

16 October 2020

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Notice is given that the 2020 Annual General Meeting (**Meeting**) of Propel Funeral Partners Limited (**Company**) will be held on:

Date of Meeting: 19 November 2020  
Time of Meeting: 9.30am (Sydney time)  
Place of Meeting: Virtually online at <https://agmlive.link/PFP20>

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Dear Shareholder,

**Notice of Meeting**

In accordance with s5(1)(f) of the Corporations (Coronavirus Economic Response) Determination (No. 1) 2020 (**Coronavirus Determination**), the Company will not be dispatching physical copies of the Notice of Meeting in connection with the Meeting. Instead, the Notice of Meeting, which sets out the Agenda (including details of all resolutions being put to the Meeting), important Voting Information and an Explanatory Memorandum, are being made available to shareholders electronically at <http://investors.propelfuneralpartners.com.au/Investor-Centre/>.

In planning for the Meeting, the Company has focussed on ensuring the safety of shareholders and its team members whilst seeking to equally maximise the opportunity for shareholder participation. Given the current restrictions on gatherings and travel imposed by governments as a consequence of the COVID-19 virus, the Federal Treasurer made a determination modifying the operations of provisions of the Corporation Act 2001 (Cth) and the Corporations Regulations 2001 (Cth) under the Coronavirus Determination. The Coronavirus Determination allows companies to hold meetings remotely as virtual meetings, instead of in person.

As permitted under the Coronavirus Determination, the Company has adopted the following approach for the Meeting:

1. The Meeting will be held virtually (online) at <https://agmlive.link/PFP20>. There will be no physical attendance of shareholders permitted at the Meeting. This is an important health and safety measure, given the Company has more than 3,500 shareholders on its register of members.
2. The Company encourages all shareholders and proxyholders to participate in the Meeting virtually via the online platform. To do this, meeting attendees will need a desktop or mobile/tablet device with internet access. They will need to log onto the online platform on the morning of the Meeting and provide their details (including their Shareholder Reference Number (SRN) or Holder Identification Number (HIN), as applicable) so as to be verified as a shareholder, proxyholder or corporate representative.
3. Shareholders, proxyholders and corporate representatives will be able to log onto the platform 15 minutes prior to the scheduled start time for the Meeting using the instructions set out in the Notice of Meeting and the Online Meeting Guide (which is also available on the Company's website at <http://investors.propelfuneralpartners.com.au/Investor-Centre/>). The Online Meeting Guide was prepared by the Company's share registry, Link Market Services.

4. Once the Meeting commences, shareholders, proxyholders and corporate representatives will be able to listen to the Chairman of the Meeting and the Company's Managing Director talking live and in real time.
5. Shareholders, proxyholders and corporate representatives will have the ability to ask questions during the Meeting via the online platform, and to hear all of the discussion, subject to connectivity of their devices.
6. A detailed guide of how to participate virtually in the Meeting is set out in the Online Meeting Guide, which is referred to above. The Online Meeting Guide explains how to ensure that the browser is compatible with the online platform, as well as a step-by-step guide to successfully logging in and navigating the platform. The Online Meeting Guide will be lodged with the ASX. As above, it is also available on the Company's website.
7. In addition to the above, proxyholder participation (as relevant) is possible by shareholders completing and lodging proxy votes electronically at the Company's share registry at [www.linkmarketservices.com.au](http://www.linkmarketservices.com.au) or, alternatively, returning the Proxy Form attached to the Notice of Meeting to Link Market Services (per the instructions in the Notice of Meeting and on the Proxy Form). To be valid, Proxy Forms must be received by no later than 9.30am on Tuesday, 17 November 2020. The proxy votes can also be lodged via the Company's website at <https://investorcentre.linkmarketservices.com.au/Login/Login>.
8. The Notice of Meeting contains information that is material in respect of the business of the Meeting and, accordingly, should be read in its entirety before completing and lodging the Proxy Form.
9. In accordance with the Coronavirus Determination, each resolution considered at the Meeting will be decided on a poll.

As the situation regarding the management of COVID-19 is evolving, shareholders are encouraged to monitor the Company's website for any further updates in relation to the arrangements for the Meeting. The Company appreciates the understanding of shareholders during this difficult time. We look forward to your virtual attendance at, and participation in, the Meeting.

Finally, I note that the Company's 2020 Annual Report is available at <http://investors.propelfuneralpartners.com.au/investor-centre/?page=annual-reports>.

Your continued support is greatly appreciated.

Yours sincerely,



**Brian Scullin**

Chairman, Propel Funeral Partners Limited



Propel Funeral Partners Limited  
Notice of 2020 Annual General Meeting

## *Letter from Chairman*

16 October 2020

Dear Shareholder,

On behalf of the board of directors (**Board**) of Propel Funeral Partners Limited (ABN 41 616 909 310) (**Propel**), it is my pleasure to invite you to Propel's 2020 Annual General Meeting (**Meeting**) to be held on Thursday, 19 November 2020 at 9.30am (AEST). In light of travel and other restrictions that have been introduced as a result of the COVID-19 pandemic, the Board has determined that it is prudent for the Meeting to be held online only.

Holding the Meeting online will provide you with the opportunity to join regardless of your location. To attend the virtual Meeting, you should go to <https://agmlive.link/PFP20>. More information about online participation and voting in the virtual meeting is available in the Online Platform Guide at [www.propelfuneralpartners.com.au/2020-agm](http://www.propelfuneralpartners.com.au/2020-agm). The Board recommends logging onto the platform 15 minutes prior to the scheduled start time for the Meeting using the instructions provided.

The items of business will be as follows:

1. The Chairman's introduction;
2. Presentation from the Managing Director;
3. Formal business and resolutions; and
4. Shareholders' questions.

My fellow directors and I encourage you to join us for the virtual Meeting. You will be able to vote and ask questions at the Meeting. If you cannot attend the Meeting, you can vote online ahead of the Meeting or may appoint a proxy to attend on your behalf provided you do so by no later than 9.30am (AEST) on Tuesday, 17 November 2020.

For details about attending the Meeting or appointing a proxy, please see the 'Background Information' section of the notice of meeting.

The Board welcomes your questions. If you attend the virtual Meeting, you will have the opportunity to submit questions to the Board and Propel's auditors during the Meeting. If you would like to ask a question prior to the Meeting, please email your question/s to [investors@propelfuneralpartners.com.au](mailto:investors@propelfuneralpartners.com.au) by no later than 9.30am (AEST) on Tuesday, 17 November 2020. The Board will endeavour to address all appropriate questions at the Meeting.

Please note that Propel's 2020 Annual Report (which includes the financial report, directors' report and auditor's report for the year ended 30 June 2020) is available via Propel's website, [www.propelfuneralpartners.com.au](http://www.propelfuneralpartners.com.au).

I look forward to your online attendance at Propel's 2020 Annual General Meeting, and thank you for your ongoing support.

Sincerely,



**Brian Scullin**  
Chairman

# Notice of annual general meeting

**Propel Funeral Partners Limited**  
**ABN 41 616 909 310**

Notice is hereby given that the 2020 annual general meeting (**2020 AGM**) of Propel Funeral Partners Limited (**Company**) will be held online using the online platform provided by our share registry, Link Market Services, on Thursday, 19 November 2020 at 9.30am (AEST).

The 2020 AGM will be held virtually. In light of travel and other restrictions that have been introduced as a result of the COVID-19 pandemic, the Board has determined that it is prudent for the 2020 AGM to be held online only. Refer to the front of this notice of meeting for details on how to participate.

## **AGENDA ITEMS / BUSINESS OF MEETING**

### **1. Financial report, directors' report and auditor's report**

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

*Note: There is no requirement for shareholders to approve these reports.*

### **2. Resolution to re-elect Mr Jonathan Trollip as a director**

Shareholders are asked to consider, and if thought fit, to pass the following resolution as an ordinary resolution:

"That Mr Jonathan Trollip, being a director of the Company who retires by rotation under rule 6.7(b) of the Company's constitution, and being eligible, is re-elected as a director of the Company."

### **3. Resolution to adopt the remuneration report**

Shareholders are asked to consider, and if thought fit, to pass the following resolution as an ordinary resolution:

"That the remuneration report that forms part of the directors' report of the Company for the financial year ended 30 June 2020 be adopted."

The remuneration report is set out on pages 23 to 26 (inclusive) of the 2020 annual report, a copy of which is available via the Company's website, [www.propelfuneralpartners.com.au](http://www.propelfuneralpartners.com.au). Please note that the vote on this resolution is advisory only, and does not bind the directors of the Company.

#### *Voting exclusion statement*

The Corporations Act 2001 (Cth) (**Corporations Act**) restricts the Company's key management personnel (whose remuneration details are included in the remuneration report) and their closely related parties from voting in relation to the resolution proposed in item 3 in certain circumstances.

The terms 'key management personnel' and 'closely related party' are defined in the Corporations Act. Key management personnel are those persons having authority and responsibility for planning, directing and controlling the activities of the Company, directly or indirectly, including any director (whether

executive or otherwise) of the Company. A closely related party includes a spouse, dependant and certain other close family members, as well as any companies controlled by a member of the key management personnel.

In accordance with the Corporations Act, the Company will disregard any votes cast on the resolution proposed in item 3:

- by or on behalf of a person who is a member of the Company's key management personnel named in the remuneration report or their closely related parties (regardless of the capacity in which the vote is cast); and
- as proxy by a person who is a member of the Company's key management personnel on the date of the annual general meeting or their closely related parties.

However, votes will not be disregarded if they are cast as proxy for a person entitled to vote on the resolution proposed in item 3:

- in accordance with a direction on the proxy form; or
- by the chair of the meeting in accordance with an express authorisation in the proxy form to exercise the proxy even though the resolution in item 3 is connected with the remuneration of the Company's key management personnel.

The chair of the meeting intends to vote all available proxies **IN FAVOUR** of each resolution (including the resolution proposed in item 3). If you wish to vote 'against' or 'abstain' you should mark the relevant box in the attached proxy form.

#### 4. Amendment to the constitution

Shareholders are asked to consider, and if thought fit, to pass the following resolution as a special resolution:

"That the Company's constitution be amended so that Rule 5.7(i) be deleted and replaced with:

*'If a poll has been taken at a meeting of shareholders, the chairperson of the meeting may close the meeting prior to the results being known or declared, provided that the results of any such poll are declared by notice to the ASX Market Announcement promptly after the results are known.'*"

#### EXPLANATORY MEMORANDUM

Shareholders are referred to the Explanatory Memorandum accompanying and forming part of this notice of meeting.

By Order of the Board



**Fraser Henderson**  
Company Secretary

16 October 2020



## Background Information

The following information forms part of this notice of meeting.

## Entitlement to vote and required majority

### Snapshot time

The Company has determined, under Regulation 7.11.37 of the Corporations Regulations 2001 (Cth), that for the purposes of the annual general meeting, shares will be taken to be held by the persons who are registered holders at **7.00pm (AEST) on Tuesday, 17 November 2020**. Accordingly, share transfers registered after that time will be disregarded in determining entitlements to attend and vote at the meeting.

### Required majority

The resolutions proposed in item 2 (resolution to re-elect a director) and item 3 (resolution to adopt the remuneration report) and each will be passed if more than 50% of the votes cast by shareholders entitled to vote on the resolution are cast in favour of the resolution.

The resolution proposed in item 4 (resolution to amend the constitution) is a special resolution and will be passed if more than 75% of the votes cast by shareholders entitled to vote on the resolution are cast in favour of that resolution.

In the interests of transparency, good governance and the requirements of the Corporations (Coronavirus Economic Response) Determination (No. 1) 2020, and so as to include proxy votes that have been lodged before the meeting, the vote on each resolution will be decided on a poll.

Each shareholder present online (in person, by proxy or representative) has one vote for each fully paid ordinary share held.

## Voting at the Meeting: Proxies, attorneys and corporate representatives

A shareholder entitled to attend and vote can do so either by:

- attending and voting virtually, by appointing a representative to attend and vote on the shareholder's behalf; or
- appointing not more than 2 proxies to attend and vote for the shareholder.

The directors encourage shareholders to participate in the meeting via the online meeting platform (details on page 4 below). By participating in the meeting online, shareholders will be able to:

- hear from representatives of the Company and view the meeting presentations;
- submit questions at the appropriate time whilst the meeting is in progress – the Chair will announce the appropriate time during the meeting; and
- vote during the meeting.

In terms of voting, shareholders (their proxies or representatives) will be able to vote live and online during the meeting using the online platform.

As noted above, all voting at the meeting will occur via a poll in respect of each resolution. The Chair will open the poll, and online voting will commence, at the beginning of the meeting at 9.30am (Sydney time) on Tuesday, 19 November 2020. The poll will remain open for the majority of the meeting and will be closed once all items of business items have considered.

Whilst Shareholders will be able to vote on the resolutions online during the meeting in real time, Shareholders are encouraged to lodge a proxy ahead of the meeting, even if they are participating online.

### **Voting by proxy**

If a shareholder does not want to attend the meeting, but is entitled to attend and vote, the shareholder can appoint the chair of the meeting or another person as proxy to attend and vote for the shareholder. A proxy need not be a shareholder of the Company and can be either an individual or a body corporate. The proxy can be appointed in respect of some or all of the votes held the shareholder. A shareholder that is entitled to cast two or more votes may appoint up to two proxies and may specify the proportion or number of votes each proxy is appointed to exercise. If no proportion or number is specified, each proxy may exercise half of the shareholder's votes. If a shareholder appoints a body corporate as proxy, that body corporate will need to ensure that it appoints an individual as its corporate representative to exercise its powers at the meeting (see 'Voting by corporate representative' below).

Completed proxy forms (together with any authority under which the proxy was signed or a certified copy of the authority) must be received by the Company's corporate registry, Link Market Services Limited, at least 48 hours before the meeting for the proxy to be effective (that is, no later than **9.30am (AEST) on Tuesday, 17 November 2020**), at the following address, facsimile number or website address:

Address:	By mail:	Link Market Services Limited Locked Bag A14 Sydney South NSW 1235 Australia	By Hand:	Link Market Services Limited 1A Homebush Bay Drive Rhodes NSW 2138 Australia
Facsimile:	+61 2 9287 0309			
Online:	<a href="http://www.linkmarketservices.com.au">www.linkmarketservices.com.au</a>			

### *Proxy voting by attorney*

If a proxy form is signed under a power of attorney on behalf of a shareholder, then the original power of attorney, or a certified copy of it, must be received by **9.30am (AEST) on Tuesday, 17 November 2020** by the Company's corporate registry, Link Market Services Limited, as set out above for proxy forms.

### **Voting by corporate representative**

Any proxy that is a body corporate must appoint a person to act as its representative to exercise its powers at the meeting, in accordance with section 250D of the Corporations Act. Shareholders that are bodies corporate can appoint a corporate representative. However, as the meeting is being held virtually, it is recommended that corporate shareholders appoint individuals as their proxy to attend and vote at the meeting. Formal signed notices of appointment must be received by no later than **9.30am (AEST) on Tuesday, 17 November 2020** by the Company's corporate registry, Link Market Services Limited. A form of notice of appointment can be obtained from the Company's corporate registry, Link Market Services Limited or downloaded from [www.linkmarketservices.com.au/investor-forms](http://www.linkmarketservices.com.au/investor-forms).



## **Voting exclusions**

Voting restrictions apply to item 3 (resolution to adopt the remuneration report). If you wish to appoint a member of the Company's key management personnel or any of the persons named in item 3 (or any of their nominees or associates), as your proxy, please read the voting exclusion statement in this notice of meeting and the proxy form carefully. Shareholders are encouraged to direct their proxies how to vote.

## **How the chair will vote available proxies**

The chair of the meeting intends to vote all available proxies **IN FAVOUR** of the resolutions set out in this notice of meeting.

## **Default to the chair**

Any directed proxies that are not voted on a poll at the meeting will automatically default to the chair of the meeting, who is required to vote proxies as directed.

## **Admission to meeting**

It is recommended that shareholders or their proxies or representatives who will be attending the virtual meeting log into the online platform at least 15 minutes prior to the scheduled start time using the instructions below:

- enter <https://agmlive.link/PFP20> into the web browser on a mobile or online device
- shareholders will need their SRN or HIN, which is printed at the top of their Voting Form
- proxyholders will need their proxy code which Link Market Services will provide via email no later than 48 hours prior to the meeting.

More information about online participation in the meeting is available in the Online Platform Guide at [www.propelfuneralpartners.com.au/2020-agm](http://www.propelfuneralpartners.com.au/2020-agm).

Shareholders who do not plan to attend the virtual meeting are encouraged to complete and return a proxy form.

## **More information**

If you have any questions or require further information about this notice of meeting, please send an email to [investors@propelfuneralpartners.com.au](mailto:investors@propelfuneralpartners.com.au).

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## Explanatory Memorandum to shareholders

**Propel Funeral Partners Limited**

**ABN 41 616 909 310**

**This Explanatory Memorandum has been prepared to assist shareholders to understand the business to be put to shareholders at the 2020 annual general meeting of Propel Funeral Partners Limited. It is an important document. Please read it carefully.**

### Agenda items

#### **1. Financial report, directors' report and auditor's report**

The Corporations Act requires:

- the reports of the directors and auditor; and
- the annual financial report, including the financial statements of the Company,

for the year ended 30 June 2020 to be laid before the annual general meeting. Neither the Corporations Act nor the Company's constitution requires a vote of shareholders on the reports or statements (other than the non-binding vote in respect of the remuneration report forming part of the director's report – see the resolution in item 3 below). However, shareholders will be given ample opportunity to raise questions or comments on the reports and statements at the meeting.

Also, a reasonable opportunity will be given to shareholders as a whole at the meeting to ask the Company's auditor questions relevant to the conduct of the audit and the preparation and content of the auditor's report. In addition, you can submit written questions to the auditor about the conduct of the audit and the auditor's report. Written questions must be received by no later than 9.30am (AEST) on Tuesday, 17 November 2020 by the Company's corporate registry, Link Market Services Limited (at the address or facsimile number for lodgement of proxies or via email at [investors@propelfuneralpartners.com.au](mailto:investors@propelfuneralpartners.com.au)).

#### **2. Resolution to re-elect Mr Jonathan Trollip as a director**

Under rule 6.7(b) of the Company's constitution, at each general meeting one of the directors of the Company (excluding the managing director), and any other director who, if they do not retire, will at the conclusion of the meeting have been in office for 3 or more years and or 3 or more general meetings since they were last elected to office, must retire from office as a director.

Under rule 6.7(b) of the Company's constitution, the directors who must retire at an annual general meeting are those who have been longest in office since their last election but, as between persons who were last elected as directors on the same day, those to retire must be determined by agreement among themselves or, in the absence of agreement, by lot. Accordingly, Mr Jonathan Trollip retires by rotation in accordance with rule 6.7(b) of the Company's constitution and, being eligible, offers himself for re-election as a director of the Company in accordance with rule 6.7(b) of the Company's constitution.

### **Profile of Mr Jonathan Trollip**

Jonathan is an experienced Non-Executive Director with over 30 years of commercial, corporate, governance, legal and transaction experience.

Jonathan is currently non-executive chairman of ASX listed Antipodes Global Investment Company Limited, Future Generation Investment Company Limited, Plato Income Maximiser Limited, Global Value Fund Limited and Spheria Emerging Companies Limited and a Non-Executive Director of Kore Potash Limited.

Prior to becoming a professional Non-Executive Director, Jonathan worked as a principal of Meridian International Capital Limited for over 20 years, and before that he was a Partner with law firm Herbert Smith Freehills. In the philanthropy area he is chairman of Science for Wildlife Limited, and a director of The Watarrka Foundation and the Pinnacle Charity Foundation.

He holds postgraduate degrees in economics and law, was admitted as a qualified lawyer in England and Australia and is a Fellow of the Australian Institute of Company Directors.

### **Recommendation**

Each of the directors (Mr Trollip abstaining given his interest in the resolution) believes that it is in the best interests of shareholders that Mr Trollip be re-elected as a director of the Company and unanimously (Mr Trollip excepted) recommends that shareholders vote in favour of the resolution to re-elect him as a director.

### **3. Resolution to adopt the remuneration report**

Shareholders are asked to adopt the Company's remuneration report. The remuneration report is set out on pages 23 to 26 of the 2020 annual report which is available via the Company's website, [www.propelfuneralpartners.com.au](http://www.propelfuneralpartners.com.au). The remuneration report:

- describes the policies behind, and structure of, the remuneration arrangements of the Company;
- sets out the remuneration details for the Company's key management personnel; and
- explains the differences between the bases for remunerating non-executives and executives.

A reasonable opportunity for discussion of the remuneration report will be provided at the annual general meeting. The vote on the resolution in item 3 is advisory only, and does not bind the directors or the Company. The Board will consider the outcome of the vote and comments made by shareholders on the remuneration report at this meeting when reviewing the Company's remuneration policies.

If 25% or more of the votes that are cast on this resolution 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 Company's directors must go up for election. The spill resolution is an ordinary resolution. In respect of the remuneration report resolution, key management personnel (whose remuneration details are included in the remuneration report) and their closely related parties must not cast a vote on the remuneration report, unless as holders of directed proxies for shareholders eligible to vote on the resolution in item 3 (see voting exclusion statement on page 2 for details).

**Recommendation**

The Board unanimously recommends that shareholders vote in favour of the resolution.

**4. Resolution relating to an amendment to the constitution of the Company**

The proposed resolution in item 4 seeks shareholder approval to amend the constitution as described below. Under Rule 5.7(i) of the Company's constitution, the chairperson may close a general meeting of shareholders at which a poll has been taken prior to the result of a poll being declared, provided that the results of such poll are declared by notice in appropriate newspapers nominated at the meeting, within two business days of closure of the meeting. It is proposed that this proviso be removed and replaced with a requirement that the meeting can be closed prior to the results being known/declared, provided the results of the poll are given to the ASX Market Announcements promptly after the results are known.

**Recommendation**

The Board unanimously recommends that shareholders vote in favour of the resolution in item 4.

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## LODGE YOUR VOTE



### ONLINE

[www.linkmarketservices.com.au](http://www.linkmarketservices.com.au)



### BY MAIL

Propel Funeral Partners Limited  
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: 1300 554 474

Overseas: +61 1300 554 474



**X99999999999**

## PROXY FORM

I/We being a member(s) of Propel Funeral Partners Limited 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

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 **9:30am on Thursday, 19 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/PFP20> (refer to details in the Virtual General Meeting Online Guide and Notice of Meeting).

**Important for Resolution 3:** 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 3, 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 all available proxies in favour of all items 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** Re-election of Mr Jonathan Trollip as a director

<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
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**3** Adoption of the remuneration report

<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
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**4** Amendment to the constitution

<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).



## 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:

- 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
- 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](mailto: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](http://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 **9:30am on Tuesday, 17 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](http://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).



#### BY MOBILE DEVICE

Our voting website is designed specifically for voting online. You can now lodge your proxy by scanning the QR code adjacent or enter the voting link [www.linkmarketservices.com.au](http://www.linkmarketservices.com.au) into your mobile device. Log in using the Holder Identifier and postcode for your shareholding.

#### QR Code



To scan the code you will need a QR code reader application which can be downloaded for free on your mobile device.



#### BY MAIL

Propel Funeral Partners Limited  
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)

# Virtual Meeting Online Guide

## Before you begin

Ensure your browser is compatible.  
Check your current browser by going to the website: **[whatismybrowser.com](http://whatismybrowser.com)**

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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

**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

A screenshot of the LINK Group registration form. The form is titled "Please register your details to participate" and includes fields for Full Name, Mobile (e.g. 022 123 1234), Email, and Company Name. Below these fields is a checkbox for "I have read and accept the Terms & Conditions" and a red button labeled "REGISTER AND WATCH AGM". A small text at the bottom indicates a Help Number: 1800 999 343.

## Step 1

Open your web browser and go to <https://agmlive.link/PFP20> and select the relevant meeting.

## 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 Watch Meeting'** button.

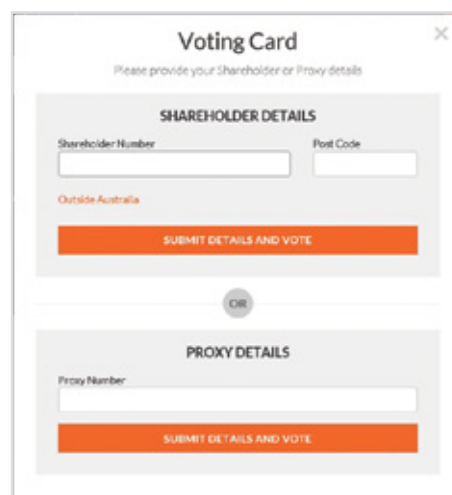
- On the left – a live video webcast of the Meeting
- On the right – the presentation slides that will be addressed during the Meeting
- At the bottom – buttons for 'Get a Voting Card', 'Ask a Question' and a list of company documents to download

**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.

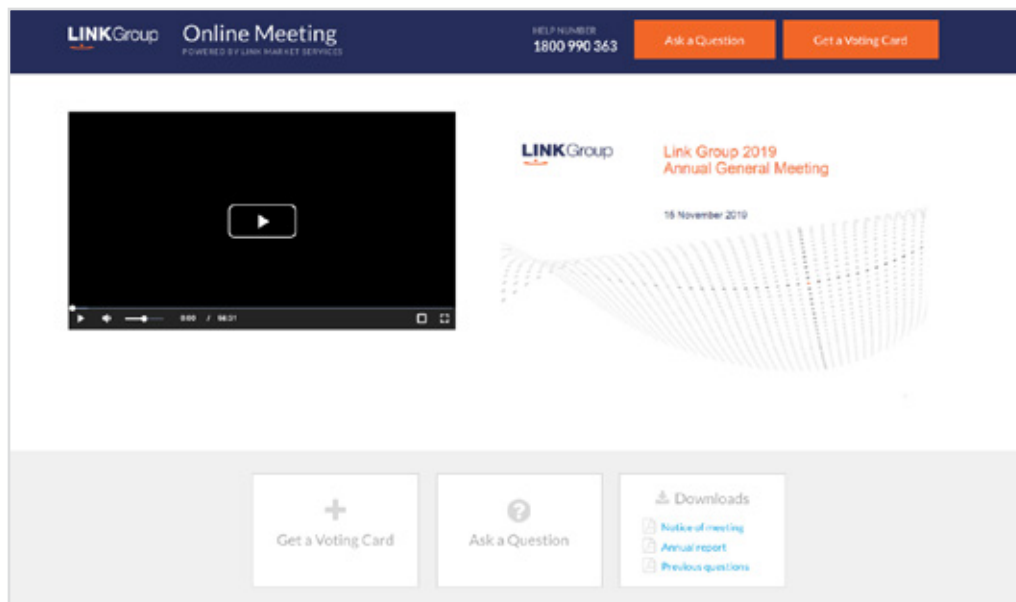
A screenshot of the "Voting Card" registration form. The form is titled "Please provide your Shareholder or Proxy details". It has two sections: "SHAREHOLDER DETAILS" and "PROXY DETAILS". The "SHAREHOLDER DETAILS" section includes fields for "Shareholder Number" and "Post Code", a checkbox for "Outside Australia", and a red button labeled "SUBMIT DETAILS AND VOTE". The "PROXY DETAILS" section includes a field for "Proxy Number" and a red button labeled "SUBMIT DETAILS AND VOTE". There is an "OR" button between the two sections.

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.



**Voting Card**

Please complete your vote by selecting the required voting instruction (For, Against or Abstain) for each resolution. If you would like 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 Webcast and Slide windows advising the remaining voting time. Please make any changes and submit your voting cards.

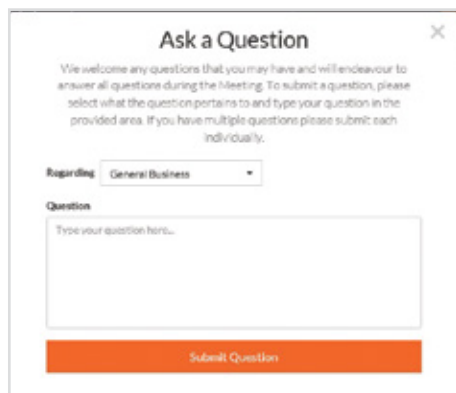
## 2. How to ask a question

**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.

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

A screenshot of a web-based 'Ask a Question' form. The title 'Ask a Question' is at the top with a close button (X). Below the title 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 are two main sections: 'Regarding:' with a dropdown menu currently set to 'General Business', and 'Question:' with a large text input area containing the placeholder 'Type your question here...'. At the bottom is an orange button labeled 'Submit Question'.

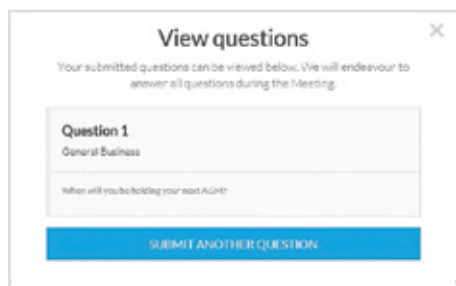
In the '**Regarding**' section click on the drop down arrow and select the category/resolution for your question.

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. The title 'View questions' is at the top with a close button (X). Below the title 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.

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## Voting closing

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

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At the conclusion of the Meeting a red bar with a countdown timer will appear at the top of the Webcast and Slide screens 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

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### New Zealand

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