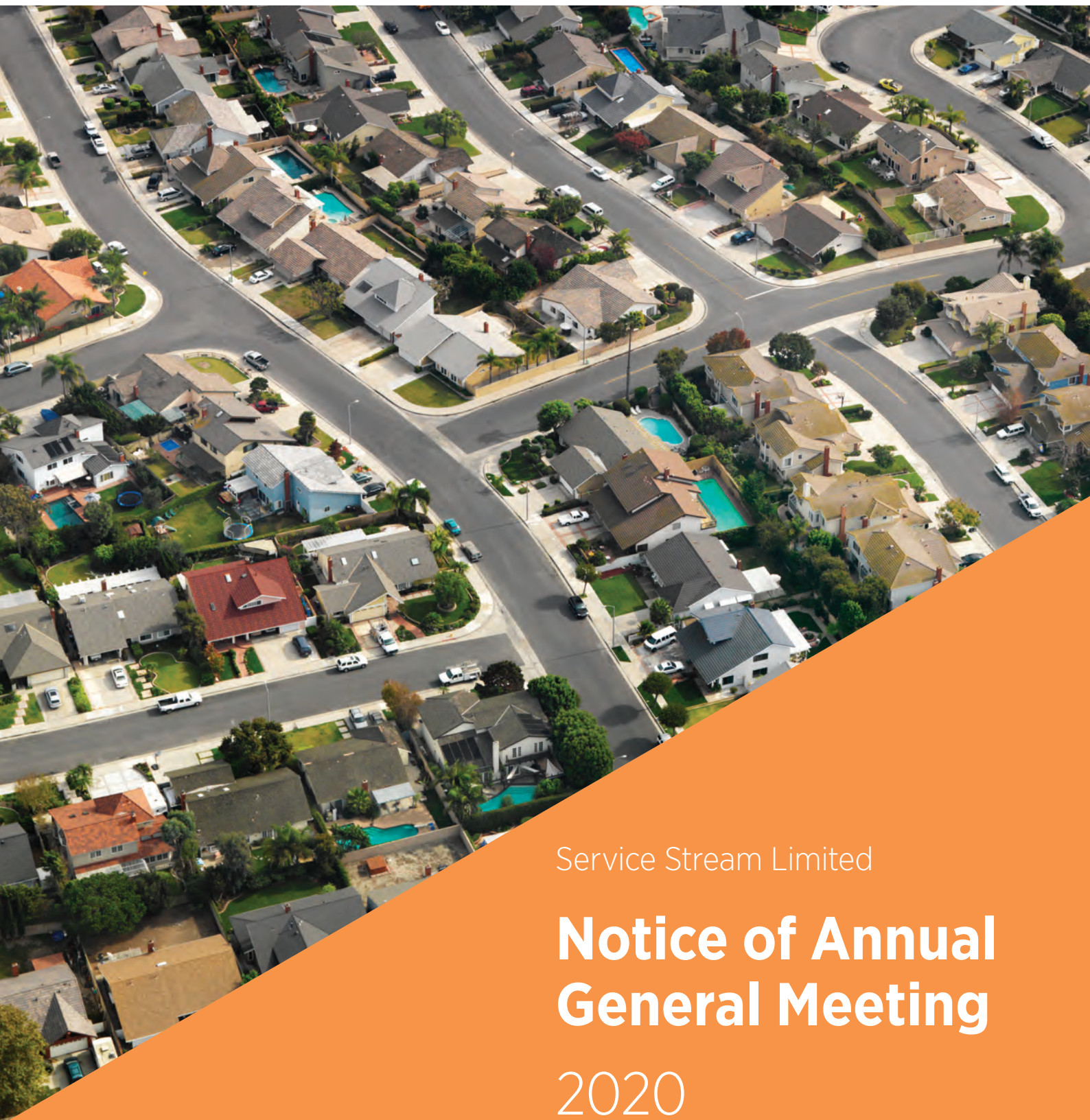
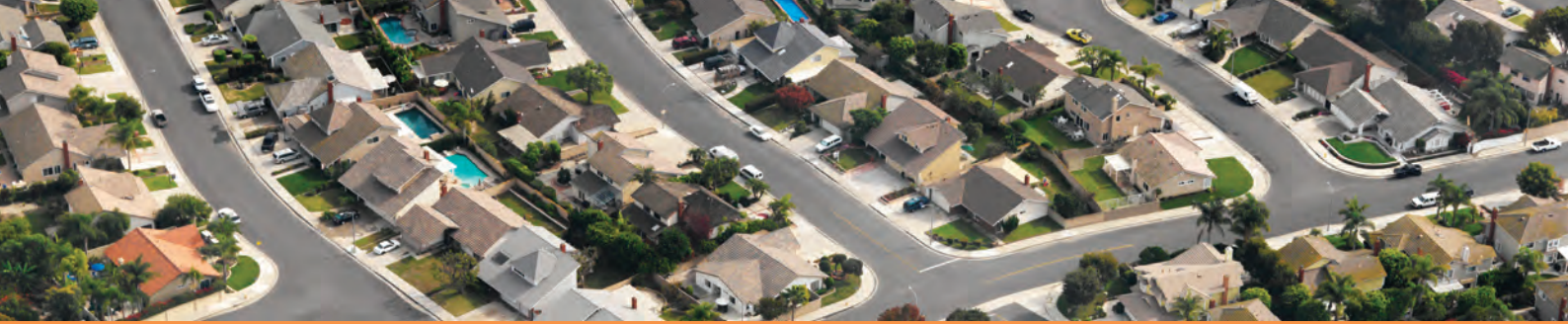




Service Stream Limited

Notice of Annual General Meeting

2020





Notice of Annual General Meeting

Notice is given that the 2020 annual general meeting (**AGM**) of members of Service Stream Limited (**Company**) will be a virtual meeting conducted online at 10am on Wednesday 21 October 2020.

Annual financial and other reports

To receive the Company's financial report, directors' report and auditor's report for the financial year ended 30 June 2020.

Resolution 1 — Adoption of remuneration report

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

"That the remuneration report for the year ended 30 June 2020 be adopted."

Note: The remuneration report is set out on pages 14 to 23 of the Company's 2020 annual report. The vote on this resolution is advisory only and does not bind the directors of the Company.

Resolution 2 – Re-election of Peter Dempsey

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

"That Peter Dempsey (who retires by rotation in accordance with rule 7.1(f) of the Company's constitution and (being eligible) stands for re-election) be re-elected as a director of the Company."

Resolution 3 — Acquisition of securities by Leigh Mackender or his associate, under the FY21 Tranche of the Company's Long-Term Incentive Plan

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

"That the acquisition by Leigh Mackender or his associate of 361,879 performance rights under the FY21 Tranche of the Company's Long-Term Incentive Plan (and up to 361,879 fully paid ordinary shares in the Company underlying, and issued in accordance with the terms of, those performance rights) on the terms summarised in the explanatory statement accompanying the notice of this meeting, be approved for the purpose of Rule 10.14 of the ASX Listing Rules and for all other purposes."

By order of the Board:



Chris Chapman
Company Secretary

Date 16th September 2020

Notice of Annual General Meeting



Notes:

1. A member entitled to attend and vote at this meeting is entitled to appoint one proxy or, if the member is entitled to cast two or more votes at the meeting, two proxies to attend and vote on behalf of and instead of the member.
2. Where two proxies are appointed, the proxies may vote only if each proxy is appointed to represent a specified proportion of the member's voting rights.
3. A proxy need not be a member.
4. Shareholders are encouraged to notify an appointed proxy of their appointment to enable them to participate in the meeting online and to exercise your voting instructions. Appointed proxies will need to contact Computershare Investor Services to obtain a username and password to vote online. Further details are available in the online meeting guide at <https://www.servicestream.com.au/investors/agms-market-presentations>.
5. A proxy form accompanies the letter in respect of the AGM. To be valid, the proxy form together with the power of attorney or other authority (if any) under which the form is signed, or a certified copy of that power or authority, must be:
 - a) received by the Company's share registrar, Computershare Investor Services Pty Limited by:
 1. hand delivery to "Yarra Falls", 452 Johnston Street, Abbotsford, Victoria 3067;
 2. post to GPO Box 242, Melbourne, Victoria, 8060; or
 3. facsimile on 1800 783 447 (within Australia) or +61 3 9473 2555 (outside Australia)before 10.00am (Melbourne time) on Monday 19 October 2020; or
 - b) received by the Company (addressed to the attention of Mr. Chris Chapman, Company Secretary):
 1. at its office at Level 4, 357 Collins Street, Melbourne, Victoria, 3000; or
 2. by facsimile on +61 3 9677 8877;before 10.00am (Melbourne time) on Monday 19 October 2020.

Due to COVID-19 implications and social distancing requirements, the Company encourages shareholders to return their proxy forms by fax or mail.
6. A proxy may be appointed electronically by:
 - a) visiting www.investorvote.com.au and following the instructions provided;
 - b) scanning the QR code with your mobile device; or
 - c) visiting www.intermediaryonline.com to submit your voting intentions (for Intermediary Online subscribers (custodians) only),

before 10.00am (Melbourne time) on Monday 19 October 2020. A proxy cannot be appointed online if they are appointed under power of attorney or similar authority.
7. The Company has determined that those persons who are registered as the holders of shares in the Company at 7.00pm (Melbourne time) on Monday 19 October 2020 will be taken to be the holders of shares for the purposes of determining voting entitlements at this meeting.

Voting exclusion statement

1. Resolution 1 (adoption of remuneration report):

The Company will disregard any votes cast in favour of resolution 1 by:

- a) or on behalf of a member of the key management personnel for the Company (details of whose remuneration are included in the remuneration report, including each director) (**KMP Member**), or a closely related party of a KMP Member; or
- b) any KMP Member as at the date of the meeting (and their closely related parties) as proxy for another shareholder.

However, this does not apply to a vote cast in favour of the resolution by:

- a) a person as proxy for a person who is entitled to vote on the resolution, in accordance with the directions provided by that person on the proxy form; or
- b) the Chairman, as proxy for a person who is entitled to vote on the resolution, in accordance with an express authorisation to vote undirected proxies as the Chairman decides, despite the fact that the resolution is connected directly or indirectly with the remuneration of the Company's key management personnel.

2. Resolution 3 (acquisition of securities by Leigh Mackender or his associate, under the FY21 Tranche of the Company's Long-Term Incentive Plan):

The Company will disregard any votes cast in favour of resolution 3 by:

- a) or on behalf of any director of the Company, or an associate of any director of the Company, who is eligible to participate in the Long-Term Incentive Plan; or
- b) any KMP Member as at the date of the meeting (and their closely related parties) as proxy for another shareholder.

However, this does not apply to a vote cast in favour of the resolution by:

- i. 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
- ii. the Chairman as proxy or attorney for a person who is entitled to vote on the resolution, in accordance with a direction given to the Chairman to vote on the resolution as the Chairman decides; or
- iii. a holder acting solely in a nominee, trustee, custodial or other fiduciary capacity on behalf of a beneficiary provided the following conditions are met:
- iv. 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
- v. the holder votes on the resolution in accordance with directions given by the beneficiary to the holder to vote in that way.

The Chairman intends to vote undirected proxies held by him in favour of each resolution. Please refer to this notice of meeting for more information.

Questions from Shareholders

Your questions relating to the Company that may be relevant to the 2020 AGM are important to us.

In accordance with the *Corporations Act 2001* and the Company's past practice, a reasonable opportunity will be given to shareholders at the meeting to ask questions about, or make comments on, the management of the company, the remuneration report and the resolutions put forward.

Similarly, a reasonable opportunity will be given to shareholders at the meeting to ask the Company's auditor, PricewaterhouseCoopers, questions relevant to the conduct of the audit, the preparation and content of the auditor's report, the accounting policies adopted by the company in relation to the preparation of the financial statements, and the independence of the auditor in relation to the conduct of the audit.

Written questions may be submitted by shareholders in advance of the meeting, including questions for the company's auditor PricewaterhouseCoopers.

Shareholders can submit their questions in advance of the meeting in a number of ways:

1. by emailing questions to AGM@servicestream.com.au; or
2. submitting an online question when voting online prior to the meeting at www.investorvote.com.au.

To be considered in advance of the meeting, a written question must be received by no later than 10am (Melbourne time) on Monday 19 October 2020.

We will attempt to respond to as many of the more frequently asked questions as possible in the Chairman's and Managing Director's addresses at the 2020 AGM. Due to the large number of questions we may receive, we will not be replying on an individual basis.

Participating in the meeting online

Shareholders also can submit questions in relation to the business of the meeting, and vote on the resolutions in real time during the meeting via the Lumi online meeting application.

Shareholders participating in the meeting using the Lumi online platform will be able to vote between the commencement of the meeting and the closure of voting as announced by the Chairman during the meeting.

By participating in the meeting online you will be able to:

1. hear and view meeting slides;
2. submit questions at the appropriate time whilst the meeting is in progress; and
3. vote during the meeting.

Instructions on how to log on to ask questions during the meeting are outlined below and available on the Company's website at <https://www.servicestream.com.au/investors/agms-market-presentations>. Please note, only shareholders may ask questions online and only once they have been verified. It may not be possible to respond to all questions raised during the meeting.

Shareholders are therefore encouraged to lodge questions prior to the AGM, as outlined on page 5.

If you choose to participate in the meeting online, registration will open at 9.00am (Melbourne time) on Wednesday 21 October 2020.

To participate in the Service Stream meeting online, you can log in to the meeting in the following ways:

1. Visit <https://web.lumiagm.com> on your smartphone, tablet or computer. You will need the latest versions of Chrome, Safari, Internet Explorer 11, Edge or Firefox. Please ensure your browser is compatible; or
2. Download the Lumi AGM app from the Apple App or Google Play Stores by searching for 'Lumi AGM'. The Lumi AGM app can be downloaded at no cost to shareholders.

Once you have selected one of the options above, shareholders will need the following information to participate in the AGM in real-time:

1. The meeting ID for the Service Stream AGM, which is: **360-360-673**;
2. Your username, which is your SRN/HIN; and
3. Your password, which is the postcode registered to your holding if you are an Australian shareholder. Overseas shareholders should refer to the Online Meeting Guide (link below) for their password details.

Further information regarding participating in the AGM online, including browser requirements, is detailed in the AGM Online Meeting Guide available on Service Stream's website at <https://www.servicestream.com.au/investors/agms-market-presentations>.

All resolutions will be by poll

The Chairman intends to call a poll on each of the resolutions set out in this notice of meeting will be conducted by poll.



Notice of Annual General Meeting

Technical difficulties

Technical difficulties may arise during the course of the AGM. The Chairman has discretion as to whether and how the meeting should proceed in the event that a technical difficulty arises. In exercising his discretion, the Chairman will have regard to the number of shareholders impacted and the extent to which participation in the business of the meeting is affected.

Where he considers it appropriate, the Chairman may continue to hold the meeting and transact business, including conducting a poll and voting in accordance with valid proxy instructions. For this reason, shareholders are encouraged to lodge a proxy by 10.00am (AEDT) on Monday 19 October 2020 even if they plan to attend online.

Explanatory statement

General information

This explanatory statement is an important document and should be read carefully. It comprises part of, and should be read in conjunction with, the notice of the annual general meeting (**AGM**) of members of Service Stream Limited to be held on Wednesday 21 October 2020.

If you have any questions regarding the matters set out in this explanatory statement (or elsewhere in the notice of AGM), please contact the Company, or your stockbroker or other professional adviser.

Resolution 1 — adoption of remuneration report

There will be an opportunity for shareholders at the meeting to comment on and ask questions about the remuneration report, which appears on pages 14 to 23 of the Company's 2020 annual report. The vote on the proposed resolution adopting the remuneration report is advisory only and will not bind the Company nor its directors. However, the Board will take the outcome of the vote into consideration when reviewing the Company's remuneration policy and practices.

The Corporations Act contains a 'two strikes' rule in relation to remuneration reports. Briefly, if at two consecutive AGMs 25% or more votes were cast against the resolution that the Company's remuneration report be adopted, a 'spill resolution' must be put to the vote at that AGM. If 50% or more shareholders vote in favour of a "spill" then the entire Board (except the Managing Director) are required to stand for re-election at a further general meeting which must take place within 90 days.

At the Company's 2019 AGM, approximately 3% of votes were cast against the resolution that the remuneration report be adopted. Accordingly, there is no requirement to allow for a possible spill resolution at this year's AGM.

The directors recommend that shareholders vote in favour of resolution 1.

Resolution 2 – Re-election of Peter Dempsey

The Company's constitution states the Company must hold an election of directors at each AGM (rule 7.1(h)) and further that no director who is not a managing director may hold office beyond the third AGM following the meeting at which the director was last elected or re-elected (whichever is the later) (rule 7.1(f)). In determining the number of directors to retire, no account is to be taken of the Managing Director or of a director appointed as an addition to the existing directors and who only holds office until the next AGM. A retiring director is eligible for re-election. In accordance with these requirements, Peter Dempsey retires by rotation at this year's AGM and, being eligible, stands for re-election.

Peter Dempsey was appointed to the Board in November 2010 and is a Non-Executive Director. He served as Chairman of the Board from November 2010 to February 2015.

Peter brings to the Board extensive construction and development expertise following a 40-year career in those industries. He spent 30 years at Baulderstone, including five years as Managing Director. He has

specific expertise in engineering, strategic leadership, health, safety & environment, corporate finance, mergers & acquisitions and human resources.

Peter has extensive experience as a company director gained across ASX listed and private companies over the last 15 years. His relevant sector experience includes engineering, construction, utilities and telecommunications. Peter's experience includes Board leadership, governance and compliance, risk management, reporting and remuneration practices.

Peter is a Civil Engineer and holds a Graduate Diploma in Business Administration. He is a FIEAust, and a Member of the AICD.

Peter is Chairman of the Remuneration and Nomination Committee and a member of the Audit and Risk Committee.

Peter is currently a Non-Executive Director of Monadelphous Limited and has held no other listed company directorships in the last three years.

The directors (other than Mr. Dempsey) recommend that shareholders vote in favour of resolution 2.

Resolution 3 — Acquisition of securities by Leigh Mackender or his associate, under the FY21 Tranche of the Company's Long-Term Incentive Plan

The directors of the Company are entitled from time to time to invite Eligible Persons to acquire Securities on such terms as the directors may determine in accordance with the Service Stream Employee Share Ownership Plan (**ESOP**).

For the financial year ended 30 June 2021, the directors determined to make available a tranche of performance rights (**FY21 LTIP Tranche**) to senior executives of the Company including Mr. Mackender as a long-term incentive. The directors have determined to make 361,879 performance rights available to Mr. Mackender under the FY21 LTIP Tranche subject to shareholder approval.

Rule 10.14 of the ASX Listing Rules relevantly states that an entity must not permit a director to acquire securities under an employee incentive scheme without the approval of holders of ordinary shares. Subject to shareholder approval, it is proposed that Mr. Mackender or his associate, will acquire 361,879 performance rights under the terms of the FY21 LTIP Tranche (and subsequently shares underlying those performance rights to the extent that they satisfy the relevant vesting criteria).

The terms of the FY21 LTIP Tranche, including those that will be applicable to Mr. Mackender, are summarised as follows:

- a) Each participating senior executive (or their nominated associate) may acquire performance rights for nil consideration. The number of performance rights offered to an executive is calculated by reference to the executive's fixed annual remuneration, a long-term incentive participation rate (75% of fixed annual remuneration for Mr. Mackender) and an issue price of \$1.8667 per share.
- b) Each performance right entitles the holder to be issued one ordinary share in the Company for nil consideration provided they remain an employee of the Company on 30 June 2023 and provided that certain other vesting conditions have been satisfied, including those described below.

The performance rights granted will each vest where the following vesting conditions are met:

- a) 50% of the performance rights granted will each vest where the Company's Adjusted Earnings Per Share (**EPS**) for the financial years ending 30 June 2021, 30 June 2022 and 30 June 2023 (**Performance Period**) meet the Adjusted EPS targets for each of those financial years, as determined by the Board at the commencement of each financial year (**EPS Targets**); and
- b) 50% of the performance rights granted will each vest where the Company's Total Shareholder Return (**TSR**) over the Performance Period is such that it would rank in the top quartile of a relevant peer group of companies to be determined by the Board.

The performance rights are subject to proportional vesting according to the tables below where the vesting conditions specified above are not fully met.

Earnings Per Share (50% weighting)

Percentage of performance rights that vest	EPS Target
0%	Below Previous year's Adjusted EPS (where < current year target)
40%	At Previous year's Adjusted EPS (where < current year target)
Proportional vesting	Above the previous year's Adjusted EPS (where < current year target) and less than 100% of Target
100%	100% and above

Relative Total Shareholder Return (50% weighting)

Percentage of performance rights that vest	TSR ranking
0%	Below the 50th percentile
50%	At the 50th percentile
Proportional vesting	Above the 50th percentile, but below the 75th percentile
100%	75th percentile or above (top quartile)

The performance rights vest in accordance with the greater of:

- a) the sum of vesting arising from each of the three financial years that comprises the Performance Period (with a 1/3rd weighting per year) to the extent that the Company's EPS and Relative TSR performance meets the targets in the tables above for each year individually; and
- b) the vesting arising from the extent to which the Company's average annual EPS and Relative TSR performance meets the targets in the tables above over the entire Performance Period.

The number of shares which an executive (or his or her associate) is entitled to acquire is based on the



Notice of Annual General Meeting

Company's total shareholder return relative to a relevant peer group of companies (in relation to 50% of the performance rights granted), and the Company's earnings per share (in relation to the other 50% of the performance rights granted), in respect of the financial years ended 30 June 2021, 30 June 2022 and 30 June 2023.

Board considerations:

In setting the vesting criteria to apply to the FY21 LTIP, the Board has considered various factors including feedback received from major shareholders and proxy advisors. The Board is strongly of the view that the structure, conditions, and operation of the LTIP scheme is the most appropriate for the Company because:

- the retesting regime at the end of the three-year period (based on the aggregate or average results for that period) allows the Board to take a longer-term outlook;
- the Board is conscious that contracting businesses like the Company can be subject to market volatility and encounter issues that adversely impact individual years and therefore a retesting regime at the end of the three-year period is appropriate;
- management should be rewarded to the extent that the business' performance over the entire period of review meets the set targets for that period;
- the review period accords with the average length of the Company's annuity and panel client contracts, being 3-4 year terms, thereby enabling performance under the full term of each contract to be recognised; and
- the service criteria (i.e., the requirement that the participant remain employed by the Company at the end of the three-year period) and the retesting arrangement provide significant focus on a longer time horizon.

In response to concern that EPS Targets are not disclosed and may be insufficiently challenging, the Board has reduced the weighting of the EPS-related vesting criteria from 80% to 50%, and can assure shareholders that the EPS Targets that are set are directly related to each year's corporate budget which is only approved by the Board after a rigorous review to ensure they contain sufficient stretch for Management. The hurdles are retrospectively disclosed in the Remuneration Report in the context of reporting the extent to which the LTI rights have progressively vested.

On the matter of the relevant peer group of companies for determining TSR, the Board has, for many years, considered the ASX 200 Industrial Index as the most appropriate and relevant peer group.

It is noted that the Board sought independent external advice from market experts in determining the structure of the LTIP scheme. Importantly, the FY21 LTIP is similar to the LTIP scheme that the Company has operated for many years.

Other matters:

Performance rights vest when the Company determines that the vesting conditions have been met. The shares underlying the performance rights must be issued within 14 days of the later of that date and the date on which the Company releases its results for the financial year ended 30 June 2023.

The executive (or his or her associate) will not have any rights in respect of shares in the Company underlying any performance rights acquired under the FY21 LTIP Tranche (such as dividend and voting rights) unless and until the shares are issued.

Subject to some exceptions (such as those described below), performance rights will be forfeited if the executive resigns from employment with the Company or a subsidiary, commits an act of fraud in relation to the affairs of the Company or a subsidiary, or is dismissed from employment or office with the Company or a subsidiary because of serious misconduct, material breach, gross negligence or any conduct that provides grounds for termination without notice.

If an executive resigns from the Company or a subsidiary, the directors have discretion to issue shares to that executive (or his or her associate) in respect of financial years during the Performance Period which ended before the executive's employment ceased where the directors determine that the executive performed consistently at an outstanding level.

Further, if an executive ceases employment with the Company or a subsidiary because of his or her death or permanent disability, or because the executive is aged 55 or older and retires from permanent employment, or because the executive's contract of employment is terminated due to genuine redundancy, the performance rights relating to the financial years during the Performance Period which ended before the executive's employment ceased that have not vested will not be forfeited.

If the grant of performance rights to, and acquisition of shares by Mr. Mackender or his associate, is not approved by shareholders, Mr. Mackender will be entitled to a cash payment equal to the market value of the shares that would have been issued to him (or his associate) had shareholder approval been obtained.

Rule 10.14 also states that the notice of meeting to obtain shareholder approval must comply with rule 10.15 of the ASX Listing Rules. The Company has prepared this notice of meeting so that it complies with rule 10.15, and provides the following information for that purpose:

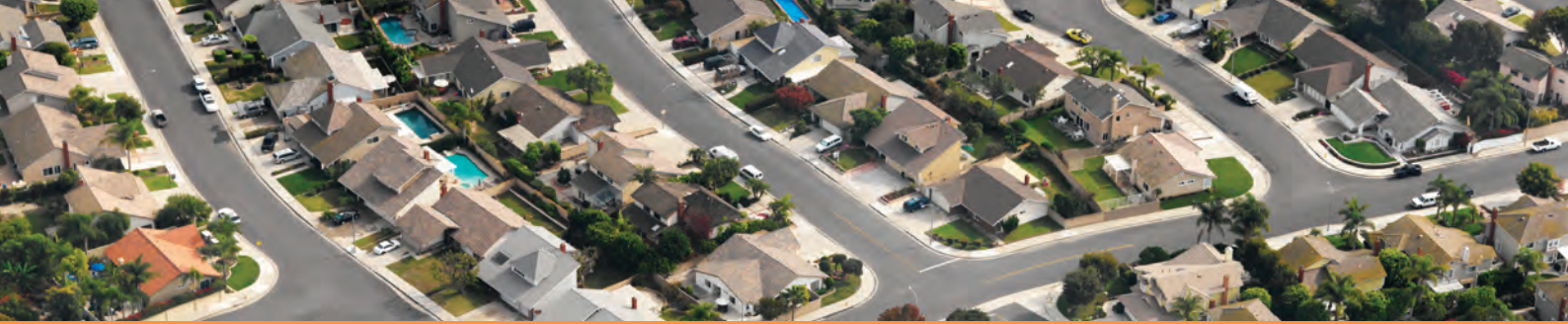
- a) The grant of performance rights is to Mr. Leigh Geoffrey Mackender, who in accordance with rule 10.14.1, is a director of the Company.
- b) The maximum number of performance rights which may be granted to Mr. Mackender or his associate, under the FY21 LTIP Tranche is 361,879 performance rights. Assuming Mr. Mackender is entitled to be issued all of the shares underlying those performance rights, he would be issued 361,879 fully paid ordinary shares in September 2023.
- c) The value attributed by the Company to the performance rights proposed to be granted to Mr. Mackender under the FY21 LTIP Tranche is \$675,518.70, being 75% of Mr. Mackender's total fixed remuneration. The value that Mr. Mackender actually receives from the grant will depend on the number of performance rights that vest (if any) and the value of the Company's shares at that time.

Notice of Annual General Meeting

- d) Mr. Mackender's current total remuneration package is:
- Total Fixed Remuneration: \$900,691.60 (inclusive of superannuation);
 - Short-Term Cash-Based Incentive: 50% of Total Fixed Remuneration, \$450,345.80 target (with maximum opportunity capped at 100% of target); and
 - Long-Term Share-Based Incentive: 75% of Total Fixed Remuneration, \$675,518.70 target (with maximum opportunity capped at 100% of target).
- Further details on Mr. Mackender's total annual remuneration package for FY20 are set out in the Company's remuneration report.
- e) The number of securities that have previously been issued to Mr. Mackender under the Company's Long-Term Incentive Plan are:
- At the 2019 AGM, shareholders approved the acquisition by Mr. Mackender of 238,544 performance rights under the FY20 LTIP Tranche (and up to 238,544 fully paid ordinary shares in the Company underlying, and issued in the accordance with the terms of those, performance rights). Assuming that Mr. Mackender is entitled to be issued all of the shares underlying those performance rights, he would be issued 238,544 ordinary shares in September 2022 for no consideration.
- f) No consideration is payable by Mr. Mackender or his associate, for any performance rights granted to him (or ordinary shares underlying those performance rights issued to him) under the FY21 LTIP Tranche.
- g) No performance rights have been granted, and no ordinary shares underlying those performance rights have been issued, to Mr. Mackender or his associates, under the FY21 LTIP Tranche.
- h) Mr. Mackender or his associates are the only directors, associates of directors or other persons referred to in rule 10.14 who may be granted performance rights under the FY21 LTIP Tranche (or issued shares underlying those performance rights). As at the date of this notice of meeting, no securities have been issued under the FY21 LTIP Tranche to any director or other person referred to in rule 10.14.
- i) No loans have been given by the Company in relation to the grant of performance rights or acquisition of shares.
- j) Each annual report of the Company relating to a period in which performance rights or shares have been issued, granted to, or acquired by, a director, an associate of a director or other person referred to in rule 10.14 will include:
- details of any such issue, grant or acquisition; and
 - a statement that approval for the issue of those securities to those persons was obtained under rule 10.14.
- k) Any additional persons referred to in rule 10.14 who become entitled to participate in the FY21 LTIP Tranche after resolution 3 has been passed and who were not named in this notice of this meeting will not participate in the FY21 LTIP Tranche until approval is obtained under rule 10.14 of the ASX Listing Rules.

- l) If resolution 3 is passed, the performance rights will be granted to Mr. Mackender as soon as reasonably practicable following the AGM. Any underlying shares which Mr. Mackender or his associate, is entitled to acquire will be issued within 14 days of the later of the date that the Company determines that the vesting conditions have been met and the date on which the Company releases its results for the financial year ended 30 June 2023, which will be on or before 30 August 2023.

The directors (other than Mr. Mackender) recommend that shareholders vote in favour of resolution 3.





Corporate Directory

DIRECTORS

Brett Gallagher
Leigh Mackender
Peter Dempsey
Greg Adcock
Tom Coen
Deborah Page AM

COMPANY SECRETARY

Chris Chapman

REGISTERED OFFICE

Level 4
357 Collins Street
Melbourne Victoria 3000

Tel: +61 3 9677 8888
Fax: +61 3 9677 8877
www.servicestream.com.au

BANKERS

Australia & New Zealand Banking Group
HSBC Bank Australia Limited

SHARE REGISTRY

Computershare Investor Services Pty
Limited
Yarra Falls
452 Johnston Street
Abbotsford Victoria 3067

Tel: 1300 850 505 (within Australia)
+61 3 9415 4000 (outside Australia)
Fax: +61 3 9473 2500

AUDITORS

PricewaterhouseCoopers

Need assistance?



Phone:
1300 850 505 (within Australia)
+61 3 9415 4000 (outside Australia)



Online:
www.investorcentre.com/contact

SSM

MR SAM SAMPLE
FLAT 123
123 SAMPLE STREET
THE SAMPLE HILL
SAMPLE ESTATE
SAMPLEVILLE VIC 3030



YOUR VOTE IS IMPORTANT

or your proxy appointment to be effective it must be received by **10:00 am (AEDT)** **Monday 19 October 2020.**

Proxy Form

How to Vote on Items of Business

All your securities will be voted in accordance with your directions.

APPOINTMENT OF PROXY

Voting 100% of your holding: Direct your proxy how to vote by marking one of the boxes opposite each item of business. If you do not mark a box your proxy may vote or abstain as they choose (to the extent permitted by law). If you mark more than one box on an item your vote will be invalid on that item.

Voting a portion of your holding: Indicate a portion of your voting rights by inserting the percentage or number of securities you wish to vote in the For, Against or Abstain box or boxes. The sum of the votes cast must not exceed your voting entitlement or 100%.

Appointing a second proxy: You are entitled to appoint up to two proxies to attend the meeting and vote on a poll. If you appoint two proxies you must specify the percentage of votes or number of securities for each proxy, otherwise each proxy may exercise half of the votes. When appointing a second proxy write both names and the percentage of votes or number of securities for each in Step 1 overleaf.

A proxy need not be a securityholder of the Company.

SIGNING INSTRUCTIONS FOR POSTAL FORMS

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

Joint Holding: Where the holding is in more than one name, all of the securityholders 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 form when you return it.

Companies: Where the company has a Sole Director who is also the Sole Company Secretary, this form must be signed by that person. If the company (pursuant to section 204A of the Corporations Act 2001) does not have a Company Secretary, a Sole Director can also sign alone. Otherwise this form must be signed by a Director jointly with either another Director or a Company Secretary. Please sign in the appropriate place to indicate the office held. Delete titles as applicable.

ATTENDING THE MEETING

The Annual General Meeting of Service Stream Limited will be conducted online at 10.00am (AEDT) Wednesday 21 October 2020. Instructions on how to attend the meeting are on Service Stream's website at <<https://www.servicestream.com.au/investors/annual-general-meetings>>.

Corporate Representative

If a representative of a corporate securityholder or proxy is to attend the meeting you will need to provide the appropriate "Appointment of Corporate Representative" prior to admission. A form may be obtained from Computershare or online at www.investorcentre.com under the help tab, "Printable Forms".

Lodge your Proxy Form:

XX

Online:

Lodge your vote online at www.investorvote.com.au using your secure access information or use your mobile device to scan the personalised QR code.

Your secure access information is



Control Number: 999999
SRN/HIN: I9999999999
PIN: 99999

For Intermediary Online subscribers (custodians) go to www.intermediaryonline.com

By Mail:

Computershare Investor Services Pty Limited
GPO Box 242
Melbourne VIC 3001
Australia

By Fax:

1800 783 447 within Australia or
+61 3 9473 2555 outside Australia



PLEASE NOTE: For security reasons it is important that you keep your SRN/HIN confidential.

MR SAM SAMPLE
FLAT 123
123 SAMPLE STREET
THE SAMPLE HILL
SAMPLE ESTATE
SAMPLEVILLE VIC 3030

☐

Change of address. If incorrect, mark this box and make the correction in the space to the left. Securityholders sponsored by a broker (reference number commences with 'X') should advise your broker of any changes.



I 9999999999

I ND

Proxy Form

Please mark ☒ to indicate your directions

Step 1 Appoint a Proxy to Vote on Your Behalf

XX

I/We being a member/s of Service Stream Limited hereby appoint

☐

the Chairman
of the Meeting

OR

PLEASE NOTE: Leave this box blank if you have selected the Chairman of the Meeting. Do not insert your own name(s).

or failing the individual or body corporate named, or if no individual or body corporate is named, the Chairman of the Meeting, as my/our proxy to act generally at the meeting on my/our behalf and to vote in accordance with the following directions (or if no directions have been given, and to the extent permitted by law, as the proxy sees fit) at the Annual General Meeting of Service Stream Limited to be held virtually on Wednesday, 21 October 2020 at 10:00 am (AEDT) and at any adjournment or postponement of that meeting.

Chairman authorised to exercise undirected proxies on remuneration related resolutions: Where I/we have appointed the Chairman of the Meeting as my/our proxy (or the Chairman becomes my/our proxy by default), I/we expressly authorise the Chairman to exercise my/our proxy on Item 1 (except where I/we have indicated a different voting intention in step 2) even though Item 1 is connected directly or indirectly with the remuneration of a member of key management personnel, which includes the Chairman.

Important Note: If the Chairman of the Meeting is (or becomes) your proxy you can direct the Chairman to vote for or against or abstain from voting on Item 1 by marking the appropriate box in step 2.

Step 2 Items of Business

PLEASE NOTE: If you mark the **Abstain** box for an item, you are directing your proxy not to vote on your behalf on a show of hands or a poll and your votes will not be counted in computing the required majority.

		For	Against	Abstain
Resolution 1	Adoption of remuneration report	☐	☐	☐
Resolution 2	Re-election of Peter Dempsey	☐	☐	☐
Resolution 3	Acquisition of securities by Leigh Mackender or his associate, under the FY21 Tranche of the Company's Long-Term Incentive Plan	☐	☐	☐

The Chairman of the Meeting intends to vote undirected proxies in favour of each item of business. In exceptional circumstances, the Chairman of the Meeting may change his/her voting intention on any resolution, in which case an ASX announcement will be made.

Step 3 Signature of Securityholder(s) *This section must be completed.*

Individual or Securityholder 1

Sole Director & Sole Company Secretary

Securityholder 2

Director

Securityholder 3

Director/Company Secretary

/ /

Date

Update your communication details (Optional)

Mobile Number

Email Address

By providing your email address, you consent to receive future Notice of Meeting & Proxy communications electronically

SSM

999999A



Computershare

