

# Lemarne Corporation Limited: Proxy Form

## Section 1: Security Holder

Name(s)

Address

Security Holder Reference Number

## Section 2: Appointment of Proxy

I/We being a member/s of the Company hereby appoint:

☐ **The Chair of the Meeting**  
(mark with an "x")

OR

(Write here the name of the person you are appointing if this person/s is someone other than the Chair of the meeting)

(Write here the name of the person you are appointing if you are appointing a second proxy)

Write here % of votes  
or number of shares if  
appointing 2 proxies

Write here % of votes  
or number of shares if  
appointing 2 proxies

or failing the person/s named, or if no person/s is named, the Chair of the meeting, as my/our proxy and to act generally at the meeting on my/our behalf and to vote in accordance with the directions in Section 3 below (or if no directions have been given, as the proxy sees fit) at the Annual General Meeting of Lemarne Corporation Limited to be held at Level 15, 440 Collins Street, Melbourne VIC 3000 at **9.00am on 18 November 2014** and at any adjournment or postponement of that meeting.

*Chair of meeting authorised to exercise undirected proxies on remuneration related resolutions: Where I/we have appointed the Chair of the meeting as my/our proxy (or the Chair of the meeting becomes my/our proxy by default) I/we expressly authorise the Chair of the meeting to exercise my/our proxy on Resolutions 1 and 2 (except where I have indicated a different voting direction in Section 3 below) even though Resolutions 1 and 2 are connected directly or indirectly with the remuneration of members of key management personnel, which includes the Chair.*

## Section 3: Items of Business

I/We direct as follows:

		Against	For	Abstain	
Resolution 1	2013 Remuneration Report		<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Resolution 2	2014 Remuneration Report		<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Resolution 3	Re-election of Mr Paul Delosa		<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Resolution 4	Re-election of Mr Marc Spicer		<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Resolution 5	Re-election of Mr Ilan Goldstein		<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Resolution 6	Re-election of Mr Yeoryios Markos		<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Resolution 7	Election of Mr Stephen Leslie Mason		<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Resolution 8	Election of Mr Rohan William Booth		<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Resolution 9	Election of Mr William Thomson McCartney		<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

Please note:

- (1) If you have appointed a proxy and do not mark any direction box for an item, your proxy is authorised to vote or abstain from voting on the relevant item in their absolute discretion.
- (2) If you have appointed a proxy and 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.

(3) *The Chair of the meeting intends to vote undirected proxies in favour of Resolutions 1 to 6 (inclusive) and against Resolutions 7 to 9 (inclusive). In exception circumstances, the Chair of the meeting may change his/her voting intention on any resolution, in which case an ASX announcement will be made.*

#### **Section 4: Authorised Signature/s**

This section must be signed in accordance with the instructions overleaf to enable your directions to be implemented.

Security Holder 1 (Individual)

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Security Holder 2 (Individual)

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Security Holder 3 (Individual)

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Sole Director and Sole Company Secretary

Director

Director/Company Secretary (delete one)

\_\_\_\_\_ ( ) \_\_\_\_\_

Contact Name

Contact daytime telephone

\_\_\_\_\_

Email

Date

#### **YOUR VOTE IS IMPORTANT - PLEASE READ THE INFORMATION BELOW**

If you are unable to attend the meeting, you are encouraged complete and lodge this form.

##### **Appointing a 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 as they choose. If you mark more than one box on an item your vote will be invalid for that item.

Voting a portion of your holding: Indicate a portion of your voting rights by inserting the percentage or number of shares 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 of 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 shares 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 shares for each in Section 2 overleaf.

A proxy need not be a shareholder of the Company.

##### **Signing Instructions**

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

Joint Holding: Where the holding is in more than one name, all of the shareholders should sign.

Power of Attorney: If you have not already lodged the Power of Attorney with the registry, please attach a certified photocopy of the Power of Attorney to this 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.

##### **Attending the Meeting**

Please bring this form to assist registration. If a representative of a corporate shareholder or proxy is to attend the meeting you will need to provide the appropriate "Certificate of Appointment of Corporate Representative" prior to admission. A form of the certificate may be obtained from <https://www-au.computershare.com/Content/download.asp?docId=%7Bebdfa266-fa5c-463f-a431-21fcab149a00%7D&cc=AU&lang=en&bhjs=1&fla=1&issuerid=scaubhp&theme=scaubhp>

**For your vote to be effective it must be received no later than 9.00am on 16 November 2014**

##### **Lodging a proxy form**

Send completed forms to:

<b>By Fax:</b>	<b>(03) 9221 6331</b>
<b>By Mail:</b>	<b>Lemarne Corporation Ltd, Level 27, 101 Collins St, Melbourne VIC 3000</b>
<b>In Person:</b>	<b>Kelly Hazell Quill Lawyers, Level 15, 440 Collins Street, Melbourne VIC 3000</b>