

# **BKM MANAGEMENT LIMITED**

ABN: 61 009 146 543

## Notice of Annual General Meeting and Explanatory Memorandum

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**Date:** Monday 24<sup>th</sup> November 2014  
**Time:** 4.30pm (AEDT) (registration commencing 4.15pm)  
**Venue:** William Buck  
Boardroom  
Level 20, 181 William Street  
Melbourne, Victoria 3000

This Information Memorandum is dated Tuesday, 14<sup>th</sup> October 2014 and is provided to Members of BKM Management Limited ABN 61 009 146 543 ("the Company") to be considered in connection with an Annual General Meeting of the Company.

This is an important document. It should be read in its entirety.  
If you are in doubt as to the course you should follow, consult your financial or other professional adviser.

**BKM MANAGEMENT LIMITED**

ABN: 61 009 146 543

**NOTICE OF ANNUAL GENERAL MEETING**

Notice is hereby given that the Annual General Meeting of BKM Management Limited ("the Company") will be held at William Buck, Boardroom, Level 20, 181 William Street, Melbourne, Victoria, on Monday 24<sup>th</sup> November 2014 at 4.30pm (AEDT).

The Explanatory Statement to this Notice of Meeting provides additional information on matters to be considered at the Annual General Meeting. The Explanatory Statement and the proxy form are part of this Notice of Meeting.

If you have elected not to receive a printed copy of the annual report it is available on the ASX website.

**BUSINESS**

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**2014 Annual Financial Statement**

To lay before the Meeting and consider the 2014 Annual Financial Statement of the Company for the year ended 30<sup>th</sup> June 2014 comprising the Annual Financial Report, the Directors' Report and Auditor's Report. At the meeting, a representative of the Company's auditors, William Buck Audit (VIC) will be available to answer any questions of the members.

**ORDINARY BUSINESS - RESOLUTIONS**

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To consider, and if thought fit, to pass, with or without amendment, the following ordinary resolutions:

**Resolution 1: Approval of the adoption of the 2014 Non-Binding Remuneration Report**

*"That for the purpose of section 250R(2) of the Corporations Act and for all other purposes, the Remuneration Report for the year ended 30 June 2014 included in the Directors' Report, which is attached to the Company's Annual Financial Report as required under section 300A of the Corporations Act, be adopted by the Company."*

**Voting Exclusion Statement:** In accordance with the Corporations Act the Company will disregard any votes cast in relation to this resolution by or on behalf of the Key Management Personnel, which includes the Directors and executives in the consolidated group whose remuneration is included in the Remuneration Report and their closely related parties (Excluded Persons).

However, the Company need not disregard a vote if:

- it is cast by an Excluded Person as proxy for a person who is entitled to vote, in accordance with the directions on the proxy form; or
- it is cast by the person chairing the meeting as proxy for a person who is entitled to vote, in accordance with a direction on the proxy form to vote as the proxy decides.

**Resolution 2: Re-election of Director, Mr. Evan McGregor**

*"That, for the purposes of ASX Listing Rule 14.4, clause 13.3(b) of the Constitution and for all other purposes, Mr. Evan McGregor, a Director of the Company retires and, being eligible, is re-elected as a Director of the Company."*

**Resolution 3: Election of Mr. Benjamin Song Young Hua to serve as a Director of the Company**

*"That Mr. Benjamin Song Young Hua, being a Director appointed to fill a casual vacancy during the year, be elected as a Director of the Company."*

**Resolution 4: Ratification of Issue of Shares to SB Holdings Pte Ltd**

*“That, for the purposes of ASX Listing Rule 7.4 and for all other purposes, shareholders approve the previous issue of 110,000,000 ordinary fully paid shares to SB Holdings Pte Ltd as described in the Explanatory Memorandum which accompanies and forms part of this Notice of Meeting.”*

**Voting Exclusion Statement:** The Company will disregard any votes cast on this resolution by SB Holdings Pte Ltd or its nominee (if any) and any of its nominees' associates.

However, the Company need not disregard a vote if:

- it is cast by a person as proxy for a person who is entitled to vote, in accordance with the directions on the proxy form; or
- it is cast by the person chairing the meeting as proxy for a person who is entitled to vote, in accordance with a direction on the proxy form to vote as the proxy decides.

**Resolution 5: Issue of Shares to Tea Hock Teck Pte Ltd**

*“That, for the purposes of ASX Listing Rule 7.1 and for all other purposes, shareholders approve the issue of 93,333,333 ordinary fully paid shares to Tea Hock Teck Pte Ltd and/or his nominee as described in the Explanatory Memorandum which accompanies and forms part of this Notice of Meeting.”*

**Voting Exclusion Statement:** The Company will disregard any votes cast on this resolution by Tea Hock Teck Pte Ltd or its nominee (if any) and any of its nominees' associates.

However, the Company need not disregard a vote if:

- it is cast by a person as proxy for a person who is entitled to vote, in accordance with the directions on the proxy form; or
- it is cast by the person chairing the meeting as proxy for a person who is entitled to vote, in accordance with a direction on the proxy form to vote as the proxy decides.

**QUESTIONS AND COMMENTS BY SHAREHOLDERS AT THE MEETING**

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A reasonable opportunity will be given to Shareholders to ask questions and/or make comments on the management of the Company at the Meeting.

A reasonable opportunity will be given for Shareholders to ask questions of the Company's external auditor, William Buck Audit (VIC) Pty Ltd. These questions should relevant to:

- a) the conduct of the audit;
- b) the preparation and contents of the audit report;
- c) the accounting policies adopted by the Company in relation to the preparation of its financial statements; and
- d) the independence of the auditor in relation to the conduct of the audit.

Shareholders may also submit a written question to William Buck Audit (VIC) Pty Ltd if the question is relevant to the content of the audit report or the conduct of its audit of the Company's financial report for the year ended 30 June 2014. Relevant written questions for the external auditor must be received by the Company by no later than 3:30pm AEDT on 17<sup>th</sup> November 2014. A representative of William Buck Audit (VIC) Pty Ltd will provide answers to the questions at the Meeting.

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**INFORMATION FOR SHAREHOLDERS**

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**Proxy Instructions**

A member who is entitled to vote at a meeting may appoint:

- (a) one proxy if the member is only entitled to one vote; and
- (b) one or two proxies if the member is entitled to more than one vote.

Where more than one proxy is appointed each proxy may be appointed to represent a specific proportion of the member's voting rights. If the appointment does not specify the proportion or number of votes each proxy may exercise, each proxy may exercise half of the votes in which case any fraction of votes will be disregarded.

The proxy form (and the power of attorney or other authority, if any, under which the proxy form is signed) or a copy or facsimile which appears on its face to be an authentic copy of the proxy form (and the power of attorney or other authority) must be lodged at the registered office of the Company or sent by facsimile transmission to the Company's registered office on +61 3 9822 7735 not less than 48 hours before the time for holding the Meeting, or adjourned meeting as the case may be, at which the individual named in the proxy form proposes to vote.

The proxy form must be signed by the member or his/her attorney duly authorised in writing or, if the member is a corporation, in a manner permitted by the Corporations Act. A proxy given by a foreign corporation must be executed in accordance with the laws of that corporation's place of incorporation.

The proxy may, but need not, be a member of the Company.

A proxy form is attached to this Notice.

**Corporate Representatives**

Any corporation which is a member of the Company may authorise (by certificate under common seal or other form of execution authorised by the laws of that corporation's place of incorporation, or in any other manner satisfactory to the chairperson of the Meeting) a natural person to act as its representative at any general meeting. A form of appointment can be obtained from the Company's share registry, Advance Share Registry Services Pty Ltd:

Phone: +61 (0)8 9389 8033

Fax: +61 (0)8 9389 7871

**Voting Entitlement**

For the purposes of the Corporations Act and Corporations Regulations shareholders entered on the Company's Register of Members as at 4:30pm on Saturday 22<sup>nd</sup> November 2014 (Melbourne, Victoria time) are entitled to attend and vote at the meeting.

On a poll, members have one vote for every fully paid ordinary share held. Holders of options are not entitled to vote.

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By the order of the Board



Phillip Hains  
Company Secretary  
14<sup>th</sup> October 2014

**EXPLANATORY MEMORANDUM**

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This Explanatory Memorandum has been prepared for the information of the Shareholders of the Company in connection with the business to be conducted at the Annual General Meeting to be held at 4:30 PM (AEDT), Monday 24<sup>th</sup> November 2014 at:

William Buck,  
Boardroom  
Level 20, 181 William Street,  
Melbourne, Victoria, 3000

The purpose of the Explanatory Memorandum is to provide information which the Directors believe to be material to Shareholders in deciding whether or not to pass the Resolutions in the Notice of Meeting.

**BUSINESS**

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**2014 Annual Financial Statements**

The 2014 Annual Financial Statements, comprising the Financial Report, Directors' Report and Auditor's Report for the year ended 30<sup>th</sup> June 2014 will be laid before the meeting. Shareholders will have the opportunity to ask questions about or make comments on the 2014 Annual Financial Statements and the management of the Company. A representative of the auditor will be invited to attend to answer questions about the audit of the Company's 2014 Annual Financial Statements.

The Company's 2014 Annual Financial Statements are set out in the Company's 2014 Annual Report which can be obtained from Australian Stock Exchange website, [www.asx.com.au](http://www.asx.com.au) or upon request to the Company Secretary at the Company's registered office, Suite 1,1233 High Street, Armadale, Victoria, 3143, Australia (telephone +61 (0)3 9824 5254).

There is no requirement for these reports to be formally approved by Shareholders. No resolution is required to be moved in respect of this item.

**ORDINARY BUSINESS - RESOLUTIONS**

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**Resolution 1: Approval of the adoption of the 2014 Remuneration Report**

The Remuneration report of the Company for the financial year ended 30 June 2014 is set out in the BKM Management Limited 2014 Annual Report which is available on the ASX Website: [www.asx.com.au](http://www.asx.com.au)

The remuneration report sets out the Company's remuneration arrangements for directors and key management personnel. The Chairman will allow a reasonable opportunity for shareholders to ask questions about, or make comments on, the remuneration report at the meeting before calling for a vote on the remuneration report.

The resolution is advisory only and does not bind the company or its directors. The Board will consider the outcome of the vote and comments made by shareholders on the remuneration report at the meeting when reviewing the Company's remuneration policies.

The Board abstains from making a recommendation in relation to Resolution 1.

The Chairman intends to exercise all undirected proxies in favour of Resolution 1.

**Resolution 2: Re-election of Director, Mr. Evan McGregor**

Clause 13.3 of the Constitution states that no director except the Managing Director may hold office for a period in excess of 3 years without offering himself/herself for re-election, and that at every Annual General Meeting, one-third of the previously elected Directors must retire from office and be eligible for re-election.

Mr. Evan McGregor will retire at the Annual General Meeting and seeks re-election.

**Mr. Evan McGregor – Director**

**Appointed to the Board:** 7th March 2002  
**Re-elected to the Board:** 25th November 2011  
**Qualifications:** B.Sc and B.Econ

**Experience and expertise:**

Evan has a wide range and depth of business development skills from his many years of involvement with small emerging listed companies. He has worked at a senior level in large organisations and his specialties include strategic analysis, negotiations and corporate and financial management.

The Directors, other than Mr Evan McGregor who abstains, recommend that Shareholders vote in favour of this resolution.

**Resolution 3: Election of Mr. (Benjamin) Song Young Hua to serve as a Director of the Company**

Mr Song was appointed as a Director by the board on Wednesday 25<sup>th</sup> June 2014. The Board considers it appropriate for the election of Mr Benjamin Song Young Hua to be put to the Annual General Meeting.

Mr Song graduated from Nanyang Technological University of Singapore with a Degree in Civil and Structural Engineer. Mr Song has more than 10 years of experience in managing and running companies.

Mr Song has been a director and fund manager of FX1 Capital Pte Ltd where he managed funds for high net worth clients. He currently sits on board of a property developing company, Bakken Development LLC developing projects in North Dakota, United States of America.

The Directors, other than Mr (Benjamin) Song Young Hua who abstains, recommend that Shareholders vote in favour of this resolution.

**Resolution 4: Ratification of issue of Shares – SB Holding Pte Ltd****Background**

In 2014, the Company issued 110,000,000 fully paid ordinary shares through private placements to professional and sophisticated investors raising \$330,000 before costs. The 110,000,000 fully paid ordinary shares were issued on 21<sup>st</sup> January 2014. Funds raised were used to finance upcoming projects, retire debt and meet working capital requirements. The issue was made without the need for prior Shareholder approval under Listing Rule 7.1.

Resolution 4 seeks subsequent shareholder ratification for the issue of 110,000,000 ordinary fully paid shares pursuant to ASX Listing Rule 7.1. Approval is sought for the purposes of ASX Listing Rule 7.4 and all other purposes.

**Purpose of resolution and listing rule 7.1**

ASX Listing Rule 7.1 prohibits a listed entity from issuing or agreeing to issue more than 15% of its issued capital in a 12 month period without Shareholder approval (**15% Limit**), unless an exception applies.

Pursuant to ASX Listing Rule 7.4, an issue of securities made without approval is deemed to have been made with Shareholder approval for the purpose of ASX Listing Rule 7.1 provided that:

- (a) the issue did not breach the 15% Limit; and
- (b) the company in general meeting subsequently approves the issue.

Shareholder ratification for the issue of 110,000,000 Shares is now sought pursuant to ASX Listing Rule 7.4 to reinstate the Company's capacity to issue up to 15% of its issued capital, if required, in the next 12 months without Shareholder approval.

**Notice requirements under listing rule 7.5**

The following information is provided in accordance with the requirements of ASX Listing Rule 7.5:

- |  |  |                    |             |  |                    |
|--|--|--------------------|-------------|--|--------------------|
| 7.5.1  | The total number of Shares issued:<br>110,000,000 fully paid ordinary shares.  |                    |             |  |                    |
| 7.5.2  | The price at which the securities were issued:<br>The Shares were issued at \$0.003 per Share.   |                    |             |  |                    |
| 7.5.3  | The terms of the Shares:<br>The Shares allotted and issued are identical to the Company's existing fully paid ordinary Shares.   |                    |             |  |                    |
| 7.5.4  | The names of the allottees:<br><table border="0" style="margin-left: 40px;"> <tr> <td>SB Holding Pte Ltd</td> <td style="text-align: right;">110,000,000</td> </tr> <tr> <td><b>Total Ordinary Fully Paid Shares Issued</b></td> <td style="text-align: right;"><b>110,000,000</b></td> </tr> </table> | SB Holding Pte Ltd | 110,000,000 | <b>Total Ordinary Fully Paid Shares Issued</b> | <b>110,000,000</b> |
| SB Holding Pte Ltd                             | 110,000,000  |                    |             |  |                    |
| <b>Total Ordinary Fully Paid Shares Issued</b> | <b>110,000,000</b>   |                    |             |  |                    |
| 7.5.5  | The use (or intended use) of the funds raised<br>The funds raised were used to finance upcoming projects, retire debt and meet working capital requirements.   |                    |             |  |                    |

The Directors unanimously recommend that Shareholders vote in favour of these resolutions.

**Resolution 5: Issue of Shares to Tea Hock Teck Pte Ltd****Background**

Resolution 5 is proposed to obtain shareholder approval to issue 93,333,333 ordinary fully paid shares in the Company at an issue price of \$0.003 to Tea Hock Teck Pte Ltd through a private placement to provide working capital for the Company.

**Purpose of resolution and listing rule 7.1**

Shareholder approval for the proposed issue of shares to Presage Resources Pte Ltd is required pursuant to ASX Listing Rule 7.1. ASX Listing Rule 7.1 provides that a company must not, subject to specific exceptions, issue or agree to issue during any twelve (12) month period, any equity securities or other securities with rights to conversion to equity (such as an option), if the number of those securities exceeds 15% of the number of securities in the same class on issue at the commencement of that twelve (12) month period.

One circumstance where an issue is not taken into account in the calculation of this 15% limit is where entry into an agreement to issue securities has the prior approval of shareholders at a general meeting. By obtaining shareholder approval to the issue of the shares the subject of this Resolution 5, the Company maintains the ability to issue further securities up to the 15% limit without further shareholder approval to take advantage of opportunities which may arise to raise additional capital.

**Notice requirements under listing rule 7.3**

The following information is provided in accordance with the requirements of ASX Listing Rule 7.3:

- (a) the total number of Shares to be issued:  
93,333,333 fully paid ordinary shares.
- (c) the date by which the entity will issue the shares:  
The Shares will be issued no later than three (3) months after the date of the meeting.
- (d) the price the shares will be issued at:  
The Shares will be issued at \$0.003 per Share.
- (e) the names of the allottee:  
Tea Hock Teck Pte Ltd and/or his nominee.
- (f) the terms of the shares:  
The Shares will be fully paid ordinary shares in the capital of the Company ranking equally with the Company's existing listed ordinary shares. The Company will apply to ASX for quotation of the shares.
- (g) The intended use of the funds raised  
The funds raised will be used to provide working capital to the Company.

The Directors unanimously recommend that Shareholders vote in favour of this resolution.

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**ACTION TO BE TAKEN**

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Shareholders are requested to either attend personally at the forthcoming Annual General Meeting to be held at William Buck, Boardroom, Level 20, 181 William Street, Melbourne Victoria on Monday 24<sup>th</sup> of November at 4:30 pm (AEDT), or otherwise to forward their proxy form duly completed to be received at the registered office of the Company at Suite 1, 1233 High Street, Armadale, Victoria (or by facsimile to +61 (0)3 9822 7735) at least forty-eight (48) hours prior to the commencement time for holding the meeting.

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**GLOSSARY**

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**"AEDT"** means Australian Eastern Daylight Saving Time.

**"AGM"** means the Annual General Meeting of the Company the subject of this Notice of Meeting.

**"Annual General Meeting"** means the Annual General Meeting of the Company the subject of this Notice of Meeting.

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

**"ASX"** means ASX Limited [ACN: 008 624 691] and, where the context permits, the Australian Securities Exchange operated by ASX Limited.

**"ASX Listing Rules"** means the listing rules of the ASX.

**"BKM"** means the Company or BKM Management Limited ABN 61 009 146 543.

**"Share"** means an ordinary fully paid share in the capital of BKM which rank equally with the existing quoted ordinary shares of the Company.

**"Company"** means BKM Management Limited (ABN 61 009 146 543)

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

**"Directors"** means (unless the context suggests otherwise) the Directors of BKM from time to time.

**"Meeting"** means the 2014 Annual General Meeting of BKM at which the Resolutions will be considered.

**"Memorandum"** means this Information Memorandum.

**"Resolutions"** means the resolutions put forward in the Company's Notice of Annual General Meeting, of which this Information Memorandum forms part.

**"Shareholder(s)"** means a person appearing on the Company's share register as a holder of a BKM Share.

**"Trading Days"** means days on which the Company's fully` paid ordinary BKM Shares are traded on the ASX.

**"VWAP"** means Volume Weighted Average share Price.



**BKM Management Limited**

ABN: 61 009 146 543

("the Company")

**Please Return Completed Form to:**  
 The Company Secretary  
 BKM Management Limited  
 PO Box 8694  
 Armadale, Victoria  
 AUSTRALIA 3143  
**OR:** Fax: +61 (0)3 9822 7735

\_\_\_\_\_  
 \_\_\_\_\_  
 \_\_\_\_\_  
 \_\_\_\_\_

SRN/HIN: \_\_\_\_\_

**STEP 1 - Appointment of Proxy**

I/We being a shareholder/s of **BKM Management Limited** and entitled to attend and vote hereby appoint:

\_\_\_\_\_

the Chairman of the Meeting (mark with an 'X') **OR**

If you are not appointing the Chairman of the Meeting as your proxy please write here the full name of the individual or body corporate (excluding the registered security holder) you are appointing as your proxy.

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 at the **2014 Annual General Meeting of BKM Management Limited to be held at William Buck, Boardroom, Level 20, 181 William Street, Melbourne, Victoria 3000, Australia on Monday, 24<sup>th</sup> November 2014 at 4:30pm AEDT** 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.

If the Chairman of the Meeting is appointed as your proxy, or may be appointed by default, by signing and returning this form, you expressly authorise the Chairman of the Meeting to exercise your proxy in relation to Resolutions 1, even though Resolution 1 is connected with the remuneration of the Company's key management personnel. Where permitted, the Chairman of the Meeting intends to vote undirected proxies in favour of Resolutions 1 to 5.

**If you do not wish to appoint the Chairman of the Meeting to vote on Resolutions 1 to 5 in this manner, it will be necessary for you to complete the vote directions in Step 2.**

**STEP 2 - Voting directions to your Proxy – please mark  to indicate your directions**

Ordinary Business	For	Against	Abstain
Resolution 1: Approval of the adoption of the 2014 Non-Binding Remuneration Report.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Resolution 2: Re-election of Director, Mr. Evan McGregor.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Resolution 3: Election of Mr. Benjamin Song Young Hua as a Director.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Resolution 4: Ratification of Issue of Shares to SB Holdings Pte Ltd.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Resolution 5: Issue of Shares to Tea Hock Teck Pte Ltd	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

**STEP 3 - PLEASE SIGN HERE**

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

<p><b>Individual or Securityholder 1</b></p> <p>_____</p> <p>Sole Director and Sole Company Secretary</p>	<p><b>Securityholder 2</b></p> <p>_____</p> <p>Director</p>	<p><b>Securityholder 3</b></p> <p>_____</p> <p>Director/Company Secretary</p>
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Contact Name ..... Contact Daytime Telephone..... Date / / 2014

Email Address:.....

**YOUR VOTE IS IMPORTANT**

**FOR YOUR VOTE TO BE EFFECTIVE IT MUST BE RECORDED BEFORE 4:30PM AEDT ON SATURDAY, 22<sup>nd</sup> NOVEMBER 2014**

**TO VOTE BY COMPLETING THE PROXY FORM**

**STEP 1 Appointment of Proxy**

Indicate here who you want to appoint as your Proxy

If you wish to appoint the Chairman of the Meeting as your proxy, mark the box. If you wish to appoint someone other than the Chairman 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 Chairman of the Meeting will be your proxy. A proxy need not be a shareholder of the Company. Do not write the name of the issuer company or the registered member in the space.

**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 provide evidence of his or her appointment by providing an "Appointment of Corporate Representative" form prior to admission. An Appointment of Corporate Representative form can be obtained from the Company.

**Appointment of a Second Proxy**

You are entitled to appoint up to two proxies to attend the Meeting and vote on a poll. If you wish to appoint a second proxy, an additional Proxy Form may be obtained by telephoning the Company or you may copy this form.

To appoint a second proxy you must:

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.

return both forms together in the same envelope.

**STEP 2 Voting Directions to your Proxy**

You can tell your Proxy how to vote. To direct your proxy how to vote, place a mark in one of the boxes opposite each Resolution. All your securities will be voted in accordance with such a direction unless you indicate only a portion of voting rights are to be voted on any Resolution by inserting the percentage or number of securities 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 a Resolution, your vote on that Resolution will be invalid.

**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 must sign.

**Power of Attorney:** to sign under a Power of Attorney, you must have already lodged it with the Company. 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 must be signed by that person.

**Please indicate the office held by signing in the appropriate place.**

**STEP 4 Lodgement of a Proxy**

This Proxy Form (and any Power of Attorney under which it is signed) must be received at an address given below not later than 4:30pm on Saturday, 22<sup>nd</sup> November 2014. Any Proxy Form received after that time will not be valid for the scheduled Meeting.

**Proxies may be lodged:**

**BY MAIL**                    BKM Management Limited  
    PO Box 8694  
    Armadale VIC 3143 Australia

**BY FAX**                    + 61 (0) 3 9822 7735

**IN PERSON**                BKM Management  
    Suite 1, 1123 High Street  
    Armadale VIC 3143 Australia

**Attending the Meeting**

If you wish to attend the Meeting please bring this form with you to assist registration.