



VINTAGE ENERGY

ACN 609 200 580

NOTICE OF GENERAL MEETING EXPLANATORY MEMORANDUM PROXY FORM

TIME

10:00AM (ACST)

DATE

17 November 2020

Place

By live webcast which will be held virtually online via ZOOM Webinar. To attend the meeting, pre-register via https://us02web.zoom.us/webinar/register/WN_tawuLTQYSImebRJRsQPXw

This is an important document. Please read it carefully. If there is any matter that you do not understand, you should contact your financial adviser, stockbroker, or solicitor.

Notice is given that an Annual General Meeting of Members of Vintage Energy Limited (ACN 609 200 580) will be held virtually on an online platform. To attend the meeting please pre-register via https://us02web.zoom.us/webinar/register/WN_tawuLTQYSImebRJaRsQPXw

commencing at 10:00am (Adelaide Time) 17 November 2020.

Details of how to participate in the live webcast are set out in the Online Shareholders' Meeting Guide attached to this Notice of Meeting.

Important Notice – changes to meeting procedure due to COVID-19

The Board advises that due to the current restrictions on public gatherings in relation to COVID-19 the Company is not able to allow shareholders to attend the Company's Annual General Meeting (**AGM**) in person. The AGM will be a virtual AGM, conducted online. To attend the meeting shareholders will need to register via: https://us02web.zoom.us/webinar/register/WN_tawuLTQYSImebRJaRsQPXw

Details on how to register and participate in the webcast are set out in the Virtual Meeting Registration and Voting Guide attached to this Notice of Meeting.

The Company is following the health advice of the Australian Government and has taken these steps in the interests of the health and safety of its shareholders, employees, and the broader community.

The Company appreciates the understanding of its shareholders as it navigates this difficult situation.

Voting on Resolutions

Shareholders are advised that all resolutions will be decided on a poll. Please note that you are strongly encouraged to lodge proxy votes for the AGM.

Shareholders who participate in the live webcast may vote on each resolution in real time during the AGM. Details on how to vote during the webcast are set out in the Virtual Meeting Registration and Voting Guide attached to this Notice of Meeting. Shareholders with multiple holdings will either need to log in under each SRN or HIN to vote live in the AGM or cast their vote on other holdings ahead of the AGM via proxy vote.

Proxy votes must be received by 10am (ACST) on 15 November 2020. Instructions on how to lodge proxy votes (which include the ability to lodge proxies electronically) are set out in this Notice of Meeting.

Participation in the meeting

Shareholders are encouraged to submit any questions they may have of the Company in writing to the Company Secretary at info@vintageenergy.com.au by 5.00pm (ACST) on 15 November 2020. The Company will also provide Shareholders with the opportunity to ask questions during the meeting. Details on how to ask questions during the webcast are set out in the Virtual Meeting Registration and Voting Guide attached to this Notice of Meeting.

Agenda

Annual Report

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

Resolution 1 Adoption of the Remuneration Report

Note: This matter is not voted on.

To consider and, if thought fit, to pass with or without amendment, the following resolution as a non-binding resolution in accordance with section 250R (2) of the *Corporations Act 2001*:

That the Remuneration Report in the 2020 Annual Report of the Company be adopted.

Voting Exclusion: The Company will disregard any votes cast in favour of the resolution by or on behalf of any of the following persons (the "voter"):

- (a) a member of the key management personnel, details of whose remuneration are included in the Remuneration Report; or
- (b) a closely related party of such a member

However, the company need not disregard a vote if the vote is cast by a person as proxy for a person who is entitled to vote, in accordance with the directions on the proxy form or it is cast by the person chairing the meeting as proxy for a person who is entitled to vote, in accordance with a direction on the proxy form to vote as the proxy decides.

Resolution 2 Re election of Director Mr Nick Smart

To consider and, if thought fit, to pass with or without amendment, the following resolution as an Ordinary Resolution:

That Mr Nick Smart who retires in accordance with rule 60.1 of the Company's Constitution and being eligible offers himself for re-election, be re-elected as a Director.

Resolution 3 Ratification of previous issue of Ordinary Shares

As foreshadowed in the Company's recent releases concerning its Placement, the Company seeks Shareholder approval for the following purposes

To consider, and if thought fit, pass the following resolution as an ordinary resolution:

That, for the purpose of ASX Listing Rule 7.4 and for all other purposes, the issue and allotment of 51,621,234 ordinary fully paid shares on 24 September 2020 to institutional and sophisticated and/or professional investors, on the terms and conditions set out in the Explanatory Statement, is approved and ratified.

Voting Exclusion: The Company will disregard any votes cast in favour of this Resolution by a person who participated in the issue, and any associates of such a person, or a person who is a counterparty to the agreement. However, the Company need not disregard a vote if:

- (a) it is cast by a person as a proxy for a person who is entitled to vote, in accordance with the directions on the proxy form; or
- (b) it is cast by the person chairing the meeting as proxy for a person who is entitled to vote, in accordance with a direction on the proxy form to vote as the proxy decides.

Resolution 4 Approval of additional 10 percent placement facility

To consider and, if thought fit, to pass, with or without amendment, the following resolution as a Special Resolution:

That pursuant to and in accordance with Listing Rule 7.1A and for all other purposes, approval is given for the Company to issue equity securities up to 10% of the issued capital of the Company (at the time of issue) calculated in accordance with the formula prescribed in Listing Rule 7.1.A.2 over a 12 month period on the terms and conditions set out in the Explanatory Statement.

Voting Exclusion: The Company will disregard any votes cast in favour of this Resolution by a person who may participate in the proposed issue and a person who might obtain a benefit, except a benefit solely in the capacity of a holder of Shares, if this Resolution is passed and any associates of such a person. However, the Company need not disregard a vote if:

- (a) it is cast by a person as a proxy for a person who is entitled to vote, in accordance with the directions on the proxy form; or
- (b) it is cast by the person chairing the meeting as proxy for a person who is entitled to vote, in accordance with a direction on the proxy form to vote as the proxy decides.

Voting Exclusion: The Company will disregard any votes cast in favour of this Resolution by a person who is expected to participate in the proposed issue and a person who might obtain a material benefit as a result of that issue, except a benefit solely in the capacity of a holder of Shares, if this Resolution is passed and any associates of such a person. However, the Company need not disregard a vote if:

- (c) it is cast by a person as a proxy for a person who is entitled to vote, in accordance with the directions on the proxy form; or
- (d) it is cast by the person chairing the meeting as proxy for a person who is entitled to vote, in accordance with a direction on the proxy form to vote as the proxy decides.

BY ORDER OF THE BOARD

Simon Gray
Company Secretary
8 October 2020

Notes

How to Vote

Please note that you are strongly encouraged to lodge proxy votes for the AGM. The AGM will commence at 10.00 AM ACST.

Shareholders who participate in the live webcast may vote on each resolution in real time during the Meeting. Details on how to vote during the webcast are set out in the Virtual Meeting and Registration Guide attached to this Notice of Meeting.

Voting by Proxy

To vote by proxy, please complete and sign the proxy form enclosed with this notice as soon as possible and either:

- return the proxy form by post to Automic Group, GPO Box 5193, Sydney NSW 2001; or
- deliver the proxy form by hand to Automic Group, Level 5, 126 Phillip Street, Sydney NSW 2000; or
- email the proxy form to meetings@automicgroup.com.au; or
- follow the Online Proxy Lodgement Guide attached to this Notice of Meeting

so that it is received no later than 10 am (Adelaide Time) on 15 November 2020.

To minimise the risks associated with COVID-19, the Company encourages Shareholders to utilise electronic proxy lodgement by following the attached Online Proxy Lodgement Guide attached to this Notice of Meeting, where possible.

Determination of who is entitled to vote

In accordance with Regulation 7.11.37 of the Corporations Act, the Directors have set a date and time to determine the identity of those Shareholders entitled to attend and vote at the Meeting. The time is 6.30pm (Adelaide time) on 15 November 2020.

Auditors

A representative of the Company's Auditors will be present to answer any questions on the accounts. Questions to the Auditors in writing may be forwarded to reach the Company no later than 10:00am (Adelaide time on 15 November 2020).

Annual Report

In accordance with amendments to the *Corporations Act 2001*, the Company is no longer required to provide a hard copy of the Company's Annual Report to Shareholders unless a Shareholder has specifically elected to receive a printed copy. Shareholders who do not receive a printed copy of the Company's Annual Report may view the report on its website at www.vintageenergy.com.au

Your proxy form is enclosed.

Explanatory Statement

This Explanatory Statement is intended to provide Shareholders with sufficient information to assess the merits of the Resolutions contained in the Notice of Annual General Meeting. The Directors recommend that Shareholders read this Explanatory Statement in full before making any decision in relation to the Resolutions.

The Remuneration Report is in the Directors' Report section of the Company's Annual Report.

By way of summary, the Remuneration Report:

- (a) explains the Company's remuneration policy and the process for determining the remuneration of its Directors and key management personnel;
- (b) addresses the relationship between the Company's remuneration policy and the Company's performance; and
- (c) sets out remuneration details for each Director and each of the Company's key management personnel named in the Remuneration Report for the financial year ended 30 June 2019.

The Directors recommend that Shareholders vote in favour of Resolution 1.

Section 250R (2) of the *Corporations Act 2001* (**Corporations Act**) requires companies to put a resolution to their members that the Remuneration Report be adopted. The vote on this resolution is advisory only, however, and does not bind the Board or the Company. The Board will consider the outcome of the vote and comments made by Shareholders on the Remuneration Report at the Annual General Meeting when reviewing the Company's remuneration policies.

Under the Corporations Act, if 25% or more of 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 Annual General Meetings on a resolution (a "spill resolution") that another meeting be held within 90 days at which all of the Directors (other than the managing director) must go up for re-election.

The Chairman will give Shareholders a reasonable opportunity to ask questions about or to make comments on the Remuneration Report at the Annual General Meeting.

If you choose to appoint a proxy, you are encouraged to direct your proxy how to vote on Resolution 1 (Remuneration Report) by marking either "For", "Against" or "Abstain" on the Proxy Form for Resolution 1.

If you appoint a member of the key management personnel whose remuneration details are included in the Remuneration Report (who is not the Chairman) or a closely related party of that member as your proxy, and you do not direct that person on how to vote on this Resolution 1, the proxy cannot exercise your vote and your vote will not be counted in relation to this Resolution 1.

The Chairman intends to vote all undirected proxies in favour of Resolution 1. If the Chairman of the Meeting is appointed as your proxy and you have not specified the way the Chairman is to vote on Resolution 1, by signing and returning the proxy form you are giving express authorisation for the Chairman to vote the proxy in accordance with the Chairman's intention.

Key management personnel of the Company are the Directors and those other persons having authority and responsibility for planning, directing and controlling the activities of the Company, directly or indirectly. The Remuneration Report identifies the Company's key management personnel for the financial year to 30 June 2020. Their closely related parties are defined in the Corporations Act, and include certain of their family members, dependants and companies they control.

Resolution 2 Re-election of Director Nick Smart

Rule 60.1 of the Constitution requires that at each annual general meeting, one-third of directors for the time being (rounded down to the nearest whole number) shall retire from office. Additionally, Listing Rule 14.4 provides that a Director must retire from office no later than the longer of the third annual general meeting of the Company or 3 years following that Director's last election or appointment. The retirement rules do not apply to the managing director.

Mr Smart was appointed a Director of Vintage Energy Limited in February 2015. He retires by rotation in accordance with the Constitution and being eligible offers himself for re-election as a Director.

Details of the qualification and experience of Mr Smart are set out in the 2020 Annual Report for the Company.

Directors' Recommendation

The Directors (other than Mr Smart, who makes no recommendation) unanimously recommend that you vote in favour of this resolution

Resolution 3 Ratification of previous issue of Ordinary Shares

(a) Purpose of resolution

The purpose of this resolution is to ratify the issue of 51,621,234 ordinary fully paid shares (**Placement Shares**) on 24 September 2020 to institutional and sophisticated/professional investors at an issue price of \$0.060 each (**Placement**). This approval will refresh the Company's existing placement capacity.

(b) General information

On 24 September 2020, the Company issued a Placement of Shares to institutional and sophisticated/professional investors. The Placement Shares were issued without Shareholder approval under the Company's 15% placement issue capacity, in accordance with Listing Rule 7.1.

The Company, as at the date of this Notice, has on issue one class of listed equity securities, namely ordinary fully paid shares (**Shares**) (ASX Code: VEN).

Listing Rule 7.1 prohibits a listed company from issuing equity securities representing more than 15% of its issued capital in any 12 month period without first obtaining Shareholder approval (subject to certain exceptions).

Under Listing Rule 7.4, a company can seek ratification of issues of securities that have been made within the previous 12 month period if:

- a) The issue did not breach Listing Rule 7.1; and
- b) Shareholders subsequently approve such issue.

The effect of such ratification is that the issue of the Placement Shares is then deemed to have been made with Shareholder approval, and therefore is not counted towards the 15%

The issue of the Placement Shares did not breach Listing Rule 7.1 and did not require Shareholder approval. The Company now seeks Shareholder approval to ratify the issue of the Placement Shares in accordance with Listing Rule 7.4. This will have the same effect as if Shareholder approval had been obtained before the Company issued the Placement Shares.

The effect of passing Resolution 3 will be to refresh the Company's 15% capacity under Listing Rules 7.1 so that its capacity would be the same as if the Placement Shares had been issued with Shareholder approval. The resolution, if passed, will increase the Company's financial flexibility in the future.

This will provide the Company with the ability to issue more securities in the future, e.g. a placement to sophisticated and/or professional investors, without seeking Shareholder approval, if the Board considers that it is in the interests of the Company to do so.

If Resolution 3 is not passed by Shareholders, the Company would, when calculating the number of securities it can issue without Shareholder approval to go beyond the 15% limit, need to deduct the number of Placement Shares from the number available for any future issue.

(c) Description of Listing Rule 7.4

(i) Shareholder approval

The ability to ratify the issue of the Placement Shares in order to refresh the placement capacity for the purposes of Listing Rule 7.1 is subject to Shareholder approval, by way of an ordinary resolution at a general meeting, in accordance with Listing Rule 7.4.

(ii) Notice requirements

The notice of meeting to obtain Shareholder approval for purposes of Listing Rule 7.4 must comply with Listing Rule 7.5, which sets out specific information to be provided to Shareholders.

(d) Specific information required by Listing Rule 7.5

Listing Rule 7.5 requires the following information to be provided to Shareholders for the purpose of obtaining Shareholder approval under Listing Rule 7.4, including a summary of the material terms of the Placement Shares:

- a) 51,621,234 Placement Shares were issued on 24 September 2020;
- b) The Placement Shares were issued at a price of \$0.060 each for a total consideration of \$3,097,274 before costs;
- c) The Company has applied for quotation of the Placement Shares;
- d) The Placement Shares rank equally with the existing Shares in the Company;
- e) The Placement Shares were issued to institutional, sophisticated and/or professional investors, so no prospectus or other disclosure document was required to be prepared by the Company under the Corporations Act 2001;
- f) The funds raised by the issue of the Placement Shares will be primarily used to advance the Company's Vali gas discovery; and
- g) A voting exclusion statement has been included in the Notice of General Meeting.

(e) Directors' Recommendation

The Directors believe that the ratification of this issue of the Placement Shares and the refresh of the 15% capacity under Listing Rule 7.1 is beneficial to the Company. The Directors unanimously recommend that Shareholders vote in favour of Resolution 3. The Chair intends to vote undirected proxies in favour of Resolution 3.

Resolution 4 Approval of additional 10 percent placement facility

(a) Purpose of resolution

The purpose of this resolution is to allow the Directors to issue a further 10% of the Company's issued share capital under Listing Rule 7.1A during the 10% Placement Period in addition to and without using the Company's 15% placement capacity under Listing Rule 7.1. This effectively gives Directors a 25% placement capacity, less that part of its placement capacity not available under Listing Rule 7.1.

(b) General information

Listing Rule 7.1A enables an "eligible entity" to issue Equity Securities of up to 10% of its issued share capital through placements over a 12-month period after the annual general meeting (**10% Placement Facility**). The 10% Placement Facility is in addition to the entity's 15% placement capacity under Listing Rule 7.1. An "eligible entity" for the purposes of Listing Rule 7.1A is an entity that is not included in the S&P/ASX 300 Index and has a market capitalisation of \$300 million or less. The Company is an eligible entity.

The Company is seeking shareholder approval by way of a special resolution to have the ability to issue Equity Securities under the 10% Placement Facility. The exact number of Equity Securities to be issued under the 10% Placement Facility will be determined in accordance with the formula prescribed in Listing Rule 7.1A.2 (refer to Section (c)(iii) below).

The Company has not issued and securities using its capacity under Listing Rule 7.1A approved at its previous Annual General Meeting.

(c) Description of Listing Rule 7.1A

(i) Shareholder approval

The ability to issue Equity Securities under the 10% Placement Facility is subject to shareholder approval by way of a special resolution at an annual general meeting.

(ii) Equity Securities

Any Equity Securities issued under the 10% Placement Facility must be in the same class as an existing quoted class of Equity Securities of the Company. The Company, as at the date of the Notice, has on issue one class of Equity Securities, namely ordinary fully paid shares (**Shares**) (ASX Code: VEN).

(iii) Formula for calculating 10% Placement Facility

Listing Rule 7.1A.2 provides that eligible entities which have obtained shareholder approval at an annual general meeting may issue or agree to issue, during the 12-month period after the date of the annual general meeting, a number of Equity Securities calculated in accordance with the following formula:

$$(A \times D) - E$$

A is the number of shares on issue 12 months before the date of issue or agreement:

- (a) plus, the number of fully paid shares issued in the 12 months under an exception in Listing Rule 7.2;
- (b) plus, the number of partly paid shares that became fully paid in the 12 months;
- (c) plus, the number of fully paid shares issued in the 12 months with approval of holders of shares under Listing Rule 7.1 and 7.4. This does not include an issue of fully paid shares under the entity's 15% placement capacity without shareholder approval;
- (d) less the number of fully paid shares cancelled in the 12 months. Note that **A** has the same meaning in Listing Rule 7.1 when calculating an entity's 15% placement capacity.

D is 10%.

E is the number of Equity Securities issued or agreed to be issued under Listing Rule 7.1A.2 in the 12 months before the date of the issue or agreement to issue that are not issued with the approval of shareholders under Listing Rule 7.1 or 7.4.

(d) Specific information required by Listing Rule 7.3A

Pursuant to and in accordance with Listing Rule 7.3A, the below information is provided in relation to the approval of the 10% Placement Facility:

- (i) The Equity Securities will be issued at an issue price of not less than 75% of the volume weighted average price for the Company's Equity Securities over the 15 Trading Days immediately before:
 - (a) the date on which the price at which the Equity Securities are to be issued is agreed; or
 - (b) if the Equity Securities are not issued within 5 Trading Days of the date in paragraph (a) above, the date on which the Equity Securities are issued.
- (ii) If this Resolution is approved by Shareholders and the Company issues Equity Securities under the 10% Placement Facility, the existing Shareholders' voting power in the Company will be diluted as shown in Table 1. There is a risk that:
 - (a) the market price for the Company's Equity Securities may be significantly lower on the date of the issue of the Equity Securities than on the date of the Annual General Meeting; and

- (b) the Equity Securities may be issued at a price that is at a discount to the market price for the Company's Equity Securities on the issue date or the Equity Securities are issued as part of the consideration for the acquisition of a new asset, which may have an effect on the amount of funds raised by the issue of the Equity Securities.

Table 1 shows the dilution of existing Shareholders on the basis of the current market price of Shares and the current number of ordinary securities for variable "A" calculated in accordance with the formula in Listing Rule 7.1A (2) as at the date of this Notice.

- (iii) Shareholder approval of the 10% Placement Facility under Listing Rule 7.1A is valid from the date of the annual general meeting at which the approval is obtained and expires on the earlier to occur of:
 - (a) the date that is 12 months after the date of the annual general meeting at which the approval is obtained; or
 - (b) the date of the approval by shareholders of a transaction under Listing Rules 11.1.2 (a significant change to the nature or scale of activities) or 11.2 (disposal of main undertaking), **(10% Placement Period)**.
- (iv) The Company may seek to issue the Equity Securities to raise funds for the acquisition of new assets or other investments (including expense associated with such acquisition), continued exploration and feasibility study expenditure on the Company's current assets and/or general working capital.
- (v) The Company will comply with the disclosure obligations under Listing Rules 7.1A (4) and 3.10.5A upon issue of any Equity Securities. The Company's allocation policy is dependent on the prevailing market conditions at the time of any proposed issue pursuant to the 10% Placement Facility. The identity of the allottees of Equity Securities will be determined on a case-by-case basis having regard to the factors including but not limited to the following:
 - (a) the methods of raising funds that are available to the Company, including but not limited to, rights issue or other issue in which existing security holders can participate;
 - (b) the effect of the issue of the Equity Securities on the control of the Company;
 - (c) the financial situation and solvency of the Company; and
 - (d) advice from corporate, financial and broking advisers (if applicable). The allottees under the 10% Placement Facility have not been determined as at the date of this Notice but may include existing substantial shareholders and/or new shareholders who are not related parties or associates of a related party of the Company.
 - (e) No Equity Securities have been issued under Listing Rule 7.1A.
- (vi) The actual number of Equity Securities that the Company will be permitted to issue under Listing Rule 7.1A will be calculated at the date of issue or agreement to issue the Equity Securities in accordance with the formula prescribed in Listing Rule 7.1A.2 (as set out above).

The effect of this Resolution will be to allow the Company to issue securities under Listing Rule 7.1A without using the Company's placement capacity under Listing Rule 7.1.

- (vii) A voting exclusion statement is included in the Notice. At the date of the Notice, the Company has not approached any particular existing shareholder or security holder or an identifiable class of existing security holders to participate in the issue of the Equity Securities. No existing shareholder's votes will therefore be excluded under the voting exclusion in the Notice.

(e) (d) Directors' Recommendation

The Directors unanimously recommend that Shareholders vote in favour of Resolution 4. The Chair intends to vote undirected proxies in favour of Resolution 4.

Table 1

Table 1 shows the dilution of existing shareholders on the basis of the current market price of Shares and the current number of Shares for variable "A" calculated in accordance with the formula in Listing Rule 7.1A (2) as at the date of this Notice. The table also shows the voting dilution impact where the number of Shares on issue (variable A in the formula) changes and the economic dilution where there are changes in the issue price of Shares issued under the 10% Placement Capacity.

| Number of Shares on Issue | Number of Shares issued under 10% Placement Facility | Dilution | | |
|-------------------------------|--|--|--|---|
| | | Funds raised base on issue price of 3.15 cents | Funds raised based on issue price of 6.3 cents | Funds raised based on issue price of 9.45 cents |
| | | (50% decrease in current issue price) | (Current issue price) | (50% increase in current issue price) |
| 603,644,210 (Current)(5)* | 60,364,421 | \$1,801,479 | \$3,802,958 | \$5,704,437 |
| 905,466,315 (50% increase) | 90,546,631 | \$2,852,218 | \$5,704,437 | \$8,556,656 |
| 1,207,288,420 (100% increase) | 120,728,842 | \$3,802,958 | \$7,605,917 | \$11,408,875 |

*The number of Shares on issue (variable A in the formula) could increase as a result of the issue of Shares that do not require Shareholder approval (such as under a pro-rata rights issue or scrip issued under a takeover offer) or that are issued with Shareholder approval under Listing Rule 7.1.

The table has been prepared on the following assumptions:

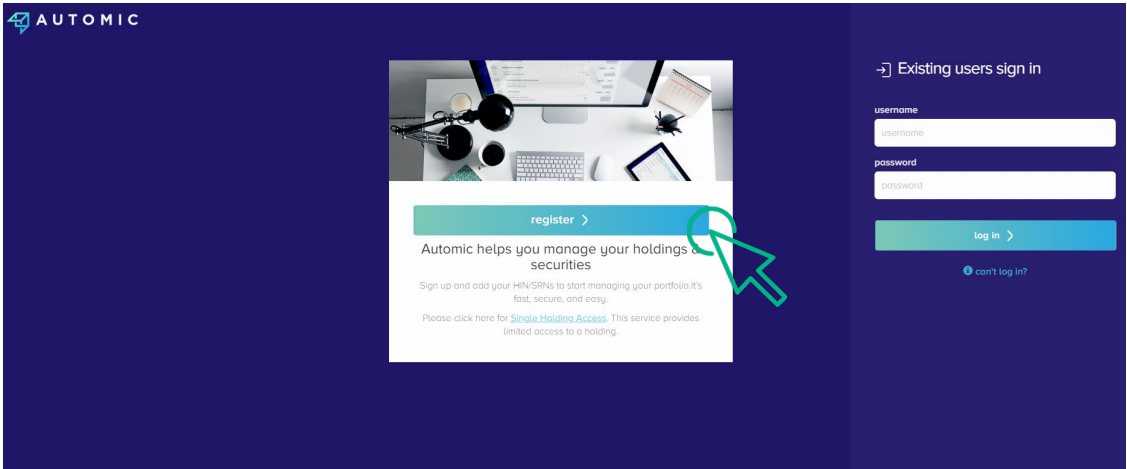
1. The current Shares on issue are the Shares on issue as at 28 September 2020 plus shares to be issued under the entitlements offer see note 5
2. The issue price set out above is the closing price of the Shares on the ASX on 28 September 2020.
3. The Company issues the maximum number of Equity Securities available under the 10% Placement Facility.
4. No Shares are issued following the exercise of any options or conversion of any Performance Rights or Founder's Rights before the date of the issue of the Equity Securities.
5. The Company's Entitlement offer to issue on a 1 for 2 basis at \$0.06 cents per share to raise \$12,072,884 is fully subscribed and 201,214,737, shares are issued.

Virtual Meeting Registration and Voting

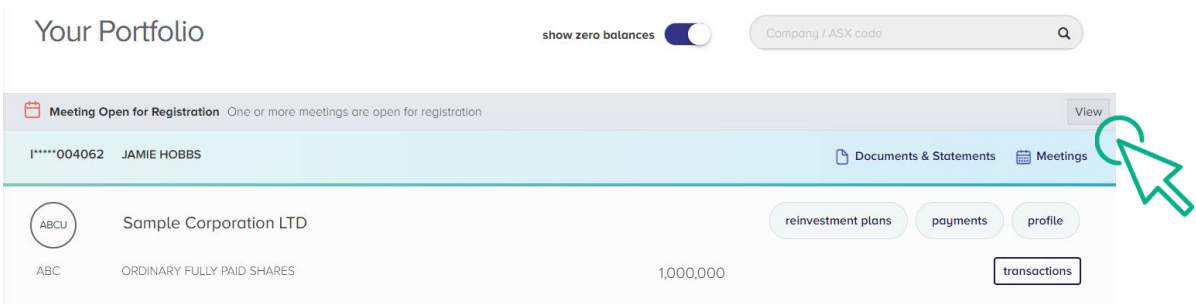


REGISTRATION

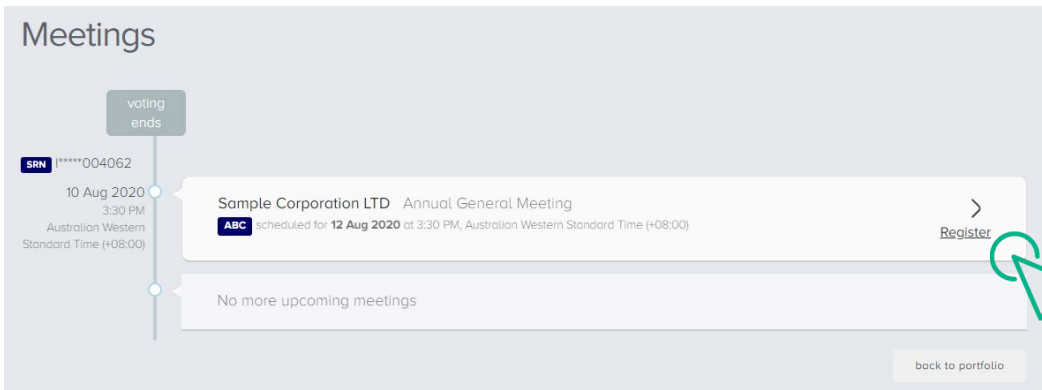
- Go to: <https://investor.automic.com.au/#/home>.
- Log in using your existing username and password or click on “register” and follow the on-screen prompts to create your login credentials.



- Once logged in you will see that the meeting is open for registration. Click on “view”.

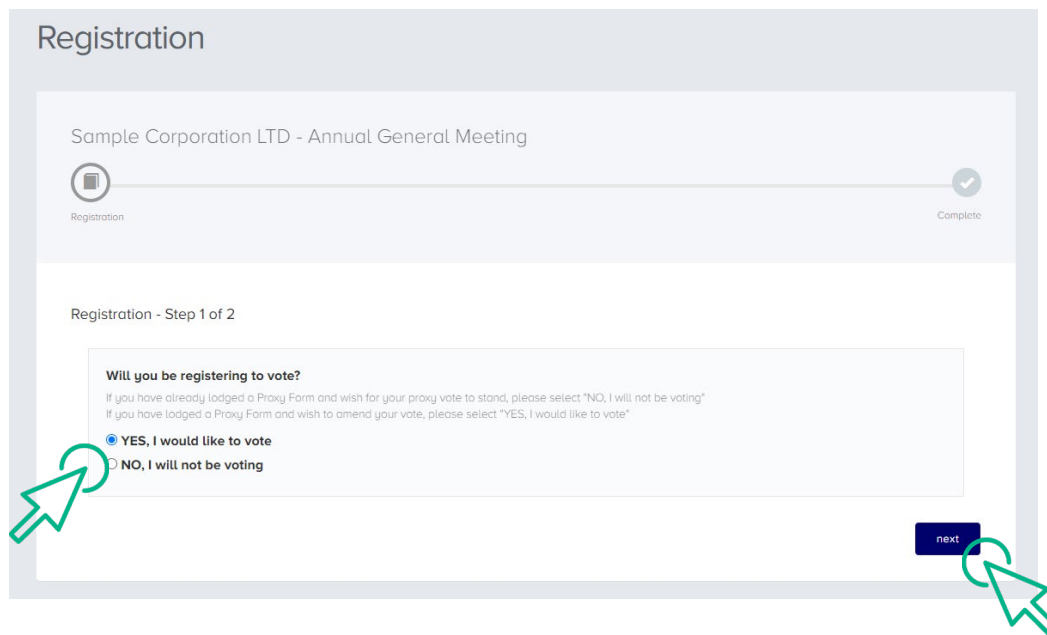


- Click on “register” to register your attendance for the meeting.



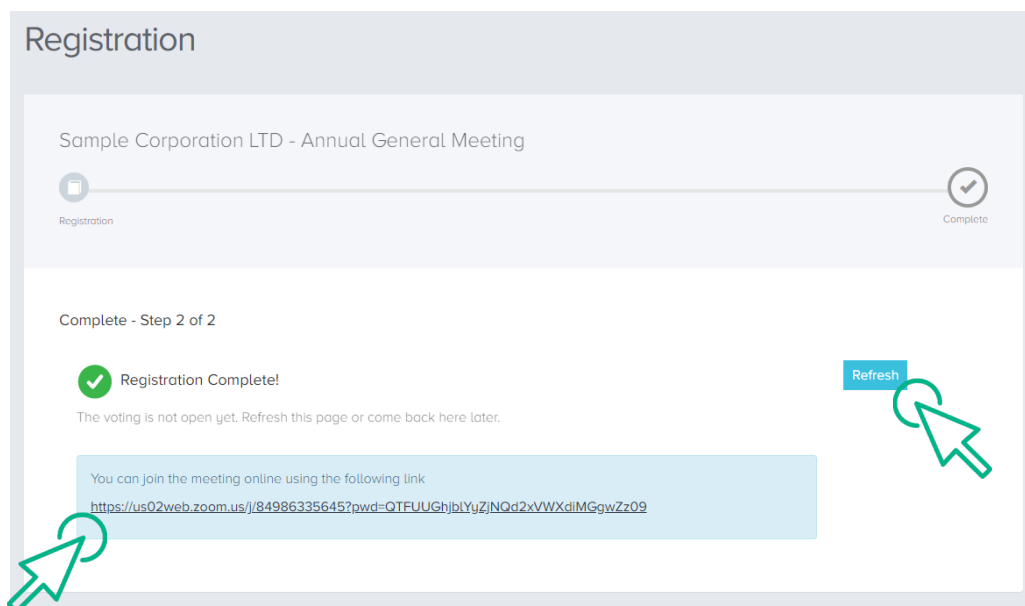
REGISTRATION

- Select “yes, I would like to vote” and then click “next”.



The screenshot shows the 'Registration' page for 'Sample Corporation LTD - Annual General Meeting'. It features a progress bar at the top with 'Registration' on the left and 'Complete' on the right. The main content area is titled 'Registration - Step 1 of 2'. It contains a question: 'Will you be registering to vote?' followed by two instructions: 'If you have already lodged a Proxy Form and wish for your proxy vote to stand, please select "NO, I will not be voting"' and 'If you have lodged a Proxy Form and wish to amend your vote, please select "YES, I would like to vote"'. Below these are two radio button options: 'YES, I would like to vote' (which is selected) and 'NO, I will not be voting'. A green arrow points to the 'YES' option. At the bottom right, there is a blue 'next' button with a green arrow pointing to it.

- You will be placed on a holding page until voting opens for the meeting. From here you can access the meeting video/audio by selecting the meeting URL.
- Once the Chair of the Meeting declares voting open, you should select “refresh”.



The screenshot shows the 'Registration' page for 'Sample Corporation LTD - Annual General Meeting'. It features a progress bar at the top with 'Registration' on the left and 'Complete' on the right. The main content area is titled 'Complete - Step 2 of 2'. It contains a green checkmark icon followed by the text 'Registration Complete!'. Below this is a message: 'The voting is not open yet. Refresh this page or come back here later.' At the bottom, there is a light blue box containing the text 'You can join the meeting online using the following link' and a Zoom URL: 'https://us02web.zoom.us/j/84986335645?pwd=QTFUUGhjb1YyZlNkd2xVWXdlMGgwZz09'. A green arrow points to the 'Refresh' button at the top right, and another green arrow points to the Zoom URL box.

VOTING

- The next screen will display the resolutions to be put to the meeting.
- The Chair of the meeting will provide instructions on when to mark your vote.
- You record your vote by selecting either “for”, “against” or “abstain” next to the appropriate resolution.
- Once voting has been declared closed you must select “next” to submit your vote.

Voting

Sample Corporation LTD - Annual General Meeting

Registration Poll Review Complete

Poll - Step 2 of 4

You can join the meeting online using the following link
<https://us02web.zoom.us/j/84986335645?pwd=QTFUUGhjbUyZlNQd2xVWXdlMGgwZz09>

Resolutions
You must vote on all resolutions, except for those marked as withdrawn.

| | | | | |
|----------|--|-----|---------|---------|
| 1 | Remuneration Report | for | against | abstain |
| 2 | Re-Election of Mr Robert Smith as Director | for | against | abstain |

prev next

- On the next screen, check your vote is correct and select the box next to “declaration” – you cannot confirm your vote unless you select this box.
- Select “confirm” to confirm your vote – you CANNOT amend your vote after pressing the “confirm” button.

Review - Step 3 of 4

Confirmation
Please review and confirm.

| | | | | |
|----------|--|-----|---------|---------|
| 1 | Remuneration Report | for | against | abstain |
| 2 | Re-Election of Mr Robert Smith as Director | for | against | abstain |

☒ **Declaration** PLEASE NOTE: You will not be able to change your votes after pressing the **confirm** button.
By pressing **confirm** you agree that this online voting form has been signed, authorised and submitted by you, in your capacity as a registered holder (or legally authorised representative) of the Company, in accordance with the requirements under the Company's Constitution, the Corporations Act 2001 (Cth) and Automic's terms and conditions.

prev confirm

VOTING COMPLETE

- Your vote is now lodged and is final.

Voting

Sample Corporation LTD - Annual General Meeting

Poll

Review

Complete

Complete - Step 3 of 3

Complete

You have successfully submitted your vote.

You can join the meeting online using the following link

<https://us02web.zoom.us/j/85784417406?pwd=TFE0TTdGTEhGSENlbUN5NzF3bUUQT09;>

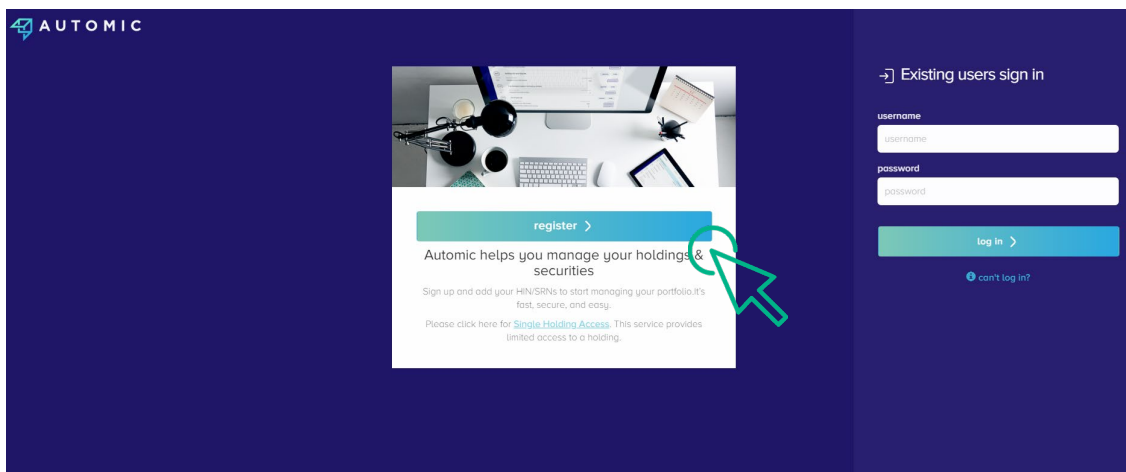
Online Proxy Lodgment



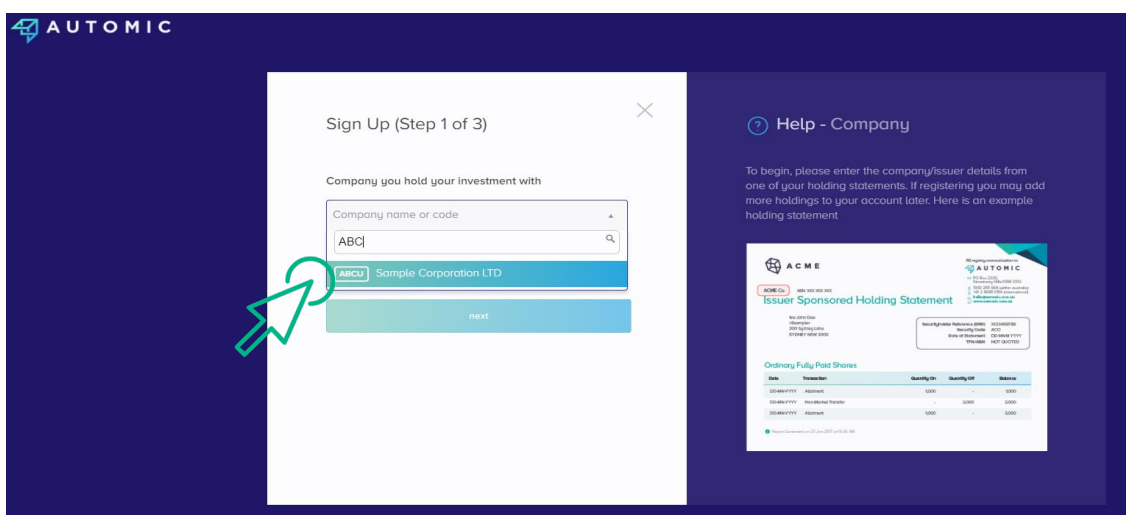
REGISTER

Step 1

- Go to: <https://investor.automic.com.au/#/home>.
- If you are a new user, select “register”.
- If you are an existing user, simply sign in under the “Existing users sign in” and follow the instructions in **Step 2** of this guide.



- Start typing the company name or company code that you hold shares in and select the relevant company from the dropdown.



REGISTER

- Enter your unique Holder Number which can be found on your proxy form. This number starts with a capital letter “I” or “X”.
- Enter the postcode recorded on the proxy form or select “[change the country](#)” if your holding is registered to an overseas address (then type and select the applicable country your holding is registered to).
- Tick the box “[I’m not a robot](#)” and select “[next](#)”.

AUTOMIC

Sign Up (Step 1 of 3)

Company you hold your investment with
Sample Corporation LTD

Holder Number (HIN/SRN)
11000000 ✓

Country
Australia ✓

Postcode
6000 ✓

[change country](#)

✓ I'm not a robot

next

Help - Recaptcha

Click the checkbox to prove you are a human for security purposes. If you have accessed this page multiple times recently you may be asked to solve a few puzzles before you will be approved. Click next

reCAPTCHA

- Next, complete all information on the screen.
- Once each field is completed correctly you will see a green tick appear at the end of the field. Where you have entered incorrect information, you will see a red star.
- Your password must contain: at least 8 characters, at least 1 number, at least 1 capital and lowercase letter and at least one special symbol (#, %, ! etc)
- Click “[sign up](#)”.

Sign Up (Step 2 of 3)

Email
sample@email.com.au ✓

Confirm Email
sample@email.com.au ✓

Username
Sample Username ✓

password
..... ✓

confirm password
confirm password *

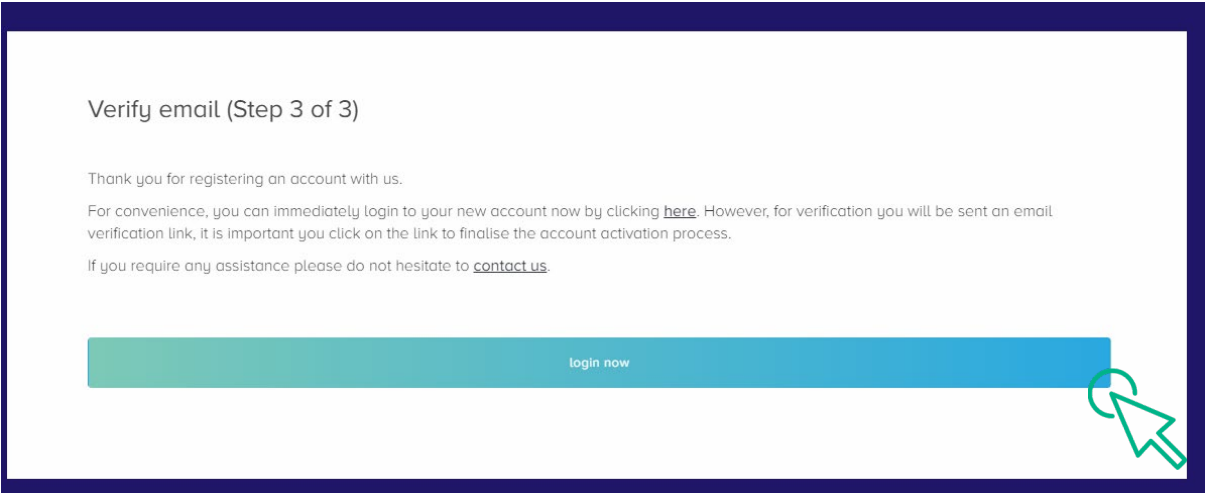
Passwords do not match!

sign up

Please confirm your password

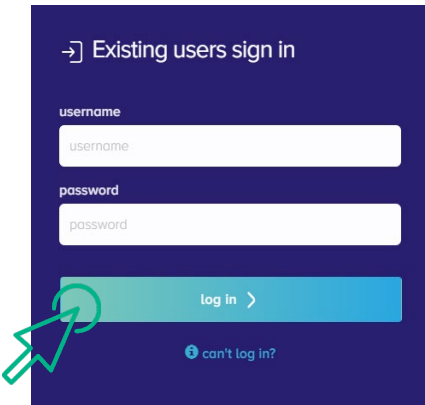
LOG IN

- On the next screen simply select “login now”.

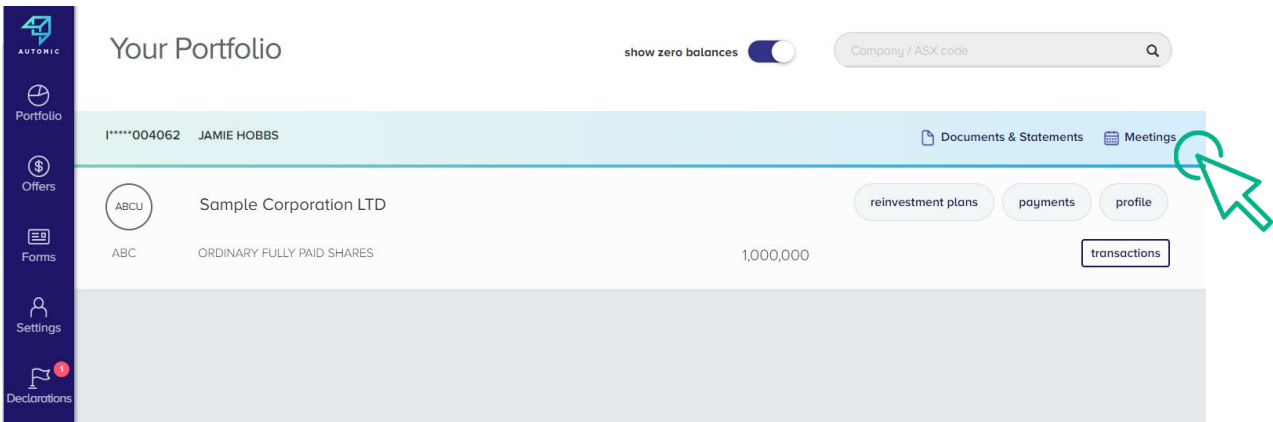


Step 2

- Under “existing users” enter the username and password you created in the previous steps and select “log in”.

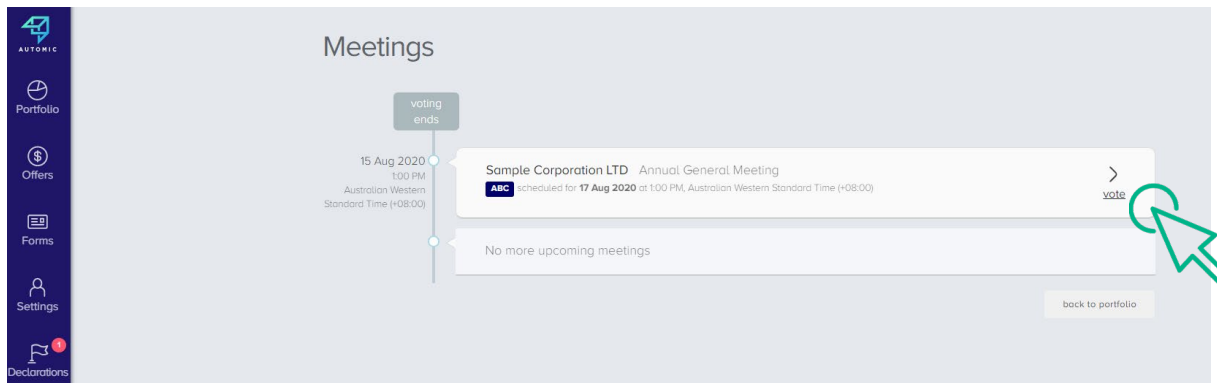


- Select “Meetings”.

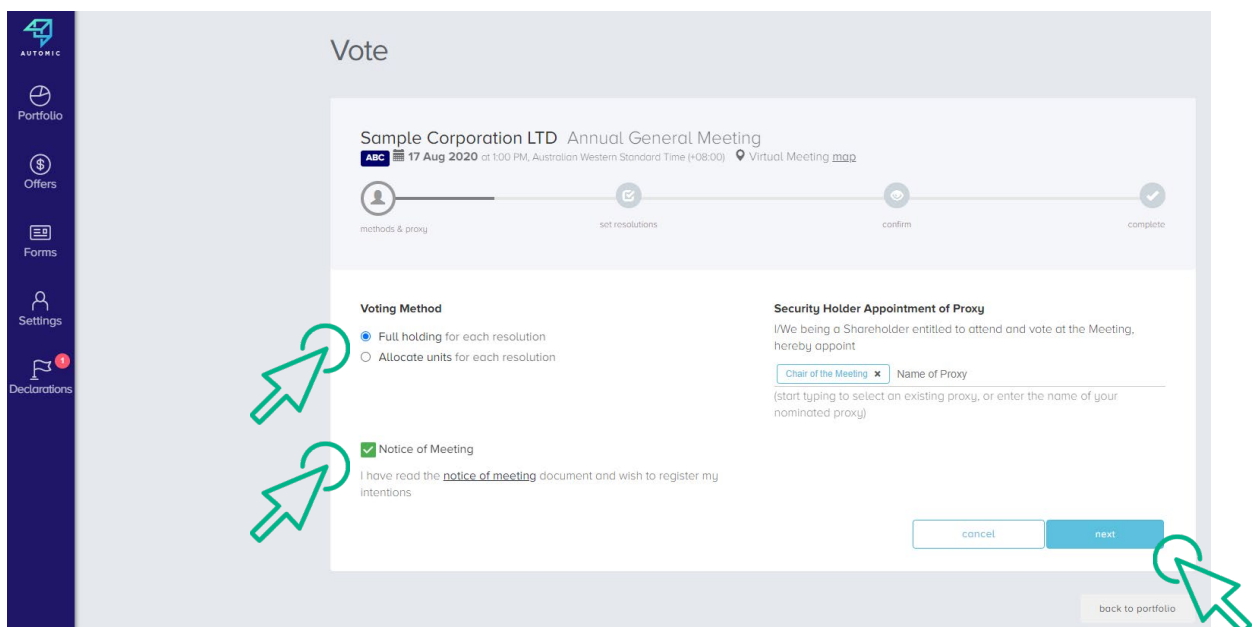


VOTING

- Select “Vote”.



- Select “Full holding” and select the box next to “Notice of Meeting”.
- If you wish to nominate the Chair of the Meeting as your proxyholder simply select “next”.
- If you wish to appoint a different proxyholder, place your cursor on “name of proxy” and type the name of your appointed proxyholder. Once you’ve typed the name in full press enter on your keyboard. This will replace “Chair of the meeting” with your chosen proxyholder.
- Select “next”.



VOTING

- Mark your voting instruction next to each resolution. You must select a vote for each resolution before you can continue. Select “next”.

Vote

Sample Corporation LTD Annual General Meeting
ABC 17 Aug 2020 at 1:00 PM, Australian Western Standard Time (+08:00) Virtual Meeting [map](#)

Progress bar: methods & proxy, set resolutions, confirm, complete

Please note that you must make an election for each Resolution. If you wish to leave open votes to your Proxy, you must select "Discretionary".
The Chair intends to vote undirected proxies in favour of all Resolutions in which the Chair is entitled to vote.
Unless indicated otherwise by ticking the "for", "against" or "abstain" box you will be authorising the Chair to vote in accordance with the Chair's voting intention.

Please note You must make an election for each Resolution. If you wish to leave open votes to your Proxy, you must select "Discretionary"

Resolutions

- 1 Remuneration Report
- 2 Re-Election of Mr Robert Smith as Director

Buttons: for, against, abstain, discretionary (for each resolution)

Buttons: prev, next, back to portfolio

- Check your vote is as you intended.
- If you are registered as a Corporation you must select the box next to “declaration”.
- Then select “save” to save your proxy vote.

Vote

Sample Corporation LTD Annual General Meeting
ABC 17 Aug 2020 at 1:00 PM, Australian Western Standard Time (+08:00) Virtual Meeting [map](#)

Progress bar: methods & proxy, set resolutions, confirm, complete

Confirmation of Resolutions

- 1 Remuneration Report
- 2 Re-Election of Mr Robert Smith as Director

Buttons: for (for each resolution)

Buttons: prev, save, back to portfolio

VOTING COMPLETE

- Your voting is complete.

Vote

Sample Corporation LTD Annual General Meeting

ABC

17 Aug 2020 at 1:00 PM, Australian Western Standard Time (+08:00)

Virtual Meeting [map](#)

methods & proxy

set resolutions

confirm

complete

Voting Complete!

prev

done

back to portfolio