

28 October 2021

# Annual General Meeting – Notice and Proxy Form

Dear Shareholder,

You are invited to attend the Annual General Meeting of Shareholders of in Fargo Enterprises Limited ("Company", ASX code: FGO) to be held at Suite 1, 295 Rokeby Road, Subiaco WA 6008, ("Location") at 2.00pm (WST) on Friday, 26 November 2021 ("Meeting").

In accordance with recent amendments to the Corporations Act 2001 (Cth) under the Treasury Laws Amendment (2021 Measure No.1) Act 2021., the Company will not be sending hard copies of the Notice of Annual General Meeting and Explanatory Memorandum ("Notice") to Shareholders. Instead, shareholders can access a copy of the Notice online:

- Via the Company's ASX announcements page at <a href="https://www2.asx.com.au/markets/company/FGO">https://www2.asx.com.au/markets/company/FGO</a> under the Company's ASX code "FGO"; and
- If you have provided an email address and have elected to receive electronic communications for the Company, via an email to your nominated email address with a link to an electronic company of the Notice.

The Company intends to hold a physical meeting at the Location without the use of video conferencing technology. However, in order to minimise the risk to Shareholders, the Company and its ongoing operations, Shareholders are encouraged to vote by proxy instead of attending the meeting at the Location. Accordingly, the proxy form provided within the Notice and enclosed to this letter should be filled out by Shareholders intending to vote by proxy, with specific instructions on how the Shareholder's vote is to be exercised by the proxy. For details on how to complete and submit the proxy form to the Company, please refer to the instructions in the Notice.

The Board continues to monitor the COVID-19 situation. As the situation is constantly evolving, we may make alternative arrangements to the way in which the Meeting is held. If this occurs, we will notify Shareholders of any changes by way of an ASX announcement, and the details will also be made available on our website.

If you are unable to access the Notice through the abovementioned means, please contact Robbie Featherby, the Company Secretary, on 08 6555 2950 or at <a href="mailto:info@fargoenterprises.com.au">info@fargoenterprises.com.au</a> between 9:00am and 5:00pm (WST) on Monday to Friday who will arrange for a copy of the Notice to be provided to you.

Shareholders are encouraged to vote by lodging the attached proxy form. As the situation regarding the management of COVID-19 is evolving rapidly, Shareholders are encouraged to monitor the Company's website for any further updates in relation to the arrangements for the Meeting.

Yours faithfully

Zane Lewis Non-Executive Director Fargo Enterprises Limited



Fargo Enterprises Limited | ACN 000 031 292

# **Proxy Voting Form**

If you are attending the meeting in person, please bring this with you for Securityholder registration.

**Holder Number:** 

Your proxy voting instruction must be received by **2.00pm (WST) on Wednesday, 24 November 2021,** being **not later than 48 hours** before the commencement of the Meeting. Any Proxy Voting instructions received after that time will not be valid for the scheduled Meeting.

# SUBMIT YOUR PROXY VOTE ONLINE

# Vote online at https://investor.automic.com.au/#/loginsah

Login & Click on 'Meetings'. Use the Holder Number as shown at the top of this Proxy Voting form.

- ✓ **Save Money:** help minimise unnecessary print and mail costs for the Company.
- It's Quick and Secure: provides you with greater privacy, eliminates any postal delays and the risk of potentially getting lost in transit.
- Receive Vote Confirmation: instant confirmation that your vote has been processed. It also allows you to amend your vote if required.



# SUBMIT YOUR PROXY VOTE BY PAPER

Complete the form overleaf in accordance with the instructions set out below.

#### YOUR NAME AND ADDRESS

The name and address shown above is as it appears on the Company's share register. If this information is incorrect, and you have an Issuer Sponsored holding, you can update your address through the investor portal: https://investor.automic.com.au/#/home Shareholders sponsored by a broker should advise their broker of any changes.

# STEP 1 – APPOINT A PROXY

If you wish to appoint someone other than the Chair of the Meeting as your proxy, please write the name of that Individual or body corporate. A proxy need not be a Shareholder of the Company. Otherwise if you leave this box blank, the Chair of the Meeting will be appointed as your proxy by default.

#### DEFAULT TO THE CHAIR OF THE MEETING

Any directed proxies that are not voted on a poll at the Meeting will default to the Chair of the Meeting, who is required to vote these proxies as directed. Any undirected proxies that default to the Chair of the Meeting will be voted according to the instructions set out in this Proxy Voting Form, including where the Resolutions are connected directly or indirectly with the remuneration of KMP.

## STEP 2 - VOTES ON ITEMS OF BUSINESS

You may direct your proxy how to vote by marking one of the boxes opposite each item 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 item 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 the items of business, your proxy may vote as he or she chooses. If you mark more than one box on an item your vote on that item will be invalid.

## APPOINTMENT OF SECOND PROXY

You may appoint up to two proxies. If you appoint two proxies, you should complete two separate Proxy Voting Forms and specify the percentage or number each proxy may exercise. If you do not specify a percentage or number, each proxy may exercise half the votes. You must return both Proxy Voting Forms together. If you require an additional Proxy Voting Form, contact Automic Registry Services.

#### SIGNING INSTRUCTIONS

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

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

**Power of attorney**: If you have not already lodged the power of attorney with the registry, please attach a certified photocopy of the power of attorney to this Proxy Voting Form when you return it.

Companies: To be signed in accordance with your Constitution. Please sign in the appropriate box which indicates the office held by you.

Email Address: Please provide your email address in the space provided.

By providing your email address, you elect to receive all communications despatched by the Company electronically (where legally permissible) such as a Notice of Meeting, Proxy Voting Form and Annual Report via email.

#### **CORPORATE REPRESENTATIVES**

If a representative of the corporation is to attend the Meeting the appropriate 'Appointment of Corporate Representative' should be produced prior to admission. A form may be obtained from the Company's share registry online at https://automic.com.au.

1: Appoint Your Proxu

3: Sign Here + Contact Details

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# Return your completed form

**BY MAIL** Automic

Automic

GPO Box 5193 Sudneu NSW 2001 IN PERSON

Level 5, 126 Phillip Street Sydney NSW 2000

#### BY EMAIL

meetings@automicgroup.com.au

# BY FACSIMILE

+61 2 8583 3040

# All enquiries to Automic

#### **WEBCHAT**

https://automic.com.au/

#### **PHONE**

1300 288 664 (Within Australia) +61 2 9698 5414 (Overseas)

Complete and return this form as instructed only if you do not vote online
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I/We being a Shareholder entitled to attend and vote at the Annual General Meeting of Fargo Enterprises Limited, to be held at 2.00pm on Friday, 26 November 2021 at Suite 1, 295 Rokeby Road, Subiaco WA 6008 hereby:

Appoint the Chairman of the Meeting (Chair) OR if you are not appointing the Chairman of the Meeting as your proxy, please write in the box provided below the name of the person or body corporate you are appointing as your proxy or failing the person so named or, if no person is named, the Chair, or the Chair's nominee, to vote in accordance with the following directions, or, if no directions have been given, and subject to the relevant laws as the proxy sees fit and at any adjournment thereof.

The Chair intends to vote undirected proxies in favour of all Resolutions in which the Chair is entitled to vote.

Unless indicated otherwise by ticking the "for","against" or "abstain" box you will be authorising the Chair to vote in accordance with the Chair's voting intention.

#### AUTHORITY FOR CHAIR TO VOTE UNDIRECTED PROXIES ON REMUNERATION RELATED RESOLUTIONS

Where I/we have appointed the Chair as my/our proxy (or where the Chair becomes my/our proxy by default), I/we expressly authorise the Chair to exercise my/our proxy on Resolutions 1, 11 and 12 (except where I/we have indicated a different voting intention below) even though Resolutions 1, 11 and 12 are connected directly or indirectly with the remuneration of a member of the Key Management Personnel, which includes the Chair

	Res	olutions	For	Against	Abstain	Reso	olutions	For	Against A	Abstain
	1.	Remuneration Report				8b.	Election of Directors - Ms Lisa Wells			
)	2.	Election of Mr Phillip Coulson				9.	Approval of change of Company name			
Direction	3.	Consolidation of capital				10.	Approval of Employee Securities Incentive Plan			
	4.	Approval to change in nature and scale of activities				11a.	Approval to issue Options to Related Parties - Mr Zane Lewis (or his nominees)			
Your Voting	5a.	Approval to issue Consideration Shares to Odessa Shareholders				11b.	Approval to issue Options to Related Parties - Dr Darren Holden (or his nominees)			
	5b.	Approval to issue Consideration Consideration Options to the Odessa Optionholders				11c.	Approval to issue Options to Related Parties - Ms Lisa Wells (or her nominees)			
P 2:	6.	Approval to issue Public Offer Shares				12.	Approval to issue Lead Manager Options			
STEP	7a.	Participation in Public Offer by Mr Zane Lewis				13.	Romoval of auditor			
0)	7b.	Participation in Public Offer by Ms Lisa Wells				14.	Appointment of auditor			
	8a.	Election of Directors - Dr Darren Holden				15.	Approval of 10% Placement Facility			
	<b>Please note:</b> If you mark the abstain box for a particular Resolution, you are directing your proxy not to vote on that Resolution on a show of hands or on a poll and your votes will not be counted in computing the required majority on a poll.									

SIGNATURE OF SECURITYHOLDERS – THIS MUST BE COMPLETED							
Individual or Securityholder 1	Securityholder 2	Securityholder 3					
Sole Director and Sole Company Secretary	Director	Director / Company Secretary					
Contact Name:							
Email Address:							
Contact Daytime Telephone	[	Date (DD/MM/YY)					
Du presiding very energi address very clost to re							

By providing your email address, you elect to receive all of your communications despatched by the Company electronically (where legally permissible).