



# **Notice of Extraordinary General Meeting and Explanatory Memorandum**

**Hydrix Limited**

ACN 060 369 048

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**Date:** Thursday 17 September 2020

**Time:** 11.30am (Melbourne time)

**Place:** Via Zoom

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## IMPORTANT INFORMATION

### COVID-19 arrangements

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Hydrix Limited (**Hydrix** or the **Company**) advises that it will hold an Extraordinary General Meeting of shareholders by virtual technology on Thursday 17 September 2020 at 11.30am (**Meeting**).

The safety of Hydrix's shareholders, employees and other stakeholders is the Company's highest priority. At the date of this notice, the COVID-19 situation remains volatile and uncertain. Based on up-to-date information available to the Board at the time of this notice, the Company has determined to conduct the Meeting virtually via Zoom.

***Shareholders are strongly encouraged to vote by lodging a directed proxy appointing the Chairman as proxy, before 11.30am (Melbourne time) on Tuesday 15 September 2020.*** A personalised proxy form will be provided to each shareholder. Proxies can be lodged in accordance with the instructions in the personalised proxy form.

Arrangements for attendance by Zoom, with the ability to ask questions, can be made by contacting the Company via email at [generalmeeting@hydrix.com](mailto:generalmeeting@hydrix.com) by 5.00pm (Melbourne time) on Tuesday 15 September 2020. Arrangements will be made for direct voting at the virtual Meeting by shareholders, proxies, corporate representatives and holders of powers of attorney.

Potential restrictions relating to COVID-19 are rapidly evolving. If it becomes necessary or appropriate to make alternative arrangements to those set out in this Notice of Meeting, the Company will announce the alternative arrangements to ASX. Shareholders are encouraged to check for up to date announcements at the ASX website [www.asx.com.au](http://www.asx.com.au) (the Company's issuer code is "HYD").

### QUESTIONS FROM SHAREHOLDERS

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In order to provide an equal opportunity for all shareholders to ask questions of the Board, we ask you to submit in writing any questions to the Company in relation to the business of this Meeting. Please send your questions via email to [generalmeeting@hydrix.com](mailto:generalmeeting@hydrix.com).

Written questions must be received by no later than **5.00pm (Melbourne time) on Thursday 10 September 2020**.

Your questions should relate to matters that are relevant to the business of the Meeting, as outlined in this Notice of Meeting and Explanatory Memorandum.

In accordance with the *Corporations Act 2001* (Cth) and the Company's policy, a reasonable opportunity will also be provided to shareholders attending the Meeting to ask questions about, or make comments upon, matters in relation to the business of the Meeting.

During the course of the Meeting, the Chairman will seek to address as many shareholder questions as reasonably practicable. However, there may not be sufficient time to answer all questions at the Meeting. Please note that individual responses may not be sent to shareholders.

### VOTING INFORMATION

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#### Voting by proxy

- (a) A shareholder entitled to attend and vote at the Meeting may appoint one proxy or, if the shareholder is entitled to cast 2 or more votes at the Meeting, 2 proxies, to attend and vote instead of the shareholder.
- (b) Where 2 proxies are appointed to attend and vote at the Meeting, each proxy may be appointed to represent a specified proportion or number of the shareholder's voting rights at the Meeting.
- (c) A proxy need not be a shareholder of the Company.

- (d) A proxy may be an individual or a body corporate. If a body corporate is appointed, the proxy form must indicate the full name of the body corporate and the full name or title of the individual representative of the body corporate for the Meeting.
- (e) A proxy form accompanies this Notice. If a shareholder wishes to appoint more than 1 proxy, they may make a copy of the proxy form attached to this Notice. For the proxy form to be valid it must be received together with the power of attorney or other authority (if any) under which the form is signed, or a (notarially) certified copy of that power or authority by **11.30 am (Melbourne time) on Tuesday 15 September 2020** at the share registry, being Boardroom Pty Limited, as follows:

<b>Online</b>	<a href="https://www.votingonline.com.au/hydrixegm2020">https://www.votingonline.com.au/hydrixegm2020</a>
<b>By post</b>	Boardroom Pty Limited GPO Box 3993 Sydney NSW 2001
<b>By personal delivery</b>	Boardroom Pty Limited Level 12, Grosvenor Place 225 George Street Sydney NSW 2000
<b>By facsimile</b>	+61 9290 9655

### **Voting and other entitlements at the Meeting**

A determination has been made by the Board under regulation 7.11.37 of the *Corporations Regulations 2001* that shares in the Company which are on issue at **7.00pm (Melbourne time) on 15 September 2020** will be taken to be held by the persons who held them at that time for the purposes of the Meeting (including determining voting entitlements at the meeting).

# NOTICE OF EXTRAORDINARY GENERAL MEETING

Notice is given that an Extraordinary General Meeting of Hydrix Limited ACN 060 369 048 will be held via Zoom on Thursday 17 September 2020 at 11.30am (Melbourne time)

## BUSINESS OF THE MEETING

Shareholders are invited to consider the following items of business at the Extraordinary General Meeting.

### Ratification of previous issue of securities

Resolution 1	Ratification of issue of Underwriter Options
Description	The Company seeks Shareholder approval under ASX Listing Rule 7.4 for the prior issue of options to the Underwriter and sub-underwriters of the Entitlement Offer.
Resolution (Ordinary)	To consider and, if thought fit, pass the following resolution as an <b>ordinary resolution</b> :  <i>“THAT for the purposes of ASX Listing Rule 7.4 and for all other purposes, Shareholders approve and ratify the issue of 11,847,325 options to the Underwriter and sub-underwriters of the Entitlement Offer on 31 July 2020, on the terms and conditions set out in the Explanatory Memorandum accompanying this Notice.”</i>
Voting Exclusion	<p>The Company will disregard any votes cast in favour of this resolution by or on behalf of:</p> <ul style="list-style-type: none"><li>(a) any person who participated in the issue of the Underwriter Options; or</li><li>(b) an associate of that person or those persons.</li></ul> <p>However, this does not apply to a vote cast in favour of a resolution by:</p> <ul style="list-style-type: none"><li>(c) 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</li><li>(d) 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</li><li>(e) a holder acting solely in a nominee, trustee, custodial or other fiduciary capacity on behalf of a beneficiary provided the following conditions are met:<ul style="list-style-type: none"><li>(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</li><li>(ii) the holder votes on the resolution in accordance with directions given by the beneficiary to the holder to vote in that way.</li></ul></li></ul>

## Approval for issue of securities under Placement Offer

Resolution 2	Approval for issue of securities under Placement Offer
<b>Description</b>	The Company seeks Shareholder approval under ASX Listing Rule 7.1 for the issue of Shares and options under the Placement Offer.
<b>Resolution (Ordinary)</b>	To consider and, if thought fit, pass the following resolution as an <b>ordinary resolution</b> :  <i><b>“THAT, for the purposes of ASX Listing Rule 7.1 and for all other purposes, Shareholders approve the issue of 14,000,000 Placement Shares and 4,666,667 Placement Options to sophisticated investors under the Placement Offer, on the terms and conditions set out in the Explanatory Memorandum accompanying this Notice.”</b></i>
<b>Voting Exclusion</b>	<p>The Company will disregard any votes cast in favour on this resolution by:</p> <ul style="list-style-type: none"> <li>(a) any person who may participate in the proposed issue of the Placement Shares and Placement Options; and</li> <li>(b) any person who might obtain a benefit, except a benefit solely in the capacity of a holder of Shares, if this resolution is passed; and</li> <li>(c) any associates of the persons named in sub-paragraphs (a) and (b).</li> </ul> <p>However, this does not apply to a vote cast in favour of a resolution by:</p> <ul style="list-style-type: none"> <li>(d) 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</li> <li>(e) 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</li> <li>(f) a holder acting solely in a nominee, trustee, custodial or other fiduciary capacity on behalf of a beneficiary provided the following conditions are met: <ul style="list-style-type: none"> <li>(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</li> <li>(ii) the holder votes on the resolution in accordance with directions given by the beneficiary to the holder to vote in that way.</li> </ul> </li> </ul>

Dated: 19 August 2020

By order of the Board of Hydrix Limited



**Alyn Tai**  
Company Secretary

# EXPLANATORY MEMORANDUM TO NOTICE OF EXTRAORDINARY GENERAL MEETING

## Ratification of previous issue of securities

Resolution 1	Ratification of issue of Underwriter Options
<p><b>Explanation</b></p>	<p>The Company seeks shareholder ratification pursuant to ASX Listing Rule 7.4 for a previous issue of securities made by the Company during the last 12 months under ASX Listing Rule 7.1, which provides that a company must not, subject to specified exceptions under ASX Listing Rule 7.2, issue or agree to issue Equity Securities during any 12 month period in excess of 15% of the number of ordinary shares on issue at the commencement of that 12 month period without shareholder approval (<b>15% Placement Capacity</b>).</p> <p>ASX Listing Rule 7.4 sets out an exception to the limitations on the Company's capacity to issue Equity Securities pursuant to its 15% Placement Capacity, by permitting the ratification of previous issues of Equity Securities which were not made under a prescribed exception under ASX Listing Rule 7.2 or with shareholder approval.</p> <p>If shareholders of a company approve the ratification of such previous issues of Equity Securities at a general meeting, those Equity Securities will be deemed to have been issued with shareholder approval for the purposes of ASX Listing Rule 7.1.</p> <p>Accordingly, if shareholders ratify the previous issue of Equity Securities made by the Company by way of approving Resolution 1, those Equity Securities will be deemed to have been issued with shareholder approval for the purposes of ASX Listing Rule 7.1 and will no longer be deducted from the Company's 15% Placement Capacity.</p>
<p><b>Background</b></p>	<p>On 6 July 2020, the Company announced a capital raising of \$3 million, consisting of the following elements:</p> <ol style="list-style-type: none"> <li><b>1. Entitlement Offer:</b> a pro-rata non-renounceable entitlement offer to eligible shareholders to raise approximately \$2 million (before costs), on the basis of 1 new Share (<b>Entitlement Share</b>) for every 3 Shares held at 7.00pm (AEST) on Thursday, 9 July 2020 (<b>Record Date</b>), together with 1 free attaching option (exercisable at 12 cents and expiring on 31 July 2022) (<b>Entitlement Option</b>) for every 3 Entitlement Shares issued;</li> <li><b>2. Underwriter Offer:</b> an offer of up to approximately 11.85 million options (exercisable at 12 cents and expiring on 31 July 2022) (<b>Underwriter Options</b>) to the underwriter and sub-underwriters of the Entitlement Offer; and</li> <li><b>3. Placement Offer:</b> an offer of 14 million Shares to certain sophisticated investors (<b>Placement Shares</b>), together with 1 free attaching option (exercisable at 12 cents and expiring on 31 July 2022) (<b>Placement Option</b>) for every 3 Placement Shares issued, to raise \$1 million (before costs),</li> </ol> <p>(together, the <b>Offers</b>)</p>

	On 31 July 2020, the Company issued 11,847,325 Underwriter Options to the lead manager and underwriter of the Entitlement Offer, Henslow Pty Ltd ( <b>Underwriter</b> ) and a number of sub-underwriters, pursuant to Listing Rule 7.1. The Company seeks ratification of the issue of these securities under ASX Listing Rule 7.4.												
<b>Specific information for Resolution 1</b>	<p>In accordance with ASX Listing Rule 7.5, which contains requirements as to the contents of a notice sent to shareholders for the purposes of ASX Listing Rule 7.4, the following information is provided to shareholders:</p> <table> <tr> <td><b>No. of securities issued</b></td><td>11,847,325 Underwriter Options</td></tr> <tr> <td><b>Issue price</b></td><td> <p>3,000,000 Underwriter Options were issued to the Underwriter, under the terms of the underwriting agreement dated 6 July 2020, for nominal consideration of \$50 (or \$0.0000167 per Option).</p> <p>8,847,325 Underwriter Options were issued to the sub-underwriters of the Entitlement Offer as free attaching options, on the basis of one Underwriter Option for every 3 Entitlement Shares sub-underwritten.</p> </td></tr> <tr> <td><b>Recipients of issue</b></td><td>The Underwriter and sub-underwriters of the Entitlement Offer.</td></tr> <tr> <td><b>Terms of securities</b></td><td>Options to acquire fully paid ordinary shares in the Company, exercisable at 12 cents and expiring on 31 July 2022.</td></tr> <tr> <td><b>Use of funds raised</b></td><td> <p>As detailed in the Company's prospectus dated 6 July 2020 (<b>Prospectus</b>), the funds raised will be used to:</p> <ul style="list-style-type: none"> <li>▪ Pay down debt under the facility agreement between the Company and Pure Asset Management Pty Ltd dated 15 November 2019;</li> <li>▪ Increase the Company's financial strength and flexibility to navigate COVID-19 disruptions, grow its Services business and invest in high potential client product innovations; and</li> <li>▪ Expedite the first implants of the AngelMed Guardian® System within its initial target markets of Singapore and Australia.</li> </ul> </td></tr> <tr> <td><b>Voting exclusion statement</b></td><td>A voting exclusion statement applies to this item of business, as set out in the Notice.</td></tr> </table>	<b>No. of securities issued</b>	11,847,325 Underwriter Options	<b>Issue price</b>	<p>3,000,000 Underwriter Options were issued to the Underwriter, under the terms of the underwriting agreement dated 6 July 2020, for nominal consideration of \$50 (or \$0.0000167 per Option).</p> <p>8,847,325 Underwriter Options were issued to the sub-underwriters of the Entitlement Offer as free attaching options, on the basis of one Underwriter Option for every 3 Entitlement Shares sub-underwritten.</p>	<b>Recipients of issue</b>	The Underwriter and sub-underwriters of the Entitlement Offer.	<b>Terms of securities</b>	Options to acquire fully paid ordinary shares in the Company, exercisable at 12 cents and expiring on 31 July 2022.	<b>Use of funds raised</b>	<p>As detailed in the Company's prospectus dated 6 July 2020 (<b>Prospectus</b>), the funds raised will be used to:</p> <ul style="list-style-type: none"> <li>▪ Pay down debt under the facility agreement between the Company and Pure Asset Management Pty Ltd dated 15 November 2019;</li> <li>▪ Increase the Company's financial strength and flexibility to navigate COVID-19 disruptions, grow its Services business and invest in high potential client product innovations; and</li> <li>▪ Expedite the first implants of the AngelMed Guardian® System within its initial target markets of Singapore and Australia.</li> </ul>	<b>Voting exclusion statement</b>	A voting exclusion statement applies to this item of business, as set out in the Notice.
<b>No. of securities issued</b>	11,847,325 Underwriter Options												
<b>Issue price</b>	<p>3,000,000 Underwriter Options were issued to the Underwriter, under the terms of the underwriting agreement dated 6 July 2020, for nominal consideration of \$50 (or \$0.0000167 per Option).</p> <p>8,847,325 Underwriter Options were issued to the sub-underwriters of the Entitlement Offer as free attaching options, on the basis of one Underwriter Option for every 3 Entitlement Shares sub-underwritten.</p>												
<b>Recipients of issue</b>	The Underwriter and sub-underwriters of the Entitlement Offer.												
<b>Terms of securities</b>	Options to acquire fully paid ordinary shares in the Company, exercisable at 12 cents and expiring on 31 July 2022.												
<b>Use of funds raised</b>	<p>As detailed in the Company's prospectus dated 6 July 2020 (<b>Prospectus</b>), the funds raised will be used to:</p> <ul style="list-style-type: none"> <li>▪ Pay down debt under the facility agreement between the Company and Pure Asset Management Pty Ltd dated 15 November 2019;</li> <li>▪ Increase the Company's financial strength and flexibility to navigate COVID-19 disruptions, grow its Services business and invest in high potential client product innovations; and</li> <li>▪ Expedite the first implants of the AngelMed Guardian® System within its initial target markets of Singapore and Australia.</li> </ul>												
<b>Voting exclusion statement</b>	A voting exclusion statement applies to this item of business, as set out in the Notice.												
<b>Board Recommendation</b>	<p>The Directors unanimously recommend that shareholders vote in favour of Resolution 1.</p> <p>As explained above, the effect of shareholder approval for Resolution 1 is the reinstatement of the Company's 15% Placement Capacity.</p> <p>Although the Directors do not (save for as otherwise set out in this Notice) currently have any specific intention to make any further issue of Shares without approval of shareholders under ASX Listing Rule 7.1 in the next 12 months, unless such issue falls under an exception to the 15% threshold in ASX Listing Rule 7.2, the Directors</p>												

	<p>believe that it is in the best interests of the Company to maintain its ability to issue securities under its 15% Placement Capacity, as this will enhance the Company's flexibility to finance its operations through raising equity capital, should the Directors consider it to be in the best interests of the Company to do so.</p> <p>In particular, the Directors note that if shareholder approval for Resolution 1 is not obtained at the Meeting, the Company may be required to incur additional costs and delay of convening an extraordinary general meeting of the Company if the Directors propose to issue securities which do not fall under an exception to the 15% rule in ASX Listing Rule 7.2.</p>
<b>Chairman's available proxies</b>	The Chairman of the Meeting intends to vote all available proxies in favour of this resolution.

## Approval for issue of securities under Placement Offer

Resolution 2	Approval for issue of securities under Placement Offer	
Explanation	As disclosed in the Prospectus, the Company is seeking to raise \$1 million (before costs) through the issue of new Shares to sophisticated and professional investors under the Placement Offer, at a price of 7.5 cents per Share. For every 3 new Shares subscribed for under the Placement Offer, investors will receive 1 free option to acquire a Share, exercisable at 12 cents and expiring on 31 July 2022. The Company has received binding commitments from investors to subscribe for Shares under the Placement Offer.	
	Resolution 2 seeks shareholder approval for the issue of 14,000,000 Placement Shares and 4,666,667 Placement Options, without using the Company’s 15% Placement Capacity.	
Specific information for Resolution 2	In accordance with ASX Listing Rule 7.3, which contains requirements as to the contents of a notice sent to shareholders for the purposes of ASX Listing Rule 7.1, the following information is provided to shareholders:	
	Maximum no. of securities issued	14,000,000 Placement Shares and 4,666,667 Placement Options
	Date by which securities will be issued	Subject to Shareholder approval being obtained, the Company will issue the Placement Shares and Placement Options as soon as is practicable after the Meeting, or in any event no later than 3 months after the date of the Meeting.
	Issue price per security	The Placement Shares will be issued at a price of 7.5 cents per Share.  The Placement Options will be issued as free attaching options, on the basis of one Placement Option for every 3 new Shares subscribed for under the Placement Offer.
	Recipients of issue	The subscribers of the Placement Offer are sophisticated and professional investors introduced to the Company by the lead manager to the Placement Offer, Henslow Pty Ltd.



	<b>Terms of securities</b>	<p>The Placement Shares are fully paid ordinary shares ranking pari-passu with other existing fully paid ordinary shares in the Company.</p> <p>The Placement Options are options to acquire fully paid ordinary shares in the Company, exercisable at 12 cents and expiring on 31 July 2022.</p>
	<b>Use of funds raised</b>	<p>As explained in the Prospectus, the funds raised will be used to:</p> <ul style="list-style-type: none"> <li>▪ Pay down debt under the facility agreement between the Company and Pure Asset Management Pty Ltd dated 15 November 2019;</li> <li>▪ Increase the Company's financial strength and flexibility to navigate COVID-19 disruptions, grow its Services business and invest in high potential client product innovations; and</li> <li>▪ Expedite the first implants of the AngelMed Guardian® System within its initial target markets of Singapore and Australia.</li> </ul>
	<b>Voting exclusion statement</b>	A voting exclusion statement applies to this item of business, as set out in the Notice.
<b>Board Recommendation</b>	The Directors unanimously recommend that shareholders vote in favour of Resolution 2.	
<b>Chairman's available proxies</b>	The Chairman of the Meeting intends to vote all available proxies in favour of this resolution.	

## DEFINITIONS

<b>15% Placement Capacity</b>	Means the Company's capacity to issue shares under ASX Listing Rule 7.1.
<b>Corporations Act</b>	Means the <i>Corporations Act 2001</i> (Cth).
<b>Company or Hydrix</b>	Means Hydrix Limited ACN 060 369 048.
<b>Equity Security</b>	Means: a) a share; b) a right to a share or option; c) an option over an issued or unissued security; d) a convertible security; e) any security that ASX decides to classify as an equity security.
<b>Share</b>	Means a fully paid ordinary share in the capital of the Company.



#### All Correspondence to:

✉ **By Mail** Boardroom Pty Limited  
GPO Box 3993  
Sydney NSW 2001 Australia

📠 **By Fax:** +61 2 9290 9655

💻 **Online:** [www.boardroomlimited.com.au](http://www.boardroomlimited.com.au)

☎ **By Phone:** (within Australia) 1300 737 760  
(outside Australia) +61 2 9290 9600

## YOUR VOTE IS IMPORTANT

For your vote to be effective it must be recorded **before 11.30am (Melbourne time) on Tuesday 15 September 2020.**

### 🖥 TO VOTE ONLINE

**STEP 1: VISIT** <https://www.votingonline.com.au/hydrixegm2020>

**STEP 2: Enter your Postcode OR Country of Residence (if outside Australia)**

**STEP 3: Enter your Voting Access Code (VAC):**

### 📱 BY SMARTPHONE



Scan QR Code using smartphone  
QR Reader App

### TO VOTE BY COMPLETING THE PROXY FORM

#### STEP 1 APPOINTMENT OF PROXY

Indicate who you want to appoint as your Proxy.

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

##### Appointment of a Second Proxy

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

To appoint a second proxy you must:

- (a) complete two Proxy Forms. On each Proxy Form state the percentage of your voting rights or the number of securities applicable to that form. If the appointments do not specify the percentage or number of votes that each proxy may exercise, each proxy may exercise half your votes. Fractions of votes will be disregarded.
- (b) return both forms together in the same envelope.

#### STEP 2 VOTING DIRECTIONS TO YOUR PROXY

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

##### Proxy which is a Body Corporate

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

#### STEP 3 SIGN THE FORM

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

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

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

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

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

#### STEP 4 LODGEMENT

Proxy forms (and any Power of Attorney under which it is signed) must be received no later than 48 hours before the commencement of the meeting, therefore by **11.30am (Melbourne Time) on Tuesday 15 September 2020.** Any Proxy Form received after that time will not be valid for the scheduled meeting.

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

🖥 **Online** <https://www.votingonline.com.au/hydrixegm2020>

📠 **By Fax** + 61 2 9290 9655

✉ **By Mail** Boardroom Pty Limited  
GPO Box 3993,  
Sydney NSW 2001 Australia

👤 **In Person** Boardroom Pty Limited  
Level 12, 225 George Street,  
Sydney NSW 2000 Australia

#### Attending the Meeting

If you wish to attend the meeting please bring this form with you to assist 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. Securityholders sponsored by a broker should advise their broker of any changes.

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

**PROXY FORM**

**STEP 1 APPOINT A PROXY**

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

☐

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

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

or failing the individual or body corporate named, or if no individual or body corporate is named, the Chair of the Meeting as my/our proxy at the Extraordinary General Meeting of the Company to be held via Zoom on **Thursday 17 September 2020 at 11.30am (Melbourne time)** and at any adjournment of that meeting, to act on my/our behalf and to vote in accordance with the following directions or if no directions have been given, as the proxy sees fit.

The Chair of the Meeting intends to vote undirected proxies in favour of each of the items of business.

**STEP 2 VOTING DIRECTIONS**

\* If you mark the Abstain box for a particular item, you are directing your proxy not to vote on your behalf on a show of hands or on a poll and your vote will not be counted in calculating the required majority if a poll is called.

		For	Against	Abstain*
Resolution 1	Ratification of issue of Underwriter Options	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Resolution 2	Approval for issue of securities under Placement Offer	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

**STEP 3 SIGNATURE OF SECURITYHOLDERS**

This form must be signed to enable your directions to be implemented.

Individual or Securityholder 1

Sole Director and Sole Company Secretary

Securityholder 2

Director

Securityholder 3

Director / Company Secretary

Contact Name.....

Contact Daytime Telephone.....

Date / / 2020