

16 November 2015

Dear shareholder,

As a result of changes to the Board of directors of Centrepont Alliance Limited that took effect on 12 November 2015, we are re-issuing the proxy form for the Annual General Meeting ('AGM') of Centrepont Alliance Limited to be held at the Offices of Deloitte Touche Tohmatsu at Grosvenor Place, level 9, 225 George Street, Sydney, New South Wales 2000 on Friday, 27 November 2015 at 10:30am (AEDT).

The changes to the Proxy Form are as follows:

Resolution 2

Re-election of Richard Nelson – this resolution will be withdrawn at the AGM as Mr Nelson resigned as a director effective 12 November 2015.

Resolution 4

Change of Company Name - this resolution will be withdrawn at the AGM as the Company has elected to retain the name Centrepont Alliance Limited for the time being.

Resolution 7

Re-election of Martin Pretty – the following resolution will be put forward as an **ordinary resolution** at the AGM:

“That Martin Pretty, who retires by rotation in accordance with rule 58(a) of the Company's constitution and, being eligible, be re-elected as a director of the Company.”

Mr Pretty was appointed as a director of the Company in June 2014. Mr Pretty has over 15 years' experience in the financial services industry and investment markets, predominantly within ASX-listed businesses.

He is currently an Investment Manager with Thorney Investment Group of Companies and previous to this role has worked with Hub24, Bell Financial Group and IWL Limited.

Mr Pretty is a CFA charterholder and has a graduate diploma of applied finance. He is also a former finance reporter with The Australian Financial Review and has over the past seven years been a regular business contributor to major publications such as Sydney Morning Herald, The Age, The Weekend Australian and afr.com.

Resolution 8

Election of Alan Fisher – the following resolution will be put forward as an **ordinary resolution** at the AGM:

“That Alan Fisher, who was appointed in accordance with rule 47 of the Company’s constitution and, being eligible, be elected as a director of the Company.”

Mr Fisher was appointed chairman of the Company on 12 November 2015.

Mr Fisher has over 15 years’ experience as a director and chairman on a number of boards and is currently the chairperson of Australian Renewable Fuels Limited, a non-executive director of IDT Australia Limited and managing director of both DMC Corporate Pty Ltd and Fisher Corporate Advisory Pty Ltd. Mr Fisher has previously held the position of CEO of Pental Limited where he was instrumental in its successful restructuring and was a former Corporate Finance Partner of Coopers & Lybrand.

He holds a Bachelor of Commerce from Melbourne University and is a Fellow of the Institute of Chartered Accountants.

The new proxy form must be received by 10:30am (AEDT) on Wednesday, 25 November 2015. Full details are set out in the attached proxy form.



Debra Anderson
Company Secretary
Centrepont Alliance Limited

Centrepont Alliance

Centrepont Alliance Limited
ABN 72 052 507 507

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
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Proxy Form

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Vote and view the annual report 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: 138231

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 10:30am (AEDT) Wednesday, 25 November 2015**

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 →**



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.

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 Centrepont Alliance Limited 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 Annual General Meeting of Centrepont Alliance Limited to be held at the Offices of Deloitte Touche Tohmatsu at Grosvenor Place, Level 9, 225 George Street, Sydney, New South Wales 2000 on Friday, 27 November 2015 at 10:30am (AEDT) and at any adjournment or postponement of that Meeting.

Chairman authorised to exercise undirected proxies on remuneration related resolutions: Where I/we have appointed the Chairman of the Meeting as my/our proxy (or the Chairman becomes my/our proxy by default), I/we expressly authorise the Chairman to exercise my/our proxy on Resolutions 1 and 5 (except where I/we have indicated a different voting intention below) even though Resolutions 1 and 5 are connected directly or indirectly with the remuneration of a member of key management personnel, which includes the Chairman.

Important Note: If the Chairman of the Meeting is (or becomes) your proxy you can direct the Chairman to vote for or against or abstain from voting on Resolutions 1 and 5 by marking the appropriate box in step 2 below.

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.

ORDINARY BUSINESS

			For	Against	Abstain
Resolution 1	Adoption of Remuneration Report		<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Resolution 2	Re-election of Richard Nelson	Withdrawn	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Resolution 3	Election of John O'Shaughnessy		<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Resolution 4	Change of Company Name	Withdrawn	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Resolution 5	Issue of Shares to Managing Director - John de Zwart		<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Resolution 6	Modification of Constitution		<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Resolution 7	Re-election of Martin Pretty		<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Resolution 8	Election of Alan Fisher		<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

/ /
