



# Trajan Scientific and Medical

Global Corporate Headquarters  
7 Argent Place, Ringwood  
Victoria 3134, Australia  
Tel: +61 (0) 3 9837 4200  
[www.trajanscimed.com](http://www.trajanscimed.com)

Trajan Group Holdings Limited  
ACN 152 617 706

## ASX RELEASE

### Annual General Meeting of Trajan Group Holdings Limited to be held on 24 November 2021 at 9:00am (AEDT)

**22 October 2021** – Global analytical science and device company Trajan Group Holdings Limited (**ASX: TRJ**) (**Trajan or the Company**) advises, in accordance with Listing Rule 3.17, a copy of the following documents are attached:

1. Notice of Annual General Meeting;
2. Sample Proxy Form; and
3. Letter to Shareholders regarding arrangements for the 2021 Annual General Meeting that will be dispatched to the Shareholders in lieu of the Notice of Meeting.

**Authorised for ASX release by the Board of Trajan Group Holdings Limited.**

**END**

#### Contact:

##### Investors

Rebecca Wilson  
WE Communications  
[investorrelations@trajanscimed.com](mailto:investorrelations@trajanscimed.com)

##### Media

Evonne Grosso  
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#### About

Trajan is a global developer and manufacturer of analytical and life sciences products and devices founded to have a positive impact on human wellbeing through scientific measurement. These products and solutions are used in the analysis of biological, food, and environmental samples. Trajan has a portfolio and pipeline of new technologies which support the move towards decentralised, personalised data-based healthcare.

Trajan is a global organisation of 450 people, with five manufacturing sites across the US, Australia, and Malaysia, and operations in Australia, the US, Asia, and Europe.

**TRAJAN GROUP HOLDINGS LIMITED**  
**ACN 152 617 706**

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**NOTICE OF ANNUAL GENERAL MEETING  
AND  
EXPLANATORY MEMORANDUM**

**Date of Meeting**

Wednesday, 24 November 2021

**Time of Meeting**

9:00am (AEDT)

**Place of Meeting**

Virtually via

[web.lumiagm.com/330798947](https://web.lumiagm.com/330798947)

## NOTICE OF ANNUAL GENERAL MEETING

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Notice is given that the Annual General Meeting of the Shareholders of Trajan Group Holdings Limited (the “**Company**”) will be held virtually via the online platform at [web.lumiagm.com/330798947](http://web.lumiagm.com/330798947) on Wednesday, 24 November 2021 commencing at 9:00am (AEDT) (the “**Meeting**”).

The Meeting will be held as a fully virtual meeting, whereby Shareholders can attend virtually via the online platform at [web.lumiagm.com/330798947](http://web.lumiagm.com/330798947). By accessing the online platform, Shareholders will be able to participate, ask questions and cast direct votes at the appropriate times whilst the Meeting is in progress

**Shareholders are strongly encouraged to** cast their vote by proxy prior to the Meeting in accordance with the instructions set out on page 5 of this Notice of the Meeting (“**Notice**”) to ensure their votes are counted.

**All Resolutions to be considered at the Meeting will be decided by a poll.**

The Company is pleased to provide Shareholders with the opportunity to participate in the Meeting via the online platform. Further information on how to participate and vote during the Meeting via the online platform is set out on pages 5-7 of this Notice and the Virtual Meeting Online Guide, which can be accessed online at <https://investor.trajanscimed.com/>.

The Explanatory Memorandum that accompanies this Notice provides additional information on the matters to be considered at the Meeting. The Explanatory Memorandum and Proxy Form are part of this Notice.

Should circumstances further change between the date of this Notice and the proposed time of the Meeting, information will be lodged with the ASX at [www.asx.com.au](http://www.asx.com.au) (ASX code: TRJ) and posted on our website at <https://investor.trajanscimed.com/>.

**ORDINARY BUSINESS:****Financial Statements and Reports**

To receive and consider the Financial Report of the year ended 30 June 2021 together with the Directors' Report and Auditor's Report as set out in the Company's 2021 Annual Report.

**Note:** No vote is required on this item.

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**Resolution 1 - Adoption of Remuneration Report**

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

*"That, for the purposes of Section 250R(2) of the Corporations Act and for all other purposes, the Remuneration Report as contained in the Directors' Report for the year ended 30 June 2021, be adopted."*

**Note:** The 2021 Remuneration Report is set out in the Company's 2021 Annual Report. The vote on this resolution is *advisory only* and does not bind the Directors of the Company

**Voting exclusion**

A vote must not be cast (in any capacity) on Resolution 1 by or on behalf of a member of the Company's Key Management Personnel, details of whose remuneration are included in the Remuneration Report, or a closely related party of such a member. However, the Company need not disregard a vote on this Resolution if:

- (a) it is cast by a person as a proxy for a person who is entitled to vote on this Resolution 1, in accordance with the directions given to the proxy to vote on Resolution 1 in that way;
- (b) it is cast by the Chair as proxy for a person who is entitled to vote in accordance with a direction given to the Chair to vote on the Resolution as the Chair decides even if Resolution 1 is connected directly or indirectly with the remuneration of a member of the Key Management Personnel; or
- (c) it is cast 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 by 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.

Any undirected proxies held by Key Management Personnel or their closely related parties for the purposes of this Resolution (excluding the Chair) will not be voted on this Resolution. Accordingly, if you intend to appoint a member of Key Management Personnel as your proxy, please ensure that you direct them how to vote. If you intend to appoint the Chair as your proxy, you can direct the

Chair to vote by marking the box for this Resolution. By marking the Chair's box on the Proxy Form, you acknowledge that the Chair will vote in favour of this item of business as your proxy.

***Chair appointed as proxy***

The Chair intends to vote all undirected proxies in **FAVOUR** of Resolution 1.

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**Resolution 2 - Re-election of Mr Robert Lyon as a Director**

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

*"That, Robert Lyon, who retires in accordance with clause 12.5 of the Company's Constitution and, being eligible, offers himself for re-election, be re-elected as a Director of the Company."*

***Chair appointed as proxy***

The Chair intends to vote all undirected proxies in **FAVOUR** of Resolution 2.

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**Resolution 3 – Appointment of Auditor at First AGM**

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

*"That, for the purposes of section 327B of the Corporations Act and for all other purposes, RSM Australia Partners, having been nominated by a Shareholder and having consented in writing to act in the capacity of auditor, be appointed as auditor of the Company with effect from the close of the Meeting."*

***Chair appointed as proxy***

The Chair intends to vote all undirected proxies in **FAVOUR** of Resolution 3.

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**OTHER BUSINESS**

To consider any other business which may properly be brought before the Meeting in accordance with the Constitution and the Corporations Act.

**BY ORDER OF THE BOARD**



**Mark Licciardo**  
**Joint Company Secretary**  
**22 October 2021**

## Online Platform details

Having regard to social distancing requirements introduced as a result of the current pandemic and in the interests of the health and safety of our shareholders, directors and staff, the Company has decided to hold a fully virtual Meeting whereby Shareholders can participate via the online platform at [web.lumiagm.com/330798947](http://web.lumiagm.com/330798947). Shareholders can join the Meeting by following the instructions set out below.

We recommend logging into the online platform at least 15 minutes prior to the scheduled start time for the Meeting using the instructions below.

Enter [web.lumiagm.com/330798947](http://web.lumiagm.com/330798947) into a web browser on your computer or online device:

- Shareholders will need their Shareholder Reference Number (SRN) or Holder Identification Number (HIN) printed at the top of the Proxy Form; and
- Proxyholders will need their proxy code which Computershare Investor Services will provide no later than 48 hours prior to the Meeting. To request your Proxy login code, please call Computershare Investor Services on +61 3 9415 4024.

The online platform will allow you to listen to the proceedings, view the presentations and ask questions of the Board and vote in real-time.

Shareholders will also be given a reasonable opportunity to ask questions related to the business of the Meeting, the Company's operations or of the auditor at the end of the Meeting. Please submit your questions by emailing the Company Secretary at [companysecretary@trajanscimed.com](mailto:companysecretary@trajanscimed.com). If you would like to ask a question during the Meeting, please register as a Shareholder or Proxyholder and provide your valid HIN or SRN number when registering.

All Resolutions to be considered at the Meeting will be decided by poll based on proxy votes received prior to the commencement of the Meeting and votes cast at the Meeting via the online platform. Shareholders are encouraged to cast their vote by proxy prior to the Meeting in accordance with the instructions set out on page 7 of this Notice to ensure that their votes are counted.

## Defined Terms

Capitalised terms used in this Notice will, unless the context requires otherwise, have the meaning given to them in the Glossary in the Explanatory Memorandum attached to this Notice.

## Voting and required majority - Corporations Act

1. In accordance with section 249HA of the Corporations Act, for Resolutions 1 to 3 to be effective, not less than 28 days written notice specifying the intention to propose the Resolution has been given.
2. For Resolutions 1 to 3 to be effective, the Resolution must be passed by more than 50% of all the votes cast by Shareholders entitled to vote on the Resolution (whether in person or by proxy, attorney or representative).

All Resolutions will be determined by a poll based on proxy votes received prior to the commencement of the Meeting and votes cast during the Meeting. On a poll, every Shareholder has one vote for each Ordinary Share held.

### **Entire Notice**

The details of the Resolutions contained in the Explanatory Memorandum accompanying this Notice should be read together with, and form part of, this Notice.

### **Entitlement to vote**

In accordance with Section 1074E(2)(g)(i) of the Corporations Act and Regulation 7.11.37 of the Corporations Regulations, the Company has determined that for the purposes of the Meeting all Shares will be taken to be held by the persons who held them as registered Shareholders at 7.00 pm (AEDT) on Monday, 22 November 2021. Accordingly, share transfers registered after that time will be disregarded in determining entitlements to attend and vote at the Meeting.

### **Casting Voting**

Enter [web.lumiagm.com/330798947](http://web.lumiagm.com/330798947) into a web browser on your computer or online device.

- Shareholders will need their Shareholder Reference Number (SRN) or Holder Identification Number (HIN) printed at the top of the Proxy Form; and
- Proxyholders will need their proxy code which Computershare will provide no later than 48 hours prior to the Meeting.

### **Casting a vote by proxy**

If you wish to cast a vote by proxy prior to the Meeting, you must complete the Proxy Form by providing voting directions for each resolution by marking “For”, “Against” or “Abstain”. Votes will only be valid for Resolutions marked. Unless you have appointed the Chair as your proxy, no vote will be counted for Resolutions left blank. If you appoint the Chair of the Meeting as your proxy and do not provide voting directions for each Resolution, the Chair intends to vote for all the Resolutions.

### **Proxies and Representatives**

1. All Shareholders who are entitled to attend at the Meeting may appoint a proxy for that purpose.
2. A proxy need not be a Shareholder of the Company.
3. Each Shareholder who is entitled to cast two or more votes at the Meeting, may appoint up to two proxies and may specify the proportion or number of votes that each proxy is entitled to exercise. If a Shareholder does not specify the proportion or number of that Shareholder’s votes each proxy may exercise, each proxy will be entitled to exercise half of the votes. An additional Proxy Form will be supplied by the Company on request.
4. If a proxy is given by a body corporate, a Proxy Form must be executed in writing under the common seal of the corporation or otherwise in accordance with section 127 of the Corporations Act or signed by an attorney.

5. If a proxy is given by a natural person, a Proxy Form must be executed under the hand of that person or that person's attorney.
6. To be effective, the Proxy Form and the power of attorney or other authority (if any) under which it is signed or a certified copy, must be received by the Company at least 48 hours before the time for holding the Meeting or any adjourned Meeting.
7. Any Proxy Form received after this deadline will be treated as invalid.
8. If a Shareholder appoints the Chair as the Shareholder's proxy and does not specify how the Chair is to vote, the Chair will vote, as proxy for that Shareholder, in favour of or against each Resolution as set out in the Explanatory Memorandum.
9. A Shareholder that is a body corporate may appoint an individual as its representative to exercise all or any of the powers the body corporate may exercise at the Meeting. The appointment may be a standing one.



## EXPLANATORY MEMORANDUM

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This Explanatory Memorandum has been prepared to provide Shareholders with information to assist their assessment of the merits of the Resolutions contained in the accompanying Notice for the Annual General Meeting of the Company to be held virtually via the online platform at [web.lumiagm.com/330798947](http://web.lumiagm.com/330798947) on Wednesday, 24 November 2021 commencing at 9:00am (AEDT).

Shareholders should read this Explanatory Memorandum and the Notice in full before deciding how to vote on the Resolutions set out in the Notice.

Capitalised terms used in this memorandum and the Notice are defined in Section 5.

### 1 Receipt and consideration of Financial Statements and Reports

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The Corporations Act requires that the Financial Report and the reports of the Directors and Auditor be laid before the Meeting. There is no requirement for Shareholders to vote on these reports. Shareholders will be given a reasonable opportunity to raise questions and make comments on these reports and on the management of the Company at the Meeting.

Representatives of the Company's Auditor will be present for discussion purposes on matters of relevance to the audit.

### 2 Resolution 1 - Adoption of Remuneration Report (Non-binding Resolution)

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The Remuneration Report includes information on:

- (a) the remuneration policy adopted by the Board;
- (b) the relationship between that policy and the Company's performance;
- (c) the principles used to determine the nature and amount of remuneration;
- (d) the remuneration details of each Director and key management personnel; and
- (e) the performance conditions that must be met prior to an executive deriving any value from the "at risk" components of their remuneration.

As required by section 300A of the Corporations Act, the Remuneration Report is included in the Company's Annual Report, which is available on the Investor section of the Company's website at <https://investor.trajanscimed.com/>.

At the Meeting, the Chair will give Shareholders a reasonable opportunity to ask questions about or comment on the Remuneration Report.

The vote on this resolution is **advisory only** and will not bind the Directors or the Company. The vote will, however, be taken into consideration in determining future remuneration policy for Directors and executives.

The Board will consider the outcome of the vote and comments made by Shareholders on the Remuneration Report at this Meeting when reviewing the Company's remuneration policies. If 25% or more of the votes that are cast are voted against the adoption of the Remuneration Report at two consecutive Annual General Meetings, Shareholders will be required to vote at the second of those Annual General Meetings on a resolution (a "spill resolution") that another meeting be held within 90 days at which all of the Directors other than the Managing Director must be offered up for election.

Key Management Personnel and their closely related parties must not cast a vote on the Remuneration Report, unless as holders of directed proxies for Shareholders eligible to vote on Resolution 1.

**The Board recommends that Shareholders vote in FAVOUR of Resolution 1. The Chair intends to vote undirected proxies in FAVOUR of Resolution 1.**

### **3 Resolution 2 – Re-election of Mr Robert Lyon as a Director**

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#### **Background**

Clause 12.5 of the Company's Constitution provides that an election of Directors, other than a Managing Director, must be held each year, and if no person is standing for election or re-election under clauses 12.4 or 12.13, the Director who has been in office the longest since last being elected is required to stand for re-election.

In accordance with Clause 12.5 of the Company's Constitution, Robert Lyon will retire at this Meeting, and being eligible for re-election, has submitted himself for re-election at this Meeting.

Mr Lyon was appointed a Director of the Company on 3 September 2014. He has global responsibility for the strategic growth of the Company's business through mergers and acquisitions, licensing arrangements, and commercial relationships with Trajan's industry, academic, government and research partners in the scientific and medical sectors globally.

As Trajan's General Counsel he also has responsibility for the negotiation and execution of Trajan's investments and transactions, as well as for its broader legal requirements.

Prior to joining Trajan, Mr Lyon had a 15-year career in law including as a partner at Page Seager Lawyers before spending six years with KPMG Corporate Finance.

**The Board (with the exception of Mr Lyon) recommends that Shareholders vote in FAVOUR of Resolution 2. The Chair intends to vote undirected proxies in FAVOUR of Resolution 2.**

### **4 Resolution 3 – Appointment of Auditor at First AGM**

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Section 327B(1) of the Corporations Act provides that a public company must appoint an auditor at its first annual general meeting and at any subsequent annual general meeting thereafter where there is a vacancy.

The Directors appointed RSM Australia Partners as the Company's auditor following registration of the Company.

In accordance with section 328B(1) of the Corporations Act, the Company has sought and obtained a nomination from a Shareholder for RSM Australia Partners to be appointed as the Company's auditor. A copy of this nomination is attached to this Notice as Annexure A.

RSM Australia Partners has given its written consent to act as the Company's auditor in accordance with section 328A(1) of the Corporations Act subject to Shareholder approval of this Resolution.

If this Resolution is passed, the appointment of RSM Australia Partners as the Company's auditor will take effect at the close of this Meeting.

**The Board recommends that Shareholders vote in FAVOUR of Resolution 3. The Chair intends to vote undirected proxies in FAVOUR of Resolution 3.**

**Annual Report** means the 2021 Annual Report, a copy of which may be obtained from the Company's website at <https://investor.trajanscimed.com/>.

**AGM or Meeting** means the Annual General Meeting of the Company to be held virtually via the online platform at [web.lumiagm.com/330798947](http://web.lumiagm.com/330798947) on 24 November 2021 commencing at 9:00am (AEDT).

**ASIC** means Australian Securities and Investments Commission.

**Associate** has the meaning given to that term in the Corporations Act.

**ASX** means ASX Limited ABN 98 008 624 691 or the market operated by it, as the context requires.

**Auditor's Report** means the report of the Auditor regarding its audit of the Company, and its controlled entities, which accompanies the Financial Report.

**Board** means the board of the Directors of the Company from time to time.

**Chair** means the person who chairs the AGM.

**Company or Trajan** means Trajan Group Holdings Limited ACN 152 617 706.

**Constitution** means the constitution of the Company.

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

**Director** means each of the directors of the Company, as appointed from time to time.

**Directors' Report** means the report of the Directors, which accompanies the Financial Report.

**Explanatory Memorandum** means this document.

**Financial Report** means the consolidated annual financial report of Trajan Group Holdings Limited for the year ended on 30 June 2021 that accompanies the Notice.

**Group** means the Company and its controlled entities.

**Key Management Personnel** has the same meaning as in the accounting standards as defined in section 9 of the Corporations Act (so the term broadly includes those persons having authority and responsibility for planning, directing and controlling the activities of the Company, directly or indirectly, including any director, whether executive or otherwise, of the Company).

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

**Managing Director** means a Director appointed to that office under clause 16 of the Company's Constitution.

**Notice** means the notice for the Meeting accompanying this Explanatory Memorandum.

**Proxy Form** means the proxy form enclosed with this Explanatory Memorandum in relation to the Resolutions.

**Related Body Corporate** has the meaning given to that term in the Corporations Act.

**Remuneration Report** means the remuneration report of the Company that forms part of the Directors' Report.

**Resolution** means each of the resolutions set out in the Notice.

**Securities** has the meaning given to that term in Chapter 19 of the Listing Rules.

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

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

## ANNEXURE A - SHAREHOLDER AUDITOR NOMINATION LETTER

5 October 2021

Trajan Group Holdings Limited  
7 Argent Place  
Ringwood VIC 3134

**RE: NOTICE OF NOMINATION OF AUDITOR IN ACCORDANCE WITH SECTION 328B OF  
THE CORPORATIONS ACT 2011 (Cth)**

Tomisich Family Pty Ltd <Tomisich Family A/C> (**Tomisich Family Pty Ltd**), being a member of Trajan Group Holdings Limited (**Company**) nominates RSM Australia Partners of Level 21, 55 Collins Street, Melbourne VIC 3000, for appointment to the position of Auditor of the Company at the next Annual General Meeting.

Tomisich Family Pty Ltd consents to the provision of a copy of this notice to RSM Australia Partners and the distribution of a copy of this notice of nomination as an annexure to the Notice of Meeting and Explanatory Memorandum for the 2021 Annual General Meeting of the Company as required by section 328B(3) of the Corporations Act 2001.

Signed,



Stephen Tomisich  
Director



Angela Tomisich  
Director



Trajan Group Holdings Limited  
ACN 152 617 706

TRJ

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

## Need assistance?



### Phone:

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



### Online:

[www.investorcentre.com/contact](http://www.investorcentre.com/contact)



## YOUR VOTE IS IMPORTANT

For your proxy appointment to be effective it must be received by **9:00am (AEDT) on Monday, 22 November 2021.**

# 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.

## PARTICIPATING IN THE MEETING

### Corporate Representative

If a representative of a corporate securityholder or proxy is to participate in the meeting you will need to provide the appropriate "Appointment of Corporate Representative". A form may be obtained from Computershare or online at [www.investorcentre.com/au](http://www.investorcentre.com/au) and select "Printable Forms".

## Lodge your Proxy Form:

XX

### Online:

Lodge your vote online at [www.investorvote.com.au](http://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](http://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

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I/We being a member/s of Trajan Group Holdings 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 Trajan Group Holdings Limited to be held as a virtual meeting on Wednesday, 24 November 2021 at 9:00am (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 Resolution 1 (except where I/we have indicated a different voting intention in step 2) even though Resolution 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 Resolution 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	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Resolution 2 Re-election of Mr Robert Lyon as a Director	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Resolution 3 Appointment of Auditor at First AGM	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

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

TRJ

279985A



Computershare





Trajan Group Holdings Limited  
ACN 152 617 706

## Need assistance?

**Phone:**

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

**Online:**

[www.investorcentre.com/contact](http://www.investorcentre.com/contact)

TRJ

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

## Trajan Group Holdings Limited Annual General Meeting

The Trajan Group Holdings Limited Annual General Meeting will be held on Wednesday, 24 November 2021 at 9:00am (AEDT).

This year, as part of the Australian Government's response to the Coronavirus crisis, temporary modifications have been made to the Corporations Act 2001 under the Treasury Laws Amendment (2021 Measures No.1) Act 2021.

These modifications allow notices of meeting, and other information regarding a meeting to be provided online where it can be viewed and downloaded. We are relying on technology to facilitate shareholder engagement and participation in the meeting. Details of where you can access the notice of meeting, lodge a proxy and participate in the meeting are contained in this letter.

You are encouraged to participate in the meeting using the following options:



### MAKE YOUR VOTE COUNT

To lodge a proxy, access the Notice of Meeting and other meeting documentation visit [www.investorvote.com.au](http://www.investorvote.com.au) and use the below information:



**Control Number: 999999**

**SRN/HIN: I9999999999**

**PIN: 99999**

For Intermediary Online subscribers (custodians) go to [www.intermediaryonline.com](http://www.intermediaryonline.com)

For your proxy appointment to be effective it must be received by 9:00am (AEDT) on Monday, 22 November 2021.



### ATTENDING THE MEETING VIRTUALLY

To watch the webcast, ask questions and vote on the day of the meeting, please visit: [web.lumiagm.com/330798947](http://web.lumiagm.com/330798947)

For instructions refer to the online user guide [www.computershare.com.au/virtualmeetingguide](http://www.computershare.com.au/virtualmeetingguide)