



ADVANCED BRAKING TECHNOLOGY LIMITED

ACN 099 107 623

NOTICE OF EXTRAORDINARY GENERAL MEETING

TIME: 10:00 am WST

DATE: 12 June 2019

PLACE: Moore Stephens
Level 15 -Exchange Plaza,
2 The Esplanade, Perth WA

This Notice of Extraordinary General 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.

Should you wish to discuss the matters in this Notice of Extraordinary General Meeting please do not hesitate to contact the Company Secretary on 08 8232 8800

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IMPORTANT INFORMATION

TIME AND PLACE OF MEETING

Notice is given that an extraordinary general meeting of the shareholders to which this Notice of Extraordinary General Meeting relates will be held at Moore Stephens, Level 15 -Exchange Plaza, 2 The Esplanade, Perth on 12 June 2019.

YOUR VOTE IS IMPORTANT

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

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 extraordinary general meeting are those who are registered shareholders at 7.00 pm WST on 10 June 2019

VOTING IN PERSON

To vote in person, attend the Extraordinary General 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, members are advised that:

- each member has a right to appoint a proxy;
- the proxy need not be a member of Advanced Braking Technology Limited; 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.

Sections 250BB and 250BC of the Corporations Act apply to voting by proxy. Broadly, these sections provide 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 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 Advanced Braking Technology Limited 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.

PROXIES

A shareholder entitled to attend and vote at this meeting is entitled to appoint a proxy to attend and vote on the shareholder's behalf. If the shareholder is entitled to cast two or more votes at the meeting, the shareholder may appoint up to two proxies to attend and vote on the shareholder's behalf.

If a shareholder appoints two proxies, each proxy must be appointed to represent a specified proportion or number of the shareholder's votes. Absent this specification, on a poll, each proxy may exercise half the votes.

A proxy can be either an individual or a body corporate and need not be a shareholder of the Company. If a shareholder appoints a body corporate as proxy, the body corporate will need to appoint an individual as its corporate representative and provide satisfactory evidence of this appointment.

If a shareholder's instruction is to abstain from voting for a particular item of business, the shareholders' votes will not be counted in computing the required majority on a poll.

To appoint a proxy, a proxy form must be signed by the shareholder or the shareholder's attorney duly authorised in writing. If the shareholder is a corporation, the proxy form must be signed in accordance with section 127 of the Corporations Act. To be effective, a proxy form (and, if it is signed by an attorney, the authority under which it is signed or a certified copy of the authority) must be received by the Company not later than 48 hours prior to the commencement of the meeting. Proxy forms and authorities may be sent to Computershare Investor Services Pty Ltd, GPO Box 242, Melbourne VIC 3001, or by facsimile to Computershare on (within Australia) 1800 783 447 (outside Australia) +61 3 9473 2555 or the Company on 08 9302 1922.

Shareholders who forward their proxy forms by fax must make available the original executed form of the proxy for production at the meeting, if called upon to do so.

Vote electronically by casting votes online at www.investorvote.com.au and follow the prompts. To use this facility, you will need your holder number (SRN or HIN), postcode and control number as shown on the proxy form.

Custodian voting - For Intermediary Online subscribers only (custodians), please visit www.intermediaryonline.com to submit your voting intentions.

DEFINED TERMS

Capitalised terms in this Notice of Extraordinary General Meeting and Explanatory Statement are defined either in the "Glossary" section or where the relevant term is first used.

ASX

A final copy of this Notice of Extraordinary General Meeting and Explanatory Statement has been lodged with ASX. Neither ASX nor any of its respective officers takes any responsibility for the contents of this document.

BUSINESS OF THE MEETING

AGENDA

1. RESOLUTION 1 – RATIFICATION OF PREVIOUSLY ISSUED CONVERTIBLE NOTES

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, the shareholders ratify the issue of 11,700,000 convertible notes to sophisticated and professional investors on 15 January 2019 at a face value of \$0.02 each for the purposes of and on the terms and conditions set out in the Explanatory Statement accompanying this Notice of Meeting”.

Voting Exclusion Statement

The Company will disregard any votes cast in favour of this resolution by a person (and their associates) who participated in the issue.

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 CONVERTIBLE NOTES TO MR DAVID SLACK

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

“That for the purposes of Listing Rule 10.11, and for all other purposes, shareholders approve the issue of 25,000,000 convertible notes in the Company at a face value of \$0.02 per note to Mr David Slack (or his nominee), a Director of the Company, on the terms and conditions set out in the Explanatory Statement accompanying this Notice of Meeting.”

Voting Exclusion Statement

The Company will disregard any votes cast in favour of this resolution by or on behalf of a person (and their associates) who is to receive securities in relation to the Company and a person (and their associates) who might obtain a benefit, except a benefit solely in the capacity of a holder of ordinary securities, if the resolution is passed.

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: 10 May 2019
By Order of the Board
Ms Kaitlin Smith
COMPANY SECRETARY

EXPLANATORY STATEMENT

1. RESOLUTION 1 - RATIFICATION OF PREVIOUSLY ISSUED CONVERTIBLE NOTES

Background

On 24 December 2018, the Company announced that it had secured commitments to raise funds through the issue of new convertible notes to sophisticated, experienced and professional investors introduced to the Company by Baker Young Stockbrokers Ltd and Adelaide Equity Partners Limited (**New Convertible Notes**).

The issue of the New Convertible Notes raised approximately \$234,000 (before costs) for the purposes of partially funding the redemption of convertible notes with a face value of \$265,000 issued on 22 December 2016 (**2016 Convertible Notes**).

Resolution 1 seeks Shareholder ratification for the issue of the New Convertible Notes to sophisticated, experienced and professional investors on 15 January 2019.

Listing Rules 7.1

Listing Rule 7.1 provides that a listed company must not without Shareholder approval, subject to specified exceptions, issue or agree to issue more equity securities (as defined in the ASX Listing Rules) 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.

Listing Rule 7.4

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

While the Convertible Notes described in this Resolution 1 were issued within the Company's placement capacity under ASX Listing Rule 7.1, the Company seeks Shareholder approval of the previous issue of the Convertible Notes as the Board believes it is in the best interests of the Company to maintain the ability to issue equity securities in the future up to its full 15% annual placement capacity set out in Listing Rule 7.1 without the requirement to obtain Shareholder approval so that the Company retains financial flexibility and is able to take advantage of commercial opportunities that may arise in an efficient manner.

Specific information required by Listing Rule 7.5

In accordance with the requirements of Listing Rule 7.5, the following information is provided to Shareholders to allow them to assess the ratification of the issue of the New Convertible Notes the subject of this Resolution 1:

- a) the Company issued and allotted 11,700,000 convertible notes;
- b) the Convertible Notes were issued with a face value of \$0.02 each;
- c) the Company can redeem the Convertible Notes at any time by written notice to the Noteholder.
- d) the terms of the Convertible Notes are set out in the cleansing notice released by the Company on the ASX announcements platform on 15 January 2019, as set out in on the Company's website <https://www.advancedbraking.com/sites/default/files/asx-announcements/6916361.pdf> and a summary of the terms is set out in Annexure A accompanying this notice. A summary of the key terms of the New Convertible Notes are as follows:
 - i. Face value: \$0.02 each;
 - ii. Maturity Date: 30 June 2019;
 - iii. Each convertible note is convertible in one (1) fully paid ordinary share at \$0.02 per Share, at any time until the Maturity Date, subject to;

- iv. adjustment if there is a reconstruction (including consolidation, subdivision, reduction or return) of the issued capital of the Company, the basis for conversion of the New Convertible Notes will be reconstructed in the same proportion as the issued capital of the Company is reconstructed, and will be in a manner which will not result in any additional benefits being conferred on the Noteholder which are not conferred on the shareholders of the Company (subject to the same provisions with respect to rounding of entitlements as sanctioned by the meeting of shareholders approving the reconstruction of capital), nor any benefits being taken away from the Noteholder, but in all other respects the terms for conversion of the New Convertible Notes will remain unchanged.;
 - v. Shares issued upon conversion of any New Convertible Notes will rank equally in all respects with all other issued Shares at the date of conversion; and
 - vi. Accrue interest at 15.0% per annum on face value, payable quarterly in arrears.
- e) the New Convertible Notes were issued to various sophisticated, experienced and institutional investors, none of whom were related parties of the Company;
 - f) the funds raised with the issue of the Convertible Notes were used to partially finance the redemption of \$0.26 million of 2016 Convertible Notes that noteholders elected to redeem in January 2019 and to provide additional working capital to fund future development.
 - g) a voting exclusion statement is included in the Notice.

The Directors recommend that Shareholders vote in favour of Resolution 1.

2. **RESOLUTION 2 - APPROVAL TO ISSUE CONVERTIBLE NOTES TO MR DAVID SLACK**

On 28/12/2018 DASI Investments Pty Ltd, a company which Mr David Slack is a Director, loaned the Company \$500,000. The Company proposes to satisfy the repayment of the loan facility with the issue of 25,000,000 convertible notes at a face value of \$0.02 each, maturing 30 June 2019.

Resolution 2 seeks the approval of shareholders for the issue of 25,000,000 convertible notes to Mr David Slack a Director of Advanced Braking Technology Limited (or his nominee) (**Director Convertible Notes**). The Director Convertible Notes will have a face value of \$0.02 per note and will be issued on the same terms and conditions as the New Convertible Notes outlined in Annexure A to this Explanatory Statement.

The approval for David Slack (or his nominee) to subscribe for the Director Convertible Notes represents a conversion of the \$500,000 loan to the Company to 25,000,000 convertible notes with an aggregate face value of \$500,000 (on the basis of the face value of \$0.02 per note). No funds will be raised by the Director Convertible Note issue. Funds from the \$500,000 loan drawn at the end of December 2018 were and will be primarily used for the repayment of convertible note redemptions and for additional growth initiatives. There may also be an element of corporate costs, creditor payments and a provision for working capital.

Listing Rule 10.11

Listing Rule 10.11 requires shareholder approval for a company to issue equity securities to a related party. Equity securities are defined to include convertible securities.

A "related party" for the purposes of the Listing Rules is defined widely and includes a Director of the public company or an entity controlled by a Director of the public company. Approval for the issue of convertible notes to David Slack (or his nominee) is sought in accordance with Listing Rule 10.11. If approval is given under Listing Rule 10.11, approval will not be required under Listing Rule 7.1. If approval is given, the Company intends to allot the Director Convertible Notes not more than one (1) month after the date of the Meeting. The Company believes that all information required pursuant to Listing Rule 10.13 is contained in the Notice of Meeting and this Explanatory Statement. The terms and conditions associated with the Director Convertible Notes are identical to those issued and to be issued to unrelated third parties, are as previously published, and as set out in full on the Company's website <https://www.advancedbraking.com/sites/default/files/asx-announcements/6916361.pdf> and in Annexure A accompanying this Notice.

As the proposed terms of issue are to be no more favourable than terms made available to unrelated third parties or existing noteholders, it is considered that the allotment would be conducted on arm's length terms and as such, Advanced Braking Technology can rely on an exception to section 208 of the Corporations Act in relation to Resolution 2. As such, approval for the purposes of Chapter 2E of the Corporations Act has not been sought in relation to Resolution 2, but shareholder approval will be sought under LR 10.11.

The Directors (other than Mr David Slack, because he has a material personal interest in the outcome of the resolution) recommend that Shareholders vote in favour of Resolution 1. If resolution 1 is not approved by Shareholders, the Company will be required to repay the \$500,000 loan and interest in cash on the maturity date of 30 June 2019 (unless the maturity date is extended by agreement of the parties). Alternatively, if resolution 1 is approved and the convertible notes are converted to Shares by the noteholder, this will assist in conserving the Company's cash reserves.

Enquiries

Shareholders are requested to contact Ms Kaitlin Smith on 08 8232 8800 if they have any queries in respect of the matters set out in this Notice.

GLOSSARY

\$ means Australian dollars.

ASX means ASX Limited ACN 008 624 691 or the securities exchange 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 Advanced Braking Technology Limited.

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 means Advanced Braking Technology Limited (ACN 099 107 623).

Corporations Act means the Corporations Act 2001 (Cth).

Directors means the current directors of Advanced Braking Technology Limited.

Explanatory Statement means the explanatory statement accompanying the Notice.

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

Meeting means the Extraordinary General Meeting convened by the Notice of Meeting.

Noteholder means a holder of convertible notes;

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

Proxy Form means the proxy form accompanying the Notice.

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

WST means Central Standard Time as observed in Perth, West Australia.

ANNEXURE A

TERMS OF NEW CONVERTIBLE NOTES AND DIRECTOR CONVERTIBLE NOTES

The following is a broad summary of the rights, privileges and restrictions attaching to the New Convertible Notes and Director Convertible Notes (together the **Convertible Notes**). This summary is not exhaustive and does not constitute a definitive statement of the rights and liabilities of the Noteholders.

TERM	DESCRIPTION
Issuer	Advanced Braking Technology Limited ABN 66 099 107 623 (Company)
Issue/ Subscription Date	15 January 2019
Eligibility	The Offer was made to sophisticated, experienced and professional investors for the purposes of section 708 of the Corporations Act as at the date of acceptance of the Offer.
Face Value	The New Convertible Notes each have a \$0.02 face value to a raise a principal amount of \$0.234 million. The Director Convertible Notes issued to a related party subject to shareholder approval each have a \$0.02 face value to a raise a principal amount of \$0.5 million.
Maturity Date	30 June 2019.
Ranking	The Convertible Notes rank for payment after all other creditors and obligations of the Company, but prior to shareholders rights to return of capital paid up on their Shares. The Convertible Notes rank equally with all other existing convertible notes (if any).
Interest	The Company must pay interest on the Face Value at 15% per annum, paid in arrears on 31 March, 30 June, 30 September and 31 December in each year until the Maturity Date or within 5 days of the request of the Noteholder to the Company to convert the Convertible Notes.
Conversion Rights	Convertible Notes may be converted by the Noteholder at any time up until the Maturity Date.
Conversion Price	\$0.02 per Share, subject to any adjustments to the Conversion Price as outlined below.
Adjustment to Conversion Price	If there is a reconstruction (including consolidation, subdivision, reduction or return) of the issued capital of the Company, the basis for conversion of the Convertible Notes will be reconstructed in the same proportion as the issued capital of the Company is reconstructed, and will be in a manner which will not result in any additional benefits being conferred on the Noteholder which are not conferred on the shareholders of the Company (subject to the same provisions with respect to rounding of entitlements as sanctioned by the meeting of shareholders approving the reconstruction of capital), nor any benefits being taken away from the Noteholder, but in all other respects the terms for conversion of the Convertible Notes will remain unchanged.
Participation in Entitlement Issues	If the Company undertakes a pro rata entitlement issue: (a) at any time during the Convertible Note Period; and (b) the Convertible Notes have not been converted or redeemed, as the case may be, the Noteholder shall be entitled to participate in the issue by converting the Convertible Notes prior to such record date set by the Company. The Company shall give the Noteholder notice of such record date as required under the ASX Listing Rules to afford the Noteholder the opportunity to convert the Convertible Notes for the purposes of participating in the issue.

Conversion Shares	Conversion Shares issued upon conversion of a Convertible Note will be fully paid ordinary Shares and rank equally with all other fully paid Shares from their date of issue. The Company will apply for official quotation by ASX of the Conversion Shares on the conversion date.
Redemption	<p>The Convertible Notes will be redeemed by the Company in the following circumstances</p> <ul style="list-style-type: none"> a) at any time before the Maturity Date, by the Company giving 30 days' written notice to the Noteholder informing them of the Company's intention to redeem. The Noteholder may, within 30 days of receiving the Redemption Notice from the Company give notice to convert failing which they will forfeit their right for conversion of Convertible Notes and their Notes will be redeemed on the day immediately after the end of the Redemption Notice Period. b) automatically on the Maturity Date to the extent the Convertible Notes have not been converted into Shares or the Noteholder has not delivered a Conversion Notice on or before the Maturity Date <p>Payment of Redemption is due within 5 Business Days.</p>
Events of Default	<p>The key Events of Default include:</p> <ul style="list-style-type: none"> (a) material breach of the Company's obligations under the Convertible Note Subscription Agreement or failure to meet obligations; or (b) an insolvency event occurs in relation to the Company, including, but not limited to its Liquidation or an External Administrator being appointed in respect of the Company or any of its property.
Transferability	To the extent permitted by the Corporations Act and any applicable laws, the Noteholders may transfer some or all of their Convertible Notes off market to any person upon lodgement of a transfer from with the Company.
Rights of Noteholder	<p>Except as otherwise provided in the Convertible Note Subscription Agreement, the Convertible Notes will not entitle the Noteholder to vote at general meetings of the Company, to receive dividends or other distributions or participate in any issue of securities other than in accordance with the terms of the Convertible Note Subscription Agreement.</p> <p>The Noteholder has the same rights as a shareholder to receive notices of general meetings, reports and financial statements of the Company and, in certain circumstances, to inspect the books of the Company.</p>
Extension	Noteholders will have the option to extend the Maturity Date for one additional six month period by giving the Company written notice no less than 14 days before the Maturity Date.
ASX Listing	The Convertible Notes will not be quoted on the ASX or any other securities exchange.



ADVANCED BRAKING TECHNOLOGY

ABN 66 099 107 623

ABV

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

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
(custodians) www.intermediaryonline.com

For all enquiries call:
(within Australia) 1300 850 505
(outside Australia) +61 3 9415 4000



Proxy Form

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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: I9999999999 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 (WST) Monday, 10 June 2019

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 Advanced Braking Technology Ltd hereby appoint

the Chairman of the Meeting **OR**

PLEASE NOTE: Leave this box blank if you have selected the Chairman 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 Chairman 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 Extraordinary General Meeting of Advanced Braking Technology Ltd to be held at Moore Stephens, Level 15, Exchange Plaza, 2 The Esplanade, Perth, Western Australia on Wednesday, 12 June 2019 at 10:00am (WST) 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 previously issued Convertible Notes	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Resolution 2	Approval to issue Convertible Notes to Mr David Slack	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

The Chairman of the Meeting intends to vote undirected proxies in favour of each item of business. In exceptional circumstances, the Chairman 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 / /

ABV

999999A

Computershare +