
LASERBOND LIMITED**ACN 057 636 692****NOTICE OF ANNUAL GENERAL MEETING**

TIME: 10.00 am (AEDT)

DATE: Thursday 19th October 2023

PLACE: Campbelltown Catholic Club
Quondong Room
20-22 Camden Road
CAMPBELLTOWN NSW 2560

The meeting location has a limited number available for attendees. Please be aware if the attendee numbers reach this limit, shareholders may be turned away from attendance at the 2023 Annual General Meeting. Ideally, we ask all shareholders to advise of their attendance in advance to allow LaserBond to best manage this risk.

This Notice of Meeting should be read in its entirety. If Shareholders are in doubt as to how they should vote, they should seek advice from their professional advisers prior to voting.

Should you wish to discuss the matters in this Notice of Meeting please do not hesitate to contact the Company Secretary at (+61 2) 4631 4500.

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TIME AND PLACE OF MEETING AND HOW TO VOTE

VENUE

The Meeting of the Shareholders to which this Notice of Meeting relates will be held on Thursday 19th October 2023 at:

Campbelltown Catholic Club
Quondong Room
20-22 Camden Road
CAMPBELLTOWN NSW 2560

The Annual General Meeting of Shareholders will be held at 10.00 am (AEDT).

YOUR VOTE IS IMPORTANT

The business of the Annual General Meeting affects your Shareholding and your vote is important.

VOTING IN PERSON

To vote in person, attend the Annual General Meeting on the date and at the place set out above.

VOTING BY PROXY

To vote by proxy, please complete and sign the enclosed Proxy Form and return by:

- (a) Email to proxies@laserbond.com.au; or
- (b) post or hand to LaserBond Limited, 2 / 57 Anderson Road, Smeaton Grange NSW 2567; or
- (c) facsimile to the Company on facsimile number (+61 2) 4631 4555,

so that it is received no later than 10.00 am (AEDT) on Tuesday 17th October 2023.

Proxy Forms received later than this time will be invalid.

NOTICE OF ANNUAL GENERAL MEETING

Notice is given that the Annual General Meeting of Shareholders will be held at 10.00 am (AEDT) on 19th October 2023 at the Campbelltown Catholic Club.

The Explanatory Statement to this Notice of Meeting provides additional information on matters to be considered at the Annual General Meeting. The Explanatory Statement and the Proxy Form are part of this Notice of Meeting.

The Directors have determined pursuant to Regulation 7.11.37 of the Corporations Regulations 2001 (Cth) that the persons eligible to vote at the Annual General Meeting are those who are registered Shareholders of the Company as at 7:00pm (AEDT) on Tuesday 17th October 2023.

Terms and abbreviations used in this Notice of Meeting and Explanatory Statement are defined in the Glossary.

AGENDA

ORDINARY BUSINESS

1. FINANCIAL STATEMENTS AND REPORTS

To receive and consider the annual financial report of the Company for the financial year ended 30 June 2023 together with the declaration of Directors, the Directors' report, the remuneration report, and the auditor's report.

2. RESOLUTION 1 – ADOPTION OF REMUNERATION REPORT

To consider and, if thought fit, to pass, with or without amendment, the following resolution as a **non-binding resolution**:

“That, for the purpose of Section 250R(2) of the Corporations Act and for all other purposes, approval is given for the adoption of the remuneration report as contained in the Company's annual financial report for the financial year ended 30 June 2023.”

3. RESOLUTION 2 – RE-ELECTION OF EXECUTIVE DIRECTOR – MR MATTHEW TWIST

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

“That, for the purposes of clause 13.2 of the Constitution and for all other purposes, Mr Matthew Twist, a Director who retires by rotation, and being eligible, is re-elected as a Director.”

4. RESOLUTION 3 – RE-ELECTION OF NON-EXECUTIVE DIRECTOR – MS DAGMAR PARSONS

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

“That, for the purposes of clause 13.2 of the Constitution and for all other purposes, Ms Dagmar Parsons, a Director who was appointed on 30 January 2023 retires, and being eligible, is re-elected as a Director.”

5. RESOLUTION 4 – APPROVAL OF AN ADDITIONAL PLACEMENT CAPACITY TO ISSUE SECURITIES EQUIVALENT TO AN ADDITIONAL 10%

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 ASX Listing Rule 7.1A and for all other purposes, approval is given to 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 ASX Listing Rule 7.1A.2 and on the terms and conditions in the explanatory memorandum.”

DATED: 25 AUGUST 2023

BY ORDER OF THE BOARD

A handwritten signature in black ink that reads "MTWist". The letters are cursive and somewhat stylized.

**MATTHEW TWIST
LASERBOND LIMITED
COMPANY SECRETARY**

Voting Exclusion Note:

Where a voting exclusion applies, the Company need not disregard a vote if 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 if 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.

EXPLANATORY STATEMENT

This Explanatory Statement has been prepared for the information of the Shareholders in connection with the business to be conducted at the Annual General Meeting of Shareholders to be held at 10.00 am (AEDT) on 19th October 2023 at the Campbelltown Catholic Club.

The purpose of this Explanatory Statement is to provide information that the Directors believe to be material to Shareholders in deciding whether or not to pass the Resolutions in the Notice of Meeting.

1. IMPORTANT INFORMATION RELATED TO UNDIRECTED PROXIES

If a Shareholder appoints the Chairman of the meeting as their Proxy and does not specify how the Chairman is to vote on a resolution, except as expressly stated, the Chairman advises that he intends to vote each proxy, as proxy for that Shareholder, in favour of the resolution.

In particular, if you elect the Chairman to vote on your behalf as proxy holder and you do not give directions about how your vote should be cast, then your proxy will automatically become a directed proxy in favour of the resolution to adopt the Remuneration Report.

2. FINANCIAL STATEMENTS AND REPORTS

In accordance with the Constitution, the business of the Annual General Meeting will include receipt and consideration of the annual financial report of the Company for the financial year ended 30 June 2023 together with the declaration of the directors, the directors' report, the remuneration report, and the auditor's report.

In accordance with amendments to the Corporations Act, the Company is no longer required to provide a hard copy of the Company's annual financial report to Shareholders unless a Shareholder has specifically elected to receive a printed copy. These amendments may result in reducing the Company's printing costs.

Whilst the Company will not provide a hard copy of the Company's annual financial report unless specifically requested to do so, Shareholders may view the Company's annual financial report on its website at <http://www.laserbond.com.au/investor-relations/financial-reports.html>

3. RESOLUTION 1 – ADOPTION OF THE REMUNERATION REPORT

The Corporations Act requires that at a listed company's annual general meeting, a resolution that the remuneration report be adopted must be put to the shareholders. However, the Corporations Act expressly provides that the vote on such a resolution is advisory only and does not bind the Directors or the Company. Votes will not be cast by those members listed within the remuneration report or a closely related party of such member unless a Proxy appointing the member by writing directs them to do so and said Proxy is not cast by a member listed on the remuneration report or a closely related party.

The remuneration report sets out the Company's remuneration arrangements for the Directors and key management personnel of the Company. The remuneration report is part of the Directors' report contained in the annual financial report of the Company for the financial year ending 30 June 2023.

A reasonable opportunity will be provided for discussion of the remuneration report at the Annual General Meeting.

4. RESOLUTION 2 – RE-ELECTION OF EXECUTIVE DIRECTOR – MR MATHEW TWIST

Clause 13.2 of the Constitution requires that if the Company has three or more Directors, one-third (or the number nearest one-third) of those Directors must retire at each annual general meeting, provided always that no Director (except a Managing Director) shall hold office for a period in excess of 3 years, or until the third annual general meeting following his or her appointment, whichever is the longer, without submitting himself or herself for re-election.

A Director who retires by rotation under clause 13.2 of the Constitution is eligible for re-election.

Mr Matthew Twist retires by rotation and seeks re-election.

5. RESOLUTION 3 – RE-ELECTION OF NON-EXECUTIVE DIRECTOR – MS DAGMAR PARSONS

Clause 13.4 of the Constitution allows the Directors to appoint at any time a person to be a Director as an addition to existing Directors, but only where the total number of Directors does not at any time exceed the maximum number specified by the Constitution.

Any Director so appointed holds office only until the next following annual general meeting and is then eligible for re-election.

Ms Dagmar Parsons will retire in accordance with clause 13.4 of the Constitution and being eligible seeks re-election.

6. RESOLUTION 4 – APPROVAL OF AN ADDITIONAL PLACEMENT CAPACITY TO ISSUE SECURITIES EQUIVALENT TO AN ADDITIONAL 10%

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

However, under ASX Listing Rule 7.1A, an eligible entity can seek approval by shareholders, by way of a special resolution passed at its annual general meeting, to increase this 15% limit by an extra 10% to 25%.

An eligible entity for the purposes of ASX 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 for these purposes.

This resolution seeks the approval by Shareholders by way of a special resolution to have an additional 10% capacity provide for in Listing Rule 7.1A to issue equity securities without shareholder approval.

If the resolution is approved, then the Company, within the twelve months after Shareholder approval, will be able to issue equity securities up to the combined 25% limit in Listing Rules 7.1 and 7.1A without further shareholder approval.

If the resolution is not approved, then the Company will not be able to access the additional 10% capacity to issue equity securities without shareholder approval provided for in Listing Rule 7.1A and will remain subject to the 15% limit on issuing equity securities without shareholder approval set out in Listing Rule 7.1.

Any securities issued within this limit will be calculated in accordance with the formula in ASX Listing Rule 7.1A.2.

The following information is provided to Shareholders for the purposes of obtaining Shareholder approval pursuant to ASX Listing Rule 7.3A:

- a) Shareholder approval of the additional 10% as per ASX Listing Rule 7.1A is valid from the date of the annual general meeting at which the approval is obtained. This approval will cease on the earlier to occur of:

- the date that is 12 months after the date of the annual general meeting at which the approval is obtained; or
 - the time and date of the next annual general meeting; or
 - the time and date of the approval by Shareholders of a transaction under ASX Listing Rules 11.1.2 (a significant change to the nature or scale of activities) or 11.2 (disposal of main undertaking).
- b) The minimum price at which equity securities can be issued will be calculated in accordance with ASX Listing Rule 7.1A.3 which specifically states the issue must be in an existing quoted class of the eligible entity's securities and issued for a cash consideration which is not less than 75% of the volume weighted average market price for equity securities in that class calculated over the 15 trading days on which trades in that class were recorded immediately before:
- the date on which the price at which equity securities are to be issued is agreed by the entity and the recipient of the securities; or
 - if the equity securities are not issued within 10 trading days of the date agreed by the entity and the recipient of the securities, the date on which the equity securities are issued.
- c) The Company may seek to issue the equity securities for cash consideration. As disclosed in ASX announcements and reports, the Company continues to actively pursue further growth opportunities, in particular, to extend the Company's reach throughout Australia and internationally. Any funds raised using this additional 10% capacity may be used to fund acquisitions or investments necessary (including expenses associated with such acquisitions or investments) to grow the business and/or additional working capital to fund growth opportunities.
- d) If resolution 4 is approved by Shareholders and the Company issues equity securities under the 10% Placement capacity, the existing Shareholder's economic and voting power in the Company will be diluted as shown in the table below under point g). There is a risk that:
- 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 this approval under rule 7.1A; and
 - 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,

which may have an effect on the amount of funds raised by the issue of the equity securities.

- e) The Company's allocation policy is dependent on the prevailing market conditions at the time of any proposed issue pursuant to the 10% Placement Capacity.

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:

- the methods of raising funds that are available to the Company, including but not limited to, rights issues or other issues in which existing security holders can participate;
- The effect of the issue of the equity securities on the control of the Company;
- the financial situation and solvency of the Company; and
- advice from corporate, financial and broker advisers (if applicable).

The allottees under this Placement Capacity have not been determined as of the date of this notice but may include new or existing Shareholders who are not related parties or associates of a related party of the Company.

- f) No securities were issued under Listing Rule 7.1A.2 in the twelve-month period preceding the date of this Notice of Meeting for the 2023 Annual General Meeting,

- g) The below table shows examples of possible dilution of existing Shareholders, based on the current market price of \$0.825 per Share and the current number of fully paid ordinary Shares on issue of 109,971,995 as of 4 August 2023.

Variable A as per ASX Listing Rule 7.1A2		Dilution		
		\$0.41 50% decrease in issue price	\$0.825 issue price	\$1.65 100% increase in issue price
Current Variable A 10,997,200 Shares	10% Voting Dilution	10,997,200 Shares	10,997,200 Shares	10,997,200 Shares
	Funds Raised	\$4,508,852	\$9,072,690	\$18,145,380
50% Increase in Current Variable A 16,495,800 Shares	10% Voting Dilution	16,495,800 Shares	16,495,800 Shares	16,495,800 Shares
	Funds Raised	\$6,763,278	\$13,609,035	\$27,218,070
100% Increase in Current Variable A 21,994,400 Shares	10% Voting Dilution	21,994,400 Shares	21,994,400 Shares	21,994,400 Shares
	Funds Raised	\$9,017,704	\$18,145,380	\$36,290,760

This table has been prepared on the following assumptions:

- The Company issues the maximum number of equity securities available under the 10% Placement Capacity.
 - The 10% voting dilution reflects the aggregate percentage dilution against Variable A at the time of issue.
 - The table does not show an example of dilution that may be caused to a particular Shareholder by reason of placements under the 10% Placement Capacity, based on that Shareholder's holding at the date of the Meeting.
 - The table shows only the effect of issues of equity securities under ASX Listing Rule 7.1A, not under the 15% Placement Capacity under ASX Listing Rule 7.1.
- h) The Company will comply with the disclosure obligations under ASX Listing Rules 7.1A.4 upon issue of any equity securities.
- i) the Company previously obtained approval under ASX Listing Rule 7.1A at the Annual General Meeting held on 20 October 2022.
- j) At the time of the mailing of the Notice of Meeting, the Company is not proposing to make an issue of equity securities, therefore a voting exclusion statement is not required or provided.

7. ENQUIRIES

Shareholders are required to contact the Company Secretary at (+61 2) 4631 4500 if they have any queries in respect of the matters set out in these documents.

GLOSSARY

\$ means Australian dollars.

AEDT means Australian Eastern Daylight Time as observed in Sydney, New South Wales.

ASIC means the Australian Securities and Investments Commission.

ASX means the Australian Securities Exchange.

ASX Listing Rules means the Listing Rules of ASX.

Board means the current board of directors of the Company.

Business Days means any day other than a Saturday, Sunday, or public holiday in the State of New South Wales.

Company means LaserBond Limited (ABN 24 057 636 692).

Constitution means the Company's constitution.

Corporations Act means the *Corporations Act 2001* (Cth).

Directors mean the current directors of the Company.

Explanatory Statement means the explanatory statement accompanying the Notice of Meeting.

Notice of Meeting or **Notice of Annual General Meeting** means the notice of annual general meeting forming part of this document including the Explanatory Statement.

Resolutions means the resolutions set out in the Notice of Meeting, or any one of them, as the context requires.

Share means a fully paid ordinary share in the capital of the Company.

Shareholder means a holder of a Share.

All Correspondence to:

@	By Email	proxies@laserbond.com.au
✉	By Mail	LaserBond Limited 2 / 57 Anderson Road, Smeaton Grange NSW 2567 Australia
☎	By Fax:	+ 61 2 4631 4555
☎	By Phone:	+61 2 4631 4500

YOUR VOTE IS IMPORTANT

For your vote to be effective it must be recorded **before 10.00 am AEDT on Tuesday 17th October 2023.**

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 security holder of the company. Do not write the name of the issuer company or the registered security holder 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:

- 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.
- return both forms together in the same envelope.

STEP 2: VOTING DIRECTIONS TO YOUR PROXY

To direct your proxy on 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 security holder.

Joint Holding: where the holding is in more than one name, all the security holders 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 **10.00 am AEDT on Tuesday 17th October 2023.** Any Proxy Form received after that time will not be valid for the scheduled meeting.

Proxy forms may be lodged by:

@	By Email	proxies@laserbond.com.au
☎	By Fax	+ 61 2 4631 4555
✉	By Mail	LaserBond Limited 2 / 57 Anderson Road, Smeaton Grange NSW 2567 Australia
👤	In Person	LaserBond Limited 2 / 57 Anderson Road, Smeaton Grange NSW 2567 Australia

Attending the Meeting

If you wish to attend the meeting, please bring this form with you to assist with registration.

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. Security holders 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

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

A APPOINT A PROXY

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 shareholder) 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 LaserBond Limited to be held at the Campbelltown Catholic Club, Quondong Room, 20-22 Camden Road, Campbelltown NSW 2560 on Thursday 19th October 2023 at 10.00 am AEDT** 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 1, I/we expressly authorise the Chair of the Meeting to exercise my/our proxy in respect of these resolutions even though Resolution 1 is connected with the remuneration of a member of key management personnel for LaserBond Limited.

The Chair of the Meeting will vote all undirected proxies in favour of all Items of business (including all resolutions related to remuneration matters). 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.

B 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 1 To Adopt the Remuneration Report	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Resolution 2 To Re-elect Mr. Matthew Twist as an Executive Director	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Resolution 3 To Re-elect Ms. Dagmar Parsons as a Non-Executive Director	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Resolution 4 Approval of an additional placement capacity to issue securities equivalent to an additional 10% (Special Resolution)	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

C SIGNATURE OF SHAREHOLDERS (This form must be signed to enable your directions to be implemented.)

Individual or Security holder 1	Security holder 2	Security holder 3
Sole Director and Sole Company Secretary	Director	Director / Company Secretary

Contact Name..... Contact Daytime Telephone..... Date / / 2023