limited number of car parks available at the South Stand (through car park entrance G, off Reimers Avenue) on a first come, first serve basis. Extra parking will be available behind the ASB Stand (via car park entrance B or C, off Walters Road). Please allow for a 5-10 minute walk from there to the South Stand.



## Procedural Notes – cont.

## 4. Shareholder questions

Shareholders present at the annual shareholders' meeting will have the opportunity to ask questions during the meeting. If you cannot attend the meeting but would like to ask a question, you can submit a question online by going to [www.investorvote.co.nz](http://www.investorvote.co.nz) and completing the online validation process or by using the Voting/Proxy Form. Questions need to be submitted by 10.30am on Tuesday 26 November 2019. The main themes will be aggregated and responded to at the meeting. The Company reserves the right not to address questions that, in the Chair's opinion, are not reasonable in the context of an annual shareholders' meeting.

## 5. Webcast

A live recording of the annual shareholders' meeting will be broadcast on the Company's website [www.fletcherbuilding.com/investor-centre/reports-presentations-and-webcasts](http://www.fletcherbuilding.com/investor-centre/reports-presentations-and-webcasts).

# Explanatory Notes

## Election of Peter Crowley [Resolution 1]

On 24 September 2019, Fletcher Building announced the appointment of Peter Crowley to join its Board of Directors on 1 October 2019. The NZX Listing Rules require that directors appointed by the Board retire at the next annual meeting but shall be eligible for election at that meeting. Being eligible to do so, Peter Crowley is seeking election. The Board unanimously recommends that shareholders vote in favour of the election of Peter Crowley. He is considered by the Board to be an independent director.

## Peter Crowley

BEcon, BA, FAICD

Independent Non-Executive Director

### TERM OF OFFICE

Appointed director 1 October 2019

### BOARD COMMITTEES

Member of the Nominations Committee

Peter Crowley has over 35 years of experience in the construction materials and building products industries across Australia, New Zealand, Asia, Europe and North America. From 2003-2015, he served as managing director and chief executive officer of GWA Group Limited, a leading Australian supplier of building fixtures and fittings to households and commercial premises. He also spent 18 years in the cement industry, including various chief executive roles with the Rugby Group plc and a variety of managerial roles with Queensland Cement and its parent company Holcim. Peter is a director of Barrambin Trading Company Pty Ltd, The Riverside Coal Transport Pty Ltd and Wesley Medical Research Limited.



## Auditor fees and expenses [Resolution 2]

EY is automatically reappointed as auditor under section 207T of the Companies Act 1993. This resolution authorises the Board to fix the fees and expenses of the auditor.

## Adoption of a new Constitution [Resolution 3]

### Background

On 1 January 2019, NZX introduced new NZX Listing Rules (the New Listing Rules) which have replaced the listing rules previously applicable to the Company (the Previous Listing Rules). A copy of the New Listing Rules is available at [www.nzx.com](http://www.nzx.com).

To comply with, and for consistency with, the New Listing Rules, the Company must amend its constitution. An amended constitution has been prepared. A copy, marked to show the changes from the existing constitution, is available at <https://fletcherbuilding.com/investor-centre/shareholder-information/meetings-and-events/> or may be obtained on request by emailing [investor.relations@fbu.com](mailto:investor.relations@fbu.com).

A special resolution of shareholders is required under the Companies Act 1993 (the Companies Act) to revoke the existing constitution and adopt the amended constitution as the Company's new constitution with effect from the close of the annual shareholders' meeting.

### Existing constitution

The company's existing constitution was last altered at the 2003 annual shareholders' meeting and sets out a number of the Previous Listing Rules in full, including a number which have now been amended. As a result, there are inconsistencies between the Company's existing constitution and the New Listing Rules.

It is proposed that the Company moves to a "short form" constitution that generally incorporates the relevant New Listing Rules by reference (as listed companies are permitted to do) as opposed to setting out in full the text of the various New Listing Rules. This approach does not, of itself, add to or change the obligations of the Company under the New Listing Rules as the existing constitution includes provisions which have the effect of ensuring that the Listing Rules (from time to time) prevail in relation to these inconsistencies. However, by moving to a "short form" constitution, the Company will minimise the risk of such inconsistencies arising in the future (and the need to manage them). The Company considers this to be a preferable and more practical outcome for shareholders.

## Summary of significant changes

A summary of the significant changes to the constitution is set out below. Unless expressly stated otherwise, references to clause numbers below are references to clause numbers in the constitution as proposed to be adopted.

- (a) **New Listing Rules incorporated by reference:** A number of the provisions of the New Listing Rules are not expressly set out in the new constitution, but are instead incorporated into the new constitution by reference (i.e. our constitution moves with Listing Rule amendments).
- (b) **Removal of clauses no longer required to be incorporated:** A number of clauses have been removed from the constitution where they are no longer required by the New Listing Rules to be set out in the constitution. Where applicable, the equivalent provisions of the New Listing Rules are incorporated by reference into the new constitution.
- (c) **Methods of holding meetings:** Changes have been made to provide more up-to-date wording and flexibility to enable director and shareholder meetings to be held by electronic means.
- (d) **Notice of meeting:** Changes have been made to align the requirements set out in the constitution for a notice of shareholder meeting with recent changes made to the Companies Act, and for consistency with current market practice.
- (e) **Voting at meetings of shareholders:** The New Listing Rules require that all voting at shareholders' meetings must be conducted by way of a poll. This has been reflected (where necessary) in clause 15 of the new constitution. We have also made a number of amendments to the remainder of clause 15 to reflect changes in law which provide greater flexibility around audio-visual meetings and voting and participation of shareholders by electronic means.
- (f) **Proxies:** Amendments have been made to reflect current market practice relating to appointment of proxies by electronic means and to reflect changes to the language used in the New Listing Rules. The changes do not affect the right to appoint a proxy. The new constitution has also been updated to reflect changes to the Companies Act which relate to the lodgement of proxies.
- (g) **Director rotation:** The director rotation provisions have been updated to be consistent with the New Listing Rules. Under the New Listing Rules a director may not hold office, without being re-elected, past the third annual shareholders' meeting after his or her appointment or re-election, or for three years, whichever is the longer.

- (h) **Executive directors:** The provisions relating to executive directors have been removed as they are not necessary.
- (i) **Forfeiture of shares:** Clause 8 has been updated to provide for the Company to recover from a shareholder accrued expenses incurred by the Company by reason of a non-payment of a call by that shareholder. No shares currently have any unpaid amounts, so this is for future flexibility only.
- (j) **Distributions:** Clause 26 of the constitution provides for distributions payable in cash to be paid by such method as the Board thinks fit. This change has been made to ensure the constitution will remain 'evergreen' in response to future changes in banking processes (for example the removal of cheque payments).
- (k) **Unclaimed distributions:** Clause 26.5 of the constitution no longer requires the Company to hold unclaimed distributions for five years before being forfeited. Under the amended clause, the Company may mingle such distribution with other money of the Company and shall not be required to hold it or to regard it as being subject to any trust (subject always to being required to pay such amounts to a person producing evidence of their entitlement to the distribution).
- (l) **Other changes:** Changes to the definitions in the constitution and various other less significant wording changes have been made to reflect the provisions of the New Listing Rules, changes to other relevant legislation or to generally modernise the constitution (particularly regarding electronic communications).

## General

As the effect of the amendments to the Company's constitution is not to impose or remove a restriction on the activities of the Company or affect the rights attaching to shares, the shareholder minority buy-out rights under the Companies Act do not apply to this resolution.

Bell Gully has provided an opinion to NZX that it considers that the new constitution complies with the New Listing Rules.

## Board recommendation

The Board unanimously recommends that shareholders vote in favour of the adoption of the new constitution.

## Lodge your Postal Vote or Proxy



### Online

[www.investorvote.co.nz](http://www.investorvote.co.nz)



### By Post

Computershare Investor Services Limited  
Private Bag 92119 OR GPO Box 3329  
Auckland 1142 Melbourne VIC 3001  
New Zealand Australia



### By Fax

+64 9 488 8787

## For all enquiries contact



### By Phone

+64 9 488 8777



### By Email

[corporateactions@computershare.co.nz](mailto:corporateactions@computershare.co.nz)

The 2019 Annual Shareholders' Meeting of Fletcher Building Limited ("the Company") will be held on **Thursday 28 November 2019 at 10.30am** in the **Level 4 Lounge, South Stand, Eden Park, Reimers Avenue, Kingsland, Auckland, New Zealand.**

## VOTING/PROXY FORM



[www.investorvote.co.nz](http://www.investorvote.co.nz)

Lodge your proxy online, (24/7 access) by 10.30am on Tuesday 26 November 2019.

Your secure access information

**Control Number:**

**CSN/Securityholder Number:**

To vote online you'll need the above Control Number, your CSN/Securityholder Number and postcode/or country of residence if you reside outside of New Zealand.

Scan this QR Code with your Smartphone and Vote online.



To be effective as a postal vote or proxy appointment, the Voting/Proxy Form must be received by **10.30am on Tuesday 26 November 2019.**

### Attending the Meeting

1. Voting on all resolutions put before the meeting will be by poll.
2. If you propose to attend the meeting, please bring this Voting/Proxy Form intact to the meeting as the barcode will assist in your registration.
3. If you propose to not attend the meeting but wish to vote by postal vote, or appoint a proxy, please complete and post this form or complete either process online. Please do not appoint a proxy if you are voting by postal vote.
4. The persons who will be entitled to vote at the annual shareholders' meeting are those persons (or their proxies or representatives) registered as holding Ordinary Shares on Fletcher Building Limited's share register at 10.30am on Tuesday 26 November 2019.

### Postal Vote

5. You can cast a postal vote instead of attending the meeting in person or appointing a proxy to attend.
6. Andrew Clarke, Company Secretary, has been authorised by the Board to receive and count postal votes at the meeting.
7. If you return your postal vote without indicating on any resolution how you wish to vote, you will be deemed to have abstained from voting on that resolution.
8. If you complete the postal vote section and also appoint a proxy, your postal vote will take priority over your proxy appointment.

### Proxy Appointment

9. All shareholders entitled to attend and vote at the meeting may appoint a proxy or (in the case of a corporate shareholder) representative to attend and vote on their behalf. A proxy need not be a shareholder of the Company. You can appoint the Chair of the meeting or any director as your proxy. You may still attend the meeting either in person or online even if you have appointed a proxy (but will not be able to vote if a proxy has been appointed).
10. The Chair of the meeting and the directors will vote in favour of all resolutions marked "PROXY DISCRETION".
11. If you have ticked the "PROXY DISCRETION" box and your named proxy does not attend the meeting or you have not named a proxy (but otherwise completed the Voting/Proxy Form in full), the Chair of the meeting will act as your proxy.
12. All directed votes FOR, AGAINST or ABSTAIN on each resolution will be treated as a postal vote.

### Signing Instructions

#### Individual

Where a shareholder is an individual, this Voting/Proxy Form must be signed by the shareholder or his or her duly authorised attorney.

#### Companies

Where a shareholder is a company or corporate shareholder, this Voting/Proxy Form must be signed by a duly authorised officer or attorney.

#### Trusts

Where a shareholder is a trust, this Voting/Proxy Form should be signed by at least one trustee in accordance with the relevant trust deed (using the rules for an individual, or a company, as applicable).

#### Partnerships

Where a shareholder is a partnership, this Voting/Proxy Form should be signed by at least one partner in accordance with the rules governing the partnership (using the rules for an individual or a company, as applicable).

#### Joint Shareholders

At least one joint shareholder should sign this Voting/Proxy Form (on behalf of all joint shareholders). If a joint shareholder votes differently from another joint shareholder, the vote of the shareholder named first in the share register will be counted.

#### Power of Attorney

If this Voting/Proxy Form is completed by an attorney, the power of attorney or a certified copy must, unless already provided to Fletcher Building Limited, accompany the Voting/Proxy Form together with a completed certificate of "non-revocation of authority".

#### Viewing and voting from the Lumi AGM app

Please follow the instructions set out in the attached Virtual Annual Shareholders' Meeting Guide. We recommend that you complete the set-up prior to the meeting commencing.

If you have any questions about appointing your proxy, or require assistance with Lumi AGM app, please contact Computershare Investor Services Limited on +64 9 488 8777 between 8.30am to 5.00pm or email [corporateactions@computershare.co.nz](mailto:corporateactions@computershare.co.nz).

Go online to [www.investorvote.co.nz](http://www.investorvote.co.nz) to cast your postal vote or lodge your proxy or please **TURN OVER** to complete the Voting/Proxy Form.

**Postal Voting** (To use if you will not attend the meeting and are not submitting your postal vote online)

I wish to vote by postal vote (please tick the box). My voting intentions are indicated in the resolutions section below.

**Appointment of a Proxy** (for use if you will not attend the meeting but wish someone to represent you and vote on your behalf at the meeting)

I/We being a shareholder(s) of Fletcher Building Limited ("the Company") and entitled to attend and vote hereby appoint:

|                      |    |   |
|----------------------|----|---|
| <input type="text"/> | of | <input type="text"/>                          |
| (Full Name)          |    | (Proxy Contact Details - Phone/Email/Address) |

Or failing him/her:

|                      |    |   |
|----------------------|----|---|
| <input type="text"/> | of | <input type="text"/>                          |
| (Full Name)          |    | (Proxy Contact Details - Phone/Email/Address) |

as my/our proxy to vote for me/us on my/our behalf at the annual shareholders' meeting of the Company to be held at 10.30am on Thursday 28 November 2019, and at any adjournment or postponement of that meeting, and to vote as my/our proxy thinks fit on any resolutions to amend any of the resolutions, or any resolution so amended and on any other resolution proposed at the annual shareholders' meeting (or any adjournment thereof) so as to give effect to my/our intention as set out below where possible. In the event I/we have not expressed any intention (in my/our proxy's sole opinion) my/our proxy may vote at his/her discretion.

A proxy need not be a shareholder of the Company. If you wish, you may appoint as your proxy 'The Chair of the Meeting'.

**Resolutions** (for postal and proxy voting). Please tick only ONE box in respect of each resolution

Cast a postal vote, or instruct a proxy to vote, by placing a tick (✓) in the relevant box. If you have appointed a proxy and want him/her to decide how to vote on the resolution, please mark the box 'Proxy Discretion'. If you tick the 'Abstain' box for a particular resolution, you are directing your proxy NOT to vote on that resolution. Your vote will not be counted when calculating the majority for that resolution.

Proxy Discretion is NOT APPLICABLE in the case of a postal vote.

| Ordinary Resolutions   | FOR                      | AGAINST                  | ABSTAIN                  | PROXY DISCRETION         |
|--|--------------------------|--------------------------|--------------------------|--------------------------|
| 1. That Peter Crowley be elected as a director of the Company.   | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
| 2. That the directors be authorised to fix the fees and expenses of the auditor.   | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
| <b>Special Resolution</b>  |                          |                          |                          |                          |
| 3. That the existing constitution of the Company be revoked, and the Company adopt a new constitution in the form tabled at the meeting and signed by the Chair for the purpose of identification. | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |

**Signature of Shareholder(s)**

Shareholder 1

Or a duly authorised officer or attorney

Shareholder 2

Or a duly authorised officer or attorney

Shareholder 3

Or a duly authorised officer or attorney

Day time telephone: \_\_\_\_\_ signed this \_\_\_\_\_ day of \_\_\_\_\_ 2019

**Shareholder Questions**

Shareholders present at the annual shareholders' meeting will have the opportunity to ask questions during the meeting. If you cannot attend the meeting but would like to ask a question, you can submit a question online by going to [www.investorvote.co.nz](http://www.investorvote.co.nz) and completing the online validation process or complete the question section below and post in the envelope provided. Questions need to be submitted by 10.30am on Tuesday 26 November 2019. The main themes will be aggregated and responded to at the meeting. The Company reserves the right not to address questions that, in the Chair's opinion, are not reasonable in the context of an annual shareholders' meeting.

Question:

**Electronic Investor Communications**

If you received the Notice of Meeting and Voting/Proxy Form by mail and wish to receive your future investor communications by email please provide your email address below:

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**ATTENDANCE SLIP**



The 2019 Annual Shareholders' Meeting of Fletcher Building Limited will be held on Thursday 28 November 2019 at 10.30am in the Level 4 Lounge, South Stand, Eden Park, Reimers Avenue, Kingsland, Auckland, New Zealand.

# Virtual Annual Shareholders' Meeting Guide

## GETTING STARTED

Fletcher Building Limited 2019 annual shareholders' meeting is viewable from smartphone, tablet or desktop devices. In order to participate online you will need to either:

- download the Lumi AGM app from the Apple App or Google Play Stores—search for **Lumi AGM**; or
- visit **web.lumiagm.com** on your desktop or mobile device. Lumi AGM supports the latest versions of Chrome, Safari, Internet Explorer, Edge and Firefox. Ensure that your browser is compatible.

## TO LOG IN, YOU MUST HAVE THE FOLLOWING INFORMATION

### New Zealand Residents

Username (CSN/Securityholder Number) and Password (postcode for your registered address).

### Overseas Residents

Username (CSN/Securityholder Number) and Password (three-character ISO3 country code) e.g. AUS is the ISO3 code for Australia.

You can find a full list at [www.computershare.com/iso3](http://www.computershare.com/iso3)

### Appointed Proxy

A username and password will be provided by Computershare Investor Services to proxy holders prior to the meeting.

If you have not received your username and password, please contact Computershare Investor Services on +64 9 488 8777 between 8.30am to 5.00pm Monday to Friday.

## USING LUMI AGM

### Accessing the virtual meeting

Once you have either downloaded the Lumi AGM app or entered **web.lumiagm.com** into your web browser, you'll be prompted to enter the Meeting ID and accept the terms and conditions.

You will then be required to enter your:

- username (CSN/Securityholder Number);
- password (postcode, or country code for overseas residents)

### Navigating Lumi AGM

When successfully authenticated, the info screen  will be displayed. You can view company information, ask questions and watch the webcast.

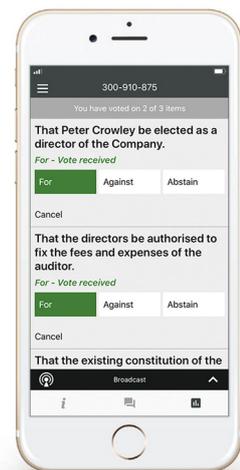
If you would like to watch the webcast press the broadcast icon  at the bottom of the screen.

### How to vote in Lumi AGM

The Chair will open voting on all resolutions at the start of the meeting. Once the voting has opened,  will appear on the navigation bar at the bottom of the screen. From here, the resolutions and voting choices will be displayed.

To vote, simply select your voting direction from the options shown on screen. To change your vote, simply select another direction.

Once the Chair has opened voting, voting can be performed at any time during the meeting until the Chair closes the voting on the resolutions.



## Access company documents

Links to the notice of meeting, marked-up constitution and annual report are present on the info screen . When you click on a link, the selected document will open in your browser.

Data usage for streaming the annual shareholders' meeting or downloading documents via the Lumi AGM platform varies depending on individual use, the specific device being used for streaming or download (Android, iPhone, etc) and the network connection (3G, 4G).

## Asking a question

Any shareholder or appointed proxy attending the meeting is eligible to ask questions. If you would like to ask a question, select  then type and submit your question.

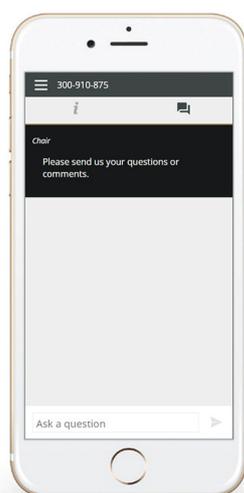
Questions sent via the Lumi AGM online platform will be moderated before being sent to the Chair. This is to avoid repetition and remove any inappropriate language.

Please note that not all questions may be able to be answered during the time set aside for questions at the meeting.

## Watching the webcast

If you would like to watch the webcast press the broadcast icon  on the screen.

The video and/or slides will appear shortly after (dependant on the speed of your internet connection).



**Remote entry to the Annual Shareholders' Meeting will open at 10.15am on Thursday 28 November 2019.**

## VOTING AT A GLANCE

### Step 1

Open Lumi AGM and enter the Meeting ID shown in top right corner

### Step 2

Enter your username and password (CSN/Securityholder Number and postcode)

### Step 3

When the poll is opened, click  and select your desired voting direction