

ASX ANNOUNCEMENT

8 October 2020

**Shine Justice Ltd (SHJ)
2020 Annual General Meeting**

As announced on 10 September 2020, Shine Justice Ltd (the **Company**) will hold its Annual General Meeting (**AGM**) on Monday 9 November 2020 at 11am (Brisbane time).

The meeting will be held virtually via an online platform at <https://agmlive.link/SHJ20>.

The following documents are attached:

- Letter to Shareholders;
- Notice of Annual General Meeting;
- Virtual Meeting Online Guide; and
- Sample Proxy Form.

A printed copy of the 2020 Annual Report is being mailed to shareholders who have elected to receive a printed copy. A copy of the Annual Report, which was lodged with ASX on 28 August 2020, is also available on the Company's website, www.shinejustice.com.au.

Authorised for release by the Managing Director & CEO

For more information:



Annette O'Hara
Company Secretary

Shine Justice Ltd
Level 13, 160 Ann Street
Brisbane QLD 4000
Tel: 07 3837 9448
aohara@shine.com.au

8 October 2020

Dear Shareholder,

Shine Justice Ltd 2020 Annual General Meeting

In planning for this year's Annual General Meeting (**AGM**), Shine Justice Ltd (the **Company**) has focused on ensuring the safety of shareholders, team members and other stakeholders, whilst seeking to maximise the opportunity for shareholder participation.

We have closely monitored the impact of the COVID-19 pandemic. Having regard to applicable government and health authority directions and advice, including evolving travel, social distancing and gathering restrictions, the Company has decided to hold the AGM as a virtual event. This approach is in line with temporary modifications to the law and current regulatory guidance.

The Notice of Meeting and Virtual Meeting Online Guide include detailed information about how you can participate in the AGM, including how to register, follow proceedings, vote and ask questions. These documents have been lodged with the Australian Securities Exchange (ASX) and are also available on the Company's website, www.shinejustice.com.au. A printed copy of the Notice of Meeting and Virtual Meeting Online Guide will be posted to any shareholder on request.

As an alternative to attending the online AGM, you may wish to consider voting by proxy ahead of the meeting. A personalised proxy form accompanies this letter and may be lodged online at linkmarketservices.com.au or by other means described on the proxy form. Proxy forms must be received by 11am (Brisbane time) on Saturday 7 November 2020.

The online AGM will be conducted in the following manner:

1. The meeting will be held via an online platform, at <https://agmlive.link/SHJ20>. There will be no physical attendance of shareholders at the AGM.
2. All shareholders and proxyholders may participate in the AGM virtually via the online platform. To do this, shareholders and proxyholders will need a desktop or mobile/tablet device with internet access to log onto the online platform on the morning of the AGM and provide your details (including your Shareholder Reference Number (SRN) or Holder Identification Number (HIN) as applicable) to be verified as a shareholder or proxyholder.
3. Shareholders and proxyholders will be able, and are encouraged, to log in to the online platform at least 15 minutes prior to the scheduled start time for the AGM using the instructions set out in the Virtual Meeting Online Guide.
4. Once the AGM commences at 11am (Brisbane time), shareholders and proxyholders will be able to listen to the Chairman of the Meeting and the Managing Director & CEO talking live and in real time.
5. Shareholders and proxyholders will have the ability to ask questions and vote during the AGM via the online platform.

We look forward to your participation in the AGM.

Yours faithfully,

A handwritten signature in black ink, appearing to read "Graham Bradley".

Graham Bradley AM
Chairman

Shine Justice Ltd

ACN 162 817 905

Notice of Annual General Meeting

Monday 9 November 2020
11am (Brisbane time)
Virtually (online) at <https://agmlive.link/SHJ20>

Part 1: Notice of Annual General Meeting

The Annual General Meeting of the Shareholders of Shine Justice Ltd will be held on Monday 9 November 2020 at 11am (Brisbane time) as a virtual meeting, online at <https://agmlive.link/SHJ20> for the purpose of conducting the business set out in this Notice.

The Annual Report is available on our website for viewing if you have elected not to receive a hard copy. Our website address is www.shinejustice.com.au.

Ordinary business

Item 1 – Annual financial report, Directors’ report and auditor’s report

To receive and consider the annual financial report of the Company, together with the Directors’ report and the auditor’s report for the financial year ended 30 June 2020.

Item 2 – Remuneration Report

To consider and, if thought fit, to pass the following resolution as an **advisory only resolution**:

That the Remuneration Report for the year ended 30 June 2020 be adopted.

Item 3 – Election of Directors

To consider and, if thought fit, to pass the following resolutions as **ordinary resolutions**:

- a. *That Graham Bradley AM, who retires in accordance with rule 19.2(b) of the Constitution, and having offered himself for election, be elected as a Director;*
- b. *That Teresa Dyson, who retires in accordance with rule 19.2(b) of the Constitution, and having offered herself for election, be elected as a Director;*
- c. *That David Bayes, who retires in accordance with rule 19.2(b) of the Constitution, and having offered himself for election, be elected as a Director.*

Voting exclusion statement

The Company will disregard any votes cast on item 2 by any member of Key Management Personnel of the Group details of whose remuneration are included in the Remuneration Report or any Closely Related Party of such a member.

However, the Company need not disregard a vote if it is cast:

- by a person as proxy for a person who is entitled to vote (in accordance with the directions as to how to vote on the proxy form); or
- by the person chairing the meeting as proxy for a person who is entitled to vote and the appointment as proxy expressly authorises the person chairing the meeting to exercise the proxy even if the resolution is connected directly or indirectly with the remuneration of a member of the Key Management Personnel of the Group.

Please refer below to the important information about the appointment of proxies.

Other information

Explanatory Statement

The accompanying Explanatory Statement forms part of this Notice and should be read in conjunction with it.

Proxies

Please note that:

- (a) a Shareholder entitled to attend and vote at the Meeting is entitled to appoint a proxy;
- (b) a proxy need not be a Shareholder;
- (c) a Shareholder may appoint a body corporate or an individual as its proxy;
- (d) a body corporate appointed as a Shareholder's proxy may appoint an individual as its representative to exercise any of the powers that the body may exercise as the Shareholder's proxy; and
- (e) Shareholders entitled to cast two or more votes may appoint two proxies and may specify the proportion of votes each proxy is appointed to exercise, but where the proportion or number is not specified, each proxy may exercise half of the votes.

The proxy form provided provides further details on appointing proxies and lodging proxy forms. If a Shareholder appoints a body corporate as its proxy and the body corporate wishes to appoint an individual as its representative, a certificate of the appointment of corporate representative should be completed and lodged in the manner specified below.

If proxy holders vote on a poll, they must vote all directed proxies as directed. Any directed proxies which are not voted on a poll will automatically default to the chairman of the Meeting, who must vote all proxies as directed.

Proxy forms must be lodged by 11am (Brisbane time) on Saturday 7 November 2020 by one of the following methods:

By post:	Shine Justice Ltd c/- Link Market Services Limited Locked bag A14 Sydney South NSW 1235 Australia
By facsimile:	In Australia (02) 9287 0309 From outside Australia +61 2 9287 0309
By delivery (Monday – Friday 9am – 5pm):	Link Market Services Limited 1A Homebush Bay Drive Rhodes NSW 2138 or Level 12, 680 George Street, Sydney NSW 2000
Online:	Login at www.linkmarketservices.com.au using the holding details as shown on the proxy form. Shareholders will need their 'Holder Identifier' (which is the Securityholder Reference Number (SRN) or Holder Identification Number (HIN) as shown on the front of the proxy form). Once logged in, Shareholders should select 'voting' and follow the prompts to lodge their vote.

Important information about proxy votes on item 2

The Corporations Act places certain restrictions on the ability of Key Management Personnel (including the Chairman of the Meeting) and their Closely Related Parties to vote on item 2, including where they are voting as proxy for another Shareholder. To ensure your votes are counted, you are encouraged to direct your proxy as to how to vote on item 2 by indicating your preference (by completing any of the 'For', 'Against' or 'Abstain' boxes on the proxy form).

The Chairman of the Meeting intends to vote all undirected proxies in favour of item 2.

If you appoint the Chairman of the Meeting as your proxy but do not direct the Chairman how to vote in respect of item 2, you will be directing the Chairman to **vote in favour of item 2** and the Chairman will vote in this way, even though the item is connected with the remuneration of Key Management Personnel.

Corporate representatives

Any:

- Corporate Shareholder; or
- Corporate proxy appointed by a Shareholder,

which has appointed an individual to act as its corporate representative at the Meeting should provide that person with a certificate or letter executed in accordance with the Corporations Act authorising him or her to act as that company's representative. The authority may be sent to the Company or its share registry, Link Market Services, in advance of the Meeting or handed in at the Meeting when registering as a corporate representative. An Appointment of Corporate Representative form is available online at www.linkmarketservices.com.au or by contacting the Company's share registry, Link Market Services, on +61 1300 554 474.

If you have any queries on how to cast your votes, please call the Company's share registry, Link Market Services, on +61 1300 554 474.

Voting entitlements

In accordance with Regulation 7.11.37 of the *Corporations Regulations 2001* (Cth), the Board has determined that a person's entitlement to vote at the Annual General Meeting will be the entitlement of that person set out in the register of Shareholders as at 7pm (Sydney time) on Saturday 7 November 2020. Accordingly, transactions registered after that time will be disregarded in determining Shareholders' entitlements to attend and vote at the Meeting.

By Order of the Board of Directors



Annette O'Hara
Company Secretary
8 October 2020

Part 2: Explanatory Statement

1 Introduction

This Explanatory Statement has been prepared for the information of Shareholders in relation to the Annual General Meeting to be held on Monday 9 November 2020, commencing at 11am (Brisbane time).

The purpose of this Explanatory Statement is to provide Shareholders with the information known to the Company that the Board considers material to their decision on whether to approve the resolutions in the Notice. This document is important and should be read in conjunction with the Notice.

Capitalised terms are defined in section 3.

2 Ordinary business

Item 1 – Annual financial report, Directors’ report and auditor’s report

The first item of business of the Meeting is to receive and consider the financial report, together with the Directors’ and auditor’s reports for the financial year ended 30 June 2020.

No resolution is required for this item of business. However, as a Shareholder, you may submit a written question to the Chairman of the Meeting about the management of the Company or to the Company’s auditor, PwC, prior to the Meeting, if the question to PwC relates to:

- the content of the auditor’s report; or
- the conduct of the audit of the financial report.

All written questions must be received by the Company no later than the fifth business day before the Meeting (by Monday 2 November 2020).

All questions must be sent to the Company, not directly to the auditor.

PwC will attend the Meeting and will answer written questions submitted before the Meeting.

PwC will also be available to answer questions from Shareholders relevant to:

- (a) the conduct of the audit;
- (b) the preparation and content of the auditor’s report;
- (c) the accounting policies adopted by the Company in relation to the preparation of the financial statements; and
- (d) the independence of the auditor in relation to the conduct of the audit.

Item 2 – Remuneration Report

Shareholders are entitled to vote on the question of whether the Remuneration Report contained in the Annual Report is adopted.

The Remuneration Report explains the Company’s remuneration policy and reports the remuneration arrangements for Key Management Personnel.

Shareholders should note that the resolution is 'advisory' only and does not bind the Directors or the Company.

However, the Corporations Act provides that if 25% or more of the votes that are cast are voted against the adoption of the remuneration report at two consecutive annual general meetings, shareholders will be required to vote at the second of those meetings on a resolution (a 'spill' resolution) that another meeting be held within 90 days at which all of the company's directors (other than the managing director) who were in office at the date of the approval of the later directors' report must stand for re-election.

The resolution to approve the remuneration report was passed on a poll by 98.82% of the votes cast at the Company's 2019 annual general meeting.

Following consideration of the Remuneration Report, the Chairman will give Shareholders a reasonable opportunity to ask questions about or make comments on the Remuneration Report.

The Directors unanimously recommend that Shareholders vote in favour of item 2.

Item 3 – Election of Directors

The third item of business of the Meeting relates to the election of Directors.

The Constitution requires the Company to hold an election of Directors each year. A Director appointed by the Board holds office until the conclusion of the next annual general meeting and is eligible for election at that meeting.

Each of Graham Bradley AM, Teresa Dyson and David Bayes was appointed as a Non-executive Director by the Board during 2020.

Set out below are details of the candidates for election, together with the recommendation of the Board.

Re-election of Graham Bradley AM BA, LLB (Hons 1), LL.M (Harvard), FAICD

Graham Bradley was appointed as an independent non-executive Director by the Board in May 2020 and was appointed as the Chairman of the Board on 1 July 2020.

In accordance with the Constitution, Graham Bradley holds office until the conclusion of the AGM and, being eligible, offers himself for election.

Graham is an experienced company director and chairman. He is currently Non-executive Chairman of United Malt Group Limited, HSBC Bank Australia Limited and EnergyAustralia Holdings Ltd. He is also a Director of The Hongkong & Shanghai Banking Corporation Limited, Non-executive Chairman of Infrastructure NSW and a member of the board of Tennis Australia.

Graham's previous roles include Managing Director of Perpetual Limited, National Managing Partner and CEO of Blake Dawson (now Ashurst), a senior role at McKinsey & Company, Chairman of Stockland Corporation Limited, President of the Business Council of Australia and Deputy President of the Takeovers Panel.

In addition to his role as Chairman of the Board, Graham holds special responsibilities as Chairman of the Nomination and Remuneration Committee and member of the Audit & Risk Management Committee.

The non-candidate Directors unanimously recommend that Mr Bradley be elected as a Director.

Re-election of Teresa Dyson BA, LLB (Hons), MTax, MAppFin, GAICD

Teresa Dyson was appointed as an independent non-executive Director by the Board in February 2020.

In accordance with the Constitution, Teresa holds office until the conclusion of the AGM and, being eligible, offers herself for election.

Teresa is an experienced company director, whose career has spanned both the public and private sectors. She has been closely involved in strategic decision making in business and organisational structuring, covering the financial services, transport, energy and resources sectors, as well as infrastructure projects. Teresa is an admitted lawyer and has previously been a partner at a global law firm and professional services firm.

Teresa is currently a Director and Chair of the Audit and Risk Committee of Seven West Media Limited, Director and Chair of the Audit & Risk Management Committee of Genex Power Limited, Director of Northern Territory Power and Water Corporation, Energy Queensland, National Housing Finance and Investment Corporation, Gold Coast Hospital and Health Board, Energy Super and the Foundation for Alcohol Research and Education and a member of the Foreign Investment Review Board and the Takeovers Panel. She is a former Director of UN Women National Committee Australia Ltd and Opera Queensland and a former Chair of each of the Board of Taxation and the Business Law Section of the Law Council of Australia.

Special responsibilities include Chair of the Audit & Risk Management Committee and member of the Nomination and Remuneration Committee.

The non-candidate Directors unanimously recommend that Mrs Dyson be elected as a Director.

Re-election of David Bayes FAICD

David Bayes was appointed as an independent non-executive Director by the Board in February 2020.

In accordance with the Constitution, David Bayes holds office until the conclusion of the AGM and, being eligible, offers himself for election.

David is Chairman of Plarre Foods Pty Ltd (trading as Ferguson Plarre Bakehouses) and Non-executive Director of Sigma Healthcare Limited. He has previously held a variety of board and executive positions, including Chief Executive Officer of Choice Hotels Australasia, Chief Operating Officer of Mortgage Choice Limited, Chief Executive Officer and Director of Bakers Delight, Non-executive Director of Chiquita Brands South Pacific Ltd, Non-executive Director of North Western Healthcare Network and Vice President and Director of McDonald's Australia.

David is a Non-executive Director of the Australian Institute of Company Directors (AICD) and immediate past President of the Victoria Council of the AICD.

Mr Bayes has over 40 years' experience in multi-outlet retail business.

Special responsibilities held include member of the Audit & Risk Management Committee and of the Nomination and Remuneration Committee

The non-candidate Directors unanimously recommend that Mr Bayes be elected as a Director.

3 Definitions

In this Explanatory Statement and in the Notice, the following terms have the following meanings unless the context otherwise requires:

Annual General Meeting or Meeting	The annual general meeting of the Shareholders convened pursuant to the Notice for the purpose of considering the business set out in the Notice
Annual Report	The annual report of Shine for the financial year ended 30 June 2020
ASX	ASX Limited or the securities market operated by it, as applicable
Board	The Board of Directors of the Company
Closely Related Party	In relation to a member of Key Management Personnel: (a) a spouse or child of the member; (b) a child of the member's spouse; (c) a dependent of the member or of the member's spouse; (d) anyone else who is one of the member's family and may be expected to influence the member, or be influenced by the member, in the member's dealings with the Company; (e) a company the member controls; or (f) a person prescribed by the <i>Corporations Regulations 2001</i> (Cth).
Company or Shine	Shine Justice Ltd ACN 162 817 905
Constitution	The constitution of the Company
Corporations Act	<i>Corporations Act 2001</i> (Cth)
Director	A director of the Company
Group	The Company and its subsidiaries
Key Management Personnel	Those persons having authority and responsibility for planning, directing and controlling the activities of the Group, directly or indirectly, including any Director (whether executive or not)
Listing Rules	The official listing rules of ASX
Notice or Notice of Meeting	The notice in Part 1 pursuant to which the Meeting is convened
PwC	PricewaterhouseCoopers
Remuneration Report	The section of the Directors' report contained in the Annual Report entitled 'Remuneration Report'
Share	A fully paid ordinary share in Shine
Shareholder	A holder of Shares

Virtual Meeting Online Guide

Before you begin

Ensure your browser is compatible.
Check your current browser by going to the website: **whatismybrowser.com**

Supported browsers are:

- Chrome – Version 44 & 45 and after
- Firefox – 40.0.2 and after
- Safari – OS X v10.9 & OS X v10.10 and after
- Internet Explorer 9 and up

Open your web browser and go to
<https://agmlive.link/SHJ20>

To attend and vote you must have your
securityholder number and postcode.

Appointed Proxy: Your proxy number will be provided by Link before the meeting.

Please make sure you have this
information before proceeding.

Virtual Meeting Online Guide



Step 1

Open your web browser and go to <https://agmlive.link/SHJ20>.

Step 2

Log in to the portal using your full name, mobile number, email address, and company name (if applicable).

Please read and accept the terms and conditions before clicking on the blue **'Register and Listen to Meeting'** button.

- On the left – a live audiocast of the Meeting
- On the right – the presentation slides that will be addressed during the Meeting
- At the bottom – buttons for 'Get a Voting Card', 'Ask a Question' and a list of company documents to download

Note: If you close your browser, your session will expire and you will need to re-register. If using the same email address, you can request a link to be emailed to you to log back in.

1. Get a Voting Card

To register to vote – click on the 'Get a Voting Card' button.

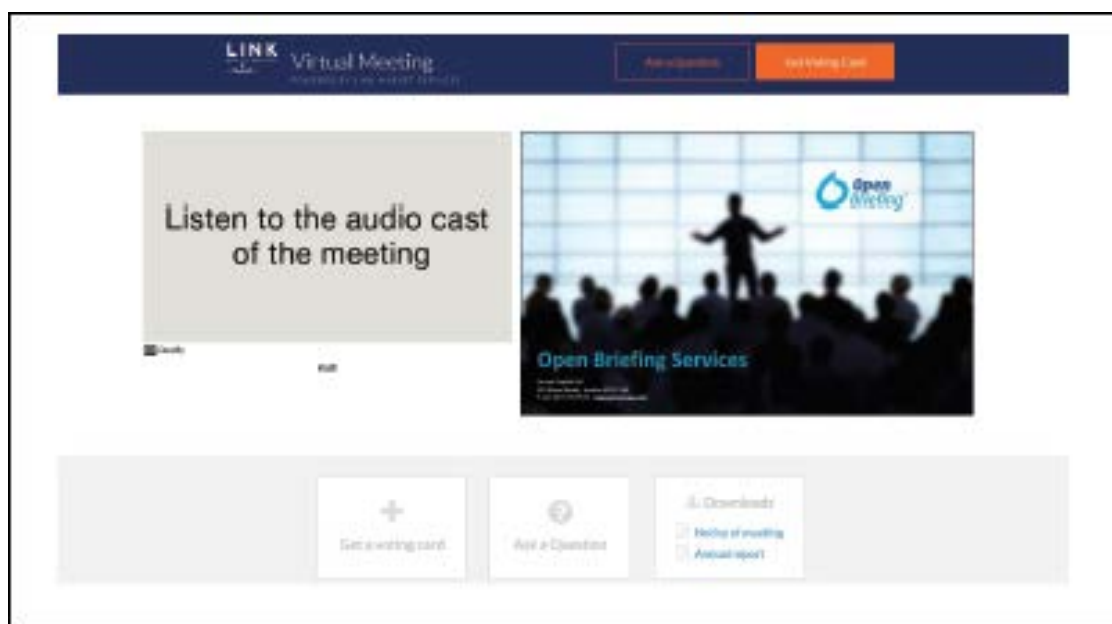
This will bring up a box which looks like this.

If you are an individual or joint securityholder you will need to register and provide validation by entering your securityholder number and postcode.

If you are an appointed Proxy, please enter the Proxy Number issued by Link in the PROXY DETAILS section. Then click the **'SUBMIT DETAILS AND VOTE'** button.

Once you have registered, your voting card will appear with all of the resolutions to be voted on by securityholders at the Meeting (as set out in the Notice of Meeting). You may need to use the scroll bar on the right hand side of the voting card to view all resolutions.

Securityholders and proxies can either submit a Full Vote or Partial Vote.



ABC COMPANY PTY LTD X123456789

Voting Card

Please complete your vote by selecting the required voting instruction (For, Against or Abstain) for each resolution. If you would like to complete a partial vote, please specify the number of votes for each resolution in the Partial Vote section. Proxy holder votes will only be applied to discretionary (undirected) votes. Directed votes will be applied as per the Unitholder's voting instructions.

Full Vote **Partial Vote**

Resolution 2B For Against Abstain
RE-ELECTION OF MR ABC AS A DIRECTOR

Resolution 2C For Against Abstain
RE-ELECTION OF MS XYZ AS A DIRECTOR

Resolution 3 For Against Abstain
INCREASE TO DIRECTORS' MAXIMUM FEE POOL LIMIT

Resolution 4 For Against Abstain
ADOPTION OF REMUNERATION REPORT

SUBMIT VOTE

Full Votes

To submit a full vote on a resolution ensure you are in the **'Full Vote'** tab. Place your vote by clicking on the **'For'**, **'Against'**, or **'Abstain'** voting buttons.

Partial Votes

To submit a partial vote on a resolution ensure you are in the **'Partial Vote'** tab. You can enter the number of votes (for any or all) resolution/s. The total amount of votes that you are entitled to vote for will be listed under each resolution. When you enter the number of votes it will automatically tally how many votes you have left.

Note: If you are submitting a partial vote and do not use all of your entitled votes, the un-voted portion will be submitted as No Instruction and therefore will not be counted.

Once you have finished voting on the resolutions scroll down to the bottom of the box and click on the **'Submit Vote'** or **'Submit Partial Vote'** button.

Note: You can close your voting card without submitting your vote at any time while voting remains open. Any votes you have already made will be saved for the next time you open up the voting card. The voting card will appear on the bottom left corner of the webpage. The message **'Not yet submitted'** will appear at the bottom of the page.

You can edit your voting card at any point while voting is open by clicking on **'Edit Card'**. This will reopen the voting card with any previous votes made.

Once voting has been closed all voting cards will automatically be submitted and cannot be changed.

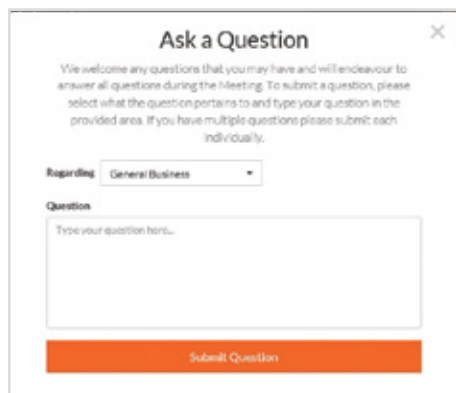
At the conclusion of the Meeting a red bar with a countdown timer will appear at the top of the Slide window advising the remaining voting time. Please make any changes and submit your voting cards.

2. How to ask a question

Note: Only securityholders are eligible to ask questions.

You will only be able to ask a question after you have registered to vote. To ask a question, click on the 'Ask a Question' button either at the top or bottom of the webpage.

The '**Ask a Question**' box will then pop up with two sections for completion.

A screenshot of a web-based 'Ask a Question' form. At the top, it says 'Ask a Question' with a close button (X). Below is a welcome message: 'We welcome any questions that you may have and will endeavour to answer all questions during the Meeting. To submit a question, please select what the question pertains to and type your question in the provided area. If you have multiple questions please submit each individually.' There is a 'Regarding:' section with a dropdown menu currently set to 'General Business'. Below that is a 'Question' section with a text input field containing the placeholder 'Type your question here...'. At the bottom is an orange button labeled 'Submit Question'.

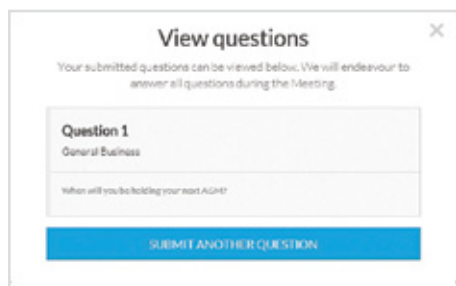
In the '**Regarding**' section click on the drop down arrow and select the category/resolution for your question.

Click in the '**Question**' section and type your question and click on 'Submit'.

A '**View Questions**' box will appear where you can view your questions at any point. Only you can see the questions you have asked.

If your question has been answered and you would like to exercise your right of reply, you can submit another question.

Note that not all questions are guaranteed to be answered during the Meeting, but we will do our best to address your concerns.

A screenshot of a web-based 'View questions' box. At the top, it says 'View questions' with a close button (X). Below is a message: 'Your submitted questions can be viewed below. We will endeavour to answer all questions during the Meeting.' There is a section for 'Question 1' with the category 'General Business' and the question text 'When will you be holding your next AGM?'. At the bottom is a blue button labeled 'SUBMIT ANOTHER QUESTION'.

3. Downloads

View relevant documentation in the Downloads section.

Voting closing

Voting will end 5 minutes after the close of the Meeting.

At the conclusion of the Meeting a red bar with a countdown timer will appear at the top of the Slide window advising the remaining voting time. If you have not submitted your vote, you should do so now.

At the close of the meeting any votes you have placed will automatically be submitted.

Contact us

Australia

T 1300 554 474

E info@linkmarketservices.com.au

New Zealand

T +64 9 375 5998

E enquiries@linkmarketservices.co.nz

LODGE YOUR VOTE



ONLINE

www.linkmarketservices.com.au



BY MAIL

Shine Justice Ltd
C/- Link Market Services Limited
Locked Bag A14
Sydney South NSW 1235 Australia



BY FAX

+61 2 9287 0309



BY HAND

Link Market Services Limited
1A Homebush Bay Drive, Rhodes NSW 2138



ALL ENQUIRIES TO

Telephone: +61 1300 554 474



X99999999999

PROXY FORM

I/We being a member(s) of Shine Justice Ltd and entitled to attend and vote hereby appoint:

APPOINT A PROXY

☐ the Chairman of the Meeting (mark box)

OR if you are **NOT** appointing the Chairman of the Meeting as your proxy, please write the name and email of the person or body corporate you are appointing as your proxy. An email will be sent to your appointed proxy with details on how to access the virtual meeting.

Name

Email

or failing the person or body corporate named, or if no person or body corporate is named, the Chairman of the Meeting, as my/our proxy to act on my/our behalf (including to vote in accordance with the following directions or, if no directions have been given and to the extent permitted by the law, as the proxy sees fit) at the Annual General Meeting of the Company to be held at **11:00am (Brisbane time) on Monday, 9 November 2020** (the **Meeting**) and at any postponement or adjournment of the Meeting.

The Meeting will be conducted as a virtual meeting and you can participate by logging in online at <https://agmlive.link/SHJ20> (refer to details in the Notice of Meeting and Virtual Meeting Online Guide).

Important for Resolution 2: If the Chairman of the Meeting is your proxy, either by appointment or by default, and you have not indicated your voting intention below, you expressly authorise the Chairman of the Meeting to exercise the proxy in respect of Resolution 2, even though the Resolution is connected directly or indirectly with the remuneration of a member of the Company's Key Management Personnel (**KMP**).

The Chairman of the Meeting intends to vote undirected proxies in favour of each item of business.

VOTING DIRECTIONS

Proxies will only be valid and accepted by the Company if they are signed and received no later than 48 hours before the Meeting.

Please read the voting instructions overleaf before marking any boxes with an ☒

Resolutions

For Against Abstain*

2 Remuneration Report

<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
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3a Election of Graham Bradley AM

<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
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3b Election of Teresa Dyson

<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
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3c Election of David Bayes

<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
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* If you mark the Abstain box for a particular Item, you are directing your proxy not to vote on your behalf on a show of hands or on a poll and your votes will not be counted in computing the required majority on a poll.

SIGNATURE OF SHAREHOLDERS – THIS MUST BE COMPLETED

Shareholder 1 (Individual)

Joint Shareholder 2 (Individual)

Joint Shareholder 3 (Individual)

Sole Director and Sole Company Secretary

Director/Company Secretary (Delete one)

Director

This form should be signed by the shareholder. If a joint holding, either shareholder may sign. If signed by the shareholder's attorney, the power of attorney must have been previously noted by the registry or a certified copy attached to this form. If executed by a company, the form must be executed in accordance with the company's constitution and the *Corporations Act 2001* (Cth).

SHJ PRX2001N

HOW TO COMPLETE THIS SHAREHOLDER PROXY FORM

YOUR NAME AND ADDRESS

This is your name and address as it appears on the Company's share register. If this information is incorrect, please make the correction on the form. Shareholders sponsored by a broker should advise their broker of any changes. **Please note: you cannot change ownership of your shares using this form.**

APPOINTMENT OF PROXY

If you wish to appoint the Chairman of the Meeting as your proxy, mark the box in Step 1. If you wish to appoint someone other than the Chairman of the Meeting as your proxy, please write the name and email address of that individual or body corporate in Step 1. A proxy need not be a shareholder of the Company.

DEFAULT TO CHAIRMAN OF THE MEETING

Any directed proxies that are not voted on a poll at the Meeting will default to the Chairman of the Meeting, who is required to vote those proxies as directed. Any undirected proxies that default to the Chairman of the Meeting will be voted according to the instructions set out in this Proxy Form, including where the Resolutions are connected directly or indirectly with the remuneration of KMP.

VOTES ON ITEMS OF BUSINESS – PROXY APPOINTMENT

You may direct your proxy how to vote by placing a mark in one of the boxes opposite each item of business. All your shares will be voted in accordance with such a direction unless you indicate only a portion of voting rights are to be voted on any item by inserting the percentage or number of shares you wish to vote in the appropriate box or boxes. If you do not mark any of the boxes on the items of business, your proxy may vote as he or she chooses. If you mark more than one box on an item your vote on that item will be invalid.

APPOINTMENT OF A SECOND PROXY

You are entitled to appoint up to two persons as proxies to attend the Meeting and vote on a poll. If you wish to appoint a second proxy, an additional Proxy Form may be obtained by telephoning the Company's share registry or you may copy this form and return them both together.

To appoint a second proxy you must:

- (a) on each of the first Proxy Form and the second Proxy Form state the percentage of your voting rights or number of shares applicable to that form. If the appointments do not specify the percentage or number of votes that each proxy may exercise, each proxy may exercise half your votes. Fractions of votes will be disregarded; and
- (b) return both forms together.

SIGNING INSTRUCTIONS

You must sign this form as follows in the spaces provided:

Individual: where the holding is in one name, the holder must sign.

Joint Holding: where the holding is in more than one name, either shareholder may sign.

Power of Attorney: to sign under Power of Attorney, you must lodge the Power of Attorney with the registry. If you have not previously lodged this document for notation, please attach a certified photocopy of the Power of Attorney to this form when you return it.

Companies: where the company has a Sole Director who is also the Sole Company Secretary, this form must be signed by that person. If the company (pursuant to section 204A of the *Corporations Act 2001*) does not have a Company Secretary, a Sole Director can also sign alone. Otherwise this form must be signed by a Director jointly with either another Director or a Company Secretary. Please indicate the office held by signing in the appropriate place.

CORPORATE REPRESENTATIVES

If a representative of the corporation is to attend the Meeting virtually the appropriate "Certificate of Appointment of Corporate Representative" must be received at registrars@linkmarketservices.com.au prior to admission in accordance with the Notice of Annual General Meeting. A form of the certificate may be obtained from the Company's share registry or online at www.linkmarketservices.com.au.

LODGEMENT OF A PROXY FORM

This Proxy Form (and any Power of Attorney under which it is signed) must be received at an address given below by **11:00am (Brisbane time) on Saturday, 7 November 2020**, being not later than 48 hours before the commencement of the Meeting. Any Proxy Form received after that time will not be valid for the scheduled Meeting.

Proxy Forms may be lodged using the reply paid envelope or:



ONLINE

www.linkmarketservices.com.au

Login to the Link website using the holding details as shown on the Proxy Form. Select 'Voting' and follow the prompts to lodge your vote. To use the online lodgement facility, shareholders will need their "Holder Identifier" (Securityholder Reference Number (SRN) or Holder Identification Number (HIN) as shown on the front of the Proxy Form).



BY MAIL

Shine Justice Ltd
C/- Link Market Services Limited
Locked Bag A14
Sydney South NSW 1235
Australia



BY FAX

+61 2 9287 0309



BY HAND

delivering it to Link Market Services Limited*
1A Homebush Bay Drive
Rhodes NSW 2138

* During business hours (Monday to Friday, 9:00am–5:00pm)