

Notice of Annual General Meeting

to be held at 1.30pm (Brisbane time) on 26 November 2014
at the offices of McCullough Robertson Lawyers, Level 11, 66 Eagle Street, Brisbane

Ask Funding Limited

ACN 094 503 385

Notice of Annual General Meeting

Ask Funding Limited

Notice is hereby given that the Annual General Meeting of Ask Funding Limited (**Company**) will be held on Wednesday, 26 November 2014 at 1.30pm (Brisbane time) at the office of McCullough Robertson, Level 11, 66 Eagle Street, Brisbane.

Terms used in this Notice of Meeting, including in the resolutions set out below, have the same meaning as set out in the Glossary of the Explanatory Memorandum which accompanies this Notice of Meeting.

Ordinary Business

1. Financial statements and reports

To receive and consider the financial statements and reports of the Directors and the Auditors for the year ended 30 June 2014.

2. Resolution 1 – Adoption of Remuneration Report

To consider and, if thought fit, pass the following resolution in accordance with section 250R(2) Corporations Act:

'That the Remuneration Report be adopted'.

Note: This resolution shall be determined under section 250R(2) of the Corporations Act. Votes must not be cast on this resolution by Key Management Personnel and Closely Related Parties in contravention of section 250R or 250BD of the Corporations Act. Restrictions apply to votes cast as proxy unless exceptions apply. A voting exclusion statement in relation to this resolution is set out in the 'Voting Exclusion Statement' section on page 4 of this Notice of Meeting.

The Directors abstain, in the interests of corporate governance, from making a recommendation in relation to this resolution.

3. Resolution 2 – Re-election of Director – Mr Misha Anthony Collins

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

'That, in accordance with rule 10.3(c) of the Constitution and Listing Rule 14.4, Mr Misha Anthony Collins, being eligible, be re-elected as a Director of the Company'.

Note: Information about the candidate is set out in the Explanatory Memorandum which accompanies this Notice of Meeting.

The Directors (with Mr Collins abstaining) recommend that you vote in favour of this resolution.

4. Resolution 3 – Change of auditor

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

'That, subject to the consent of the Australian Securities & Investments Commission to the current auditor resigning, Grant Thornton Audit Pty Ltd having been duly nominated under section 328B(1) Corporations Act, be appointed as auditor of the Company'.

Note: A summary of the background to this change appears in the Explanatory Memorandum. Also, under section 328B(3) Corporations Act 2001, a copy of the nomination of the auditor accompanies this notice

The Directors recommend that you vote in favour of this resolution.

Notes for Shareholders

Shareholders entitled to vote at the Annual General Meeting can vote by:

- (a) attending the Annual General Meeting and voting in person;
- (b) appointing an attorney to attend the Annual General Meeting and vote on their behalf, or, in the case of corporate shareholders, a corporate representative to attend the Annual General Meeting and vote on its behalf; or
- (c) appointing a proxy to attend and vote on their behalf in their place, using the proxy form accompanying this Notice of Meeting.

The Company has determined in accordance with regulation 7.11.37 Corporations Regulations 2001 (Cth) and ASTC Settlement Rule 5.6 that for the purpose of voting at the Annual General Meeting, Shares will be taken to be held by those persons recorded on the Company's share register as at 7.00pm (Sydney time) on 24 November 2014. Accordingly share transfers registered after that time will be disregarded in determining entitlements to attend and vote at the Annual General Meeting.

The proxy need not be a member of the Company. 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 appointment does not specify the proportion or the number of the Shareholder's votes each proxy may exercise, each proxy may exercise one half of the votes.

Where a Shareholder appoints more than one proxy neither proxy is entitled to vote on a show of hands.

Subject to any voting exclusions set out below, if a proxy is not directed how to vote on an item of business, the proxy may vote, or abstain from voting as he or she thinks fit.

A proxy given by a Shareholder which is a company must be signed:

- (a) in accordance with their constitutions; and
- (b) under seal of the corporation;
- (c) by its duly authorised attorney;
- (d) by two directors of the corporation (or where the corporation has only one director, signed by that director); or
- (e) a director and secretary of the company.

To be effective, the Company must receive the completed Proxy Form and, if the form is signed by the Shareholder's attorney, the authority under which the Proxy Form is signed (or a certified copy of the authority) by no later than 48 hours before the commencement of the Annual General Meeting.

If you wish to appoint a proxy and are entitled to do so, then complete and return the enclosed proxy form. To be effective the proxy must be received by the Company no later than 1.30pm (Brisbane time) on 24 November 2014.

An additional proxy form is available on request from the Company's share registry.

A corporation may elect to appoint a corporate representative in accordance with section 250D of the Corporations Act in which case the Company will require written proof of the representative's appointment which must be lodged with or presented to the Company before the Annual General Meeting.

A body corporate may appoint an individual as its representative to exercise all or any of the powers the body corporate may exercise at a meeting of Shareholders. The appointment may be a standing one.

Unless otherwise specified in the appointment, the representative may exercise, on the body corporate's behalf, all of the powers that the body could exercise at a meeting or in voting on a resolution.

If voting by attorney, a proxy form and the original power of attorney (if any) under which the proxy form is signed (or a certified copy of that power of attorney or other authority) must be received by the Company no later than 1.30pm (Brisbane time) on 24 November 2014.

If more than one joint holder of Shares is present at the Annual General Meeting (whether personally, by proxy or by attorney or by representative) and tenders a vote, only the vote of the joint holder whose name appears first on the register will be counted.

A proxy form accompanies this Notice of Meeting and to be effective must be received at the Company's corporate registry by:

- (a) mail to GPO Box 242 Melbourne Victoria 3001 Australia; or
- (b) facsimile on (within Australia) 1800 783 447 or (outside Australia) +61 3 9473 2555,

at least 48 hours before the appointed time of the Annual General Meeting.

The Company reserves the right to declare invalid any proxy not received in this manner.

If you have any queries on how to cast your votes then call the Company Secretary on 07 3211 8000 (between 9.00am and 5.00pm on weekdays) or email to russell.templeton@askfunding.com.au.

Voting exclusion statement

Resolution 1 (Adoption of Remuneration Report)

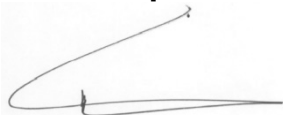
The Company will disregard votes cast (in any capacity) on Resolution 1 by or on behalf of a member of the Key Management Personnel details of whose remuneration are included in the Remuneration Report, or a Closely Related Party of such a member, in contravention of section 250R or 250BD of the Corporations Act. Restrictions also apply to votes cast as proxy unless exceptions apply.

However, the Company need not disregard a vote if:

- (a) it is cast by such a person as proxy for a person who is entitled to vote on Resolution 1, in accordance with a direction on the proxy form; or
- (b) it is cast as proxy by the Chairman where the Chairman has been expressly authorised to exercise the proxy (even though the resolution is connected directly or indirectly with the remuneration of a member of the Key Management Personnel).

By order of the Board

Russell Templeton



Company Secretary

20 October 2014

Explanatory memorandum

Ask Funding Limited

ACN 094 503 385

This Explanatory Memorandum accompanies and forms part of the notice of Annual General Meeting of the Company and is intended to provide shareholders of the Company with information to assess the merits of the Resolutions contained in the business to be conducted at the Annual General Meeting to be held on 26 November 2014.

The Directors of the Company recommend that shareholders read this Explanatory Memorandum before making any decisions in relation to the Resolutions.

Key dates for Shareholders

Event	Date
Date of this Explanatory Memorandum	20 October 2014
Last date and time to lodge proxies for Annual General Meeting	1.30pm (Brisbane time) 24 November 2014
Date and time for deciding eligibility to vote at Annual General Meeting	7.00pm (Sydney time) 24 November 2014
Annual General Meeting	1.30pm (Brisbane time) 26 November 2014

Enquiries should be directed to Russell Templeton by phone on 07 3211 8000 (between 9.00am and 5.00pm on weekdays) or by email to russell.templeton@askfunding.com.au.

Ordinary Business

Financial Statements and Reports

The Corporations Act requires that the report of the Directors, the Auditor's report and the financial report be laid before the Annual General Meeting. In addition, the Constitution provides for such reports and statements to be received and considered at the meeting. Apart from the matters involving remuneration which are required to be voted upon, neither the Corporations Act nor the Constitution requires a vote of Shareholders at the Annual General Meeting on such reports or statements, however Shareholders will be given ample opportunity to raise questions with respect to these reports and statements at the meeting.

In addition to asking questions at the meeting, Shareholders may address written questions to the Chairman about the management of the Company, or to the Company's Auditor which are relevant to the:

- (a) content of the Auditor's Report to be considered at the meeting; or
- (b) conduct of the audit of the annual financial report to be considered at the meeting.

Pursuant to section 250PA of the Corporations Act, any written questions must be submitted to the Company Secretary on or before 5.00pm (Brisbane time) on 19 November 2014 to:

By post:

The Company Secretary
Ask Funding Ltd
GPO Box 7111 Riverside
BRISBANE QLD 4001

By fax:

The Company Secretary
(07) 3211 8933

Resolution 1 – Adoption of Remuneration Report

The Corporations Act requires that members be asked to vote on the Remuneration Report contained in the 2014 Annual Report.

This report sets out the remuneration policy of the Company and reports on the remuneration arrangements in place for Non-Executive Directors, Executive Directors and other Key Management Personnel.

Note that under section 250R(3) of the Corporations Act, the vote by members is advisory only and is not binding on the Directors or the Company. The Board will consider the outcome of the vote and comments made by Shareholders on the Remuneration Report at this meeting when reviewing the Company's remuneration policies.

The voting exclusion statement for this resolution is set out in the Notice of Meeting. Please refer to the Notes for Shareholders in relation to important information relating to voting on this item.

A reasonable opportunity will be provided for discussion of the Remuneration Report at the Shareholders Meeting.

Directors' Recommendation

As the resolution relates to matters including the remuneration of the Directors, the Board, as a matter of corporate governance and in accordance with the spirit of section 250R(4) of the Corporations Act, makes no recommendation regarding this resolution. The Chairman of the meeting intends to vote all undirected proxies in favour of this resolution.

Resolution 2 – Re-election of Director – Mr Misha Anthony Collins

In accordance with rule 10.3(c) of the Constitution and consistent with Listing Rule 14.4, the Director to retire is the person who has been in office the longest since last being elected. Accordingly, Mr Misha Anthony Collins, a non-executive Director, retires from office under rule 10.3(c) of the Constitution and stands for re-election.

Mr Misha Anthony Collins (Non-Executive Director)

Mr Collins was employed by BT Funds Management for an 11 year period as an equity analyst covering both domestic and international markets, together with the formulation of capital market strategies and commodity forecasting. Since 2008 he has been operating his own investment and trading business.

Mr Collins holds a Bachelor of Engineering in Metallurgy, graduating with First Class Honours from the RMIT University, a Graduate Certificate in Banking and Finance from Monash University and a Graduate Diploma in Applied Finance and Investment from the Financial Services Institute of Australia. He also completed the CFA program with the US based CFA Institute and has been awarded the Chartered Financial analyst designation (CFA).

Directors' Recommendation

The Directors (with Mr Collins abstaining), recommend the appointment of Mr Misha Anthony Collins to the Board. The Chairman of the meeting intends to vote all undirected proxies in favour of this resolution.

Resolution 3 – Change of auditor

Earlier this year the Board decided to review its audit arrangements and conducted a selective tender process to appoint a new auditor.

Following this the board have recommended that Grant Thornton Audit Pty Ltd (**Grant Thornton**) be appointed as auditor.

As required by section 328B(3) Corporations Act, a copy of the form for the nomination of Grant Thornton as the Company's auditors is attached to this notice of meeting.

Resolution 3 is necessary for the appointment of Grant Thornton as the Company's auditors effective at the AGM. KPMG's resignation will be effective at the AGM and is subject to ASIC's consent.

Directors' Recommendation

The Directors recommend that Shareholders vote in favour of resolution 3. The Chairman of the meeting intends to vote all undirected proxies in favour of this resolution.

Glossary

Annual General Meeting or AGM	means the meeting of Shareholders to be held at 1.30pm on 26 November 2014 at the office of McCullough Robertson, Level 11, 66 Eagle Street, Brisbane.
Board	means the board of directors of the Company.
Closely Related Parties	has the meaning given to it in section 9 of the Corporations Act.
Company	means Ask Funding Limited ACN 094 503 385.
Constitution	means the constitution of the Company.
Corporations Act	the <i>Corporations Act 2001</i> (Cth).
Director	means a director of the Company (from time to time).
Explanatory Memorandum	means this explanatory memorandum.
Key Management Personnel	means those persons having authority and responsibility for planning, directing and controlling the activities of the Company, directly or indirectly, including any Director (whether executive or otherwise).
Notice of Meeting	means the notice of meeting for the Annual General Meeting.
Remuneration Report	means the section of the Directors' report for the 2014 financial year that is included under section 300A(1) Corporations Act.
Share	means a fully paid ordinary share in the capital of the Company.
Shareholder	means a person who is the registered holder of one of more Shares.

Corporate directory

Registered Office

C/o McCullough Robertson Lawyers
Level 11, Central Plaza Two
66 Eagle Street
BRISBANE QLD 4000

Telephone: (07) 3211 8000

Facsimile: (07) 3211 8933

Websites

www.askfunding.com.au

Directors

Kenneth Rich B Com, MBA, CMC
Chairperson and Independent Non-Executive Director

Russell Templeton LLB
Managing Director and Chief Executive Officer

Misha Anthony Collins CFA
Independent Non-Executive Director

Company Secretary

Russell Templeton LLB

Share Registry

Computershare Investor Services Pty Limited
117 Victoria Street
WEST END QLD 4101

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

Facsimile: +61 3 9473 2500

Auditors

KPMG
Level 16, Riparian Plaza
71 Eagle Street
BRISBANE QLD 4000

Lawyers

McCullough Robertson Lawyers
Level 11, Central Plaza Two
66 Eagle Street
BRISBANE QLD 4000

The Company Secretary
Ask Funding Limited
PO Box 7111
Riverside Centre
BRISBANE QLD 4001

20 October 2014

NOMINATION OF AUDITOR

In accordance with the provisions of s328(1) of the Corporations Act 2001, I, Kenneth Rich being a shareholder of Ask Funding Limited hereby nominate Grant Thornton Audit Pty Ltd of 145 Ann St, Brisbane QLD 4000, for appointment as auditor of the Company at the Annual General Meeting to be held on 26 November 2014 at McCullough Robertson, Level 11, Central Plaza Two, 66 Eagle Street Brisbane.

Please distribute copies of this notice of nomination as required by s328(3) of the Corporations Act 2001.

Yours sincerely

A handwritten signature in black ink, appearing to be 'KR', written over a horizontal line.

Kenneth Rich

