



General Meeting

17 December 2020

Presenter:
Michael Alscher, Chairman

75 YEARS Making a difference.

This presentation contains certain statements and forecasts provided by or on behalf of Cardno Limited. Any forward-looking statements reflect various assumptions by or on behalf of Cardno. Accordingly, these statements are subject to significant business, economic and competitive uncertainties and contingencies associated with the business of Cardno which may be beyond the control of Cardno which could cause actual results or trends to differ materially, including but not limited to competition, industry downturns, inability to enforce contractual and other arrangements, legislative and regulatory changes, sovereign and political risks, ability to meet funding requirements, dependence on key personnel and other market and economic factors. Accordingly, there can be no assurance that any such statements and forecasts will be realised. Cardno makes no representations as to the accuracy or completeness of any such statement or forecasts or that any forecasts will be achieved and there can be no assurance that any forecasts are attainable or will be realised.

Additionally, Cardno makes no representation or warranty, express or implied, in relation to, and no responsibility or liability (whether for negligence, under statute or otherwise) is or will be accepted by Cardno or by any of its directors, shareholders, partners, employees, or advisers (Relevant Parties) as to or in relation to the accuracy or

completeness of the information, statements, opinions or matters (express or implied) arising out of, contained in or derived from this presentation or any omission from this presentation or of any other written or oral information or opinions provided now or in the future to any interested party or its advisers. In furnishing this presentation, Cardno undertakes no obligation to provide any additional or updated information whether as a result of new information, future events or results or otherwise.

Except to the extent prohibited by law, the Relevant Parties disclaim all liability that may otherwise arise due to any of this information being inaccurate or incomplete. By obtaining this document, the recipient releases the Relevant Parties from liability to the recipient for any loss or damage which any of them may suffer or incur arising directly or indirectly out of or in connection with any use of or reliance on any of this information, whether such liability arises in contract, tort (including negligence) or otherwise.

This document does not constitute, and should not be construed as, either an offer to sell or a solicitation of an offer to buy or sell securities. It does not include all available information and should not be used in isolation as a basis to invest in Cardno.

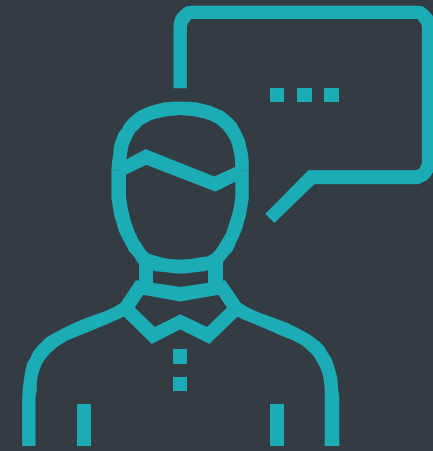


ACKNOWLEDGEMENT OF COUNTRY

“ In the spirit of reconciliation, I would like to acknowledge the Traditional Custodians of country throughout Australia and their connections to land, sea and community. We pay our respect to their elders past, present and emerging and extend that respect to all Aboriginal and Torres Strait Islander peoples today”.

Chairman's Address

Michael Alscher, Chairman



Board of Directors



Michael Alscher

Chairman



Susan Reisbord

CEO & Managing Director



Rebecca Ranich

Non-Executive Director



Steven Sherman

Non-Executive Director



Jeffrey Forbes

Non-Executive Director

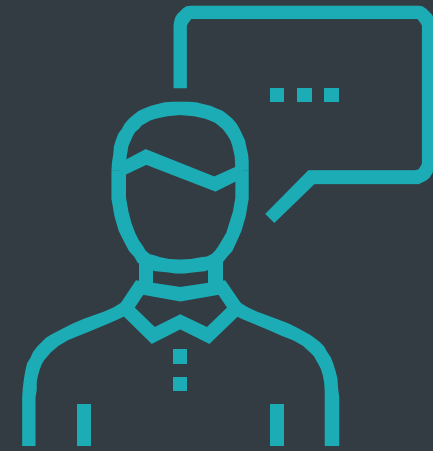


Nathaniel Thomson

Non-Executive Director

Chairman's Address



Michael Alscher, Chairman



Items of Business



ASKING QUESTIONS


1. Tap on the Questions icon  to submit a question.
2. Type your question in the chat box at the bottom of the screen and then select the send icon .

A confirmation that your message has been received will appear.

NOTE: Please refer to your Cardno General Meeting Documentation, Annexure A for these instructions during the remainder of the presentation.



VOTING

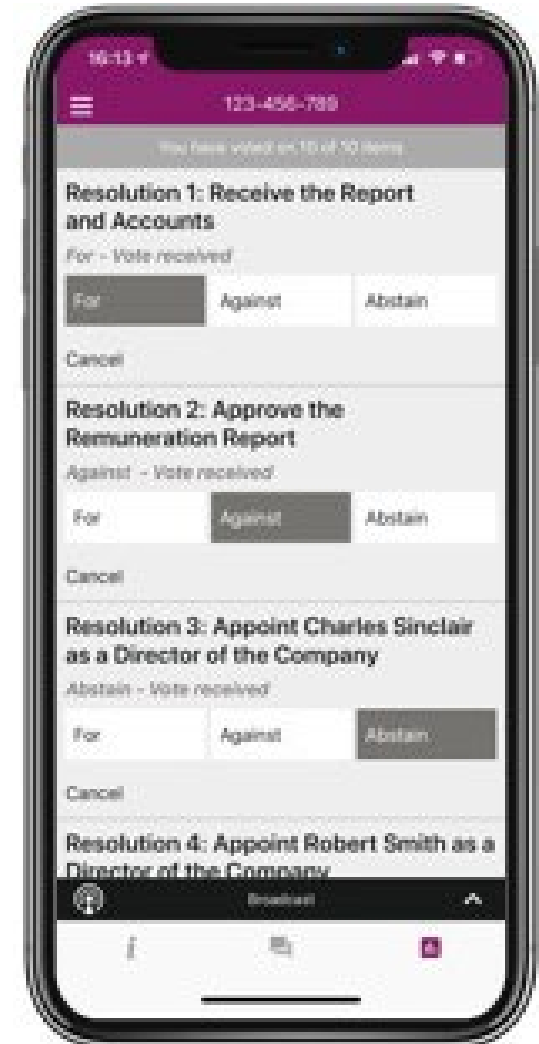
When the poll is open, a voting icon  will appear on your device and the Meeting Resolutions will be displayed.

- > **To vote** tap one of the voting options. Your response will be highlighted.
- > **To change your vote**, simply press a different option to override.

The number of items you have voted or yet to vote on, is displayed at the top of the screen.

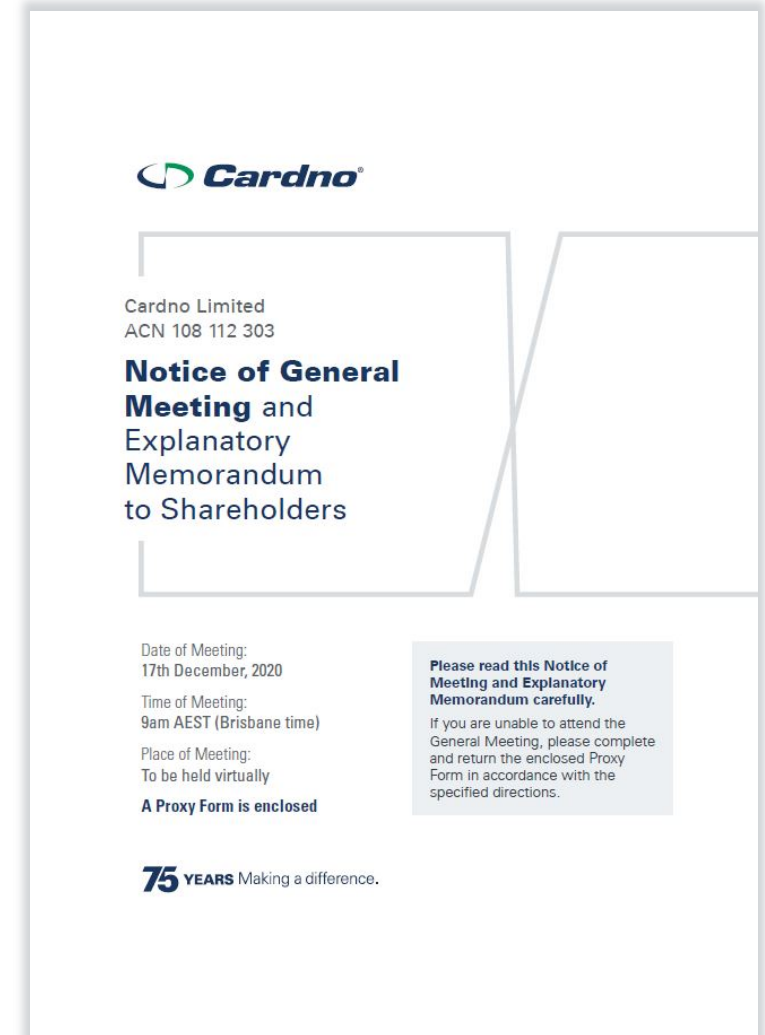
Votes may be changed up to the time the Chairman closes the poll.

NOTE: Please refer to your Cardno General Meeting Documentation, Annexure A for these instructions during the remainder of the presentation.



NOTICE OF MEETING

- > The Notice of Meeting was dispatched to all shareholders.
- > If there is no objection, it is proposed that the Notice of Meeting be taken as read.



RESOLUTION 1

Approval of Further On-Market Buy-Back

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

‘That, for the purposes of section 257C of the Corporations Act and for all other purposes, approval is given for the Company to buy-back up to 40,000,000 Shares (representing approximately 10% of the Company’s issued Shares as at the date of this Notice of Meeting) in the 12-month period following the approval of this Resolution pursuant to an on-market buy-back conducted on the terms and conditions set out in the Explanatory Memorandum to this Notice of Meeting.’

Proxies Received	For	Against	Abstain	Open	Excluded
# Votes cast	100,622,870	140,450	126,646	217,946,359	0
% of Votes able to be cast	31.58%	0.04%	N/A	68.38%	N/A

That brings the formal business of the meeting to an end.

The poll is closed and confirm, that the final results will be announced via the ASX, once the final results are known.

THANK YOU

We are an ASX-listed professional infrastructure and environmental services company, with expertise in the development and improvement of physical and social infrastructure for communities around the world.

www.cardno.com

75

YEARS
Making a
difference.