



24 September 2021

The Manager  
Company Announcements  
ASX Limited  
20 Bridge Street  
SYDNEY NSW 2000

### **Notice of 2021 Annual General Meeting**

Attached is a copy of the Argo Investments Limited (ASX: ARG) Notice of 2021 Annual General Meeting and sample Proxy Form, which were distributed to shareholders today.

Yours faithfully,

Tim Binks  
Chief Operating Officer & Company Secretary



17 September 2021

Dear Shareholder,

**Virtual AGM on Monday 25 October 2021 at 10.00am (Adelaide time)**

Please find enclosed the Notice of Meeting (NOM) for the Annual General Meeting (AGM or Meeting) of Argo Investments Limited (Argo) on Monday 25 October 2021 at 10.00am (Adelaide time).

The health risks and travel restrictions associated with the COVID-19 pandemic continue to impact Argo's ability to hold its AGM in Adelaide. In the interests of the health and safety of our shareholders and staff, the Board has decided to again hold a virtual AGM this year. Temporary amendments to the Corporations Act support the holding of virtual AGMs using appropriate online technology. I encourage all shareholders to attend and participate electronically as no physical venue will be nominated for the Meeting. Please note that no interstate information meetings will follow the AGM.

Information about how shareholders can attend and participate in the virtual Meeting is summarised on the following page and provided in more detail in the Virtual Meeting Guide on the AGM landing page at [www.boardroomlimited.com.au/agm/argoinvestments](http://www.boardroomlimited.com.au/agm/argoinvestments). Shareholders will be able to watch the AGM live on their computer or mobile device and the facility will allow them to vote, comment and ask questions during the Meeting. We encourage shareholders to submit questions in advance of the AGM so that we can respond more efficiently.

In the lead up to the AGM, you can visit the AGM landing page at [www.boardroomlimited.com.au/agm/argoinvestments](http://www.boardroomlimited.com.au/agm/argoinvestments) to access all of the relevant documents, lodge a proxy vote and submit questions in advance of the Meeting.

On AGM day, you can visit <https://web.lumiagm.com> to participate in the Meeting. The AGM will also be webcast live (view only) on Argo's website at [www.argoinvestments.com.au](http://www.argoinvestments.com.au) and the webcast will be available for later viewing.

I am confident that the AGM will operate as an effective forum for shareholder participation and engagement with directors. On behalf of the Board, I would like to thank you for your ongoing support during these challenging times.

Yours faithfully,

Russell Higgins AO  
Chairman

# How to participate in the virtual AGM



## Watch and participate live online

Shareholders and proxy holders can watch, vote, make comments and ask questions during the virtual AGM via the online platform at: <https://web.lumiagm.com> or use the Lumi App for a mobile device.

The meeting ID for Argo's AGM is: **395 432 728**

**Shareholders:** When you login to the online platform, you will need to provide your user name which is your Voting Access Code (VAC) printed on your Proxy Form and your password which is your postcode registered on your holding (for Australian shareholders). For overseas shareholders your password will be your country code which can be found in the Virtual Meeting Guide.

**Appointed Proxies:** Contact our share registry operator, BoardRoom on 1300 737 760 (within Australia) or +61 2 9290 9600 prior to the AGM to obtain your login details to participate live online.

**Ask a question:** Either click the question icon to submit a written question or click the 'asking audio questions' prompt.



## Other options for voting

Argo encourages all shareholders to submit a proxy vote online ahead of the Meeting. Proxy votes can be lodged via the AGM landing page at [www.boardroomlimited.com.au/agm/argoinvestments](http://www.boardroomlimited.com.au/agm/argoinvestments)

Further information on appointing a proxy is available on page 4 of this booklet.



## Viewing the webcast

The AGM will be webcast live (view only) on Argo's website at [www.argoinvestments.com.au](http://www.argoinvestments.com.au) and will be available in archive on the website shortly after the event concludes for future viewing.

Non-shareholders may view the webcast live by registering online as a guest.



## Other options for asking questions

Shareholders may submit written questions to the Company or the Auditor prior to the Meeting via the AGM landing page at [www.boardroomlimited.com.au/agm/argoinvestments](http://www.boardroomlimited.com.au/agm/argoinvestments), no later than 9.00am (Adelaide time) on Friday 22 October 2021.

We will endeavour to address as many questions as possible during the Meeting and similar questions may be consolidated for efficiency.

**More information is available in the Virtual Meeting Guide on the AGM landing page at [www.boardroomlimited.com.au/agm/argoinvestments](http://www.boardroomlimited.com.au/agm/argoinvestments)**

# Notice of 2021 Annual General Meeting

Notice is hereby given that the 75th Annual General Meeting (AGM or Meeting) of shareholders of Argo Investments Limited (Argo) will take place on Monday 25 October 2021 at 10.00am (Adelaide time) as a virtual meeting online at <https://web.lumiagm.com>. Online registration will commence at 9.00am (Adelaide time).

## Items Of Business

### 1. Financial and other Reports

To receive and consider the Financial Report and the reports of the Directors and the Auditor in respect of the financial year ended 30 June 2021.

*No resolution is required to be passed on this item.*

### 2. Adoption of Remuneration Report

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

“That the Remuneration Report for the financial year ended 30 June 2021 be adopted.”

*The vote on this item is advisory only and does not bind the Directors or the Company.  
Voting exclusions and authorisations apply to this item - see Explanatory Notes.*

### 3. Re-election of Director

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

“That Ms. Joycelyn Morton, a Director who will retire by rotation in accordance with clause 60 of the Company’s Constitution, being eligible, be re-elected as a Director of the Company.”

### 4. Re-election of Director

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

“That Ms. Elizabeth Lewin, a Director who will retire by rotation in accordance with clause 60 of the Company’s Constitution, being eligible, be re-elected as a Director of the Company.”

### 5. Amendments to Constitution

To consider and, if thought fit, pass the following resolution as a special resolution:

“That for the purposes of section 136(2) of the Corporations Act and for all other purposes, the Constitution of the Company be amended in the manner set out in the accompanying Explanatory Notes, with effect from the close of the Meeting.”

By Order of the Board

T.C.A. Binks  
Company Secretary  
17 September 2021

## Voting Information

### Entitlement to vote

The Company has determined that for the purpose of voting entitlements at the Meeting, shares of the Company will be taken to be those held by shareholders recorded on the register at 7.00pm (Adelaide time) on Saturday 23 October 2021.

### Voting at the Meeting

Voting on each of the proposed resolutions at this Meeting will be conducted by poll. Every member has one vote for every fully paid ordinary share held.

### Appointing a Proxy

Any shareholder entitled to attend and vote at the Meeting has a right to appoint not more than two proxies to attend and vote instead of that shareholder. A proxy need not be a shareholder and can be either an individual or a body corporate. A shareholder may direct their proxy how to vote using the FOR, AGAINST or ABSTAIN boxes provided next to each resolution on the Proxy Form.

If two proxies are appointed, each proxy may be appointed to represent a specified number or proportion of a shareholder's votes. Fractions of votes will be disregarded. If no percentage or number is specified, each proxy is entitled to vote half of the shareholder's votes.

### Proxies can be appointed in one of three ways:

- a. Online through the AGM landing page at [www.boardroomlimited.com.au/agm/argoinvestments](http://www.boardroomlimited.com.au/agm/argoinvestments)
- b. By posting the signed Proxy Form to the share registry at: Boardroom Pty Limited GPO Box 3993, Sydney NSW 2001
- c. By faxing the signed Proxy Form to the share registry on +61 2 9290 9655

For shareholders receiving the Notice of Meeting by post, a proxy form and a reply-paid envelope have been included. Proxy voting instructions are provided on the Proxy Form.

To be effective, proxies must be appointed no later than 48 hours before the AGM, being 10.00am (Adelaide time) on Saturday 23 October 2021.

### The Chair of the Meeting acting as Proxy

If a proxy does not attend the Meeting or chooses not to vote as proxy on a resolution, the Chair of the Meeting will be taken to have been appointed as the shareholder's proxy for the purposes of that poll. The Chair of the Meeting will cast the shareholder's votes in accordance with any directions provided on the Proxy Form, or if no directions are provided, in accordance with the stated voting intentions of the Chair of the Meeting, to the extent permitted by law.

### Power of Attorney

If a shareholder has appointed an attorney to attend and vote at the Meeting, or if the proxy is signed by an attorney, the power of attorney (or a certified copy) must be received by the share registry at the address or fax number above by no later than 10.00am (Adelaide time) on Saturday 23 October 2021, unless the power of attorney has previously been lodged with the share registry.

### Corporate representatives

A body corporate which is a shareholder or which has been appointed as a proxy may appoint an individual to act as its representative at the Meeting. Evidence of the representative's appointment should be supplied to the share registry by no later than the commencement of the Meeting, unless it has been previously lodged with the share registry. The appointment must comply with section 250D of the Corporations Act 2001. A form of appointment of corporate representative may be obtained from the share registry online at [www.investorserve.com.au](http://www.investorserve.com.au) or by telephone request on 1300 737 760 (within Australia) or +61 2 9290 9600.

## Explanatory Notes

### FINANCIAL REPORTS

#### Item 1: Financial and other Reports

Section 317 of the Corporations Act 2001 requires each of the Financial Report (which includes the Financial Statements and Directors' Declaration), the Directors' Report and the Auditor's Report for the last financial year to be laid before the Meeting.

The Reports referred to in Item 1 of the Notice of Meeting are included in the Annual Report sent to shareholders who have requested to receive a copy. If you have not elected to receive a hard copy of the Company's 2021 Annual Report, it can be accessed on the Company's website at [www.argoinvestments.com.au](http://www.argoinvestments.com.au).

Shareholders will be given a reasonable opportunity at the Meeting to ask questions and make comments on these Reports and on the business, operations and management of the Company.

***There is no requirement for these Reports to be formally approved by shareholders.***

### REMUNERATION REPORT

#### Item 2: Adoption of the Remuneration Report

The Company's Remuneration Report forms part of the Directors' Report for the year ended 30 June 2021 which is included in the Company's 2021 Annual Report. The Remuneration Report is submitted to shareholders for consideration and adoption by way of a non-binding resolution.

The resolution is advisory only. The Board will consider and take into account the outcome of the vote and feedback from shareholders on the Remuneration Report when reviewing the Company's remuneration policies.

If the Company's Remuneration Report receives an 'Against' vote of 25 per cent or more at two consecutive AGMs, a resolution must then be put to shareholders at the second AGM as to whether another meeting should be held (within 90 days) at which all Directors who were in office at the date of approval of the applicable Directors' Report must stand for re-election.

Shareholders will be given a reasonable opportunity at the Meeting to ask questions and comment on the Remuneration Report.

#### Voting Exclusion Statement

The Company will disregard any votes cast on Item 2 by or on behalf of a member of the Company's Key Management Personnel (KMP) whose remuneration details are disclosed in the Remuneration Report, or by or on behalf of a closely related party of a member of the KMP, in any capacity, unless the vote is cast as proxy for a person who is entitled to vote and:

- the proxy's appointment directs how the proxy is to vote; or
- the vote is cast by the person chairing the Meeting, in accordance with the stated voting intentions of the Chair of the Meeting.

#### Chair of the Meeting authorised to exercise undirected proxies

The Chair of the Meeting will be a member of the KMP, whose remuneration is included in the Remuneration Report. You should be aware that the Chair of the Meeting intends to vote undirected proxies in favour of Item 2. By appointing the Chair of the Meeting to be your proxy, you expressly authorise the Chair of the Meeting to exercise your proxy in relation to Item 2 (including an undirected proxy) even though the Chair of the Meeting is a member of the KMP. A shareholder may appoint the Chair of the Meeting as proxy with a direction to cast the votes contrary to the Chair's stated voting intentions, or to abstain from voting on that resolution.

***The Directors unanimously recommend that shareholders vote in favour of Item 2, noting that each Director has a personal interest in his or her own remuneration from the Company.***

## DIRECTOR RE-ELECTIONS

At this Annual General Meeting, Ms. Joycelyn Morton and Ms. Elizabeth Lewin are the Non-executive Directors due to retire by rotation pursuant to the Company's Constitution and the ASX Listing Rules.

Ms. Morton and Ms. Lewin are retiring from office in accordance with clause 60 of the Company's Constitution and being eligible, are seeking re-election as Directors of the Company. Details of the qualifications and experience of Ms. Morton and Ms. Lewin follow.

### **Item 3: Re-election of Ms. Joycelyn Morton** BEc, FCA, FCPA, FIPA, FGIA, FAICD

Joycelyn Cheryl Morton joined the Board as an independent, Non-executive Director in 2012. She is a member of the Board's Audit & Risk Committee.

As a highly qualified accountant with particular expertise in taxation matters, Ms. Morton enjoyed a long and successful executive career, initially in chartered accounting, followed by senior management roles with Woolworths Ltd and global leadership roles within the Shell Group of companies, including Vice President, Accounting Services. She has completed a senior executive program at INSEAD Business School and has held a variety of government and international advisory positions. She is currently Chair of the Salvation Army Red Shield Doorknock Appeal for the Greater Sydney region.

Ms. Morton is an experienced Board member of ASX-listed companies and government-owned corporations. She is currently a Non-executive Director of Argo Global Listed Infrastructure Ltd (since 2015), Beach Energy Ltd (since 2018), Felix Holdings Group Ltd (since July 2021) and ASC Pty Ltd (since 2017). She was previously a Non-executive Director and Chair of Noni B Ltd (2009 to 2015) and Thorn Group Ltd (2011 to 2018), and a Non-executive Director of Invocare Ltd (2015 to 2018) and Snowy Hydro Ltd (2012 to 2021). Prior to that she served as a Non-executive Director of Crane Group Ltd and Count Financial Ltd until their takeovers.

***The Directors (excluding Ms. Morton) unanimously recommend that shareholders vote in favour of Item 3.***

### **Item 4: Re-election of Ms. Elizabeth Lewin** GAICD

Elizabeth Anne Lewin joined the Board as an independent, Non-executive Director in 2018. She is a member of the Board's Remuneration Committee.

Ms. Lewin has over 25 years of international experience in the financial services sector, with an extensive background in wealth management, investment banking and superannuation, as a director and senior executive.

Her executive experience includes leading large investment banking and wealth management teams with UBS Wealth Management in Europe, primarily based in London, and later as Chief Executive Officer of its Australian operations.

Ms. Lewin also serves on the Boards of the Australian Chamber Orchestra and Kaldor Public Art Projects and is a Trustee of the St. Vincent's Clinic Foundation. She was previously a Non-executive Director of Colonial First State Investments Ltd, Colonial Mutual Superannuation Pty Ltd and Avanteos Investments Ltd (2015 to 2018).

***The Directors (excluding Ms. Lewin) unanimously recommend that shareholders vote in favour of Item 4.***

## OTHER BUSINESS

### Item 5: Amendments to Constitution

The Company's Constitution was adopted by shareholders at its AGM in 2020. Under Section 136(2) of the Corporations Act, a company can modify its constitution by special resolution. Accordingly, the Company seeks shareholder approval to amend its Constitution to ensure compliance with the regulatory landscape.

The proposed amendments to the Constitution are available in full, in the Appendix to this Notice of Meeting.

#### Proposed amendments summary

##### CHESSE Replacement

CHESSE is ASX's system that clears and settles trades in Australia's equity markets and it maintains the CHESSE sub-register of security holdings. CHESSE Replacement is an ASX project to modernise and update CHESSE which is currently scheduled to go live in April 2023. CHESSE currently has the functionality to record three joint holders for each security but after CHESSE Replacement it will have the functionality to record four joint holders for each security.

Proposed amendments to clause 8 of the Constitution will entitle the Company to record the names of four joint holders of a security in respect of a CHESSE holding instead of three. This amendment will provide consistency between the Constitution and the new CHESSE system.

##### Virtual meetings of members

The COVID-19 pandemic and the associated social distancing measures and restrictions on large gatherings have significantly impacted the Company's ability to hold a traditional AGM in Adelaide. Proposed amendments to clauses 33 and 34 of the Constitution provide that, subject to the Corporations Act, the Company may hold a wholly virtual general meeting. These amendments will clarify that a general meeting may be held by the Company in one of three ways:

1. At a physical venue ('physical meeting');
2. At one or more physical venues using technology ('hybrid meeting', which is a physical meeting linked with online facilities to allow remote participation); or
3. Using virtual meeting technology only ('virtual meeting', where all members participate via online facilities).

Our intention is to meet again in person at our general meetings when it is safe and it is compliant with government recommendations to do so. In the meantime, these amendments will ensure that the Company has the flexibility to continue conducting virtual meetings if needed.

This resolution is a special resolution and requires support from 75% of the votes cast.

***The Directors unanimously recommend that shareholders vote in favour of Item 5.***

## Appendix

### Item 5

#### **CHESS Replacement:**

##### **8. Joint holders**

- 8.1 If two or more persons are registered as the holders of a Share, they are taken to hold the Share as joint tenants with benefit of survivorship and the person whose name appears first on the Register is the only joint holder entitled to receive notices from the Company.
- 8.2 Any one of the joint holders of a Share may give an effective receipt for any dividend or return of capital payable to the joint holders.
- 8.3 The Company is entitled to and in respect of CHESS Holdings, must:
- (a) record the names of only the first ~~four~~three joint holders of a Share on the Register;
  - (b) regard the ~~four~~three joint holders of a Share appearing first on the Register as the registered holders of that Share to the exclusion of any other holders; and
  - (c) disregard the entitlement of any person to be registered on the Register as a holder if the name of the person would appear on the Register after the first ~~four~~three holders for that Share.

#### **Virtual Meetings:**

##### **33. Calling general meeting**

- 33.1 A Director may call a meeting of Members.
- 33.2 The Directors must call annual general meetings in accordance with the Corporations Act, to be held by the Company at times to be determined by the Directors.
- 33.3 Members may also request or call and arrange to hold general meetings in accordance with the procedures and requirements set out in the Corporations Act.
- 33.4 A general meeting may be held at two or more venues simultaneously using any technology that gives the Members as a whole a reasonable opportunity to participate.
- 33.5 A general meeting may be held using virtual technology only, provided the technology gives Members as a whole a reasonable opportunity to participate, and is permitted by law.

##### **34. Notice**

- 34.1 Notice of a general meeting must be given in accordance with the Corporations Act to the persons referred to in clause 99.1.
- 34.2 Except as permitted by the Corporations Act, general meetings must be called on at least the minimum number of days' notice required by the Corporations Act (which at the date of adoption of this Constitution is 28 days) and otherwise in accordance with the procedures set out in the Corporations Act.
- 34.3 Subject to the requirements of the Corporations Act, a notice calling a general meeting must:
- (a) specify the place, date and time of the meeting (and if the meeting is to be held in two or more places, or using virtual technology only, the technology that will be used to facilitate this);
  - (b) state the general nature of the business to be transacted at the meeting;
  - (c) if a special resolution is to be proposed at the meeting, set out an intention to propose the special resolution and state the resolution;
  - (d) include such statements about the appointment of proxies as are required by the Corporations Act;
  - (e) specify a place and facsimile number and may specify an electronic address for the purposes of proxy appointments;
  - (f) subject to the CS Facility Rules, specify particulars of any determination made under regulation 7.11.37 of the Corporations Regulations 2001 (Cth); and
  - (g) comply with any other requirements of the Corporations Act.



#### All Correspondence to:

- By Mail** Boardroom Pty Limited  
GPO Box 3993  
Sydney NSW 2001 Australia
- By Fax:** +61 2 9290 9655
- Online:** [www.boardroomlimited.com.au](http://www.boardroomlimited.com.au)
- By Phone:** (within Australia) 1300 737 760  
(outside Australia) +61 2 9290 9600

## YOUR VOTE IS IMPORTANT

For your vote to be effective it must be recorded **before 10:00am Adelaide time on Saturday 23 October 2021.**

### TO VOTE ONLINE

- STEP 1: VISIT <https://www.votingonline.com.au/argagm2021>
- STEP 2: Enter your Postcode OR Country of Residence (if outside Australia)
- STEP 3: Enter your Voting Access Code (VAC):

### BY SMARTPHONE



Scan QR Code using smartphone  
QR Reader App

### TO VOTE BY COMPLETING THE PROXY FORM

#### STEP 1 APPOINTMENT OF PROXY

Indicate who you want to appoint as your Proxy.

If you wish to appoint the Chair of the Meeting as your proxy, mark the box. If you wish to appoint someone other than the Chair of the Meeting as your proxy please write the full name of that individual or body corporate. If you leave this section blank, or your named proxy does not attend the meeting, the Chair of the Meeting will be your proxy. A proxy need not be a securityholder of the company. Do not write the name of the issuer company or the registered securityholder in the space.

#### Appointment of a Second Proxy

You are entitled to appoint up to two proxies to attend the meeting and vote. If you wish to appoint a second proxy, an additional Proxy Form may be obtained by contacting the company's securities registry or you may copy this form.

To appoint a second proxy you must:

- (a) complete two Proxy Forms. On each Proxy Form state the percentage of your voting rights or the number of securities 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.
- (b) return both forms together in the same envelope.

#### STEP 2 VOTING DIRECTIONS TO YOUR PROXY

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

#### Proxy which is a Body Corporate

Where a body corporate is appointed as your proxy, the representative of that body corporate attending the meeting must have provided an "Appointment of Corporate Representative" prior to admission. An Appointment of Corporate Representative form can be obtained from the company's securities registry.

#### STEP 3 SIGN THE FORM

The form **must** be signed as follows:

**Individual:** This form is to be signed by the securityholder.

**Joint Holding:** where the holding is in more than one name, all the securityholders should sign.

**Power of Attorney:** to sign under a Power of Attorney, you must have already lodged it with the registry. Alternatively, attach a certified photocopy of the Power of Attorney to this form when you return it.

**Companies:** this form must be signed by a Director jointly with either another Director or a Company Secretary. Where the company has a Sole Director who is also the Sole Company Secretary, this form should be signed by that person. **Please indicate the office held by signing in the appropriate place.**

#### STEP 4 LODGEMENT

Proxy forms (and any Power of Attorney under which it is signed) must be received no later than 48 hours before the commencement of the meeting, therefore by **10:00am Adelaide time on 23 October 2021**. Any Proxy Form received after that time will not be valid for the scheduled meeting.

Proxy forms may be lodged using the enclosed Reply Paid Envelope or:

- Online** <https://www.votingonline.com.au/argagm2021>
- By Fax** + 61 2 9290 9655
- By Mail** Boardroom Pty Limited  
GPO Box 3993,  
Sydney NSW 2001 Australia
- In Person** Boardroom Pty Limited  
Level 12, 225 George Street,  
Sydney NSW 2000 Australia

**Your Address**

This is your address as it appears on the company's share register. If this is incorrect, please mark the box with an "X" and make the correction in the space to the left. Securityholders sponsored by a broker should advise their broker of any changes.

**Please note, you cannot change ownership of your securities using this form.**

**PROXY FORM**

**STEP 1 APPOINT A PROXY**

I/We being a member/s of **Argo Investments Limited** (Company) and entitled to attend and vote hereby appoint:

the **Chair of the Meeting** (mark box)

**OR** if you are **NOT** appointing the Chair of the Meeting as your proxy, please write the name of the person or body corporate (excluding the registered securityholder) you are appointing as your proxy below

or failing the individual or body corporate named, or if no individual or body corporate is named, the Chair of the Meeting as my/our proxy at the Annual General Meeting of the Company to be held at as a **virtual online meeting on Monday 25 October 2021 at 10:00am Adelaide time** and at any adjournment of that meeting, to act on my/our behalf and to vote in accordance with the following directions or if no directions have been given, as the proxy sees fit.

Chair of the Meeting authorised to exercise undirected proxies on remuneration related matters: If I/we have appointed the Chair of the Meeting as my/our proxy or the Chair of the Meeting becomes my/our proxy by default and I/we have not directed my/our proxy how to vote in respect of Resolution 2, I/we expressly authorise the Chair of the Meeting to exercise my/our proxy in respect of this Resolution even though Resolution 2 is connected with the remuneration of a member of the key management personnel for the Company.

The Chair of the Meeting will vote all undirected proxies in favour of all Items of business (including Resolution 2). If you wish to appoint the Chair of the Meeting as your proxy with a direction to vote against, or to abstain from voting on an item, you must provide a direction by marking the 'Against' or 'Abstain' box opposite that resolution.

**STEP 2 VOTING DIRECTIONS**  
 \* 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 vote will not be counted in calculating the required majority if a poll is called.

|                         |   | For                      | Against                  | Abstain*                 |
|-------------------------|---|--------------------------|--------------------------|--------------------------|
| Resolution 2            | Adoption of Remuneration Report               | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
| Resolution 3            | Re-election of Director – Ms. Joycelyn Morton | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
| Resolution 4            | Re-election of Director – Ms. Elizabeth Lewin | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
| Resolution 5<br>Special | Amendments to Constitution                    | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |

**STEP 3 SIGNATURE OF SECURITYHOLDERS**  
 This form must be signed to enable your directions to be implemented.

Individual or Securityholder 1

Sole Director and Sole Company Secretary

Securityholder 2

Director

Securityholder 3

Director / Company Secretary

Contact Name.....

Contact Daytime Telephone.....

Date / / 2021