
AAT CORPORATION LIMITED

ACN 002 876 182

NOTICE OF ANNUAL GENERAL MEETING

TIME: 2:30pm (AWST)

DATE: Friday, 20 March 2015

PLACE Level 14, Woodside Plaza, 240 St Georges Terrace, Perth WA

This is an important document. If you are in any doubt as to how to act, you should consult your financial or legal adviser as soon as possible.

TIME AND PLACE OF MEETING AND HOW TO VOTE

VENUE

The Annual General Meeting of the Shareholders to which this Notice of Meeting relates will be held at

- 2.30pm (AWST) on Friday, 20 March 2015
- Level 14, Woodside Plaza, 240 St Georges Terrace, Perth WA

YOUR VOTE IS IMPORTANT

The business of the Annual General Meeting affects your shareholding and your vote is important.

VOTING IN PERSON

To vote in person, attend the Annual General Meeting on the date and at the place set out above.

VOTING BY PROXY

To vote by proxy, please complete and sign the enclosed Proxy Form and return by the time and in accordance with the instructions set out on the Proxy Form:

- post to the Company at 2b William Street, NORTH SYDNEY NSW 2060; or
- email to admin@aat-corporation.com

so that it is received not later than 2.30pm (AWST) on Wednesday, 18 March 2015.

Proxy Forms received later than this time will be invalid.

VOTING ELIGIBILITY

The Directors have determined pursuant to Regulation 7.11.37 of the Corporations Regulations 2001 (Cth) that the persons eligible to vote at the Annual General Meeting are those who are registered Shareholders at 7.00pm (AWST) on Wednesday, 18 March 2015.

NOTICE OF ANNUAL GENERAL MEETING

Notice is given that the Annual General Meeting of AAT Corporation Limited will be held at 2.30pm (AWST) on Friday, 20 March 2015 at Level 14, Woodside Plaza, 240 St Georges Terrace, Perth WA.

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

Terms and abbreviations used in this Notice of Meeting and Explanatory Memorandum are defined in the Glossary.

AGENDA

ORDINARY BUSINESS

Adoption of 2010 to 2014 Annual Financial Reports

To table and consider the Annual Reports of the Company and its controlled entities for the years ended 30 June 2010, 30 June 2011, 30 June 2012, 30 June 2013 and 30 June 2014 which includes the Financial Report, the Directors' and Auditor's Reports.

NON-BINDING Resolutions

1. Adoption of 2010 Remuneration Report

To consider and, if thought fit, to pass, with or without amendment, the following resolution as a **non-binding resolution**:

"That, for the purpose of Section 250R(2) of the Corporations Act and for all other purposes, approval is given for the adoption of the Remuneration Report as contained in the Company's annual financial report for the financial year ended 30 June 2010."

2. Adoption of 2011 Remuneration Report

To consider and, if thought fit, to pass, with or without amendment, the following resolution as a **non-binding resolution**:

"That, for the purpose of Section 250R(2) of the Corporations Act and for all other purposes, approval is given for the adoption of the Remuneration Report as contained in the Company's annual financial report for the financial year ended 30 June 2011."

3. Adoption of 2012 Remuneration Report

To consider and, if thought fit, to pass, with or without amendment, the following resolution as a **non-binding resolution**:

"That, for the purpose of Section 250R(2) of the Corporations Act and for all other purposes, approval is given for the adoption of the Remuneration Report as contained in the Company's annual financial report for the financial year ended 30 June 2012."

4. Adoption of 2013 Remuneration Report

To consider and, if thought fit, to pass, with or without amendment, the following resolution as a **non-binding resolution**:

“That, for the purpose of Section 250R(2) of the Corporations Act and for all other purposes, approval is given for the adoption of the Remuneration Report as contained in the Company’s annual financial report for the financial year ended 30 June 2013.”

5. Adoption of 2014 Remuneration Report

To consider and, if thought fit, to pass, with or without amendment, the following resolution as a **non-binding resolution**:

“That, for the purpose of Section 250R(2) of the Corporations Act and for all other purposes, approval is given for the adoption of the Remuneration Report as contained in the Company’s annual financial report for the financial year ended 30 June 2014.”

VOTING EXCLUSION STATEMENT FOR RESOLUTIONS 1 to 5

In accordance with Section 250R of the Corporations Act, a vote on Resolutions 1 to 5 must not be cast by, or on behalf of, a member of the Key Management Personnel whose remuneration details are included in the Remuneration Report, or a Closely Related Party of such member.

However, a vote may be cast by such person if:

- (a) That person is acting as proxy, the proxy form specifies how the proxy is to vote and the vote is not cast on behalf of a person who is otherwise excluded from voting on this Resolution as described above; or
 - (b) The person is the Chair voting an undirected proxy which expressly authorises the Chair to vote the proxy on a resolution connected with the remuneration of a member of the Key Management Personnel.
-

ORDINARY Resolutions

6. Election of Mr Yuen Loke Chin as Director

To consider, and if thought fit, to pass with or without amendment, the following resolution as an **ordinary resolution**:

“That, in accordance with clause 12.9 of the Company’s Constitution and for all other purposes, Mr Yuen Loke Chin, a Non-Executive Director who was appointed to the new Board on 22 August 2013 and only holds office until the Annual General Meeting, retires and being eligible, is re-elected as a Director of the Company.”

7. Election of Mr Kasudjono Harianto as Director

To consider, and if thought fit, to pass with or without amendment, the following resolution as an **ordinary resolution**:

“That, in accordance with clause 12.9 of the Company’s Constitution and for all other purposes, Mr Kasudjono Harianto, a Non-Executive Director who was appointed to the new Board on 22 August 2013 and only holds office until the Annual General Meeting, retires and being eligible, is re-elected as a Director of the Company.”

8. Election of Mr Michael Thirnbeck as Director

To consider, and if thought fit, to pass with or without amendment, the following resolution as an **ordinary resolution**:

"That, in accordance with clause 12.5 of the Company's Constitution and for all other purposes, Mr Michael Thirnbeck, a Non-Executive Director who was appointed to the Board on 23 December 2013, as an addition to the existing number of Directors and only holds office until the first Annual General Meeting, retires and being eligible, is re-elected as a Director of the Company."

9. Appointment of Deloitte Touche Tohmatsu as Company Auditor

To consider, and if thought fit, to pass, with or without amendment, the following resolution as an **ordinary resolution**:

"That, Deloitte Touche Tohmatsu of Level 14, Woodside Plaza, 240 St Georges Terrace, Perth WA 6000, having been nominated for appointment by a member of the Company, in accordance with section 327B(1) of the Corporations Act 2001 and having consented in writing to act in accordance with section 328A(1), be appointed as auditor of AAT Corporation Limited with such appointment to take effect from the passing of this resolution."

General Business

To consider any other business that may be brought forward in accordance with the Constitution of the Company or the Corporation Act.

By Order of the Board



Eryn Kestel
Company Secretary
3 February 2015

EXPLANATORY MEMORANDUM

This Explanatory Memorandum has been prepared for the information of Shareholders in connection with the Annual General Meeting of Shareholders to be held on Friday, 20 March 2015 at 2.30pm (AWST).

The purpose of this Explanatory Memorandum is to provide Shareholders with all information known to the Company, which is material to a decision on how to vote on the resolutions in the accompanying Notice of Annual General Meeting.

This Explanatory Memorandum should be read in conjunction with the accompanying Notice and is a brief explanation of the matters for which Shareholder approval is sought in each Resolution.

ANNUAL FINANCIAL REPORT

The first agenda item is to receive the Annual Reports of AAT Corporation Limited for the financial years ended 30 June 2010, 30 June 2011, 30 June 2012, 30 June 2013 and 30 June 2014.

Section 317 of the Corporations Act requires the directors to lay before the Annual General Meeting the financial report, the directors' report (including the Remuneration Report) and the auditor's report for the last financial years that ended 30 June 2010, 30 June 2011, 30 June 2012, 30 June 2013 and 30 June 2014. Those holders that elected to receive a printed copy of the annual report will have received a copy with this Notice.

In accordance with sections 250S and 250SA of the Corporations Act, shareholders present at the Annual General Meeting will be provided with a reasonable opportunity to

- (a) Ask questions or make comment to the Directors' present on the management of the Company and Remuneration Report; and
- (b) Ask questions or make comment about the conduct of the audit and the preparation and content of the Auditor's Report. Any questions or comments will be directed to the Auditor at the conclusion of the Meeting.

No formal resolution to adopt the annual report will be put to the shareholders at the Annual General Meeting.

Shareholders who are unable to attend the Annual General Meeting are able to submit written questions to the Chairman about:

- (a) The preparation and the content of the 2010, 2011, 2012, 2013 and 2014 Auditor's Report;
- (b) The conduct of the 2010, 2011, 2012, 2013 and 2014 audits;
- (c) Accounting policies adopted by the Company in relation to the preparation of the 2010, 2011, 2012 2013 and 2014 financial statements; and
- (d) The independence of the Auditor in relation to the conduct of the 2010, 2011, 2012, 2013 and 2014 audit

The questions will need to be submitted no later than five (5) business days (no later than Thursday, 12 March 2015) before the Annual General Meeting to 2b William Street, NORTH SYDNEY NSW 2060 or email to admin@aat-corporation.com

RESOLUTIONS 1 TO 5 – ADOPTION OF REMUNERATION REPORTS

In accordance with Section 250R(2) of the Corporations Act at a listed company's Annual General Meeting, the Board is able to present the Company's Remuneration Report to Shareholders for consideration and adoption.

The Remuneration Report:

- Sets out the remuneration arrangements for each Director and for each of the KMP of the Company; and;
- Explains the Board's policies in relation to the objectives and structure of remuneration

The Chairman will allow a reasonable opportunity for discussion of the remuneration report at the Annual General Meeting.

The Directors' Report contains the Remuneration Report which sets out the remuneration policy of the Company and reports the current remuneration arrangements in place for the Non-Executive Directors and senior management.

Section 250R (3) of the Corporations Act provides that Resolutions 1 to 5 are advisory only and does not bind the directors of the Company to the outcomes passed. A failure of Shareholders to pass Resolutions 1 to 5 will not require the directors to alter any of the arrangements in the Remuneration Reports.

The Corporations Amendment (Improving Accountability on Director and Executive Remuneration) Act 2011 came into effect on 1 July 2011 and offers Shareholders with the opportunity to remove the Board under the two strike rules.

If at least 25% of the votes cast on the Adoption of the Remuneration Report Resolution are voted against adoption of the Report two (2) years consecutively, the Board Spill provisions will be triggered.

The two strike rule will not impact the 2011 Remuneration Report but it has the potential to affect the outcome of the 2012 to 2014 Remuneration Reports.

Pursuant to the Corporations Act, if the Chairman, a Key Management Personnel or any Closely Related Party is appointed as a proxy to vote on Resolutions 1 to 5, ***express instructions/directions must be given so that the proxy knows how to vote.***

If no directions on how to vote on Resolutions 1 to 5 are provided, the Chairman, a Key Management Personnel or any Closely Related Party is prevented by the Corporations Act from exercising the undirected vote and the vote will not be counted in relation to Resolutions 1 to 5.

The Chairman intends to exercise all undirected proxies in favour of Resolutions 1 to 5. If the Chairman of the Meeting is appointed as a proxy and there is no specification as to the way the Chairman is to vote on Resolutions 1 to 5, by signing and returning the Proxy Form, the Shareholder is considered to have provided the Chairman with an express authorisation to vote the proxy in accordance with the Chairman's intention.

The Board of Directors unanimously recommends that Shareholders vote in favour of Resolutions 1 to 5.

RESOLUTIONS 6 AND 7 – ELECTION OF MR CHIN AND MR HARIANTO AS DIRECTORS

Clause 12.9 of the Company's Constitution requires that if the Company has three or more Directors, one third of those Directors must retire at each Annual General Meeting.

This is the first Annual General Meeting of the Company since the appointment of Mr Chin and Mr Harianto in August 2013 and in accordance with the compulsory retirement provisions, Mr Chin and Mr Harianto are required to retire from office but they are both eligible to be re-elected as Directors of the Company.

Mr Alex Chin has over thirty (30) years experience in banking, investments, and mining.

Prior to serving as a Director of a mining company listed on the TSX (Toronto Stock Exchange) in 2000; Mr. Chin worked in the banking industry for 19 years for global financial institutions like Credit Suisse, Standard Chartered Bank, BNP and CIBC handling project finance, corporate lending, and wealth management in Canada, Hong Kong and Singapore. He is also a Director of a number of Singapore entities and overseas companies so knows how to make realistic and commercial decisions.

Mr. Chin has a degree in Economics from the University of Western Ontario, Canada.

Mr Kasudjono Harianto has over twenty five (25) years' experience in management and operations in Indonesian natural resources.

Mr Harianto has been Managing Director in his family timber business in Indonesia, which was the first concession in Kalimantan to be certified by independent auditor as a Sustainable Forest Management Unit Production in 2010.

Mr Harianto is also a Director of Indo Noble Pte Ltd is a Singapore investment holding and management company for various mining businesses in Indonesia and Asia. He is currently oversees all operational aspects of nickel, gold, iron ore and copper projects in Indonesia. He is a director of 2 listed companies in Australia.

Mr Harianto holds a Bachelor of Science in Industrial System Engineering, from University of Southern California, CA, USA and is a qualified engineer.

RESOLUTION 8 – ELECTION OF MR THIRNBECK AS DIRECTOR

In accordance with Clause 12.5(a) of the Constitution, the current directors may at any time appoint a person to be a director, as an addition to the existing directors. Furthermore, any director casually appointed only holds office until the next following annual general meeting and is then eligible for re-election.

Mr Michael Thirnbeck was appointed to the Board by the directors on 23 December 2013, as an addition to the existing directors. In accordance with clause 12.5(b) of the Constitution, Mr Thirnbeck being eligible, offers himself for election as a director of the Company.

Mr Thirnbeck is an experienced geologist with over 25 years in managing numerous mineral development projects in Papua New Guinea, Indonesia and Australia.

He is a Member of Australasian Institute of Mining and Metallurgy since 1989 and holds a University of Queensland B.Sc. (Hons.) degree.

RESOLUTION 9 – APPOINTMENT OF DELOITTE TOUCHE TOHMATSU AS COMPANY AUDITOR

Whilst the Directors of AAT Corporation Limited have selected Deloitte Touche Tohmatsu as Company auditor, pursuant to section 327B(1) of the Corporations Act it is the shareholders who approve the appointment of the auditors.

Furthermore, this section of the Act provides that a public company must appoint an auditor at its first annual general meeting.

A letter nominating Deloitte Touche Tohmatsu has been given to the Company by a shareholder in accordance with Section 328B of the Corporations Act - a copy of this notice is included as Annexure A.

The appointment of Deloitte Touche Tohmatsu will be by vote of shareholders as an ordinary resolution. Deloitte Touche Tohmatsu is a firm of registered company auditors, who have previous experience in conducting audits of public listed companies, and is a well-known and respected firm.

If Resolution 9 is not approved, there will be a vacancy in respect of the Company's auditor, which the board of directors will be obliged to fill within one month in accordance with Section 327C of the Corporations Act.

GLOSSARY

\$ means Australian dollars

Annual General Meeting or **Meeting** means the meeting convened by the Notice of Meeting.

ASX means ASX Limited or the Australian Securities Exchange, as the context requires.

ASX Listing Rules means the Listing Rules of ASX.

AWST means Australian Western Standard Daylight Time as observed in Perth, Western Australia.

Board means the current board of directors of the Company.

Closely Related Party of a member of the Key Management Personnel means:

- (a) a spouse or child of the member;
- (b) a child of the member's spouse;
- (c) a dependent of the member or the member's spouse;
- (d) anyone else who is one of the member's family and may be expected to influence the member, or be influenced by the member, in the member's dealing with the entity;
- (e) a company the member controls; or
- (f) a person prescribed by the *Corporations Regulations 2001 (Cth)*.

Company means AAT Corporation Limited (ACN 002 876 182).

Constitution means the Company's constitution.

Corporations Act means the Corporations Act 2001 (Cth).

Director means Non-Executive Directors

Explanatory Memorandum means the Explanatory Memorandum accompanying the Notice of Meeting.

Key Management Personnel is defined by AASB 124 Related Party disclosures as all directors and 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.

Notice of Meeting or **Notice of Annual General Meeting** means this notice of annual general meeting including the Explanatory Memorandum.

Remuneration Report means the remuneration report set out in the Director's report section of the Company's annual financial report for the years ended 30 June 2010, 30 June 2011, 30 June 2012, 30 June 2013 and 30 June 2014.

Resolutions means the resolutions set out in the Notice of Meeting or any one of them, as the context requires.

Share means a fully paid ordinary share in the capital of the Company.

Shareholder means a holder of a Share.

APPOINTMENT OF PROXY
AAT CORPORATION LIMITED
ACN 002 876 182

ANNUAL GENERAL MEETING PROXY FORM

Member Details

Name:

Address:

Contact Telephone No:

Appointment of Proxy

I/We being a Member/s of AAT Corporation Limited and entitled to attend and vote hereby appoint

☐

Chairman of the Meeting

OR

Insert Name of Appointed Proxy Below

Or failing the person named, or if no person is named, the Chairman of the Meeting, as my/our proxy to attend and act generally at the Annual General Meeting 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) at the Annual General Meeting of AAT Corporation Limited to be held at Level 14, Woodside Plaza, 240 St Georges Terrace, Perth WA 6000 on Friday, 20 March 2015 at 2:30pm (AWST) and at any adjournment of that meeting.

"Important in relation to Resolutions 1 to 5 – If the Chairman of the Meeting is your proxy or is appointed your proxy be default then he intends to vote all available proxies in favour of Resolutions 1 to 5, unless you indicate otherwise by ticking either the "for", "against" or "abstain" box. By authorising the chairman to vote in accordance with the chairman's voting intentions on Resolutions 1 to 5 you will be approving the chairman to vote in favour of Resolutions 1 to 5 even though Resolutions 1 to 5 are connected directly or indirectly with the remuneration of a member of Key Management Personnel.

If no directions are given, the Chair will vote in favour of all the Resolutions in which the Chair is entitled to vote undirected proxies.

		For	Against	Abstain
Non Binding Resolutions				
Resolution 1.	Adoption of Remuneration Report for 2010 Financial Year	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Resolution 2.	Adoption of Remuneration Report for 2011 Financial Year	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Resolution 3.	Adoption of Remuneration Report for 2012 Financial Year	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Resolution 4.	Adoption of Remuneration Report for 2013 Financial Year	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Resolution 5.	Adoption of Remuneration Report for 2014 Financial Year	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Ordinary Resolutions				
Resolution 6.	Election of Mr Yuen Loke Chin as Director	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Resolution 7.	Election of Mr Kasudjono Harianto as Director	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Resolution 8.	Election of Mr Michael Thirnbeck as Director	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Resolution 9.	Appointment of Deloitte Touche Tohmatsu as Company Auditor	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

Please Note: By marking the Abstain box for any of the Resolutions 1 to 9 you are directing the proxy not to vote on that Resolutions on a show of hands or on a poll and your votes will not be counted in computing the required majority on a poll.

If two proxies are being appointed, the proportion of voting rights this proxy represents is _____%

PLEASE SIGN HERE

Individual or Member 1

Sole Director and
Sole Company Secretary

Member 2

Director

Member 3

Director/Company Secretary

AAT CORPORATION LIMITED
ACN 002 876 182

INSTRUCTIONS FOR COMPLETING 'APPOINTMENT OF PROXY' FORM

The Directors have determined pursuant to Regulation 7.11.37 of the *Corporations Regulations 2001* (Cth) that the persons eligible to vote at the Annual General Meeting are those who are registered Shareholders of the Company at 7.00pm (AWST) on Wednesday, 18 March 2015.

1. **Appointing a Proxy:** A member entitled to attend and vote at an Annual General Meeting is entitled to appoint not more than two proxies to attend and vote on a poll on their behalf. The appointment of a second proxy must be done on a separate copy of the Proxy Form. Where more than one proxy is appointed, such proxy must be allocated a proportion of the member's voting rights. If a member appoints two proxies and the appointment does not specify this proportion, each proxy may exercise half the votes. A duly appointed proxy need not be a member of the Company.
2. **Direction to Vote:** A member may direct a proxy how to vote by marking one of the boxes opposite each item of business. Where a box is not marked the proxy may vote as they choose. Where more than one box is marked on an item the vote will be invalid on that item.

Unless authorised by ASIC, if a member of Key Management Personnel or their Closely Related Parties is appointed as a proxy, they are not permitted to vote undirected proxies on remuneration matters (arising directly or indirectly in connection with remuneration of Key Management Personnel), related party benefit matters under Chapter 2E of the Corporations Act and any spill resolutions. However, the chair may vote a proxy that does not specify how it is to be voted, provided the member who has lodged the proxy has provided their consent in the proxy form for the chair to exercise the proxy in its discretion (save in relation to the remuneration report where a direction is required).

3. **New sections 250BB and 250BC of the Corporations Act:** These sections came into effect on 1 August 2011 and apply to voting by proxy on or after that date. Shareholders and their proxies should be aware of these changes to the Corporations Act, as they will apply to this Annual General Meeting. Broadly, the changes mean that:
 - if proxy holders vote, they must cast all directed proxies as directed; and
 - any directed proxies which are not voted will automatically default to the Chair, who must vote the proxies as directed.

Further details on these changes are set out below.

Proxy vote if appointment specifies way to vote Section 250BB (1) of the Corporations Act provides that an appointment of a proxy may specify the way the proxy is to vote on a particular resolution and, if it does:

- the proxy need not vote on a show of hands, but if the proxy does so, the proxy must vote that way (i.e. as directed); and
- if the proxy has 2 or more appointments that specify different ways to vote on the resolution – the proxy must not vote on a show of hands; and
- if the proxy is the chair of the meeting at which the resolution is voted on – the proxy must vote on a poll, and must vote that way (i.e. as directed); and
- if the proxy is not the chair – the proxy need not vote on the poll, but if the proxy does so, the proxy must vote that way (i.e. as directed).

AAT CORPORATION LIMITED
ACN 002 876 182

INSTRUCTIONS FOR COMPLETING 'APPOINTMENT OF PROXY' FORM

Transfer of non-chair proxy to chair in certain circumstances Section 250BC of the Corporations Act provides that, if:

- an appointment of a proxy specifies the way the proxy is to vote on a particular resolution at a meeting of the Company's members; and
- the appointed proxy is not the chair of the meeting; and
- at the meeting, a poll is duly demanded on the resolution; and
- either of the following applies:
 - (i) the proxy is not recorded as attending the meeting;
 - (ii) the proxy does not vote on the resolution,

the chair of the meeting is taken, before voting on the resolution closes, to have been appointed as the proxy for the purposes of voting on the resolution at the meeting.

4. Signing Instructions:

- **(Individual):** Where the holding is in one name, the member must sign.
- **(Joint Holding):** Where the holding is in more than one name, all of the members should sign.
- **(Power of Attorney):** If you have not already provided 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, that person must sign. Where the company (pursuant to Section 204A of the Corporations Act) does not have a company secretary, a sole director can also sign alone. Otherwise, a director jointly with either another director or a company secretary must sign. Please sign in the appropriate place to indicate the office held.

5. Attending the Meeting: Completion of a Proxy Form will not prevent individual members from attending the General Meeting in person if they wish. Where a member completes and lodges a valid Proxy Form and attends the General Meeting in person, then the proxy's authority to speak and vote for that member is suspended while the member is present at the Annual General Meeting.

6. Return of Proxy Form: To vote by proxy, please complete and sign the enclosed Proxy Form and return by:

- post to the Company at 2b William Street, NORTH SYDNEY NSW 2060; or
- email to admin@aat-corporation.com

so that it is received not later than 2.30pm (AWST) on Wednesday, 18 March 2015.

Proxy Forms received later than this time will be invalid.

AAT CORPORATION LIMITED
ACN 002 876 182

APPOINTMENT OF CORPORATE REPRESENTATIVE FORM

Shareholder Details

This is to certify that by a resolution of the directors of

_____ ACN _____
(Insert Company Name)

(Insert Address)

The Company has appointed:

(Insert Name of Corporate Representative)

In accordance with the provisions of Section 250D of the Corporations Act to act as the Corporate Representative of the company to exercise all or any of the powers the company may exercise at the Annual General Meeting of shareholders of AAT Corporation Limited ACN 002 876 182 to be held on Friday, 20 March 2015 at 2.30pm (AWST) and at any adjournment or postponement of the Annual General Meeting, or any meeting arising from the Annual General Meeting.

Dated this day of 2015

Executed by

ACN
in accordance with section 127 of the *Corporations Act 2001*:

Director

Director/Secretary

Name of Authorised Representative

Signed by Authorised Representative

Return of Corporate Representative Form to:

- by mail: to the Company at 2b William Street, NORTH SYDNEY NSW 2060; or
- by email: to admin@aat-corporation.com

Deliver to 2b William Street, NORTH SYDNEY NSW 2060 no later than 2 business days prior to the day of the Annual General Meeting or submitted at the time of registration before commencement of the Annual General Meeting.

ANNEXURE A NOMINATION OF DELOITTE TOUCHE TOHMATSU AS COMPANY AUDITOR

Penta Group Pte Ltd

1 Scotts Road, #16-03
Singapore 228208
Phone: +65 6737 2932
Fax: +65 6738 3930

30 January 2015

The Company Secretary
AAT Corporation Limited
PO Box 1592
BOORAGOON WA 6954

Dear Sirs

Notification of Deloitte Touche Tohmatsu as Company Auditor

Penta Group Pte Ltd, hereby gives notice as holders of least 5% of the voting shares in AAT Corporation Limited (**the Company**), that it intends to propose a resolution at the next Annual General Meeting of the Company to consider, and if thought fit, pass the resolution that Deloitte Touche Tohmatsu be appointed as the Company's Auditor.

Penta Group Pte Ltd consents to the distribution of this notice as required by Section 328B(3) of the Act.

Yours faithfully



Alberto Migliucci
Director