



ASX ANNOUNCEMENT

11 September 2018

SUCCESSFUL DUE DILIGENCE ON ION PROJECTS

Greenpower Energy Limited (ASX:GPP) is pleased to announce that due diligence on the Ion Minerals Cobalt and Vanadium projects has been successfully completed ahead of a proposed acquisition of the Ion shares. The due diligence has included an independent review of the projects, project reports and a site visit. A Notice of Meeting has been issued to shareholders.

Gerard King, Chairman stated, *"The addition of quality battery minerals projects with a clear path to commercialisation in addition to experienced management is an exciting opportunity for GPP".*

And from Cameron McLean, *"Ion has worked hard to secure a portfolio of some the best high-grade Australian battery minerals projects. We are very much looking forward to the opportunity of working with GPP to advance the combined assets. In the near term we will continue exploration at Lincoln Springs ahead of a trial IP program with the view to then be drilling prior to Christmas. We will also be advancing the Ashburton and Julia Creek projects at the same time."*

The full Ion Minerals Corporate Presentation can be viewed by clicking [here](#). A full report on all GPP projects will be provided at the Annual General Meeting.

*****ENDS*****

For more information please contact:

Executive Chairman

Gerald King

info@greenpowerenergy.com.au

Investor Relations

Peter Taylor, NWR Communications

+61 412 036 231

GREENPOWER ENERGY LIMITED

ABN 22 000 002 111

Lodge your vote:



Online:

www.investorvote.com.au



By Mail:

Computershare Investor Services Pty Limited
GPO Box 242 Melbourne
Victoria 3001 Australia

Alternatively you can fax your form to
(within Australia) 1800 783 447
(outside Australia) +61 3 9473 2555

For Intermediary Online subscribers only
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For all enquiries call:

(within Australia) 1300 850 505
(outside Australia) +61 3 9415 4000

GPP

MR SAM SAMPLE
FLAT 123
123 SAMPLE STREET
THE SAMPLE HILL
SAMPLE ESTATE
SAMPLEVILLE VIC 3030

Proxy Form

XX



Vote online

- Go to www.investorvote.com.au or scan the QR Code with your mobile device.
- Follow the instructions on the secure website to vote.

Your access information that you will need to vote:

Control Number: 999999

SRN/HIN: I999999999

PIN: 99999

PLEASE NOTE: For security reasons it is important that you keep your SRN/HIN confidential.



For your vote to be effective it must be received by 10:00AM (AWST) Wednesday 10 October 2018

How to Vote on Items of Business

All your securities will be voted in accordance with your directions.

Appointment of Proxy

Voting 100% of your holding: Direct your proxy how to vote by marking one of the boxes opposite each item of business. If you do not mark a box your proxy may vote or abstain as they choose (to the extent permitted by law). If you mark more than one box on an item your vote will be invalid on that item.

Voting a portion of your holding: Indicate a portion of your voting rights by inserting the percentage or number of securities you wish to vote in the For, Against or Abstain box or boxes. The sum of the votes cast must not exceed your voting entitlement or 100%.

Appointing a second proxy: You are entitled to appoint up to two proxies to attend the meeting and vote on a poll. If you appoint two proxies you must specify the percentage of votes or number of securities for each proxy, otherwise each proxy may exercise half of the votes. When appointing a second proxy write both names and the percentage of votes or number of securities for each in Step 1 overleaf.

A proxy need not be a securityholder of the Company.

Signing Instructions for Postal Forms

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

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

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

Companies: Where the company has a Sole Director who is also the Sole Company Secretary, this form must be signed by that person. If the company (pursuant to section 204A of the Corporations Act 2001) does not have a Company Secretary, a Sole Director can also sign alone. Otherwise this form must be signed by a Director jointly with either another Director or a Company Secretary. Please sign in the appropriate place to indicate the office held. Delete titles as applicable.

Attending the Meeting

Bring this form to assist registration. If a representative of a corporate securityholder or proxy is to attend the meeting you will need to provide the appropriate "Certificate of Appointment of Corporate Representative" prior to admission. A form of the certificate may be obtained from Computershare or online at www.investorcentre.com under the help tab, "Printable Forms".

Comments & Questions: If you have any comments or questions for the company, please write them on a separate sheet of paper and return with this form.

**GO ONLINE TO VOTE,
or turn over to complete the form** ➔

MR SAM SAMPLE
FLAT 123
123 SAMPLE STREET
THE SAMPLE HILL
SAMPLE ESTATE
SAMPLEVILLE VIC 3030

☐

Change of address. If incorrect, mark this box and make the correction in the space to the left. Securityholders sponsored by a broker (reference number commences with 'X') should advise your broker of any changes.



I 9999999999

I ND

Proxy Form

Please mark ☒ to indicate your directions

STEP 1

Appoint a Proxy to Vote on Your Behalf

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I/We being a member/s of Greenpower Energy Limited hereby appoint

☐ the Chair of the Meeting

OR

PLEASE NOTE: Leave this box blank if you have selected the Chair of the Meeting. Do not insert your own name(s).

or failing the individual or body corporate named, or if no individual or body corporate is named, the Chair of the Meeting, as my/our proxy to act generally at the meeting on my/our behalf and 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 General Meeting of Greenpower Energy Limited to be held at Level 3, 15 Labouchere Road, South Perth, WA on Friday, 12 October 2018 at 10:00AM (AWST) and at any adjournment or postponement of that meeting.

STEP 2

Items of Business

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

		For	Against	Abstain
Resolution 1	Ratification of Prior Issue of Shares Under Placement	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Resolution 2	Approval to issue consideration shares to the Ion Minerals Vendors - Phase 1	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

The Chair of the Meeting intends to vote undirected proxies in favour of each item of business. In exceptional circumstances, the Chair of the Meeting may change his/her voting intention on any resolution, in which case an ASX announcement will be made.

SIGN

Signature of Securityholder(s) *This section must be completed.*

Individual or Securityholder 1

Sole Director and Sole Company Secretary

Securityholder 2

Director

Securityholder 3

Director/Company Secretary

Contact Name

Contact Daytime Telephone

Date / /



GREENPOWER ENERGY LIMITED

ACN 000 002 111

NOTICE OF GENERAL MEETING

Notice is given that the Meeting will be held at:

TIME: 10:00AM (AWST)

DATE: 12 October 2018

PLACE: Level 3, 15 Labouchere Road, South Perth WA 6151

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

This Notice of Meeting should be read in its entirety. If Shareholders are in doubt as to how they should vote, they should seek advice from their professional advisers prior to voting.

The Directors have determined pursuant to Regulation 7.11.37 of the Corporations Regulations 2001 (Cth) that the persons eligible to vote at the Meeting are those who are registered Shareholders at 5:00pm (AWST) on 10 October 2018.

BUSINESS OF THE MEETING

AGENDA

1. RESOLUTION 1 – RATIFICATION OF PRIOR ISSUE OF SHARES UNDER PLACEMENT

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

“That, for the purposes of ASX Listing Rule 7.4 and for all other purposes, Shareholders ratify the issue of 150,000,000 Shares on the terms and conditions set out in the Explanatory Statement.”

Voting Exclusion: The Company will disregard any votes cast in favour of the Resolution by or on behalf of a person who participated in the issue or any associates of those persons. However, the Company need not disregard a vote if it is cast by a person as a 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.

2. RESOLUTION 2 – APPROVAL TO ISSUE CONSIDERATION SHARES TO THE ION MINERALS VENDORS – PHASE 1

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

“That, for the purposes of ASX Listing Rule 7.1 and for all other purposes, approval is given for the Company to issue 110,000,000 Phase 1 Consideration Shares to the Ion Minerals Vendors (and/or their nominees) on the terms and conditions set out in the Explanatory Statement.”

Voting Exclusion: The Company will disregard any votes cast in favour of the Resolution by or on behalf of a person who is expected to participate in, or who will obtain a material benefit as a result of, the proposed issue (except a benefit solely by reason of being a holder of ordinary securities in the Company) or an associate of that person (or those persons). However, the Company need not disregard a vote if it is cast by a person as a 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.

Dated: 7 September 2018

By order of the Board

Gerard King
Chairman of the Board

Voting in person

To vote in person, attend the Meeting at the time, date and 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.

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

- each Shareholder has a right to appoint a proxy;
- the proxy need not be a Shareholder of the Company; and
- a Shareholder 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 changes to the Corporations Act made in 2011 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.

Should you wish to discuss the matters in this Notice of Meeting please do not hesitate to contact the Company Secretary on +61 2 9999 1515.

EXPLANATORY STATEMENT

This Explanatory Statement has been prepared to provide information which the Directors believe to be material to Shareholders in deciding whether or not to pass the Resolutions.

1. BACKGROUND TO THE ISSUE OF THE CONSIDERATION SHARES TO THE ION MINERAL VENDORS

On 5 July 2018, GPP announced that it had entered into a conditional option agreement (**Option Agreement**) to acquire up to 100% of the issued capital of Australian battery minerals exploration company Ion Minerals Pty Ltd (**Ion Minerals**) from the Shareholders of Ion Minerals (**Ion Mineral Vendors**) in three earn-in phases (the **Acquisition**). Further terms of the Acquisition (pursuant to a deed of variation) were also announced on 16 August 2018.

1.1 Background Ion Minerals

Ion Minerals is a private Australian company with rights to acquire interests in a number of exploration licences in Australia. More specifically, Ion Minerals:

- (i) is the sole registered legal and beneficial owner of the one exploration permit (EPM 26924) in North Queensland (**Julia Creek Project**);
- (ii) is entitled to be the sole registered legal and beneficial owner of one exploration licence application (E52/3612) in Western Australia (**Ashburton Project**) pursuant to a binding tenement acquisition agreement between the Company and Reblain Pty Ltd (**Ashburton Acquisition Agreement**); and
- (iii) has the right to earn up to a 70% interest in two exploration permits in Queensland (EPM 26411, 26716) currently held 100% by Australian Lime Company Pty Ltd (**ALC**) pursuant to the terms of an earn-in agreement dated 20 April 2018 (**ALC Earn-In Agreement**), separately the Company has applied to the Queensland Department of Natural Resources for a 100% interest in exploration permit EPM 26985 (together EPM 26411, EPM 26716 and EPM 26985 are referred to as "the **Lincoln Springs Project**").

collectively referred to as the **Projects**. Further information regarding the Projects is outlined in the Company's announcement dated 5 July 2018.

1.2 Terms of the Option Agreement

The Option Agreement contains the following key terms and conditions:

- (i) GPP pays a \$25,000 non-refundable deposit on execution of the Option Agreement to secure exclusivity of the Option and a 60 day due diligence period.
- (ii) In the event GPP exercises the Option (on or before expiry of the due diligence period):
 - (A) GPP has the right (but not the obligation) to earn-in to Ion Minerals (and in turn, the Projects), over 3 phases as described below;
 - (B) Cameron Mclean and Alistair Williams will be appointed to the Board of GPP; and
 - (C) GPP will be in control and responsible for programs and expenditure on the Projects.
- (iii) GPP's right to earn-in and acquire shares in Ion Minerals at each Phase may be exercised by GPP at its sole and absolute discretion based on exploration results.

(iv) **Phase 1 – to earn 40%:**

After exercise of the Option, GPP will earn-in a 40% interest in Ion Minerals in consideration for:

- (A) 110,000,000 shares in GPP (at an issue price of \$0.005 per share) with a 6 month voluntary escrow period (subject to prior shareholder approval) (**Phase 1 Consideration Shares**); and
- (B) cash consideration of \$510,000 (substantially for re-imbursement of Ion Mineral's previous exploration costs and vendor payment costs in respect of the Lincoln Springs Project earn-in).

GPP will be entitled to move to Phase 2 after expending \$500,000 on exploration works on the Projects.

(v) **Phase 2 – to earn 70% cumulative:**

Subsequent to GPP obtaining the Phase 1 interest, GPP can elect to earn-in an additional 30% interest in Ion Minerals (70% cumulative) in consideration for:

- (A) issuing shares in GPP equal to \$550,000 based on an issue price of the previous 30 day VWAP prior to GPP's Phase 2 election and with a 6 month voluntary escrow period (subject to prior shareholder approval); and
- (B) cash consideration of \$310,000 (substantially for vendor payment costs in respect of the Lincoln Springs Project earn-in).

GPP will be entitled to move to Phase 3 after expending a further \$1,500,000 on exploration works on the Projects. GPP will obtain shareholder approval for the issue of the Phase 2 consideration shares at a later date.

(vi) **Phase 3 – to earn 100% cumulative:**

Subsequent to GPP obtaining the Phase 2 interest, GPP can elect to earn-in the final 30% interest in Ion Minerals (100% cumulative) in consideration for cash consideration of \$150,000.

(vii) **Acquisition of the Ashburton Project**

Subject to the Ashburton Project (currently in application) being granted as an exploration licence, GPP will acquire 100% of the Ashburton Project from Ion Minerals outright in consideration for payment of \$250,000, which is intended to be staged over the course of 6 months.

(viii) **Incoming Director Performance Bonus**

In the event that the Company, as a result of the exploration results on the Ion Projects and the potential economic upside of their continued development, elects to progress to Phase 3 of the Acquisition (acquire a 100% interest in Ion Minerals), the Company will (subject to obtaining the necessary prior shareholder and regulatory approvals) issue to each of the Incoming Directors \$525,000 worth of fully paid ordinary shares in GPP (so that the total value of GPP shares issued is \$1,050,000) with an issue price per share based on the VWAP for the previous 30 trading days prior to the date of GPP's Phase 3 election notice as a performance bonus in respect of the Projects. These shares will be subject to voluntary escrow for 6 months from the date of issue.

(ix) **Conditions Precedent:**

It is intended that the acquisition is subject to and conditional upon the following material conditions precedent:

- (A) GPP being satisfied with its legal, financial and technical due diligence on Ion Minerals the Projects within 60 days from execution of the Option Agreement;
- (B) GPP obtaining all necessary shareholder and regulatory approvals/waivers to implement the transactions contemplated by the Option Agreement as required;
- (C) Ion Minerals obtaining variations of specific agreements relating to the Ashburton Project and the Lincoln Springs Project on terms reasonably agreeable to GPP; and
- (D) the GPP and Ion Minerals obtaining any necessary third party consents and government approvals.

The Option Agreement otherwise contains terms, conditions and warranties which are considered commercially standard for an agreement of this type.

Subject to the satisfaction of conditions precedent under the Option Agreement (including final diligence and shareholder approval) 100% of the shares in Ion Minerals will be acquired by GPP over three phases under the Option Agreement (each phase at GPP's election based on exploration results).

2. RESOLUTION 1 – RATIFICATION OF PRIOR ISSUE OF SHARES UNDER PLACEMENT

2.1 General

As announced on 15 June 2018, on that same day, the Company issued a total of 150,000,000 Shares under the Placement at an issue price of \$0.005 per Share to raise \$750,000 (before costs) pursuant to the Company's annual capacity under ASX Listing Rule 7.1.

Resolution 1 seeks Shareholder ratification pursuant to ASX Listing Rule 7.4 for the issue of the Shares issued under the Placement (**Ratification**).

2.2 ASX Listing Rules 7.1 and 7.4

ASX Listing Rule 7.1 provides that a company must not, subject to specified exceptions, issue or agree to issue more equity securities during any 12 month period than that amount which represents 15% of the number of fully paid ordinary securities on issue at the commencement of that 12 month period.


ASX Listing Rule 7.4 sets out an exception to ASX Listing Rule 7.1. It provides that where a company in general meeting ratifies the previous issue of securities made pursuant to ASX Listing Rule 7.1 (and provided that the previous issue did not breach ASX Listing Rule 7.1) those securities will be deemed to have been made with shareholder approval for the purpose of ASX Listing Rule 7.1.

By ratifying this issue, the Company will retain the flexibility to issue equity securities in the future up to the 15% annual placement capacity set out in ASX Listing Rule 7.1 without the requirement to obtain prior Shareholder approval.

2.3 Technical information required by ASX Listing Rule 7.4

Pursuant to and in accordance with ASX Listing Rule 7.5, the following information is provided in relation to the Ratification:

- (a) 150,000,000 Shares were issued by the Company;

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- (b) the issue price of the Shares issued was \$0.005 per Share;
 - (c) the Shares issued were all fully paid ordinary shares in the capital of the Company issued on the same terms and conditions as the Company's existing Shares;
 - (d) the Shares were issued to professional and sophisticated investors. None of these subscribers are related parties of the Company; and
 - (e) Capital raised will be used to advance the Company's exploration projects, ensure the existing portfolio of assets is kept in good standing, and augment working capital.

3. RESOLUTION 2 – APPROVAL TO ISSUE CONSIDERATION SHARES TO THE ION MINERALS VENDORS – PHASE 1

3.1 General

Resolutions 2 seeks Shareholder approval for the issue of 110,000,000 Phase 1 Consideration Shares (**Consideration Shares**) to the Ion Minerals Vendors pursuant to the terms of the Option Agreement set out in section 1.2 above.

The Company is seeking upfront Shareholder approval for the issue of the Consideration Shares to the Ion Mineral Vendors in anticipation of the Company electing to proceed with Phase 1 of the Acquisition. However, in the event that either the Conditions Precedent are not satisfied, or the Company does not elect to progress to Phase 1, the Company will not issue the Consideration Shares and the approval will lapse.

A summary of ASX Listing Rule 7.1 is set out in section 2.2 above.

The effect of Resolutions 2 will be to allow the Company to issue the Consideration Shares without using the Company's 15% annual placement capacity.

3.2 Technical information required by ASX Listing Rule 7.1

Pursuant to and in accordance with ASX Listing Rule 7.3, the following information is provided in relation to the issue of the Consideration Shares to the Ion Vendors:

- (a) the maximum number of Consideration Shares to be issued is 110,000,000 Shares;
- (b) the Consideration Shares will be issued no later than 3 months after the date of the Meeting (or such later date to the extent permitted by any ASX waiver or modification of the ASX Listing Rules) and it is intended that issue of the Shares will occur on the same date;
- (c) the Consideration Shares will be issued for nil cash consideration as they will be issued as part of the total consideration provided to the Ion Mineral Vendors for the Company earning its Phase 1 (40%) interest in the issued capital of Ion Minerals. The Consideration Shares are issued at a deemed issue price of \$0.005 per Share;
- (d) the Consideration Shares will be issued to the Ion Mineral Vendors (and/or their nominees) on a 50:50 basis. Although the Ion Mineral Vendors are associated with the Incoming Directors, who are anticipated to be directors of the Company, the Incoming Directors (and accordingly, the Ion Mineral Vendors) are not related parties of the Company for the purpose of the

issue of the Consideration Shares, due to the applicable exception under Listing Rule 10.12 Exception 6;

- (e) the Consideration Shares will be fully paid ordinary shares in the capital of the Company issued on the same terms and conditions (and will rank equally in all respects) as the Company's existing Shares on issue; and
- (f) no funds will be raised from the issue of the Consideration Shares as they are being issued for nil cash consideration.

GLOSSARY

\$ means Australian dollars.

ASIC means the Australian Securities & Investments Commission.

ASX means ASX Limited (ACN 008 624 691) or the financial market operated by ASX Limited, as the context requires.

ASX Listing Rules means the Listing Rules of ASX.

Board means the current board of directors of the Company.

Business Day means Monday to Friday inclusive, except New Year's Day, Good Friday, Easter Monday, Christmas Day, Boxing Day, and any other day that ASX declares is not a business day.

Chair means the chair of the Meeting.

Company or **GPP** or **Greenpower** means Greenpower Energy Limited (ACN 000 002 111).

Constitution means the Company's constitution.

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

Directors means the current directors of the Company.

Explanatory Statement means the explanatory statement accompanying the Notice.

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

Incoming Directors means Cameron McLean and Alistair Williams.

Ion Minerals means Ion Minerals Pty Ltd (ACN 624 726 594).

Ion Minerals Vendors means the shareholders of Ion Minerals, being Cameron McLean and Alistair Williams (and/or their nominees).

Notice or **Notice of Meeting** means this notice of meeting including the Explanatory Statement and the Proxy Form.

Consideration Shares means 110,000,000 Shares issued to the Ion Minerals Vendors as set out in section 1.2(iv)(A).

Proxy Form means the proxy form accompanying the Notice.

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

Section means a section of the Explanatory Statement.

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

Shareholder means a registered holder of a Share.

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

INSTRUCTIONS FOR COMPLETING PROXY FORM

1. **(Appointing a proxy):** A Shareholder entitled to attend and cast a vote at the Meeting is entitled to appoint a proxy to attend and vote on their behalf at the Meeting. If a Shareholder is entitled to cast 2 or more votes at the Meeting, the Shareholder may appoint a second proxy to attend and vote on their behalf at the Meeting. However, where both proxies attend the Meeting, voting may only be exercised on a poll. The appointment of a second proxy must be done on a separate copy of the Proxy Form. A Shareholder who appoints 2 proxies may specify the proportion or number of votes each proxy is appointed to exercise. If a Shareholder appoints 2 proxies and the appointments do not specify the proportion or number of the Shareholder's votes each proxy is appointed to exercise, each proxy may exercise one-half of the votes. Any fractions of votes resulting from the application of these principles will be disregarded. A duly appointed proxy need not be a Shareholder.
2. **(Direction to vote):** A Shareholder may direct a proxy how to vote by marking one of the boxes opposite each item of business. The direction may specify the proportion or number of votes that the proxy may exercise by writing the percentage or number of Shares next to the box marked for the relevant item of business. Where a box is not marked the proxy may vote as they choose subject to the relevant laws. Where more than one box is marked on an item the vote will be invalid on that item.
3. **(Signing instructions):**
 - **(Individual):** Where the holding is in one name, the Shareholder must sign.
 - **(Joint holding):** Where the holding is in more than one name, all of the Shareholders should sign.
 - **(Power of attorney):** If you have not already provided the power of attorney with the registry, please attach a certified photocopy of the power of attorney to this Proxy 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. In addition, if a representative of a company is appointed pursuant to Section 250D of the Corporations Act to attend the Meeting, the documentation evidencing such appointment should be produced prior to admission to the Meeting. A form of a certificate evidencing the appointment may be obtained from the Company.
4. **(Attending the Meeting):** Completion of a Proxy Form will not prevent individual Shareholders from attending the Meeting in person if they wish. Where a Shareholder completes and lodges a valid Proxy Form and attends the Meeting in person, then the proxy's authority to speak and vote for that Shareholder is suspended while the Shareholder is present at the Meeting.
5. **(Return of Proxy Form):** To vote by proxy, please complete and sign the enclosed Proxy Form and return by:
 - (a) post to Computershare Investor Services Pty Ltd using the reply paid envelope or GPO Box 242, Melbourne VIC 3001;
 - (b) facsimile to the Computershare Investor Services Pty Ltd on facsimile number +1800 783 447 (within Australia) or +61 3 9473 2555 (outside Australia); or
 - (c) online via the Company's Share Registry website at www.investorvote.com.au or via your mobile phone using your QR code. Please refer to the Proxy Form for more information;

so that it is received not less than 48 hours prior to commencement of the Meeting.

Proxy Forms received later than this time will be invalid.