



ASX Announcement 21 October 2021

DIVISION OF CAPITAL AND NOTICE OF MEETING AND PROXY FORM

ASX Code: ASW

Capital Structure:

Shares: 42.979m

Options: nil

Share price: \$1.045

Market capitalisation: \$44.91m

Board of Directors:

Simon Cato – *Chairman*

Kim Chong – *Managing
Director*

Stuart Third – *Non-executive
Director/
Company
Secretary*

About ASW:

Advanced Share Registry Limited provides registry services to listed and unlisted clients on a national basis. The business has built its registry operations through its reputation and delivery as an efficient, cost effective service provider.

Advanced Share Registry Limited (ASX: ASW, 'Company') is pleased to provide its Notice of Meeting and Proxy Form for the Company's Annual General Meeting to be held on 19 November 2021 by virtual means. As previously advised, the Company has determined that due to the restrictions on being able to travel to Western Australia for shareholders residing outside Western Australia, conducting the AGM virtually would provide a greater opportunity for participation by shareholders.

Division of Capital

At the AGM, Shareholders are being asked to consider and pass a resolution to divide the Company's capital. Each shareholder on the Record Date will receive 9 shares for every 2 shares they hold at that time, with any resulting fractional entitlements being rounded up.

The Board is encouraging all Shareholders to participate in the AGM by joining the virtual meeting online, lodging questions prior to the meeting and voting either by proxy or at the meeting online.

Stuart Third
Company Secretary

Member of Securities Registrars Association of Australia Inc.

Advanced Share Registry Limited ABN 14 127 175 946

110 Stirling Highway, Nedlands Western Australia 6009. PO Box 1156, Nedlands Western Australia 6909

Telephone: (08) 9389 8033, Facsimile: (08) 6370 4203

Suite 8H, 325 Pitt Street, Sydney NSW 2000. PO Box Q1736, Queen Victoria Building, NSW 1230 Telephone: (02) 8096 3502

Website: www.advancedshare.com.au Email: admin@advancedshare.com.au





Dear Shareholder

You are invited to attend the Annual General Meeting (AGM) of Advanced Share Registry Ltd to be held at 10:00 am on Friday, 19 November 2021, which will be held solely online.

You will be able to ask questions and vote on resolutions both prior to and during the AGM.

We are providing the Notice of Meeting with this letter, and advise that it will be available online at www.advancedshare.com.au and the announcement made on 21 October 2021 through ASX.

Recent changes to the law permit the Company to provide the Notice of Meeting solely by electronic means or by link to a web version of the Notice of Meeting. We have decided to maintain the Notice of Meeting delivery (either electronically or printed) for this year so that Shareholders could be better informed of the changes. For future notices, a hard copy will only be forwarded if you make an election to receive notices in hard copy only.

If you would like to make an election to receive future notices in hard copy only, you can log in to your holding through the investor login at www.advancedshare.com.au and update your preferences accordingly.

Division of Capital

The Notice of Meeting contains a resolution to divide the capital of the Company, increasing the number of shares available to be traded on the market.

The Board has considered the impact of the division on shareholders and believe that it is in the best interest of the Company, its current shareholders and future investors.

The division of capital increases the number of shares on issue from 42,979,500 to approximately 193,407,750. The underlying value and market capitalisation of the Company is expected to remain the same immediately after the division. The division allows for future growth in value to be attained by existing and future shareholders at a lower entry cost to the investment.

Whilst past performance is no guarantee of future performance, the Company has been able to continue generating income in the current environment and increasing profits. It is intended that shareholder value will be maintained through the continued payment of ordinary dividends at similar pro-rated as currently exists. For example, a 2c dividend declared under the current capital structure would be declared as a 0.444c dividend under the new capital structure.

The Board encourages Shareholders to participate in the meeting online and through voting via proxy, and we thank you for your ongoing support of the Company.

Yours faithfully

Stuart Third
COMPANY SECRETARY

Member of Securities Registrars Association of Australia Inc.

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ADVANCED SHARE REGISTRY LIMITED

ABN 14 127 175 946

NOTICE OF ANNUAL GENERAL MEETING

INCLUDING

EXPLANATORY STATEMENT

and

PROXY FORM

Date of Meeting: Friday, 19 November 2021

Time of Meeting: 10.00 am WST

Place of Meeting: Online

Due to COVID-19 policies, Shareholders will not be able to attend in person at a physical location, but are strongly encouraged to attend online as outlined in the notice

Your Annual Report is available online at www.advancedshare.com.au

IMPORTANT NOTICE

THE RESOLUTIONS PROPOSED FOR THIS MEETING ARE OF FUNDAMENTAL IMPORTANCE TO THE FUTURE OF YOUR COMPANY. IT IS RECOMMENDED THAT SHAREHOLDERS READ THIS NOTICE OF MEETING AND EXPLANATORY STATEMENT IN FULL, AND IF THERE IS ANY MATTER THAT YOU DO NOT UNDERSTAND, YOU SHOULD CONTACT YOUR FINANCIAL ADVISER, STOCKBROKER OR SOLICITOR FOR ADVICE.

NOTICE OF ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that the Annual General Meeting of the Shareholders of Advanced Share Registry Limited will be held online at 10.00am WST on Friday, 19 November 2021.

An Explanatory Statement containing information in relation to each of the following Resolutions accompanies this Notice of Annual General Meeting.

Please note terms used in the Resolutions contained in this Notice of Annual General Meeting have the meaning given to them in the glossary contained in the Explanatory Statement.

BUSINESS

ACCOUNTS AND REPORTS

To receive and consider the Financial Statements, Directors' Report (including the Remuneration Report) and Auditor's Report for the Company and its Controlled Entities for the year ended 30 June 2021.

Note: There is no requirement for Shareholders to approve these reports.

RESOLUTION 1 – ADOPTION OF REMUNERATION REPORT

To consider and, if thought fit, to pass, 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, the Remuneration Report for the year ended 30 June 2021 be adopted."

Note: This resolution is advisory only and does not bind the Directors or the Company.

Voting Prohibition Statement:

A vote on this Resolution must not be cast (in any capacity) by or on behalf of either of the following persons:

- (a) a member of the Key Management Personnel, details of whose remuneration are included in the Remuneration Report; or
- (b) a Closely Related Party of such a member.

However, a person (the "voter") described above may cast a vote on this Resolution as a proxy if the vote is not cast on behalf of a person described above and either:

- (a) the voter is appointed as a proxy by writing that specifies the way the proxy is to vote on this Resolution; or
- (b) the voter is the Chair and the appointment of the Chair as proxy:
 - (i) does not specify the way the proxy is to vote on this Resolution; and
 - (ii) expressly authorises the Chair to exercise the proxy even though this Resolution is connected directly or indirectly with remuneration of a member of the Key Management Personnel.

RESOLUTION 2 - RE-ELECTION OF MR SIMON CATO

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

"That Mr Simon Cato, who retires as a Director of the Company in accordance with Clause 11.3 of the Company's constitution and, being eligible, offers himself for re-election, be re-elected as a Director of the Company."

Short Explanation: Under clause 11.3 of the Constitution, one third of the directors of the Company, excluding the Managing Director, must retire by rotation, and if eligible they may offer themselves for re-election.

RESOLUTION 3 – RE-ELECTION OF MR STUART THIRD

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

"That Mr Stuart Third, who retires having been appointed in accordance with Clause 11.11 as a Director of the Company to fill a casual vacancy until the next general meeting and, being eligible, offers himself for election, is hereby elected as a Director of the Company."

Short Explanation: The Directors may at any time appoint a person to be a Director, either to fill a casual vacancy or as an addition to the existing Directors, but so that the total number of Directors does not at any time exceed the maximum number specified by the Constitution. Any Director so appointed holds office only until the next following general meeting and is then eligible for re-election, but shall not be taken into account in determining the Directors who are to retire by rotation at that meeting.

RESOLUTION 4 – DIVISION OF CAPITAL

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

"That for the purposes of Section 254H of the Corporations Act 2001 (Cth) and for all other purposes, the issued capital of the Company be divided on the basis that every two (2) fully paid shares on issue be divided into nine (9) fully paid shares to be effective on Monday, 22 November 2021, and where this division results in a fraction of a Share being held by a Shareholder, the Directors be authorised to round that fraction up to the nearest whole Share."

Short Explanation: The Company may seek the approval of Shareholders to restructure its capital at any time. The Directors have considered issues associated with the current share structure and the number of shares on issue, and have determined it would be advantageous and in the interests of Shareholders to divide the existing capital effectively increasing the number of shares on issue and available to be traded.

By order of the Board

Stuart Third
Company Secretary
Dated: 19 October 2021

IMPORTANT NOTICE REGARDING COVID-19

The Company is convening the Meeting to meet its obligations under the Corporations Act 2001 to conduct an Annual General Meeting after the end of its financial year.

The Meeting involves Directors based in Australia, and Shareholders in Australia and other locations globally. Due to travel restrictions, the Company has determined to hold the Meeting as a virtual meeting online without the possibility of physical attendance at a location by Shareholders.

As Shareholders will not be able to attend the meeting in person, they are strongly encouraged to participate in the virtual meeting by attending as outlined below, and by submitting their Proxy Form to record their vote on the Resolutions.

Although Shareholders are not able to attend in person, they will be able to ask questions of the Directors and Auditor through the processes outlined in this Notice and on the Company's website. Shareholders are asked to submit questions as soon as possible, and preferably at least 7 days prior to the meeting's commencement, being 10:00 am Friday, 12 November 2021. Questions may be asked during the Meeting through the processes outlined below.

INFORMATION FOR SHAREHOLDERS

The accompanying Explanatory Statement forms part of this Notice and should be read in conjunction with it. Unless the context requires otherwise, terms defined in the Glossary to the Explanatory Statement have the same meanings when used elsewhere in this Notice.

The instructions for participating in the Meeting and voting are contained within this Notice. Please carefully read the instructions based so that you may fully participate in the meeting.

TIME AND PLACE OF MEETING

VENUE

The Annual General Meeting of the Shareholders of Advanced Share Registry Limited will be held **online commencing at 10:00 am WST on Friday, 19 November 2021.**

Shareholders will only be able to attend the Meeting online. There is no provision for Shareholders to attend a location in person.

HOW TO ATTEND THE VIRTUAL MEETING

A live webcast of the meeting will be offered to allow Shareholders to see and listen to the meeting online.

Shareholders will receive a personalised log-in and password for the Meeting on their proxy form which can be used to log-in to the Meeting on www.advancedshare.com.au/virtual-meeting. Shareholders will be able to use the portal to ask questions prior to and during the meeting, and to live vote on matters being considered at the Meeting, although Shareholders are encouraged to vote on Resolutions via Proxy as outlined below.

VOTING AND PROXIES

ELIGIBILITY TO VOTE – SNAPSHOT DATE

For the purposes of section 1074E (2) of the Corporations Act and regulation 7.11.37 of the Corporations Regulations 2001, the Company has determined that the shareholding of each person for the purposes of determining entitlements to attend and vote at the meeting will be the entitlement of that person set out in the Company's register as at 5.00pm WST on Wednesday, 17 November 2021. Accordingly, transactions registered after this time will be disregarded in determining entitlements to attend and vote at the meeting.

VOTING EXCLUSIONS

Where a voting exclusion applies to a Resolution being considered at this Meeting, the Resolution will contain a Voting Prohibition Statement identifying those Shareholders whose votes will not be included in the calculation of the result of the vote on that Resolution, whether by show of hands or by poll. The exclusion from voting may be required by the Corporations Act or the Listing Rules or both. Voting Exclusions will be set out at the end of each of the Resolutions in this Notice where an exclusion applies.

Shares held on behalf of beneficiaries

Where the Listing Rules require a voting exclusion and the Shareholder holds shares as a nominee, trustee, custodian or in another fiduciary capacity on behalf of a beneficiary, the Shareholder can cast the votes on the Resolution being considered provided that the Shareholder has received written confirmation that the beneficiary is not excluded from voting, or an associate of a person excluded from voting, on that Resolution and the Shareholder votes on the Resolution as directed by the beneficiary.

HOW TO VOTE

Voting at the Meeting

You will be able to vote on resolutions during the Meeting through the online platform being used to conduct the Meeting. You will need to log-in to the platform using your personalised log-in details located on your Proxy Form to access the Meeting. However, the Directors are strongly encouraging Shareholders to lodge their Proxy Form in accordance with the instructions below to assist in the orderly conduct of the Meeting.

Voting by Proxy

To vote by proxy, Shareholders can complete and sign the enclosed Proxy Form and return by the time and date in accordance with the instructions set out on the Proxy Form.

In accordance with section 249L of the Corporations Act, members are advised that:

- each member has a right to appoint a proxy;
- the proxy need not be a member of the Company; and
- a member who is entitled to cast 2 or more votes may appoint 2 proxies and may specify the proportion or number of votes each proxy is appointed to exercise. If the member appoints 2 proxies and the appointment does not specify the proportion or number of the member's votes, then in accordance with section 249X(3) of the Corporations Act, each proxy may exercise one-half of the votes.

Shareholders and their proxies should be aware that pursuant to the Corporation Act 2001:

- 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 requirements 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).

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:
 - the proxy is not recorded as attending the meeting;
 - 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.

The Directors recommend that as there will be no physical attendance at the Meeting, you appoint the Chair as your Proxy and direct the Chair how to vote your shares by fully completing the Proxy Form as instructed. It is noted that all undirected proxies held by the Chair will be voted IN FAVOUR of all Resolutions at the Meeting.

EXPLANATORY STATEMENT

This Explanatory Statement has been prepared for the information of the Shareholders in Advanced Share Registry Limited in connection with the business to be conducted at the Annual General Meeting of the Company to be held online on Friday, 19 November 2021 at 10.00am (WST).

The Directors recommend Shareholders read this Explanatory Statement and the Notice of Annual General Meeting in full before making any decision in relation to the Resolutions. Terms used in this Explanatory Statement will, unless the context otherwise requires, have the meaning given to them in the glossary contained in this Explanatory Statement.

FINANCIAL REPORT FOR THE YEAR ENDED 30 JUNE 2021

In accordance with the requirements of the Company's Constitution and the Corporations Act, the financial report of the Company for the financial year ended 30 June 2021 together with the declaration of the Directors, the Remuneration Report and the reports of the Directors and Auditor (together, "Reports") thereon will be tabled at the Meeting.

In accordance with section 250S of the Corporations Act, Shareholders will be provided with a reasonable opportunity to ask questions or make statements in relation to those reports but no formal resolution to adopt the reports will be put to Shareholders at the AGM (save for Resolution 1 for the adoption of the Remuneration Report). Shareholders will also be able to ask questions regarding the management of the Company and other relevant matters associated with the Company's activities.

As the Meeting is being conducted online, whilst there will be the opportunity to ask questions via the Meeting's online portal or email specifically established for this purpose during the Meeting, the Directors encourage Shareholders to submit questions to the Company in writing as early as possible, preferably by **Friday, 12 November 2021**, to assist with the orderly conduct of the online Meeting.

Shareholders will also be given an opportunity to ask the auditor questions about the conduct of the audit and the preparation and content of the auditor's report at the meeting. In addition to taking questions at the meeting, written questions to the Company's auditor about the content of the auditor's report or the conduct of the audit may be submitted no later than 5 business days before the Meeting (Friday, 12 November 2021) to the registered office of the Company.

The Company will not provide a hard copy of the Company's annual financial report to Shareholders unless specifically requested to do so. The Company's annual financial report is available on its website at www.advancedshare.com.au.

The following deals with matters of ordinary business to be considered by Shareholders at the Meeting. The following matters should be noted in respect of those items:

RESOLUTION 1 – ADOPTION OF REMUNERATION REPORT

General

The Corporations Act requires that at a listed company's annual general meeting, a resolution that the remuneration report be adopted must be put to the shareholders. However, such a resolution is advisory only and does not bind the Directors or the Company.

The remuneration report sets out the Company's remuneration arrangements for the Directors and senior management of the Company. The remuneration report is contained in the Company's annual financial report for the financial year ended 30 June 2021.

A reasonable opportunity will be provided for discussion of the remuneration report at the Annual General Meeting. This Resolution is advisory only and does not bind the Directors or the Company.

Voting consequences

Under the Corporations Act, a company is required to put to its shareholders a resolution proposing the calling of another meeting of shareholders to consider the appointment of directors of the company ("Spill Resolution") if, at consecutive annual general meetings, at least 25% of the votes cast on a remuneration report resolution are voted against adoption of the remuneration report and at the first of those annual general meetings a Spill Resolution was not put to vote. If required, the Spill Resolution must be put to vote at the second of those annual general meetings.

If more than 50% of votes cast are in favour of the Spill Resolution, the company must convene a shareholder meeting ("Spill Meeting") within 90 days of the second annual general meeting.

All of the directors of the company who were in office when the directors' report (as included in the company's annual financial report for the previous financial year was approved, other than the managing director of the company, will cease to hold office immediately before the end of the Spill Meeting but may stand for re-election at the Spill Meeting.

Following the Spill Meeting those persons whose election or re-election as directors of the company is approved will be the directors of the company.

Previous voting results

At the Company's previous annual general meeting the votes cast against the remuneration report considered at that annual general meeting were less than 25%. Accordingly, the Spill Resolution is not relevant for this Annual General Meeting.

Proxy voting restrictions

Shareholders appointing a proxy for this Resolution should note the following:

If you appoint a member of the Key Management Personnel (other than the Chair) whose remuneration details are included in the Remuneration Report, or a Closely Related Party of such a member as your proxy:

You must direct your proxy how to vote on this Resolution. Undirected proxies granted to these persons will not be voted and will not be counted in calculating the required majority if a poll is called on this Resolution.

If you appoint the Chair as your proxy (where he/she is also a member of the Key Management Personnel whose remuneration details are included in the Remuneration Report, or a Closely Related Party of such a member):

You **do not** need to direct your proxy how to vote on this Resolution. However, if you do not direct the Chair how to vote, the Chair will vote undirected proxies in the favour of the Resolution even though this Resolution is connected directly or indirectly with the remuneration of Key Management Personnel.

If you appoint any other person as your proxy:

You **do not** need to direct your proxy how to vote on this Resolution, and you **do not** need to mark any further acknowledgement on the Proxy Form.

RESOLUTION 2 - RE-ELECTION OF MR SIMON CATO

Clause 11.3 of the Constitution requires that one third of the Company's board of directors, excluding the Managing Director, shall retire by rotation at the Company's annual general meeting every year, and if eligible may offer themselves for re-election. If the number of Directors is not a multiple of 3, then the number nearest one-third (rounded upwards in case of doubt), shall retire from office, provided always that no Director (except a Managing Director) shall hold office for a period in excess of 3 years, or until the third annual general meeting following his or her appointment, whichever is the longer, without submitting himself or herself for re-election.

The Directors to retire at an annual general meeting are those who have been longest in office since their last election, but, as between persons who became Directors on the same day, those to retire shall (unless they otherwise agree among themselves) be determined by drawing lots.

A Director who retires by rotation under clause 11.3 of the Constitution is eligible for re-election.

The Company currently has 3 Directors and accordingly 1 must retire, not including any Director who was appointed to fill a casual vacancy and subject to election pursuant to clause 11.12.

Accordingly, Mr Simon Cato retires by rotation, and being eligible, offers himself for re-election.

Mr Cato has had over 30 years capital markets experience in broking, regulatory roles and as director of listed companies. He initially was employed by the Australian Securities Exchange (“ASX”) in Sydney and then in Perth. From 1991 until 2006, he was an executive director and/or responsible executive of three stockbroking firms and in those roles, he has been involved in many aspects of broking including management issues such as credit control and reporting to regulatory bodies in the securities industry. As a broker, he was also involved in the underwriting of several Initial Public Offerings (“IPO’s”) and has been through the process of IPO’s in the dual role of broker and director. Currently, he holds several non-executive roles with listed companies in Australia.

Mr Cato offers himself for re-election as a Director of the Company. The Company’s remaining Directors recommend to Shareholders that Mr Cato be re-elected.

RESOLUTION 3 – RE-ELECTION OF MR STUART THIRD

Clause 11.12 of the Constitution requires that a person appointed to fill a casual vacancy on the Company’s board of directors, must retire at the Company’s next annual general meeting, and if eligible may offer themselves for re-election.

Mr Stuart Third was appointed a Director of the Company on 15 July 2021 to fill a casual vacancy pursuant to Clause 11.11 of the Company’s Constitution.

Accordingly, Mr Third retires pursuant to Clause 11.12, and being eligible, offers himself for re-election.

Mr Stuart Third is a director of Winduss & Associates Pty Ltd. He has been involved in professional accounting in public practice for over 25 years providing business and taxation advice to clients in various industries. Mr Third has experience in corporate governance, company secretarial, management and restructuring matters. He currently is on the Board of, and company secretary of, ASX listed United Overseas Australia Ltd and has previously served as company secretary of other ASX listed companies. He also works within the accounting profession as a facilitator for the Chartered Accountants Program.

Mr Third holds a Bachelor of Business, Master of Taxation and a Graduate Diploma in Applied Corporate Governance. He is a Fellow of Chartered Accountants Australian and New Zealand, a Chartered Tax Advisor with the Tax Institute, an Associate of the Governance Institute of Australia and an Associate of The Chartered Governance Institute.

Mr Third offers himself for re-election as a Director of the Company. The Company’s remaining Directors recommend to Shareholders that Mr Third be re-elected.

RESOLUTION 4 – DIVISION OF CAPITAL

4.1 Background

Resolution 4 seeks Shareholder approval to divide the number of ordinary shares on issue on a nine (9) for two (2) basis.

The Directors consider that the proposed division is necessary to increase liquidity in the market by increasing the number of available shares to be traded on market.

Shareholder approval is required pursuant to Section 245H of the Corporations Act.

4.2 Corporations Act

Section 245H of the Corporations Act provides that a company may, by ordinary resolution passed at a general meeting of shareholders, convert all or any of its shares into a larger or small number of shares.

As from the effective date of Resolution 4 (being Monday 22 November 2021), all holding statements for Shares will cease to have any effect, except as evidence of entitlement to a certain number of post-division Shares. After the division becomes effective, the Company will arrange for new holding statements to be issued to Shareholders.

The effect the division will have on the capital structure of the Company is:

Shares	Number
Current	42,979,500
Total post division	193,407,750

4.3 Fractional Entitlements

Fractional entitlements arising on the division of capital shall be rounded up to the nearest whole share.

4.4 Taxation

It is not considered that any taxation consequences will arise for Shareholders from the Division. However, Shareholders are advised to seek their own tax advice on the effect of the division and neither the Company nor the Directors (nor any advisor to the Company) accept any responsibility for the individual tax consequences arising from the division.

4.5 Indicative Timetable

The indicative timetable is set out below:

Effective date set	22 November 2021
Last day for trading in pre-split shares	23 November 2021
Trading in post-split shares on deferred settlement	24 November 2021
Record date (last date for record of pre-split transfers)	25 November 2021
First day for entity to update register reflecting change	26 November 2021
Last day for entity to update register, send holding statements and notify ASX this has occurred	2 December 2021
Deferred trading ends	2 December 2021
Normal trading commences	3 December 2021


Glossary of Defined Terms

Advanced Share Registry Limited and Company	means Advanced Share Registry Limited (ABN 14 127 175 946).
Annual General Meeting or Meeting	means the meeting convened by this Notice.
ASX	means ASX Limited.
Board	means the 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).
Constitution	means the constitution of the Company.
Corporations Act	means the <i>Corporations Act 2001</i> (Cth).
Directors	means the current directors of the Company.
Explanatory Statement	means the explanatory statement set out in this Notice.
Key Management Personnel	has the same meaning as in the accounting standards issued by the Australian Accounting Standards Board and means those persons having authority and responsibility for planning, directing and controlling the activities of the Company, or if the Company is part of a consolidated entity, of the consolidated entity, directly or indirectly, including any director (whether executive or otherwise) of the Company, or if the Company is part of a consolidated entity, of an entity within the consolidated group.
Listing Rules	means the Official Listing Rules of ASX.
Notice	means this notice of meeting including the Explanatory Statement and the Proxy Form.
Ordinary Securities	has the meaning set out in the Listing Rules.
Proxy Form	means the proxy form accompanying this Notice.
Remuneration Report	means the remuneration report set out in the Director's report section of the Company's annual financial report for the year ended 30 June 2021.
Share	means a fully paid ordinary share in the capital of the Company.
Shareholder	means a holder of a Share.
WST	means Western Standard Time as observed in Perth, Western Australia.



LODGE YOUR PROXY APPOINTMENT ONLINE

 **ONLINE PROXY APPOINTMENT**
www.advancedshare.com.au/investor-login

 **MOBILE DEVICE PROXY APPOINTMENT**
 Lodge your proxy by scanning the QR code below, and enter your registered postcode.
 It is a fast, convenient and a secure way to lodge your vote.

Important Note: Due to the ongoing COVID-19 pandemic and uncertainty regarding the level of travel restrictions around the time of the meeting, the Company has determined that Shareholders will only be able to attend and participate in the meeting through an online platform provided by Advanced Share Registry.

2021 ANNUAL GENERAL MEETING PROXY FORM

I/We being shareholder(s) of Advanced Share Registry Limited and entitled to attend and vote hereby:

STEP 1 APPOINT A PROXY

The Chair of the Meeting **OR**  **PLEASE NOTE:** If you leave the section blank, the Chair of the Meeting will be your proxy.


or failing the individual(s) or body corporate(s) named, or if no individual(s) or body corporate(s) named, the Chair of the Meeting, as my/our proxy to act generally at the Meeting on my/our behalf, including 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 the Company to be held **virtually on Friday, 19 November 2021 at 10.00 am (WST)** and at any adjournment or postponement of that Meeting.

Chair's voting intentions in relation to undirected proxies: The Chair intends to vote all undirected proxies in favour of all Resolutions. In exceptional circumstances, the Chair may change his/her voting intentions on any Resolution. In the event this occurs, an ASX announcement will be made immediately disclosing the reasons for the change.

Chair 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 becomes my/our proxy by default), I/we expressly authorise the Chair to exercise my/our proxy on Resolution 1 (except where I/we have indicated a different voting intention below) even though this resolution is connected directly or indirectly with the remuneration of a member(s) of key management personnel, which includes the Chair.

STEP 2 VOTING DIRECTIONS

Resolutions	For	Against	Abstain*
1 Adoption of Remuneration Report	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
2 Re-Election of Mr Simon Cato as a Director	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
3 Re-Election of Mr Stuart Third as a Director	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
4 Division of Capital	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

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

STEP 3 SIGNATURE OF SHAREHOLDERS – THIS MUST BE COMPLETED

Shareholder 1 (Individual) Joint Shareholder 2 (Individual) Joint Shareholder 3 (Individual)
 Sole Director and Sole Company Secretary Director/Company Secretary (Delete one) Director

This form should be signed by the shareholder. If a joint holding, all the shareholder should sign. If signed by the shareholder's attorney, the power of attorney must have been previously noted by the registry or a certified copy attached to this form. If executed by a company, the form must be executed in accordance with the company's constitution and the Corporations Act 2001 (Cth).

Email Address

Please tick here to agree to receive communications sent by the Company via email. This may include meeting notifications, dividend remittance, and selected announcements.

ADVANCED SHARE REGISTRY LIMITED - ANNUAL GENERAL MEETING

Due to the ongoing COVID-19 pandemic and uncertainty regarding the level of travel restrictions around the time of the meeting, the Company has determined that Shareholders will only be able to attend and participate in the meeting through an online platform provided by Advanced Share Registry.

To facilitate such participation, voting on each Resolution will occur by a poll rather than a show of hands.

A live webcast and electronic voting via www.advancedshare.com.au/virtual-meeting will be offered to allow Shareholders to listen to the Meeting and vote online.

Please refer to the Meeting ID and Shareholder ID on the proxy form to login to the website.

Shareholders may submit questions ahead of the Meeting via the portal.

HOW TO COMPLETE THIS SHAREHOLDER PROXY FORM

CHANGE OF ADDRESS

This form shows your address as it appears on Company's share register. If this information is incorrect, please make the correction on the form. Shareholders sponsored by a broker should advise their broker of any changes.

APPOINTMENT OF A PROXY

If you wish to appoint the Chair as your proxy, mark the box in Step 1. If you wish to appoint someone other than the Chair, please write that person's name in the box in Step 1. A proxy need not be a shareholder of the Company. A proxy may be an individual or a body corporate.

DEFAULT TO THE CHAIR OF THE MEETING

If you leave Step 1 blank, or if your appointed proxy does not attend the Meeting, then the proxy appointment will automatically default to the Chair of the Meeting.

VOTING DIRECTIONS – PROXY APPOINTMENT

You may direct your proxy on how to vote by placing a mark in one of the boxes opposite each resolution of business. All your shares 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 shares you wish to vote in the appropriate box or boxes. If you do not mark any of the boxes on a given resolution, your proxy may vote as they choose to the extent they are permitted by law. If you mark more than one box on a resolution, your vote on that resolution will be invalid.

PROXY VOTING BY KEY MANAGEMENT PERSONNEL

If you wish to appoint a Director (other than the Chair) or other member of the Company's key management personnel, or their closely related parties, as your proxy, you must specify how they should vote on Resolution 1, by marking the appropriate box. If you do not, your proxy will not be able to exercise your vote for Resolution 1.

PLEASE NOTE: If you appoint the Chair as your proxy (or if they are appointed by default) but do not direct them how to vote on a resolution (that is, you do not complete any of the boxes "For", "Against" or "Abstain" opposite that resolution), the Chair may vote as they see fit on that resolution.

APPOINTMENT OF A SECOND PROXY

You are entitled to appoint up to two persons as 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 Advanced Share Registry Limited or you may copy this form and return them both together.

To appoint a second proxy you must:

- On each Proxy Form state the percentage of your voting rights or number of shares 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; and
- Return both forms together.

COMPLIANCE WITH LISTING RULE 14.11

In accordance with Listing Rule 14.11, if you hold shares on behalf of another person(s) or entity/entities or you are a trustee, nominee, custodian or other fiduciary holder of the shares, you are required to ensure that the person(s) or entity/entities for which you hold the shares are not excluded from voting on resolutions where there is a voting exclusion. Listing Rule 14.11 requires you to receive written confirmation from the person or entity providing the voting instruction to you and you must vote in accordance with the instruction provided.

By lodging your proxy votes, you confirm to the company that you are in compliance with Listing Rule 14.11.

CORPORATE REPRESENTATIVES

If a representative of a nominated corporation is to attend the Meeting the appropriate "Certificate of Appointment of Corporate Representative" should be produced prior to admission in accordance with the Notice of Meeting. A Corporate Representative Form may be obtained from Advanced Share Registry.

SIGNING INSTRUCTIONS ON THE PROXY FORM

Individual:

Where the holding is in one name, the security holder must sign.

Joint Holding:

Where the holding is in more than one name, all of the security holders should sign.

Power of Attorney:

If you have not already lodged the Power of Attorney with Advanced Share Registry, please attach the original or 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 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.

LODGE YOUR PROXY FORM

This Proxy Form (and any power of attorney under which it is signed) must be received at an address given below by 10.00 am (WST) on Wednesday, 17 November 2021, being not later than 48 hours before the commencement of the Meeting. Proxy Forms received after that time will not be valid for the scheduled Meeting.



ONLINE PROXY APPOINTMENT

www.advancedshare.com.au/investor-login



BY MAIL

Advanced Share Registry Limited
110 Stirling Hwy, Nedlands WA 6009; or
PO Box 1156, Nedlands WA 6909



BY FAX

+61 8 6370 4203



BY EMAIL

admin@advancedshare.com.au



IN PERSON

Advanced Share Registry Limited
110 Stirling Hwy, Nedlands WA 6009



ALL ENQUIRIES TO

Telephone: +61 8 9389 8033