

ASX | 13 OCTOBER 2023

## 2023 Annual General Meeting

**Sydney (Australia), Greer (South Carolina, US) – 13 October 2023:** In accordance with ASX Listing Rule 3.17, attached are the following documents:

1. A Letter to Shareholders regarding arrangements for the 2023 Annual General Meeting as despatched to Shareholders in lieu of the Notice of Meeting;
2. Notice of Annual General Meeting; and
3. Proxy Form.

Mark Licciardo  
Company Secretary

ENDS

Authorised for release by the Company Secretary of Alexium International Group Limited.

### About Alexium International Group Limited

Alexium International Group Limited (ASX: AJX) is a performance chemicals provider for advanced materials applications with a focus on flame retardancy and thermal management. The Company is driven by an innovation model for addressing market gaps with patent-protected technologies. These environmentally friendly solutions have applications for several industries and can be customized to meet customer needs. Key markets for Alexium are military uniforms, workwear, and bedding products. Alexium brands include Alexicool® and Alexiflam®. For additional information about Alexium, please visit [www.alexiuminternational.com](http://www.alexiuminternational.com).

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+1843.991.2957

13 October 2023

**Alexium International Group Limited (ASX: AJX) – Annual General Meeting 2023**

Dear Shareholder,

Alexium International Group Limited (ASX: AJX) (“**Alexium**” or “**the Company**”) is pleased to invite shareholders to attend the Annual General Meeting (“**AGM**” or “**the Meeting**”) to be held on **Wednesday, 15 November 2023 at 10:30 am (AEDT)** at the **offices of Grant Thornton, Level 17, 383 Kent Street, Sydney NSW 2000**.

Meeting Materials

The Notice of AGM, the accompanying Explanatory Memorandum and the Proxy Form (“**Meeting Materials**”) are being made available to shareholders electronically.

You can access the Meeting Materials using the following link: <https://www.alexiuminternational.com/>. Alexium’s 2023 Annual Report can be accessed by using the same link.

Voting

Shareholders are strongly encouraged to submit their Proxy Forms as soon as possible. To lodge your Proxy Form online, please visit, <https://investor.automic.com.au/#/loginsah>.

For your voting instructions to be valid and counted towards this Meeting, please ensure that your online lodgement is received no later than 10:30 am (AEDT) on Monday, 13 November 2023.

Voting instructions received after this time will not be valid for the scheduled Meeting.

As a valued shareholder of the Company, we look forward to your participation in the Meeting.



Mark Licciardo  
Company Secretary

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**ALEXIUM INTERNATIONAL GROUP LIMITED**  
**ACN 064 820 408**  
**NOTICE OF ANNUAL GENERAL MEETING**

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Notice is given that the Meeting will be held at:

**TIME:** 10:30 am (AEDT)  
**DATE:** Wednesday, 15 November 2023  
**VENUE:** Grant Thornton  
Level 17  
383 Kent Street  
Sydney NSW 2000

***The business of the Meeting affects your shareholding, and your vote is important.***

***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.***

***The Directors have determined pursuant to Regulation 7.11.37 of the Corporations Regulations 2001 (Cth) that the persons eligible to vote at the Meeting are those who are registered Shareholders at 7:00 pm (AEDT) on Monday, 13 November 2023.***

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## LETTER TO SHAREHOLDERS

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Dear Shareholders,

I am pleased to invite you to the 2023 Annual General Meeting (**AGM**) of Alexium International Group Limited to be held at the **offices of Grant Thornton, Level 17, 383 Kent Street, Sydney NSW 2000** on **Wednesday, 15 November 2023** at **10:30 am (AEDT)**.

If you are not able to attend the meeting, you are encouraged to vote by:

- Completing and lodging the enclosed proxy form by 10:30 am (AEDT) on Monday, 13 November 2023; or
- Registering your proxy electronically by visiting the following website: <https://investor.automic.com.au/#/loginsah>;
- A detailed summary of the activities of the Company over the last 12 months is contained in the Annual Report which will be mailed to those shareholders who have elected to receive a printed copy of this document. A copy of this document has been lodged with the ASX and is available on the Company's website at: <http://alexiuminternational.com/invest-in-alexium>.

The Board and Alexium team thank you for your support and look forward to welcoming you to the 2023 AGM.

Yours sincerely

**Rosheen Garnon**  
**Non-Executive Chair**

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## BUSINESS OF THE MEETING

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### AGENDA

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#### 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 the directors, the directors' report, the Remuneration Report and the auditor's report.

**Note:** This item of business is for discussion only and is not a resolution.

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#### 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 purposes 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."*

**Note:** the vote on this Resolution is advisory only and does not bind the Directors or the Company.

##### **Voting Exclusion Statement**

The Company will disregard any votes cast on Resolution 1:

- (a) by or on behalf of a member of the Company's Key Management Personnel (KMP) whose remuneration details are disclosed in the remuneration report for the year ended 30 June 2023 or their closely related parties, in any capacity; or
- (b) as a proxy by a person who is a member of the Company's KMP at the date of the meeting of their closely related parties.

However, votes will not be disregarded if they are casted as proxy for a person who is entitled to vote on Resolution 1.

- (a) in accordance with the directions on the proxy form; or
- (b) by the person chairing the Meeting, in accordance with an express authorisation to exercise the proxy even though Resolution 1 is connected with the remuneration of KMP; or
- (c) by a holder acting solely in a nominee, trustee, custodial or other fiduciary capacity on behalf of a beneficiary provided the following conditions are met:
  - (i) the beneficiary provides written confirmation to the holder that the beneficiary is not excluded from voting, and is not an associate of a person excluded from voting, on the resolution; and
  - (ii) the holder votes on the resolution in accordance with directions given by the beneficiary to the holder to vote in that way.

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#### 3. RESOLUTION 2 – RE-ELECTION OF DIRECTOR – PAUL STENSON

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

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*"That, for the purpose of clause 15.2 of the Constitution, ASX Listing Rule 14.5 and for all other purposes, Paul Stenson, a Director, retires by rotation, and being eligible, is re-elected as a Director."*

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#### **4. RESOLUTION 3 – RE-ELECTION OF DIRECTOR – ROSHEEN GARNON**

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

*"That, for the purpose of clause 15.2 of the Constitution, ASX Listing Rule 14.5 and for all other purposes, Rosheen Garnon, a Director, retires by rotation, and being eligible, is re-elected as a Director."*

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#### **5. RESOLUTION 4 – APPROVAL OF 10% PLACEMENT FACILITY**

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

*"That, for the purposes of Listing Rule 7.1A and for all other purposes, approval is given for the Company to issue up to that number of Equity Securities equal 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 otherwise on the terms and conditions set out in the Explanatory Memorandum."*

##### **Voting Exclusion Statement**

The Company will disregard any votes cast in favour of Resolution 4:

- (a) by or on behalf of a person who is expected to participate in, or who will obtain a material benefit as a result of, the proposed issue (except a benefit solely by reason of being a holder of ordinary securities in the Company); or
- (b) an Associate of that person or those persons.

However, this does not apply to a vote cast in favour of Resolution 4 by:

- (a) a person as proxy or attorney for a person who is entitled to vote on the Resolution, in accordance with directions given to the proxy or attorney to vote on the Resolution in that way; or
- (b) the Chair of the Meeting as proxy or attorney for a person who is entitled to vote on the Resolution, in accordance with a direction given to the Chair to vote on the Resolution as the Chair decides; or
- (c) a holder acting solely in a nominee, trustee, custodial or other fiduciary capacity on behalf of a beneficiary provided the following conditions are met:
  - (i) the beneficiary provides written confirmation to the holder that the beneficiary is not excluded from voting on the Resolution and is not an associate of a person excluded from voting on the Resolution; and
  - (ii) the holder votes on the Resolution 4 in accordance with the directions given by the beneficiary to the holder to vote in that way.

As at the date of the Notice, the Company has not approached any existing shareholders, or an identifiable class of existing securityholders to participate in any issues of equity securities under ASX Listing Rule 7.1A.

Therefore, no existing shareholder votes will be excluded in respect of the Resolution.

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**6. RESOLUTION 5 – ISSUE OF SHARES TO NON-EXECUTIVE DIRECTOR – SIMON MOORE**

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

*"That, for the purpose of ASX Listing Rule 10.14 and for all other purposes, the Shareholders approve the issue of fully paid ordinary shares in lieu of Directors' fees of up to US\$70,000.00 to Simon Moore or his nominee, a Director of the Company, on the terms and conditions as set out in the Explanatory Memorandum which accompanies and forms part of this Notice of Meeting."*

**Voting Exclusion Statement**

In accordance with Listing Rule 14.11, the Company will disregard any votes cast in favour of Resolution 5 by any person referred to in Listing Rule 10.14.1, 10.14.2 or 10.14.3 who is eligible to participate in the employee incentive scheme in question including Mr Moore or an associate of that person or those persons.

However, this does not apply to a vote cast in favour of Resolution 5 by:

- (a) A person as proxy or attorney for a person who is entitled to vote on this Resolution in accordance with directions given to the proxy or attorney to vote on the Resolution in that way; or
- (b) The Chair of the Meeting as proxy or attorney for a person who is entitled to vote on the Resolution, in accordance with a direction given to the Chair to vote on the Resolution as the Chair decides; or
- (c) A holder acting solely in a nominee, trustee, custodial or other fiduciary capacity on behalf of a beneficiary provided the following conditions are met:
  - o The beneficiary provides written confirmation to the holder that the beneficiary is not excluded from voting, and is not an associate of a person excluded from voting, on the Resolution; and
  - o The holder votes on the Resolution in accordance with directions given by the beneficiary to the holder to vote in that way.

**Voting Prohibition Statement**

A person appointed as proxy must not vote, on the basis of that appointment, on this Resolution if:

- (a) The proxy is either:
  - o A member of the Key Management Personnel; or
  - o A Closely Related Party of such member; and
- (b) The appointment does not specify the way the proxy is to vote on the Resolution.

However, the above prohibition does not apply, if:

- (a) The proxy is the Chair of the Meeting; and
  - (b) The appointment expressly authorises the Chair to exercise the proxy even though the Resolution is connected directly or indirectly with the remuneration of a member of the Key Management Personnel.
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**7. RESOLUTION 6 – ISSUE OF SHARES TO NON-EXECUTIVE DIRECTOR/CHAIR – ROSHEEN GARNON**

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

*"That, for the purposes of ASX Listing Rule 10.14 and for all other purposes, the Shareholders approve the issue of fully paid ordinary shares in lieu of Directors' fees of up to US\$90,090.00 to Rosheen Garnon (or her nominee), a Director/Chair of the Company, on the terms and conditions set out in the Explanatory Memorandum which accompanies and forms part of this Notice of Meeting."*

**Voting Exclusion Statement**

In accordance with Listing Rule 14.11, the Company will disregard any votes cast in favour of Resolution 6 by any person referred to in Listing Rule 10.14.1, 10.14.2 or 10.14.3 who is eligible to participate in the employee incentive scheme in question including Ms Garnon or an associate of that person or those persons.

However, this does not apply to a vote cast in favour of Resolution 6 by:

- (a) A person as proxy or attorney for a person who is entitled to vote on this Resolution in accordance with directions given to the proxy or attorney to vote on the Resolution in that way; or
- (b) The Chair of the Meeting as proxy or attorney for a person who is entitled to vote on the Resolution, in accordance with a direction given to the Chair to vote on the Resolution as the Chair decides; or
- (c) A holder acting solely in a nominee, trustee, custodial or other fiduciary capacity on behalf of a beneficiary provided the following conditions are met:
  - The beneficiary provides written confirmation to the holder that the beneficiary is not excluded from voting, and is not an associate of a person excluded from voting, on the Resolution; and
  - The holder votes on the Resolution in accordance with directions given by the beneficiary to the holder to vote in that way.

**Voting Prohibition Statement**

A person appointed as proxy must not vote, on the basis of that appointment, on this Resolution if:

- (a) The proxy is either:
  - A member of the Key Management Personnel; or
  - A Closely Related Party of such member; and
- (b) The appointment does not specify the way the proxy is to vote on the Resolution.

However, the above prohibition does not apply, if:

- (a) The proxy is the Chair of the Meeting; and
- (b) The appointment expressly authorises the Chair to exercise the proxy even though the Resolution is connected directly or indirectly with the remuneration of a member of the Key Management Personnel.

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**8. RESOLUTION 7 – ISSUE OF SHARES TO NON-EXECUTIVE DIRECTOR – PAUL STENSON**

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

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*"That, for the purposes of ASX Listing Rule 10.14 and for all other purposes, the Shareholders approve the issue of fully paid ordinary shares in lieu of Directors' fees of up to US\$32,500.00 to Paul Stenson (or his nominee), a Director of the Company, on the terms and conditions set out in the Explanatory Memorandum which accompanies and forms part of this Notice of Meeting."*

#### **Voting Exclusion Statement**

In accordance with Listing Rule 14.11, the Company will disregard any votes cast in favour of Resolution 7 by any person referred to in Listing Rule 10.14.1, 10.14.2 or 10.14.3 who is eligible to participate in the employee incentive scheme in question including Mr Stenson or an associate of that person or those persons.

However, this does not apply to a vote cast in favour of Resolution 7 by:

- (a) A person as proxy or attorney for a person who is entitled to vote on this Resolution in accordance with directions given to the proxy or attorney to vote on the Resolution in that way; or
- (b) The Chair of the Meeting as proxy or attorney for a person who is entitled to vote on the Resolution, in accordance with a direction given to the Chair to vote on the Resolution as the Chair decides; or
- (c) A holder acting solely in a nominee, trustee, custodial or other fiduciary capacity on behalf of a beneficiary provided the following conditions are met:
  - o The beneficiary provides written confirmation to the holder that the beneficiary is not excluded from voting, and is not an associate of a person excluded from voting, on the Resolution; and
  - o The holder votes on the Resolution in accordance with directions given by the beneficiary to the holder to vote in that way.

#### **Voting Prohibition Statement**

A person appointed as proxy must not vote, on the basis of that appointment, on this Resolution if:

- (a) The proxy is either:
  - o A member of the Key Management Personnel; or
  - o A Closely Related Party of such member; and
- (b) The appointment does not specify the way the proxy is to vote on the Resolution.

However, the above prohibition does not apply, if:

- (a) The proxy is the Chair of the Meeting; and
- (b) The appointment expressly authorises the Chair to exercise the proxy even though the Resolution is connected directly or indirectly with the remuneration of a member of the Key Management Personnel.

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## **9. RESOLUTION 8 – ISSUE OF SHARES TO NON- EXECUTIVE DIRECTOR – CARL DENNIS**

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

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*"That, for the purposes of ASX Listing Rule 10.14 and for all other purposes, the Shareholders approve the issue of fully paid ordinary shares in lieu of Directors' fees of up to US\$32,500.00 to Carl Dennis (or his nominee), a Director of the Company, on the terms and conditions set out in the Explanatory Memorandum which accompanies and forms part of this Notice of Meeting."*

#### **Voting Exclusion Statement**

In accordance with Listing Rule 14.11, the Company will disregard any votes cast in favour of Resolution 8 by any person referred to in Listing Rule 10.14.1, 10.14.2 or 10.14.3 who is eligible to participate in the employee incentive scheme in question including Mr Dennis or an associate of that person or those persons.

However, this does not apply to a vote cast in favour of Resolution 8 by:

- (a) A person as proxy or attorney for a person who is entitled to vote on this Resolution in accordance with directions given to the proxy or attorney to vote on the Resolution in that way; or
- (b) The Chair of the Meeting as proxy or attorney for a person who is entitled to vote on the Resolution, in accordance with a direction given to the Chair to vote on the Resolution as the Chair decides; or
- (c) A holder acting solely in a nominee, trustee, custodial or other fiduciary capacity on behalf of a beneficiary provided the following conditions are met:
  - o The beneficiary provides written confirmation to the holder that the beneficiary is not excluded from voting, and is not an associate of a person excluded from voting, on the Resolution; and
  - o The holder votes on the Resolution in accordance with directions given by the beneficiary to the holder to vote in that way.

#### **Voting Prohibition Statement**

A person appointed as proxy must not vote, on the basis of that appointment, on this Resolution if:

- (a) The proxy is either:
  - o A member of the Key Management Personnel; or
  - o A Closely Related Party of such member; and
- (b) The appointment does not specify the way the proxy is to vote on the Resolution.

#### **Voting Prohibition Statement (contd.)**

However, the above prohibition does not apply, if:

- (a) The proxy is the Chair of the Meeting; and
- (b) The appointment expressly authorises the Chair to exercise the proxy even though the Resolution is connected directly or indirectly with the remuneration of a member of the Key Management Personnel.

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## **10. RESOLUTION 9 – GRANT OF FINANCIAL YEAR ENDING 30 JUNE 2024 SHARE APPRECIATION RIGHTS TO RELATED PARTY – WILLIAM (BILLY) BLACKBURN**

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

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*"That, for the purposes of ASX Listing Rule 10.14 and for all other purposes, approval is given for the Company to issue 6,712,233 Share Appreciation Rights to William Blackburn (or his nominee) for the 12-month period 1 July 2023 to 30 June 2024 on the terms and conditions as set out in the Explanatory Memorandum which accompanies and forms part of this Notice of Meeting."*

#### **Voting Exclusion Statement**

In accordance with Listing Rule 14.11, the Company will disregard any votes cast in favour of Resolution 9 by any person referred to in Listing Rule 10.14.1, 10.14.2 or 10.14.3 who is eligible to participate in the employee incentive scheme in question including Mr Blackburn or an associate of that person or those persons.

However, this does not apply to a vote cast in favour of Resolution 9 by:

- (a) A person as proxy or attorney for a person who is entitled to vote on this Resolution in accordance with directions given to the proxy or attorney to vote on the Resolution in that way; or
- (b) The Chair of the Meeting as proxy or attorney for a person who is entitled to vote on the Resolution, in accordance with a direction given to the Chair to vote on the Resolution as the Chair decides; or
- (c) A holder acting solely in a nominee, trustee, custodial or other fiduciary capacity on behalf of a beneficiary provided the following conditions are met:
  - o The beneficiary provides written confirmation to the holder that the beneficiary is not excluded from voting, and is not an associate of a person excluded from voting, on the Resolution; and
  - o The holder votes on the Resolution in accordance with directions given by the beneficiary to the holder to vote in that way.

#### **Voting Prohibition Statement**

A person appointed as proxy must not vote, on the basis of that appointment, on this Resolution if:

- (a) The proxy is either:
  - o A member of the Key Management Personnel; or
  - o A Closely Related Party of such member; and
- (b) The appointment does not specify the way the proxy is to vote on the Resolution.

#### **Voting Prohibition Statement (contd.)**

However, the above prohibition does not apply, if:

- (a) The proxy is the Chair of the Meeting; and
- (b) The appointment expressly authorises the Chair to exercise the proxy even though the Resolution is connected directly or indirectly with the remuneration of a member of the Key Management Personnel.

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## **11. RESOLUTION 10 – GRANT OF FINANCIAL YEAR ENDING 30 JUNE 2024 SHARE APPRECIATION RIGHTS TO RELATED PARTY – ROBERT BROOKINS**

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

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*"That, for the purposes of ASX Listing Rule 10.14 and for all other purposes, approval is given for the Company to issue 6,505,703 Share Appreciation Rights to Robert Brookins (or his nominee) for the 12-month period 1 July 2023 to 30 June 2024 on the terms and conditions as set out in the Explanatory Memorandum which accompanies and forms part of this Notice of Meeting."*

#### **Voting Exclusion Statement**

In accordance with Listing Rule 14.11, the Company will disregard any votes cast in favour of Resolution 10 by any person referred to in Listing Rule 10.14.1, 10.14.2 or 10.14.3 who is eligible to participate in the employee incentive scheme in question including Dr Brookins or an associate of that person or those persons.

However, this does not apply to a vote cast in favour of Resolution 10 by:

- (a) A person as proxy or attorney for a person who is entitled to vote on this Resolution in accordance with directions given to the proxy or attorney to vote on the Resolution in that way; or
- (b) The Chair of the Meeting as proxy or attorney for a person who is entitled to vote on the Resolution, in accordance with a direction given to the Chair to vote on the Resolution as the Chair decides; or
- (c) A holder acting solely in a nominee, trustee, custodial or other fiduciary capacity on behalf of a beneficiary provided the following conditions are met:
  - o The beneficiary provides written confirmation to the holder that the beneficiary is not excluded from voting, and is not an associate of a person excluded from voting, on the Resolution; and
  - o The holder votes on the Resolution in accordance with directions given by the beneficiary to the holder to vote in that way.

#### **Voting Prohibition Statement**

A person appointed as proxy must not vote, on the basis of that appointment, on this Resolution if:

- (a) The proxy is either:
  - o A member of the Key Management Personnel; or
  - o A Closely Related Party of such member; and
- (b) The appointment does not specify the way the proxy is to vote on the Resolution.

#### **Voting Prohibition Statement (contd.)**

However, the above prohibition does not apply, if:

- (a) The proxy is the Chair of the Meeting; and
- (b) The appointment expressly authorises the Chair to exercise the proxy even though the Resolution is connected directly or indirectly with the remuneration of a member of the Key Management Personnel.

**Dated:** 13 October 2023

**By order of the Board**

**Mark Licciardo**  
**Company Secretary**

### **Voting in person**

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

### **Voting by proxy**

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To vote by proxy, please complete and sign the enclosed Proxy Form and return by the time and in accordance with the instructions set out on the Proxy Form.

In accordance with section 249L of the Corporations Act, Shareholders are advised that:

- each Shareholder has a right to appoint a proxy;
- the proxy need not be a Shareholder of the Company; and
- a Shareholder who is entitled to cast 2 or more votes may appoint 2 proxies and may specify the proportion or number of votes each proxy is appointed to exercise. If the member appoints 2 proxies and the appointment does not specify the proportion or number of the member's votes, then in accordance with section 249X(3) of the Corporations Act, each proxy may exercise one-half of the votes.

Shareholders and their proxies should be aware that changes to the Corporations Act made in 2011 mean that:

- if proxy holders vote, they must cast all directed proxies as directed; and
- any directed proxies which are not voted will automatically default to the Chair, who must vote the proxies as directed.

***Should you wish to discuss the matters in this Notice of Meeting please do not hesitate to contact the Company Secretary on +61 3 8689 9997.***

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## EXPLANATORY MEMORANDUM

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This Explanatory Memorandum has been prepared to provide information which the Directors believe to be material to Shareholders in deciding whether or not to pass the Resolutions.

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### 1. FINANCIAL STATEMENTS AND REPORTS

In accordance with the Constitution, the business of the 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.

The Company will not provide a hard copy of the Company's annual financial report to Shareholders unless specifically requested to do so.

The Company's annual financial report will be available on its website at <http://alexiuminternational.com/invest-in-alexium>.

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### 2. RESOLUTION 1 – ADOPTION OF REMUNERATION REPORT

#### 2.1 General

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, such a resolution is advisory only and does not bind the company or the directors of the company.

The remuneration report sets out the company's remuneration arrangements for the directors and senior management of the company. The remuneration report is part of the directors' report contained in the annual financial report of the company for a financial year.

The Company's 2023 Remuneration Report can be found at pages 10 to 14 of the Company's 2023 Annual Report.

The Chair of the meeting must allow a reasonable opportunity for its shareholders to ask questions about or make comments on the remuneration report at the Annual General Meeting.

#### 2.2 Voting consequences

A company is required to put to its shareholders a resolution proposing the calling of another meeting of shareholders to consider the appointment of directors of the company (**Spill Resolution**) if, at consecutive annual general meetings, at least 25% of the votes cast on a remuneration report resolution are voted against adoption of the remuneration report and at the first of those Annual General Meetings a Spill Resolution was not put to vote. If required, the Spill Resolution must be put to vote at the second of those Annual General Meetings.

If more than 50% of votes cast are in favour of the Spill Resolution, the company must convene a shareholder meeting (**Spill Meeting**) within 90 days of the second Annual General Meeting.

All of the directors of the company who were in office when the directors' report (as included in the company's annual financial report for the most recent financial year) was approved, other than the managing director of the company, will cease to hold

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office immediately before the end of the Spill Meeting but may stand for re-election at the Spill Meeting.

Following the Spill Meeting those persons whose election or re-election as directors of the company is approved will be the directors of the company.

## **2.3 Previous voting results**

At the Company's previous Annual General Meeting, the votes cast against the remuneration report were less than 25%.

## **2.4 Board Recommendation**

Noting that each Director has a personal interest in their own remuneration from the Company as set out in the Remuneration Report, the Board recommends that shareholders vote in favour of this Resolution.

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## **3. RESOLUTION 2 – RE-ELECTION OF DIRECTOR - PAUL STENSON**

### **3.1 General**

The Constitution sets out the requirements for determining which Directors are to retire by rotation at an Annual General Meeting.

Paul Stenson, who has served as a director since 15 June 2020, retires by rotation and seeks re-election.

### **3.2 Qualifications**

BSc and PHD.

Dr Stenson has a distinguished career with the research, development, manufacture and commercialisation of new materials in the fields of coating, adhesives, nonwovens and pharmaceuticals.

Dr Stenson has been President and CEO of StanChem Inc. since January 2018. Prior to joining StanChem in 2017, Paul worked as a global technology director at Axalta Coating Systems. Between 2011 – 2016, Paul was the Executive vice president of technology and product development at Ahlstrom for nonwoven and speciality high performance paper products. Prior to joining Ahlstrom, Dr Stenson was the vice president of technology for industrial and packaging coatings at Valspar based in Minneapolis and Zurich, Switzerland from 1993 until 2011. Paul is also the chairman of TopChem Pharmaceuticals (Ireland) which is a manufacturer of active pharmaceutical ingredients.

### **3.3 Board recommendation**

The Board (**abstain Paul Stenson**) supports the election of Paul Stenson and recommends that Shareholders vote **in favour** of Resolution 2.

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## **4. RESOLUTION 3 – RE-ELECTION OF DIRECTOR - ROSHEEN GARNON**

### **4.1 General**

The Constitution sets out the requirements for determining which Directors are to retire by rotation at an Annual General Meeting.

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Rosheen Garnon, who has served as a director since 19 September 2018, retires by rotation and seeks re-election.

## **4.2 Qualifications**

BEC. (Accounting major), LLB, FCA, CTA, GAICD.

Ms Garnon is a non-executive director with experience in infrastructure and transport, financial services, and material sciences. Ms Garnon has had a distinguished career in the accounting profession as a chartered accountant and taxation advisor. She was a senior partner with KPMG and held senior leadership roles with the firm in Australia and at a global level. She has extensive experience working with Boards and C Suite executives.

## **4.3 Board recommendation**

The Board (**abstain Rosheen Garnon**) supports the election of Rosheen Garnon and recommends that Shareholders vote **in favour** of Resolution 3.

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# **5. RESOLUTION 4 - APPROVAL OF 10% PLACEMENT FACILITY**

## **5.1 General**

Broadly speaking, and subject to a number of exceptions, Listing Rule 7.1 limits the amount of Equity Securities that a listed company can issue without the approval of its shareholders over any 12-month period to 15% of the fully paid ordinary securities it had on issue at the start of that period.

However, under Listing Rule 7.1A, an eligible entity may seek shareholder approval by way of a special resolution passed at its annual general meeting to increase this 15% limit by an extra 10% to 25% (**7.1A Mandate**).

An 'eligible entity' means an entity which is not included in the S&P/ASX 300 Index and has a market capitalisation of \$300,000,000 or less.

The Company is an eligible entity for these purposes.

Resolution 4 seeks Shareholder approval by way of special resolution for the Company to have the additional 10% placement capacity provided for in Listing Rule 7.1A to issue Equity Securities without Shareholder approval.

If Resolution 4 is passed, the Company will be able to issue Equity Securities up to the combined 25% limit in Listing Rules 7.1 and 7.1A without any further Shareholder approval.

If Resolution 4 is not passed, the Company will not be able to access the additional 10% capacity to issue Equity Securities without Shareholder approval under 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.

## **5.2 Technical information required by Listing Rule 7.1A**

Pursuant to and in accordance with Listing Rule 7.3A, the information below is provided in relation to Resolution 4:

### **(a) Period for which the 7.1A Mandate is valid**

The 7.1A Mandate will commence on the date of the Meeting and expiring on the first to occur of the following:

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- (i) the date that is 12 months after the date of this Meeting;
- (ii) the time and date of the Company's next annual general meeting; and
- (iii) the time and date of approval by Shareholders of any transaction under Listing Rule 11.1.2 (a significant change in the nature or scale of activities) or Listing Rule 11.2 (disposal of the main undertaking).

(b) **Minimum Price**

Any Equity Securities issued for cash consideration under the 7.1A.3 Mandate must be in an existing quoted class of Equity Securities and be issued at a minimum price of 75% of the volume weighted average price of Equity Securities in that class, calculated over the 15 trading days on which trades in that class were recorded immediately before:

- (i) the date on which the price at which the Equity Securities are to be issued is agreed by the entity and the recipient of the Equity Securities; or
- (ii) if the Equity Securities are not issued within 10 trading days of the date in Section 11(b)(i), the date on which the Equity Securities are issued.

(c) **Use of funds raised under the 7.1A Mandate**

The Company intends to use funds raised from issues of Equity Securities under the 7.1A Mandate for working capital and acquisition of materials or new asset opportunities consistent with the Company's existing business operations.

(d) **Risk of Economic and Voting Dilution**

Any issue of Equity Securities under the 7.1A Mandate will dilute the interests of Shareholders who do not receive any Shares under the issue.

If Resolution 4 is approved by Shareholders and the Company issues the maximum number of Equity Securities available under the 7.1A Mandate, the economic and voting dilution of existing Shares would be as shown in the table below.

The table below shows the dilution of existing Shareholders calculated in accordance with the formula outlined in Listing Rule 7.1A.2, on the basis of the closing market price of Shares and the number of Equity Securities

The table also shows the voting dilution impact where the number of Shares on issue (Variable A in the formula) changes and the economic dilution where there are changes in the issue price of Shares issued under the 7.1A Mandate.

		Dilution			
Number of Share on Issue (Variable A in ASX Listing Rule 7.1A2)		Shares Issued - 10% voting dilution	Issue Price		
			\$ 0.0090	\$ 0.0180	\$ 0.0270
			50% decrease	Issue Price	50% Increase
			Funds Raised		
Current	658,257,136	65,825,714	\$ 592,431	\$ 1,184,863	\$ 1,777,294
50% increase	987,385,704	98,738,570	\$ 888,647	\$ 1,777,294	\$ 2,665,941
100% increase	1,316,514,272	131,651,427	\$ 1,184,863	\$ 2,369,726	\$ 3,554,589

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

**The table above uses the following assumptions:**

1. There are currently 658,257,136 Ordinary Fully Paid Shares.
2. The table does not include any Ordinary Fully Paid Shares to be issued pursuant to Resolutions 5 - 8 of this Notice;
3. The issue price set out above is the closing market price of the Shares on the ASX on 03 October 2023;
4. The Company issues the maximum possible number of Equity Securities under the 7.1A Mandate;
5. The Company has not issued any Equity Securities in the 12 months prior to the Meeting that were not issued under an exception in Listing Rule 7.2 or with approval under Listing Rule 7.1;
6. The issue of Equity Securities under the 7.1A Mandate consists only of Shares. It is assumed that no Options are exercised into Shares before the date of issue of the Equity Securities;
7. The calculations above do not show the dilution that any one particular Shareholder will be subject to. All Shareholders should consider the dilution caused to their own shareholding depending on their specific circumstances;
8. This table does not set out any dilution pursuant to approvals under Listing Rule 7.1 unless otherwise disclosed;
9. The 10% voting dilution reflects the aggregate percentage dilution against the issued share capital at the time of issue. This is why the voting dilution is shown in each example as 10%; and
10. The table does not show an example of dilution that may be caused to a particular Shareholder by reason of placements under the 7.1A mandate, based on that Shareholder's holding at the date of the Meeting.

Shareholders should note that there is a risk that:

- (i) the market price for the Company's Shares may be significantly lower on the issue date than on the date of the Meeting; and
- (ii) the Shares may be issued at a price that is at a discount to the market price for those Shares on the date of issue.

**(e) Allocation policy under the 7.1A Mandate**

The recipients of the Equity Securities to be issued under the 7.1A Mandate have not yet been determined. However, the recipients of Equity Securities could consist of current Shareholders or new investors (or both), none of whom will be related parties of the Company.

The Company will determine the recipients at the time of the issue under the 7.1A Mandate, having regard to the following factors:

- (i) the purpose of the issue;
  - (ii) alternative methods for raising funds available to the Company at that time, including, but not limited to, an entitlement issue, share purchase plan, placement or other offer where existing Shareholders may participate;
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- (iii) the effect of the issue of the Equity Securities on the control of the Company;
- (iv) the circumstances of the Company, including, but not limited to, the financial position and solvency of the Company;
- (v) prevailing market conditions; and
- (vi) advice from corporate, financial and broking advisers (if applicable).

(f) **Previous approval under Listing Rule 7.1A**

The Company previously obtained approval from its Shareholders pursuant to Listing Rule 7.1A at its annual general meeting held on 16 November 2022 (**Previous Approval**).

During the 12-month period preceding the date of the Meeting, being on and from 16 November 2022, the Company has not issued any Equity Securities pursuant to the Previous Approval.

### 5.3 Board recommendation

The Board recommends that Shareholders vote **in favour** of Resolution 4.

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## 6. RESOLUTIONS 5 - 8 – ISSUE OF SHARES TO NON-EXECUTIVE DIRECTORS:

### 6.1 Background

Each of Mr Moore, Ms Garnon, Dr Stenson and Mr Dennis have executed Letters of Appointment with the Company pursuant to which the Directors agreed to provide services to the Company as Non-Executive Directors in return for receipt of fees for acting as Directors.

The proposed issue of Remuneration Shares under Resolutions 5 – 8 are under the Employee Incentive Plan that was approved by the Shareholders at the 2022 Annual General Meeting (Resolution 8). Material terms of the Plan are included in Schedule 1 of the Notice of Meeting.

In consultation with the Board, each of Mr Moore, Ms Garnon, Dr Stenson and Mr Dennis have elected to sacrifice the full amount, or a portion of their remuneration, to acquire shares in the Company over the period under the FY24 Directors' Fees Agreement.

The Remuneration Shares are being issued to Mr Moore and Ms Garnon in lieu of cash remuneration for the period 1 July 2023 to 30 June 2024. Dr Stenson and Mr Dennis have elected to receive Remuneration Shares in lieu of cash remuneration for the period 1 January 2024 to 30 June 2024.

The proposed issues are considered to be a cost effective and efficient method to remunerate the Directors and preserve the Company's cash reserves.

Resolutions 5 – 8, therefore seek Shareholder approval to issue fully paid ordinary shares in lieu of Director Fees:

- (a) Up to the value of US\$70,000.00 to Simon Moore, Non-Executive Director of the Company (Resolution 5)
  - (b) Up to the value of US\$90,090.00 to Rosheen Garnon, Non-Executive Director/Chair of the Company (Resolution 6)
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- (c) Up to the value of US\$32,500.00 to Paul Stenson, Non-Executive Director of the Company (Resolution 7)
- (d) Up to the value of US\$32,500.00 to Carl Dennis, Non-Executive Director of the Company (Resolution 8)

(together, **the Remuneration Shares** or **SILOS**)

## **6.2 Chapter 2E of the Corporations Act**

Chapter 2E of the Corporations Act prohibits the Company from giving a financial benefit to a related party of the Company unless, either:

- (a) the giving of the financial benefit falls within one of the exceptions to the provisions;  
or
- (b) shareholder approval is obtained prior to giving the financial benefit.

The proposed issue of Remuneration Shares (which is a type of equity security, for the purposes of the Chapter 2E of the Corporations Act) constitutes the giving of a financial benefit.

A "related party" for the purposes of the Corporations Act and the Listing Rules is widely defined and includes a director of a public company, a spouse of a director of a public company or an entity controlled by a director of a public company.

For each Director for whom the issue of Remuneration Shares was considered, the other non-conflicted Directors considered the proposed issue, and formed the view that the giving of the financial benefit to that Director(s) was reasonable remuneration given the circumstances of the Company, the quantum of the Remuneration Shares and the responsibilities held by that Director in the Company. The Board also notes that the issue of Remuneration Shares is in lieu of and not in addition to cash remuneration to which each Director is otherwise entitled.

Accordingly, the non-conflicted Directors of the Company believe that the issue of these Remuneration Shares to each of the Directors fall within the "reasonable remuneration" exception as set out in section 211 of the Corporations Act and relies on this exception for the purposes of these Resolutions. Therefore, the proposed issue of Remuneration Shares requires shareholder approval under and for the purposes of Listing Rules 10.14 only.

## **6.3 ASX Listing Rule 10.14**

ASX Listing Rule 10.14 provides that a listed company must not permit any of the following persons to acquire securities under an Employee Incentive Scheme unless it obtains the approval of its shareholders:

- (a) a director of the Company;
- (b) an Associate of a director of the Company;
- (c) a person whose relationship with the Company or a person referred to in Listing Rule 10.14.1 or 10.14.2 is such that, in ASX's opinion, the acquisition should be approved by its shareholders.

As each of the persons in Resolutions 5 - 8 are Directors of the Company, the proposed issue of SILOS constitutes the acquisition of securities under an Employee Securities Incentive Plan for the purposes of Listing Rule 10.14 and therefore requires the approval of the Company's shareholders under Listing Rule 10.14.

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To this end, Resolutions 5 – 8 seek the required Shareholder approval to issue the Remuneration Shares under the and for the purposes of Listing Rule 10.14.

If approval is obtained under Listing Rule 10.14, in accordance with Listing Rule 10.12 (exception 8), separate approval is not required under Listing Rule 10.11. If any of Resolutions 5 - 8 are passed, the Company will be able to proceed with the proposed issue of Remuneration Shares in the manner set out in this Explanatory Memorandum for that Resolution.

If any of Resolutions 5 - 8 are not passed, the Company will not be able to proceed with the proposed issues and the payment of Directors' fees under that Resolution, and therefore, the Company will pay cash to the relevant Director for their remuneration.

#### **6.4 Information required by ASX Listing Rule 10.15**

The following information in relation to the issue of Remuneration Shares to Directors of the Company is provided to Shareholders for the purposes of ASX Listing Rule 10.15:

- i. the Remuneration Shares will be issued to the related parties as follows:
  - (a) Mr Simon Moore (Resolution 5)
  - (b) Ms Rosheen Garnon (Resolution 6)
  - (c) Dr Paul Stenson (Resolution 7)
  - (d) Mr Carl Dennis (Resolution 8)
- ii. Each of the persons in Resolutions 5 - 8 are Directors of the Company.
- iii. The maximum number of Remuneration Shares to be issued under the relevant Resolution will be determined on a monthly basis by first dividing the participating director's annual fees in USD by 12 to ascertain the monthly director's fees in USD. Then, for each month of salary sacrifice, the monthly director's fees in USD is converted to AUD using the average USD-AUD exchange rate for the relevant month of service which is then divided by the VWAP for the relevant month of service. For this purpose, VWAP will be defined as the 5-day volume weighted average price over the last five days of the month to which the service relates to.

$$\begin{array}{lcl} \text{Shares Earned per Month} & & \\ \text{(AUD)} & = & \frac{\text{Monthly Sacrificed Remuneration (AUD)}}{\text{5-Day VWAP for the Month of Service}} \end{array}$$

The maximum number of Remuneration Shares which may be issued to each of the persons in Resolutions 5 – 8 is not certain because the number of Remuneration Shares to be issued is based on the monthly VWAP for shares to which the fees relate and as at the date of the Notice of Meeting this cannot be calculated for future months.

- iv. The current total remuneration for each of the Directors:
    - (a) Mr Simon Moore – total remuneration package is US\$70,000.00, comprising of directors' fees of US\$70,000.00;
    - (b) Ms Rosheen Garnon – total remuneration package is US\$100,000.00 comprising of directors' fees of US\$90,090.00 and a superannuation payment of US\$9,910.00;
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- (c) Dr Paul Stenson – total remuneration package is US\$65,000.00 comprising of directors' fees of US\$65,000.00; and
    - (d) Mr Carl Dennis – total remuneration package is US\$65,000.00 comprising of directors' fees of US\$65,000.00.
  - v. Number of Shares previously issued to the Directors under the scheme are as follows:
    - (a) Mr Simon Moore - Shareholder approval was obtained in 2022 to issue Remuneration Shares in lieu of US\$70,000.00 of cash remuneration for the 12-month period 1 July 2022 – 30 June 2023.

2,572,967 shares were issued for the period 1 July 2022 – 31 December 2022; and

3,013,895 shares were issued for the period 1 January 2023 – 30 June 2023.
    - (b) Ms Rosheen Garnon

Shareholder approval was obtained in 2020 to issue Remuneration Shares in lieu of US\$30,000.00 of cash remuneration for the 12-month period 1 October 2020 – 30 September 2021.

Shareholder approval was obtained in 2020 to issue Remuneration Shares in lieu of US\$ 30,000.00 of cash remuneration for the 12-month period 1 October 2019 – 30 September 2020.

317,086 shares were issued for the periods 1 October 2020 – 30 September 2021.

362,423 shares were issued for the 12-month period 1 October 2020 – 30 September 2021.

270,212 shares were issued for the 12-month period 1 October 2020 - 30 September 2021.

Shareholder approval was obtained in 2022 to issue Remuneration Shares in lieu of US\$89,500.00 of cash remuneration for the 12-month period 1 July 2022 – 30 June 2023.

3,289,721 shares were issued for the period 1 July 2022 – 31 December 2022; and

3,853,481 shares were issued for the period 1 January 2023 – 30 June 2023.
    - (c) Dr Paul Stenson – Nil
    - (d) Mr Carl Dennis – Shareholder approval was obtained in 2021 to issue 364,536 Remuneration Shares in lieu of US\$13,500.00 of cash remuneration for the period 1 September 2021 to 31 August 2022.
  - vi. The Remuneration Shares will be fully paid on issue and rank equally in all aspects with all existing fully paid ordinary shares previously issued by the Company.
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- vii. In accordance with the Listing Rule 10.15.7, the Remuneration Shares will be issued no later than three years from Shareholder approval (or otherwise as determined by the ASX in the exercise of their discretion).

It is expected that Remuneration Shares will be accrued at the end of each month and issued in two tranches. Remuneration Shares for the period 1 July to 31 December 2023 are expected to be issued shortly after the lodgement of the half year financial results and the second tranche for the period 1 January 2024 to 30 June 2024 are expected to be issued shortly after the lodgement of the annual results.

- viii. The Shares are fully paid ordinary shares issued on the same terms as the Company's existing Shares.
- ix. There will be no loan made to the person in relation to the issue of Remuneration Shares.
- x. Details of any securities issued under the Scheme will be published in each Annual Report of the Company relating to a period which securities have been issued, and that approval for the issue of securities was obtained under ASX Listing Rule 10.14.
- xi. Any additional persons covered by Listing Rule 10.14 who become entitled to participate in an issue of securities under the Plan after the resolution was approved and who were not names in the Notice of Meeting will not participate until approval is obtained under ASX Listing Rule 10.14.

## 6.5 Board recommendation

The Board (**abstain Simon Moore, Rosheen Garnon, Paul Stenson and Carl Dennis**) recommends that Shareholders vote in favour of Resolutions 5, 6, 7 and 8.

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## 7. RESOLUTIONS 9 - 10 – GRANT OF SHARE APPRECIATION RIGHTS TO RELATED PARTIES: WILLIAM BLACKBURN AND ROBERT BROOKINS

### 7.1 Background

Resolutions 9 and 10 seek shareholder approval to issue and allot a maximum of 13,217,936 Share Appreciation Rights pursuant to the Company's SAR Plan, as follows:

- (a) William Blackburn: 6,712,233 Share Appreciation Rights for the Financial Year ended 30 June 2024; and
- (b) Robert Brookins: 6,505,703 Share Appreciation Rights for the Financial Year ended 30 June 2024.

(together, the **Share Appreciation Rights**).

A summary of the terms and conditions of the SAR Plan is set out in Schedule 2.

### 7.2 Chapter 2E of the Corporations Act

Chapter 2E of the Corporations Act prohibits the Company from giving a financial benefit to a related party of the Company unless, either:

the giving of the financial benefit falls within one of the exceptions to the provisions;  
or

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shareholder approval is obtained prior to giving the financial benefit.

The proposed issue of Share Appreciation Rights (which is a type of equity security, for the purposes of the Chapter 2E of the Corporations Act) constitutes the giving of a financial benefit.

A “related party” for the purposes of the Corporations Act and the Listing Rules is widely defined and includes a director of a public company, a spouse of a director of a public company or an entity controlled by a director of a public company

For each Director for whom the issue of Share Appreciation Rights was considered, the other non-conflicted Directors considered the proposed issue, and formed the view that the giving of the financial benefit to that Director(s) was reasonable remuneration given the circumstances of the Company, the quantum of the SARs and the responsibilities held by that Director in the Company.

Accordingly, the non-conflicted Directors of the Company believe that the issue of these Share Appreciation Rights to each of the Directors fall within the “reasonable remuneration” exception as set out in section 211 of the Corporations Act and relies on this exception for the purposes of these Resolutions.

Therefore, the proposed issue of Share Appreciation Rights requires shareholder approval under and for the purposes of Listing Rule 10.14 only.

### **7.3 ASX Listing Rule 10.14**

While the Board can make offers to issue the Share Appreciation Rights under the SAR Plan, a grant of such Share Appreciation Rights is not able to proceed to a related party until after Shareholders' approval is obtained under ASX Listing Rule 10.14.

ASX Listing Rule 10.14 provides that an entity must not permit a director of that entity to acquire securities under an employee incentive scheme without the approval of the members in a general meeting, where the applicable notice of meeting complies with requirements under ASX Listing Rule 10.15.

Resolutions 9 and 10 seek shareholders' approval under ASX Listing Rule 10.14 to grant the applicable Share Appreciation Rights.

If approval from shareholders is obtained in accordance with ASX Listing Rule 10.14, exception 14 of ASX Listing Rule 7.2 will apply so that the issue of Shares will not use the Company's 15% Placement Capacity.

If either Resolutions 9 or 10 are not passed, the Company will not be able to proceed with the grant of those relevant Share Appreciation Rights to Dr Brookins and Mr Blackburn who will continue to be paid cash bonus services, including outstanding fees owing to them from the respective periods.

### **7.4 Information required by ASX Listing Rule 10.15**

The following information in relation to the issue of Remuneration Shares to Directors of the Company is provided to Shareholders for the purposes of ASX Listing Rule 10.15:

- i. the Share Appreciation Rights will be issued to William Blackburn, the Chief Executive Officer and Managing Director of the Company and Dr Robert Brookins, Chief Technology Officer and Director of the Company.
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- ii. Mr Blackburn and Dr Brookins fall within Listing Rule 10.14.1 by virtue of being Directors of the Company.
- iii. The maximum number of Share Appreciation Rights to be granted are as follows:

- (a) Mr Blackburn - 6,712,233 Share Appreciation Rights under Resolution 9; and

- (b) Dr Brookins - 6,505,703 Share Appreciation Rights under Resolution 10.

- iv. The total remuneration package for Mr Blackburn for FY24 is US\$422,500.00, comprising of salary of US\$325,000.00 and a potential short term incentive payment of US\$97,500.00.

If the Share Appreciation Rights under Resolution 9 are issued, the total remuneration package of Mr Blackburn will increase by US\$40,494.00 to US\$462,994.00 being the value of the Share Appreciation Rights (based on the Black Scholes methodology).

The total remuneration package for Dr Brookins for FY23 was US\$409,500.00 comprising of salary of US\$315,000.00 and a potential short term incentive payment of US\$94,500.00.

If the Share Appreciation Rights under Resolution 10 are issued, the total remuneration package of Dr Brookins will increase by US\$39,248.00 to US\$448,748.00, being the value of the Share Appreciation Rights (based on the Black Scholes methodology).

- v. As at the date of this Notice, the number of Share Appreciation Rights previously issued and active under the SAR Plan to the Directors are as follows:

- (a) Mr William Blackburn

- 6,712,233 Share Appreciation Rights for the period 1 September 2022 to 30 June 2023. The SARs were issued at nil consideration and the fair value at issuance was A\$0.0046; and
    - 16,131,415 Share Appreciation Rights as an additional one off grant. The SARs were issued at nil consideration and the fair value at issuance was A\$0.0056.

- (b) Dr Robert Brookins

- 6,871,445 Share Appreciation Rights for the 12-month period 1 July 2021 to 30 June 2022. The SARs were issued at nil consideration and the fair value at issuance was A\$0.0380; and
    - 6,505,703 Share Appreciation Rights for the 12-month period 1 July 2022 to 30 June 2023. The SARs were issued at nil consideration and the fair value at issuance was A\$0.0046.

The information presented above at (a) and (b) above regarding the prior issue of Share Appreciation Rights does not include SARs that were issued and have since expired without meeting the vesting conditions.

- vi. The material terms of the Share Appreciation Rights ("SAR") Plan are set out in Schedule 2.
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Full terms of the Share Appreciation Rights Plan is available on the Company website:

[https://www.alexiuminternational.com/wp-content/uploads/2021/10/Alexium\\_SAR\\_Plan\\_2021.pdf](https://www.alexiuminternational.com/wp-content/uploads/2021/10/Alexium_SAR_Plan_2021.pdf)

- vii. It is expected that the Share Appreciation Rights will be issued within one month after the shareholder approval is obtained and, in any event, no later than three years after the date of the Meeting (or such later date as permitted by any ASX waiver or modification of the ASX Listing Rules) and is anticipated the Share Appreciation Rights will be issued on one date.
- viii. The Share Appreciation Rights will be capable of conversion into a number of Shares in the Company based on the formula set out in the SAR Plan (summarised in Schedule 2).
- ix. The Share Appreciation Rights are being issued so that the incentives for the Mr Blackburn and Dr Brookins are reflective of the value appreciation in the Company's Shares from the date of issue of the Share Appreciation Rights.
- x. The Share Appreciation Rights will be issued for nil consideration and no cash consideration will be payable upon vesting of the Share Appreciation Rights or the subsequent issue of shares (if any).
- xi. Subject to the Corporations Act and ASX Listing Rules, any full time or part-time employee or a casual employee, or officer or Director (Executive and Non-Executive) of the Company and any associate body corporate is entitled to participate in the SAR Plan.
- xii. There will be no loan made to the person(s) in relation to the issue of Share Appreciation Rights.
- xiii. Details of any securities issued under the SAR Plan will be published in each Annual Report of the Company relating to the period in which they were issued, along with a statement that approval for the issue was obtained under ASX Listing Rule 10.14.
- xiv. Any additional persons covered by Listing Rule 10.14 who become entitled to participate in an issue of securities under the SAR Plan after the resolutions were approved and who are not named in this Notice will not participate until approval is obtained under that rule.

#### **7.4 Board recommendation**

The Board (**abstain William Blackburn and Robert Brookins**) recommends that Shareholders vote in favour of Resolutions 9 and 10.

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## GLOSSARY

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**A\$** means Australian dollars.

**US\$** means US dollars.

**10% Placement Facility** has the meaning given in Resolution 4.

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

**Annual General Meeting** or **Meeting** means the meeting convened by the Notice.

**ASIC** means the Australian Securities & Investments Commission.

**ASX** means ASX Limited (ACN 008 624 691) or the financial market operated by ASX Limited, as the context requires.

**ASX Listing Rules** means the Listing Rules of ASX.

**Board** means the current board of directors of the Company.

**Business Day** means Monday to Friday inclusive, except New Year's Day, Good Friday, Easter Monday, Christmas Day, Boxing Day, and any other day that ASX declares is not a business day.

**Chair** means the chair of the Meeting.

**Closely Related Party** of a member of the Key Management Personnel means:

- a spouse or child of the member;
- a child of the member's spouse;
- a dependent of the member or the member's spouse;
- anyone else who is one of the member's family and may be expected to influence the member, or be influenced by the member, in the member's dealing with the entity;
- a company the member controls; or
- a person prescribed by the Corporations Regulations 2001 (Cth) for the purposes of the definition of 'closely related party' in the Corporations Act.

**Company** means Alexium International Group Limited (ACN 064 820 408).

**Constitution** means the Company's constitution.

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

**Directors** means the current directors of the Company.

**Eligible Entity** means an entity that, at the date of the relevant general meeting:

- (a) is not included in the S&P/ASX 300 Index; and
-

(b) has a maximum market capitalisation (excluding restricted securities and securities quoted on a deferred settlement basis) of \$300,000,000.

**Equity Securities** includes a Share, a right to a Share or Option, an Option, a convertible security and any security that ASX decides to classify as an Equity Security.

**Explanatory Memorandum** means the explanatory memorandum accompanying the Notice.

**Key Management Personnel** has the same meaning as in the accounting standards issued by the Australian Accounting Standards Board and means those persons having authority and responsibility for planning, directing and controlling the activities of the Company, or if the Company is part of a consolidated entity, of the consolidated entity, directly or indirectly, including any director (whether executive or otherwise) of the Company, or if the Company is part of a consolidated entity, of an entity within the consolidated group.

**Managing Director** means the managing director of the Company who may, in accordance with the ASX Listing Rules, continue to hold office indefinitely without being re-elected to the office.

**Notice** or **Notice of Meeting** means this notice of meeting including the Explanatory Memorandum and the Proxy Form.

**Ordinary Securities** has the meaning set out in the ASX Listing Rules.

**Proxy Form** means the proxy form accompanying the Notice.

**Remuneration Report** means the remuneration report set out in the Director's report section of the Company's annual financial report for the year ended 30 June 2023.

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

**SAR** means Share Appreciation Right.

**Section** means a section of the Explanatory Memorandum.

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

**Shareholder** means a registered holder of a Share.

**SILOS** means Shares in lieu of services.

**Variable A** means "A" as set out in the formula in ASX Listing Rule 7.1A(2).

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## SCHEDULE 1 – SUMMARY OF TERMS OF EMPLOYEE INCENTIVE PLAN

A summary of the material terms of the Company's Employee Securities Incentive Plan (**Plan**) is set out below.

<b>Eligible Participant</b>	<b>Eligible Participant</b> means a person that is a 'primary participant' (as that term is defined in Division 1A of Part 7.12 of the Corporations Act) in relation to the Company or an Associated Body Corporate (as defined in the Corporations Act) and has been determined by the Board to be eligible to participate in the Plan from time to time.
<b>Purpose</b>	<p>The purpose of the Plan is to:</p> <ul style="list-style-type: none"> <li>(c) assist in the reward, retention and motivation of Eligible Participants;</li> <li>(d) link the reward of Eligible Participants to Shareholder value creation; and</li> <li>(e) align the interests of Eligible Participants with shareholders of the Group (being the Company and each of its Associated Bodies Corporate), by providing an opportunity to Eligible Participants to receive an equity interest in the Company in the form of Shares, Options or Performance Rights (<b>Securities</b>).</li> </ul>
<b>Plan administration</b>	The Plan will be administered by the Board. The Board may exercise any power or discretion conferred on it by the Plan rules in its sole and absolute discretion (except to the extent that it prevents the Participant relying on the deferred tax concessions under Subdivision 83A-C of the <i>Income Tax Assessment Act 1997</i> (Cth)). The Board may delegate its powers and discretion.
<b>Eligibility, invitation and application</b>	<p>The Board may from time to time determine that an Eligible Participant may participate in the Plan and make an invitation to that Eligible Participant to apply for any (or any combination of) the Securities provided under the Plan on such terms and conditions as the Board decides.</p> <p>On receipt of an invitation, an Eligible Participant may apply for the Securities the subject of the invitation by sending a completed application form to the Company. The Board may accept an application from an Eligible Participant in whole or in part.</p> <p>If an Eligible Participant is permitted in the invitation, the Eligible Participant may, by notice in writing to the Board, nominate a party in whose favour the Eligible Participant wishes to renounce the invitation.</p>
<b>Grant of Securities</b>	The Company will, to the extent that it has accepted a duly completed application, grant the Participant the relevant number and type of Securities, subject to the terms and conditions set out in the invitation, the Plan rules and any ancillary documentation required.
<b>Rights attaching to Convertible Securities</b>	<p>A <b>Convertible Security</b> represents a right to acquire one or more Plan Shares in accordance with the Plan (for example, an Option or a Performance Right).</p> <p>Prior to a Convertible Security being exercised, the holder:</p>

		<p>(a) does not have any interest (legal, equitable or otherwise) in any Share the subject of the Convertible Security other than as expressly set out in the Plan;</p> <p>(a) is not entitled to receive notice of, vote at or attend a meeting of the shareholders of the Company;</p> <p>(b) is not entitled to receive any dividends declared by the Company; and</p> <p>(c) is not entitled to participate in any new issue of Shares (see Adjustment of Convertible Securities section below).</p>
<b>Vesting Convertible Securities</b>	<b>of</b>	Any vesting conditions which must be satisfied before Convertible Securities can be exercised and converted to Shares will be described in the invitation. If all the vesting conditions are satisfied and/or otherwise waived by the Board, a vesting notice will be sent to the Participant by the Company informing them that the relevant Convertible Securities have vested. Unless and until the vesting notice is issued by the Company, the Convertible Securities will not be considered to have vested. For the avoidance of doubt, if the vesting conditions relevant to a Convertible Security are not satisfied and/or otherwise waived by the Board, that Convertible Security will lapse.
<b>Exercise Convertible Securities and cashless exercise</b>	<b>of</b>  <b>and</b>	<p>To exercise a Convertible Security, the Participant must deliver a signed notice of exercise and, subject to a cashless exercise of Convertible Securities (see next paragraph below), pay the exercise price (if any) to or as directed by the Company, at any time following vesting of the Convertible Security (if subject to vesting conditions) and prior to the expiry date as set out in the invitation or vesting notice.</p> <p>An invitation may specify that at the time of exercise of the Convertible Securities, the Participant may elect not to be required to provide payment of the exercise price for the number of Convertible Securities specified in a notice of exercise, but that on exercise of those Convertible Securities the Company will transfer or issue to the Participant that number of Shares equal in value to the positive difference between the Market Value of the Shares at the time of exercise and the exercise price that would otherwise be payable to exercise those Convertible Securities.</p> <p><b>Market Value</b> means, at any given date, the volume weighted average price per Share traded on the ASX over the 5 trading days immediately preceding that given date, unless otherwise specified in an invitation.</p> <p>A Convertible Security may not be exercised unless and until that Convertible Security has vested in accordance with the Plan rules, or such earlier date as set out in the Plan rules.</p>
<b>Timing of issue of Shares and quotation of Shares on exercise</b>		As soon as practicable after the valid exercise of a Convertible Security by a Participant, the Company will issue or cause to be transferred to that Participant the number of Shares to which the Participant is entitled under the Plan rules and issue a substitute certificate for any remaining unexercised Convertible Securities held by that Participant.

<b>Restrictions on dealing with Convertible Securities</b>		<p>A holder may not sell, assign, transfer, grant a security interest over or otherwise deal with a Convertible Security that has been granted to them unless otherwise determined by the Board. A holder must not enter into any arrangement for the purpose of hedging their economic exposure to a Convertible Security that has been granted to them.</p> <p>However, in Special Circumstances as defined under the Plan (including in the case of death or total or permanent disability of the Participant) a Participant may deal with Convertible Securities granted to them under the Plan with the consent of the Board.</p>
<b>Listing of Convertible Securities</b>		<p>A Convertible Security granted under the Plan will not be quoted on the ASX or any other recognised exchange. The Board reserves the right in its absolute discretion to apply for quotation of an Option granted under the Plan on the ASX or any other recognised exchange.</p>
<b>Forfeiture of Convertible Securities</b>	<b>of</b>	<p>Convertible Securities will be forfeited in the following circumstances:</p> <ul style="list-style-type: none"> <li>(a) where a Participant who holds Convertible Securities ceases to be an Eligible Participant (e.g. is no longer employed or their office or engagement is discontinued with the Group), all unvested Convertible Securities will automatically be forfeited by the Participant;</li> <li>(b) where a Participant acts fraudulently or dishonestly, negligently, in contravention of any Group policy or wilfully breaches their duties to the Group;</li> <li>(c) where there is a failure to satisfy the vesting conditions in accordance with the Plan;</li> <li>(d) on the date the Participant becomes insolvent; or</li> <li>(e) on the Expiry Date.</li> </ul>
<b>Change of control</b>		<p>If a change of control event occurs, or the Board determines that such an event is likely to occur, the Board may in its discretion determine the manner in which any or all of the holder's Convertible Securities will be dealt with, including, without limitation, in a manner that allows the holder to participate in and/or benefit from any transaction arising from or in connection with the change of control event.</p>
<b>Adjustment of Convertible Securities</b>	<b>of</b>	<p>If there is a reorganisation of the issued share capital of the Company (including any subdivision, consolidation, reduction, return or cancellation of such issued capital of the Company), the rights of each Participant holding Convertible Securities will be changed to the extent necessary to comply with the Listing Rules applicable to a reorganisation of capital at the time of the reorganisation.</p> <p>If Shares are issued by the Company by way of bonus issue (other than an issue in lieu of dividends or by way of dividend reinvestment), the holder of Convertible Securities is entitled, upon exercise of the Convertible Securities, to receive an issue of as many additional Shares as would have been issued to the holder if the holder held Shares equal in number to the Shares in respect of which the Convertible Securities are exercised.</p>

	<p>Unless otherwise determined by the Board, a holder of Convertible Securities does not have the right to participate in a pro rata issue of Shares made by the Company or sell renounceable rights.</p>
<b>Plan Shares</b>	<p>The Board may, from time to time, make an invitation to an Eligible Participant to acquire Plan Shares under the Plan. The Board will determine in its sole and absolute discretion the acquisition price (if any) for each Plan Share which may be nil. The Plan Shares may be subject to performance hurdles and/or vesting conditions as determined by the Board.</p> <p>Where Plan Shares granted to a Participant are subject to performance hurdles and/or vesting conditions, the Participant's Plan Shares will be subject to certain restrictions until the applicable performance hurdles and/or vesting conditions (if any) have been satisfied, waived by the Board or are deemed to have been satisfied under the Rules.</p>
<b>Rights attaching to Plan Shares</b>	<p>All Shares issued or transferred under the Plan or issued or transferred to a Participant upon the valid exercise of a Convertible Security, <b>(Plan Shares)</b> will rank equally in all respects with the Shares of the same class for the time being on issue except for any rights attaching to the Shares by reference to a record date prior to the date of the allotment or transfer of the Plan Shares. A Participant will be entitled to any dividends declared and distributed by the Company on the Plan Shares and may participate in any dividend reinvestment plan operated by the Company in respect of Plan Shares. A Participant may exercise any voting rights attaching to Plan Shares.</p>
<b>Disposal restrictions on Plan Shares</b>	<p>If the invitation provides that any Plan Shares are subject to any restrictions as to the disposal or other dealing by a Participant for a period, the Board may implement any procedure it deems appropriate to ensure the compliance by the Participant with this restriction.</p> <p>For so long as a Plan Share is subject to any disposal restrictions under the Plan, the Participant will not:</p> <ul style="list-style-type: none"> <li>(a) transfer, encumber or otherwise dispose of, or have a security interest granted over that Plan Share; or</li> <li>(b) take any action or permit another person to take any action to remove or circumvent the disposal restrictions without the express written consent of the Company.</li> </ul>
<b>General Restrictions on Transfer of Plan Shares</b>	<p>If the Company is required but is unable to give ASX a notice that complies with section 708A(5)(e) of the Corporations Act, Plan Shares issued under the Plan (including on exercise of Convertible Securities) may not be traded until 12 months after their issue unless the Company, at its sole discretion, elects to issue a prospectus pursuant to section 708A(11) of the Act.</p> <p>Restrictions are imposed by Applicable Law on dealing in Shares by persons who possess material information likely to affect the value of the Shares and which is not generally available. These laws may restrict the acquisition or disposal of Shares by you during the time the holder has such information.</p> <p>Any Plan Shares issued to a holder under the Plan (including upon exercise of Convertible Securities) shall be subject to the terms of the Company's Securities Trading Policy.</p>



<b>Buy-Back</b>	Subject to applicable law, the Company may at any time buy-back Securities in accordance with the terms of the Plan.
<b>Employee Share Trust</b>	The Board may in its sole and absolute discretion use an employee share trust or other mechanism for the purposes of holding Convertible Securities for holders under the Plan and delivering Shares on behalf of holders upon exercise of Convertible Securities.
<b>Maximum number of Securities</b>	The Company will not make an invitation under the Plan which involves monetary consideration if the number of Plan Shares that may be issued, or acquired upon exercise of Convertible Securities offered under an invitation, when aggregated with the number of Shares issued or that may be issued as a result of all invitations under the Plan during the 3 year period ending on the day of the invitation, will exceed 5% of the total number of issued Shares at the date of the invitation (unless the Constitution specifies a different percentage and subject to any limits approved by Shareholders under Listing Rule 7.2 Exception 13(b).
<b>Amendment of Plan</b>	<p>Subject to the following paragraph, the Board may at any time amend any provisions of the Plan rules, including (without limitation) the terms and conditions upon which any Securities have been granted under the Plan and determine that any amendments to the Plan rules be given retrospective effect, immediate effect or future effect.</p> <p>No amendment to any provision of the Plan rules may be made if the amendment materially reduces the rights of any Participant as they existed before the date of the amendment, other than an amendment introduced primarily for the purpose of complying with legislation or to correct manifest error or mistake, amongst other things, or is agreed to in writing by all Participants.</p>
<b>Plan duration</b>	<p>The Plan continues in operation until the Board decides to end it. The Board may from time to time suspend the operation of the Plan for a fixed period or indefinitely and may end any suspension. If the Plan is terminated or suspended for any reason, that termination or suspension must not prejudice the accrued rights of the Participants.</p> <p>If a Participant and the Company (acting by the Board) agree in writing that some or all of the Securities granted to that Participant are to be cancelled on a specified date or on the occurrence of a particular event, then those Securities may be cancelled in the manner agreed between the Company and the Participant.</p>
<b>Income Tax Assessment Act</b>	The Plan is a plan to which Subdivision 83A-C of the <i>Income Tax Assessment Act 1997</i> (Cth) applies (subject to the conditions in that Act) except to the extent an invitation provides otherwise.

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## **SCHEDULE 2 – SUMMARY OF TERMS OF SHARE APPRECIATION RIGHTS PLAN (SAR PLAN)**

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(Reference to Resolutions 9 and 10)

The key terms of the Share Appreciation Rights Plan are as follows:

The objective of the plan is to:

- (a) provide an incentive and to reward, retain and motivate participants.
- (b) recognise the abilities, efforts and contributions of participants to the performance and success of the Group; and
- (c) provide participant with the opportunity to acquire or increase their ownership interest in the Group.

### **Vesting conditions for the relevant awards:**

Resolutions 9 and 10: 89.8% compounded annual growth rate ("CAGR") on the opening share price over a three-year term. Opening share price is determined as A\$0.015 for the purpose of this grant. The fully-vested target price is set by the Board at A\$0.105. Partial vesting begins at a minimum-vesting share price of A\$0.060 (57.5% CAGR) and pays 20% of the total Share Appreciation Rights (SARs) grants. Share price achieved between A\$0.060 (57.5% CAGR) and A\$0.105 (89.8% CAGR) vest the SAR grants on a linear scale between 20% and 100%. The Closing Price will be calculated as the VWAP for the 20 trading days from the lodgement of the Company's Annual Report for FY26. The vesting date is set at 30 September 2026.

Continued employment through the vesting date being three years after the initial award period.

### **Vested Rights:**

All eligible employees, defined as an active employee in good standing on the grant date (date of the 2023 Annual General Meeting), are offered Share Appreciation Rights.

The total grant value is calculated by multiplying a defined percentage by the fixed component of compensation. The number of SARs granted is then calculated by dividing the grant value by the SARs valuation. For purposes of calculating the SARs grants for FY24, the SARs valuation being used is held constant with the valuation calculated for the FY22 SARs grants.

For each SAR that vests, participants will receive the amount (if any) per SAR by which the Closing Price (being the 20-day average market price of AJX shares from the lodgement of the Company's Annual Report for FY26) exceeds the Opening Price (being the 20-day average market price of AJX shares from the lodgement of the Company's FY23 Annual Report) (the SAR Amount). Shares will be issued in the amount equal to the SAR Amount divided by the share closing share price.

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ALEXIUM

Alexium International Group Limited | ABN 91 064 820 408

# Proxy Voting Form

If you are attending the Meeting in person, please bring this with you for Securityholder registration.

Your proxy voting instruction must be received by **10.30am (AEDT) on Monday, 13 November 2023**, being **not later than 48 hours** before the commencement of the Meeting. Any Proxy Voting instructions received after that time will not be valid for the scheduled Meeting.

## SUBMIT YOUR PROXY

Complete the form overleaf in accordance with the instructions set out below.

### YOUR NAME AND ADDRESS

The name and address shown above is as it appears on the Company's share register. If this information is incorrect, and you have an Issuer Sponsored holding, you can update your address through the investor portal: <https://investor.automic.com.au/#/home> Shareholders sponsored by a broker should advise their broker of any changes.

### STEP 1 – APPOINT A PROXY

If you wish to appoint someone other than the Chair of the Meeting as your proxy, please write the name of that Individual or body corporate. A proxy need not be a Shareholder of the Company. Otherwise if you leave this box blank, the Chair of the Meeting will be appointed as your proxy by default.

### DEFAULT TO THE CHAIR OF THE MEETING

Any directed proxies that are not voted on a poll at the Meeting will default to the Chair of the Meeting, who is required to vote these proxies as directed. Any undirected proxies that default to the Chair of the Meeting will be voted according to the instructions set out in this Proxy Voting Form, including where the Resolutions are connected directly or indirectly with the remuneration of KMP.

### STEP 2 - VOTES ON ITEMS OF BUSINESS

You may direct your proxy how to vote by marking 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 SECOND PROXY

You may appoint up to two proxies. If you appoint two proxies, you should complete two separate Proxy Voting Forms and specify the percentage or number each proxy may exercise. If you do not specify a percentage or number, each proxy may exercise half the votes. You must return both Proxy Voting Forms together. If you require an additional Proxy Voting Form, contact Automic Registry Services.

### SIGNING INSTRUCTIONS

**Individual:** Where the holding is in one name, the Shareholder must sign.

**Joint holding:** Where the holding is in more than one name, all Shareholders should sign.

**Power of attorney:** If you have not already lodged the power of attorney with the registry, please attach a certified photocopy of the power of attorney to this Proxy Voting Form when you return it.

**Companies:** To be signed in accordance with your Constitution. Please sign in the appropriate box which indicates the office held by you.

**Email Address:** Please provide your email address in the space provided.

**By providing your email address, you elect to receive all communications despatched by the Company electronically (where legally permissible) such as a Notice of Meeting, Proxy Voting Form and Annual Report via email.**

### CORPORATE REPRESENTATIVES

If a representative of the corporation is to attend the Meeting the appropriate 'Appointment of Corporate Representative' should be produced prior to admission. A form may be obtained from the Company's share registry online at <https://automic.com.au>.

### Lodging your Proxy Voting Form:

#### Online

Use your computer or smartphone to appoint a proxy at <https://investor.automic.com.au/#/loginsah> or scan the QR code below using your smartphone

**Login & Click on 'Meetings'. Use the Holder Number as shown at the top of this Proxy Voting Form.**



#### BY MAIL:

Automic  
GPO Box 5193  
Sydney NSW 2001

#### IN PERSON:

Automic  
Level 5, 126 Phillip Street  
Sydney NSW 2000

#### BY EMAIL:

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#### BY FACSIMILE:

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