

Thursday, 28 November 2019

ASX Codes: KBC; KBCPA

AGM Update

Keybridge Capital Limited (ASX: KBC) (**Keybridge**) makes the following update in relation to its Annual General Meeting (AGM) to be held on Friday, 29 November 2019.

It has recently been brought to the Company's attention that the notice of meeting for the AGM is deficient, insofar as a 'spill' resolution (in the event that the Resolution 5 (Adoption of 2019 Remuneration Report) does not achieve the requisite 75% majority) has not been included in its notice of meeting for the AGM. As the Company received a 'first strike' at its 2018 AGM, a 'spill' resolution is required to be put at its AGM if Resolution 5 does not achieve that majority.

The legislative provisions contemplate that the 'spill' resolution be considered at the same AGM that the Remuneration Report resolution is considered.

The Chairman, after seeking external advice, has advised that he intends to open the AGM and then immediately adjourn it (as he is entitled) to allow for notice of this resolution to be given to shareholders prior to the resumption of the adjourned meeting. Accordingly, no business will take place on Friday, 29 November 2019. Shareholders may wish to consider their travel plans accordingly.

A supplementary notice of meeting will be issued shortly after the adjournment, including the additional resolution and details of the date and location of the resumed meeting. This will contain an updated proxy form allowing shareholders to vote in relation to the 'spill' resolution in the event that the Remuneration Report resolution does not achieve the requisite 75% majority. It will also contain instructions for shareholders should they wish to vary any vote that may have already been the subject of a lodged proxy form.

An additional query has been raised with the Company, by a shareholder, regarding whether the Managing Director, Nicholas Bolton, needs to be the subject of a shareholder vote at the AGM. The Company considers, after receiving external advice, that its current position is correct and that this is not required having regard to the provisions of the Listing Rules and the Company's Constitution.

FOR FURTHER INFORMATION:

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ABOUT KEYBRIDGE CAPITAL LIMITED (ASX: KBC)

KBC is an investment and financial services group with a diversified portfolio of listed and unlisted investments/loan assets including in private equity (US), life insurance (New Zealand), property and funds management sectors and strategic holdings in HHY Fund (ASX:HHY), Molopo Energy Limited (ASX:MPO), Metgasco Limited (ASX:MEL) and Yowie Group Ltd (ASX:YOW).