

Dear Shareholder,

NOTICE OF ANNUAL GENERAL MEETING

Notice is hereby given that the Annual General Meeting of SpeedCast International Limited (ACN 600 699 241) (the "Company") will be held at Museum of Sydney, Cnr Phillip and Bridge Streets, Sydney, NSW 2000, on Friday 20th May 2016 commencing at 9am (AEST).

The Explanatory Statement, which accompanies and forms part of this Notice, describes in more detail the matters to be considered.

Items of Business

Receipt and Consideration of Accounts and Reports

To receive and consider the Financial Report, Directors' Report and Auditor's Report for the year ended 31 December 2015.

Resolution 1 - Adoption of Remuneration Report

To consider and, if thought fit, pass the following non-binding resolution as an ordinary resolution:

"That, for the purpose of section 250R(2) of the *Corporations Act 2001 (Cth)*, the Remuneration Report of the Company for the financial year ended 31 December 2015 be adopted."

While noting that each Director has a personal interest in their remuneration, as described in the Remuneration Report, the Board unanimously recommends that shareholders vote in favour of adopting the Remuneration Report.

Voting exclusion: The Company will disregard any votes cast on this resolution by certain persons. Details of the voting exclusions applicable to this resolution are set out in the Explanatory Statement.

Resolution 2 - Election of Mr. Edward Sippel as Director

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

"That Mr. Edward Sippel, who retires by rotation in accordance with Rule 8.1 of the Company's Constitution, being eligible offers himself for re-election, be re-elected as a Director of the Company."

The non-candidate Directors unanimously support the re-election of Mr. Edward Sippel, and recommend that shareholders vote in favour of this resolution.

Resolution 3 - Election of Mr. Peter Jackson as Director

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

“That Mr. Peter Jackson, who retires by rotation in accordance with Rule 8.1 of the Company’s Constitution, being eligible offers himself for re-election, be re-elected as a Director of the Company.”

The non-candidate Directors unanimously support the re-election of Mr. Peter Jackson, and recommend that shareholders vote in favour of this resolution.

Resolution 4 - Approval of Long Term Incentive Plan issue to CEO

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

“That approval is given for all purposes, including ASX Listing Rule 10.14, for the grant of 197,148 Performance Rights to Mr. Pierre-Jean Beylier (the Managing Director and Chief Executive Officer of the Company), under the SpeedCast Long Term Incentive Plan, on the terms set out in the Explanatory Notes accompanying the Notice of Meeting.”

The Board (with Mr. Pierre-Jean Beylier abstaining) unanimously recommends that shareholders vote in favour of this resolution.

Voting exclusion: The Company will disregard any votes cast on this resolution by certain persons, in accordance with the voting exclusions as set out in the Explanatory Statement.

Resolution 5 - Approval of potential future termination benefits

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

“That approval is given for the purposes of sections 200B and 200E of the *Corporations Act 2001 (Cth)* to give benefits to Mr. Pierre-Jean Beylier (the Managing Director and Chief Executive Officer of the Company) and each other individual Key Management Personnel named in the section of the Explanatory Statement regarding this resolution, in connection with any future retirement of each individual from a managerial or executive office with the Company or a subsidiary of the Company, as described in the Explanatory Statement.”

The Board (with Mr. Pierre-Jean Beylier abstaining) unanimously recommends that shareholders vote in favour of this resolution.

Voting exclusion: The Company will disregard any votes cast on this resolution by certain persons, in accordance with the voting exclusions as set out in the Explanatory Statement.

By order of the Board

Yours sincerely,

Andrew Metcalfe

Company Secretary

15th April 2016

Explanatory Statement

Receipt and Consideration of Accounts and Report

The *Corporations Act 2001 (Cth)* ("Corporations Act") requires the Financial Report (which includes Financial Statements, Notes to the Financial Statements and Directors' Declaration), the Directors' Report and the Auditor's Report to be tabled at the Annual General Meeting. There is no requirement, either in the Corporations Act or the Constitution, for shareholders to approve the Financial Report, the Directors' Report or the Auditor's Report. Shareholders will be given a reasonable opportunity to ask questions and make comments on these reports.

The Company's auditor will be present at the Annual General Meeting and shareholders will also be given the opportunity to submit written questions to the auditor (to be received by no later than Monday, 16th May 2016) on the conduct of the audit, the preparation and content of the Auditor's report, the accounting policies adopted by the Company for the preparation of the financial statements and the independence of the Auditor.

The Company's Annual Report for the financial year ended 31 December 2015 (which includes the Financial Report, Directors' Report and the Auditors' Report) (the "2015 Annual Report") is available on the Company's website at www.speedcast.com.

Resolution 1 - Adoption of Remuneration Report (Non-Binding Resolution)

Section 250R(2) of the Corporations Act requires that, at a listed Company's Annual General Meeting, a resolution that the remuneration report be adopted be put to the shareholders. However, section 250R(3) of the Corporations Act expressly provides that the vote on such a resolution is advisory only and does not bind the Directors or the Company. The Board will take the outcome of the vote into consideration when reviewing its remuneration practices and policies.

The Remuneration Report sets out the Company's remuneration arrangements for the Directors and senior management of the Company and its subsidiaries (described as "Key Management Personnel") as required by section 300A of the Corporations Act. The Remuneration Report is part of the Directors' Report in the 2015 Annual Report.

A reasonable opportunity will be provided for shareholders to ask questions about or make comments on the Remuneration Report at the Annual General Meeting.

Voting Exclusion

A vote on Resolution 1 must not be cast (in any capacity) by or on behalf of any of the following persons:

- a) each of the 7 Directors of the Company listed in the 2015 Annual Report;
- b) each of the other Key Management Personnel listed in the 2015 Annual Report; and
- c) each "closely related party" (as defined in section 9 of the Corporations Act to include a spouse, dependent and certain other close family members, as well as any companies controlled) of a person in item (a) or (b) above,

unless either:

- d) the vote is cast by any such person as proxy for a person entitled to vote in accordance with the direction on the proxy form and the vote is not cast on behalf of a person described in item (a), (b) or (c) above; or
- e) all of the following requirements are satisfied:
 - the vote is cast by the Chairman as proxy for a person entitled to vote;
 - the vote is not cast on behalf of a person described in item (a), (b) or (c) above; and
 - the proxy appointment expressly authorises the Chairman to exercise an undirected proxy and vote in favour of Resolution 1 even though Resolution 1 is connected directly or indirectly with the remuneration of a member (or members) of the Key Management Personnel.

The Chairman of the Annual General Meeting intends to vote any undirected proxies in favour of Resolution 1.

The Company encourages all shareholders entitled to vote, to cast their votes in relation to Resolution 1 and if shareholders choose to appoint a proxy, shareholders are encouraged to direct their proxy how to vote on this Resolution by marking "For", "Against" or "Abstain" on the proxy form or by marking the Chairman's box (in which case the Chairman of the meeting will vote your proxy in favour of the Resolution 1).

See also the "General Notes" at the end of this document.

Recommendation on Resolution 1

While noting that each Director has a personal interest in their remuneration, as described in the Remuneration Report, the Board unanimously recommends that shareholders vote in favour of adopting the Remuneration Report.

Resolution 2 – Re-election of Director - Mr. Edward Sippel

Non-Executive Director

Mr. Edward Sippel was appointed as an Independent Non-Executive Director of SpeedCast in 2012, following SpeedCast's acquisition by the TA Associates Funds. Edward is a Managing Director of TA Associates and Co-Head of TA Associates in Asia. More detailed information of Edward is listed in the 2015 Annual Report.

Recommendation on Resolution 2

The Board (with Mr. Edward Sippel abstaining) unanimously recommends that shareholders vote in favour of Mr. Edward Sippel's re-election. The Chairman will vote any undirected proxies in favour of Resolution 2.

Resolution 3 – Re-election of Director - Mr. Peter Jackson

Non-Executive Director

Mr. Peter Jackson was appointed as an Independent Non-Executive Director of SpeedCast in 2012 and is also currently the Chair of the Nomination and Remuneration Committee. Peter has over 40 years of experience in the satellite and telecommunications sectors. More detailed information of Peter is listed in the 2015 Annual Report.

Recommendation on Resolution 3

The Board (with Mr. Peter Jackson abstaining) unanimously recommends that shareholders vote in favour of Mr. Peter Jackson's re-election. The Chairman will vote any undirected proxies in favour of Resolution 3.

Resolution 4 – Approval of Long Term Incentive Plan issue to CEO

Under ASX Listing Rule 10.14, shareholder approval is required for the issue of securities to Directors under an employee incentive scheme. The purpose of Resolution 4 is to have shareholders approve the proposed grant of 197,148 performance rights under the SpeedCast Long Term Incentive Plan (Plan) to the Company's Managing Director and CEO, Mr. Pierre-Jean Beylier with respect to the 2015 financial year.

A performance right entitles the holder to acquire a share for nil consideration at the end of the performance period, subject to meeting specific performance conditions. The number of performance rights granted is based on a fixed percentage of the relevant participant's annual fixed remuneration.

Performance rights granted as part of the 2015 LTIP offer will vest subject to the satisfaction of the following Performance Conditions:

- 50% will vest subject to the achievement of the Total Shareholder Return (TSR) performance target for the Company relative to the performance of the S&P/ASX Small Ordinaries Index (AUD) ("Index") over a Performance Period commencing on 8 September 2015 and ending on 31 December 2018 ("TSR component"); and
- 50% will vest subject to the participant remaining an employee of the Group until 31 December 2018 ("service component").

Full vesting of the TSR component can only occur when the TSR performance of the Company is at least equal to the performance of the Index over the Performance Period. Where the Company's TSR performance does not meet this threshold, there is no vesting unless the Board exercises its discretion to allow partial vesting of up to 50%.

The performance rights do not attract dividends, voting rights or any capital distributions.

Participants must not sell, transfer, encumber, hedge or otherwise deal with performance rights.

If the participant ceases employment for death, permanent disability or is otherwise determined to be a “good leaver” by the Board, unvested performance rights will vest in full, unless otherwise determined by the Board. If the participant ceases employment in any other circumstances, all unvested performance rights will lapse, unless otherwise determined by the Board.

In a situation where there is likely to be a change of control, the Board has the discretion to accelerate vesting of some or all of the performance rights. Where only some of the performance rights are vested on a change of control, the remainder of the performance rights will immediately lapse.

The Company’s equity incentive arrangements represent key elements of its remuneration strategies for executives, including Executive Directors. The Board believes that the relative TSR measure against a comparator group comprising the ASX/S&P Small Cap Index is appropriate for measuring the long-term performance of the executive team. SpeedCast competes for investment with the other companies in this index. The index also includes many companies which are seeking to grow rapidly to achieve competitive advantage in their industry, a stage in their development which is similar to SpeedCast.

The Board has determined that linking the remainder of the performance rights to continued service with SpeedCast is in the best interests of retaining the talented executives who are necessary to the achievement of the company’s strategy.

SpeedCast operates in a highly specialized field, and many of its senior executives are based in markets (such as Hong Kong, Singapore and certain other key markets) where longer-term incentives are typically linked solely to continued service.

Other information relating to the potential grant of performance rights

In accordance with ASX Listing Rule 10.15, the following additional information is provided for shareholders.

- Subject to approval by shareholders, the Board proposes to grant 197,148 performance rights, with a face value of USD 532,300, to Mr. Beylier under the Plan with respect to the 2015 financial year. The number of performance rights to be issued to Mr. Beylier has been determined by dividing 120% of his annual fixed remuneration by the volume weighted average share price of the Company for the 10-day period following the announcement of the Group’s half-year financial results.
- The performance rights will be issued at no cost to Mr. Beylier. Once the Performance Conditions are met (or waived), the performance rights will be exercisable at nil cost.

- The IPO Prospectus contemplated that Mr. Beylier would be granted performance rights under the 2014 LTIP, and that the number of performance rights was to be determined by dividing AUD\$229,378 by the initial public offering price of AUD\$1.96. Consistent with that, on 18 August 2014, the Company granted 117,030 performance rights to Mr. Beylier with respect to the 2014 financial year.
- No Director other than Mr. Beylier is currently eligible to participate in the Plan.
- No loan will be provided by the Company in relation to the grant or exercise of performance rights proposed to be provided to Mr. Beylier.
- If shareholders approve the resolution, 197,148 performance rights will be issued to Mr. Beylier no later than 12 months after the passing of the resolution.

Voting Exclusion

A vote on Resolution 4 must not be cast (in any capacity) by or on behalf of any director who is eligible to participate in the LTIP or any of their associates, unless either:

- a) the vote is cast by any such person as proxy for a person entitled to vote in accordance with the direction on the proxy form; or
- b) the vote is cast by the Chairman as proxy for a person entitled to vote, in accordance with the direction on the proxy form.

In addition, pursuant to the Corporations Act, the Company's KMP and their closely related parties are not permitted to cast a vote as a proxy for another person who is permitted to vote, unless the appointment of the proxy either:

- a) specifies the way the proxy is to vote on the resolution; or
- b) expressly authorises the Chairman of the meeting to exercise the undirected proxies even if the resolution is connected with the remuneration of a member of the KMP.

The Chairman of the Annual General Meeting intends to vote any undirected proxies in favour of Resolution 4.

Recommendation on Resolution 4

The Company encourages all shareholders entitled to vote, to cast their votes in relation to Resolution 4 and if shareholders choose to appoint a proxy, shareholders are encouraged to direct their proxy how to vote on this Resolution by marking "For", "Against" or "Abstain" on the proxy form or by marking the Chairman's box (in which case the Chairman of the meeting will vote your proxy in favour of the Resolution 4).

See also the "General Notes" at the end of this document.

Resolution 5 - Approval of potential future termination benefits

Under section 200B of the Corporations Act, a company may only give a benefit in connection with a person ceasing to hold a managerial or executive office (as that term is defined in the *Corporations Act*) in the company or a related body corporate if the benefit is approved by shareholders (and, if the company is a subsidiary of an Australian listed company, the shareholders of the Australian listed company) or an exemption applies. Relevantly, termination benefits provided on cessation of employment in excess of 12 months' average annual base salary cannot be paid without shareholder approval.

The potential future termination benefits for which shareholder approval is sought for the purposes of section 200B and 200E of the Corporations Act are as follows:

1 Mr. Pierre-Jean Beylier (Managing Director and Chief Executive Officer)

Mr. Pierre-Jean Beylier is the Managing Director and Chief Executive Officer of the Company and its subsidiaries. A summary of the key terms of his employment are contained in the Company's 2015 Annual Report. Mr. Beylier's employment agreement is with SpeedCast Limited, a wholly-owned subsidiary of the Company.

a) Vesting of performance rights

The Company is seeking shareholder approval via the above Resolution 4 to grant to Mr. Beylier performance rights under the 2015 LTIP. Each performance right entitles Mr. Beylier to acquire a share in the Company for nil consideration upon 'vesting', which (subject to the below) will occur when certain Performance Conditions (as described in the explanatory notes to resolution 4 to include a total shareholder return component and employee service component) are satisfied.

However, consistent with the terms of the Plan:

- if Mr. Beylier ceases employment upon death or permanent disability or is otherwise determined by the Company's board to be a "good leaver", all unvested performance rights will vest in full, unless otherwise determined by the Company's board; and
- if Mr. Beylier ceases employment in any other circumstances, all unvested performance rights will lapse, unless otherwise determined by the Company's board.

The vesting of unvested performance rights upon the cessation of Mr. Beylier's employment might be considered a termination benefit to which section 200B of the Corporations Act applies. The value of such a termination benefit will depend on the number of performance rights that vest upon cessation of employment and the market price of the Company's shares at the time. Based on the total number of 2015 LTIP performance rights issued to Mr. Beylier and the Company's current share price (A\$4.60 as at 1 April 2015), this potential termination benefit has a current value of AUD\$906,881.

2 Other Key Management Personnel

In addition to Mr. Pierre-Jean Beylier, on 9 September 2015 the Company granted performance rights under the 2015 LTIP to 5 other Key Management Personnel (each being an "Executive").

| Name | Number of performance rights |
|---|------------------------------|
| Mr. Richard Carden (Senior Vice President, Global Sales) | 29,170 |
| Mr. Piers Cunningham (Vice President, Maritime Service) | 12,269 |
| Mr. Chung Wai Kit (Senior Vice President, Operations & Engineering) | 19,491 |
| Mr. Keith Johnson (Senior Vice President, Energy) | 61,284 |
| Mr. Ian Baldwin (Chief Financial Officer) | 60,667 |

As with the performance rights granted to Mr. Beylier, each of these performance rights entitles the Executive to acquire a share in the Company for nil consideration upon 'vesting', which (subject to the below) will occur when certain Performance Conditions (as described in the explanatory notes to resolution 4 to include a total shareholder return component and employee service component) are satisfied.

However, consistent with the terms of the Plan:

- if the Executive ceases employment upon death or permanent disability or is otherwise determined by the Company's board to be a "good leaver", all unvested performance rights will vest in full, unless otherwise determined by the Company's board; and
- if the Executive ceases employment in any other circumstances, all unvested performance rights will lapse, unless otherwise determined by the Company's board.

The vesting of unvested performance rights upon the cessation of an Executive's employment might be considered a termination benefit to which section 200B of the Corporations Act applies. The value of such a termination benefit will depend on the number of performance rights that vest upon cessation of employment and the market price of the Company's shares at the time. Based on the total number of 2015 LTIP performance rights issued to each Executive and the Company's current share price (A\$4.60 as at 1 April 2015), this potential termination benefit has a current value of:

- in respect of Mr. Richard Carden: A\$[134,182]
- in respect of Mr. Piers Cunningham: A\$[56,437];
- in respect of Mr. Chung Wai Kit: A\$[89,659];
- in respect of Mr. Keith Johnson: A\$[281,906]; and
- in respect of Mr. Ian Baldwin: A\$[279,068].

Approval does not assume that the relevant executives will receive any termination benefits. Rather it preserves the discretion of the Board to determine the most appropriate treatment on termination in accordance with employment agreements, applicable incentive plan rules and Company policies, within the confines of this approval.

Voting Exclusion

A vote on Resolution 5 must not be cast (in any capacity) by or on behalf of Mr. Pierre-Jean Beylier, Mr. Richard Carden, Mr. Piers Cunningham, Mr. Chung Wai Kit, Mr. Keith Johnson or Mr. Ian Baldwin, or any of their respective associates, except if the vote is cast by any of those persons on behalf of another person (where that other person is not Mr. Pierre-Jean Beylier, Mr. Richard Carden, Mr. Piers Cunningham, Mr. Chung Wai Kit, Mr. Keith Johnson or Mr. Ian Baldwin or any of their respective associates) in accordance with the direction on the proxy form.

Separately, a person appointed as a proxy must not vote, on the basis of that appointment, on Resolution 5 if:

- a) the person is either a member of the 'Key Management Personnel' or a 'closely related party' of such member (see comments in Resolution 1 regarding these concepts); and
- b) the appointment does not specify the way the proxy is to vote on Resolution 5,

unless the vote is cast by the Chairman as proxy for a person entitled to vote and the proxy appointment expressly authorises the Chairman to exercise an undirected proxy and vote in favour of Resolution 5 even though Resolution 5 is connected directly or indirectly with the remuneration of a member of the Key Management Personnel.

See also the "General Notes" at the end of this document.

Recommendation on Resolution 5

The Board (with Mr. Pierre-Jean Beylier abstaining) unanimously recommends that shareholders vote in favour of Resolution 5. The Chairman will vote any undirected proxies in favour of Resolution 5.

GENERAL NOTES

Entitlement to Vote

The Company has determined in accordance with Regulation 7.11.37 of the Corporations Regulations 2001 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 register as at 7:00pm Australian Eastern Standard Time on 18th May 2016.

Corporate Representatives

In order to vote at the Annual General Meeting (other than by proxy or under power of attorney), a corporation that is a shareholder must appoint a person to act as its representative. The appointment must comply with section 250D of the Corporations Act. The representative must bring to the Annual General Meeting evidence of his or her appointment, including any authority under which it was signed.

Voting

All items of business involving a vote by shareholders require ordinary resolutions, which means that, to be passed, the item needs the approval of a simple majority of the votes cast by shareholders entitled to vote on the resolution.

The vote on all Resolutions will be decided on a show of hands unless a poll is demanded. On a show of hands, every shareholder present in person or by proxy or by attorney or, in the case of a corporation, by duly appointed representative, shall have one vote. On a poll, every shareholder present in person or by proxy or by attorney or, in the case of a corporation, by duly appointed representative, shall have one vote for every share held. If a shareholder appoints two proxies or two attorneys, neither proxy nor attorney shall be entitled to vote on a show of hands if more than one proxy or attorney attends.

Proxies

A shareholder entitled to attend and vote at the Annual General Meeting may appoint one or two persons to attend and vote at the Annual General Meeting as the shareholder's proxy. If you as a shareholder wish to appoint a second proxy you will need to complete a second form. The Company's Share Registry, Link Market Services Limited, will provide additional proxy forms upon request.

A proxy need not be a shareholder. If two proxies are appointed, each proxy may be appointed to represent a specified proportion of the shareholder's voting rights. If the vote split is not specified, it is deemed to be equally divided between the two proxies.

To ensure that all shareholders can exercise their right to vote on the Resolutions, a proxy form is enclosed together with a reply paid envelope. You can lodge the proxy form by sending it in the reply paid envelope or otherwise posting, delivering or faxing it to the Company's Share Registry (see below). The proxy form tells you what you need to do.

Pursuant to section 250BC of the Corporations Act, if:

- an appointment of a proxy specifies the way the proxy is to vote on a particular resolution at the Annual General Meeting;
- the appointed proxy is not the Chairman of the Annual General Meeting;
- at the Annual General Meeting, a poll is duly demanded on the resolution; and
- either the proxy is not recorded as attending the Annual General Meeting or the proxy does not vote on the resolution,

the Chairman of the Annual General 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 Annual General Meeting.

The Chairman intends to vote all undirected proxies in favour of each Resolution in the Notice of AGM.

You should note that if the Chairman is appointed, or taken to be appointed, as your proxy, you can direct the Chairman to vote for or against, or to abstain from voting on, any Resolution by marking the relevant box opposite the Resolution. However, if the Chairman is a proxy and you do not mark any of the boxes opposite Resolution 1, 4 or 5, you will be expressly authorising the Chairman to exercise an undirected proxy and vote in favour of Resolution 1, 4 or 5 (as applicable), even though each of Resolutions 1, 4 and 5 is connected directly or indirectly with the remuneration of a member (or members) of the Key Management Personnel.

To be effective, proxy forms (along with any power of attorney or certified copy of the power of attorney under which it is signed) must be received by the Company's Share Registry:

| | |
|---|---|
| In person: | Link Market Services Limited Level 12, 680 George Street Sydney NSW 2000 |
| By mail: (reply paid envelope enclosed); | Link Market Services Limited Locked Bag A14 Sydney South NSW 1235 |
| By fax: | Link Market Services Limited + 61 2 9287 0303 |
| Online: | Vote online at www.linkmarketservices.com.au/ |

by no later than 9am Australian Eastern Standard Time on 18th May 2016.

A proxy form will also be effective if received at the Company's registered office by the above time, in person or by mail or by fax. The address is Suite 4F, 12 Lord Street, Botany, NSW 2019 and the fax number is 61 2 9531 8391.

Voting by Attorney

A shareholder entitled to attend and vote at the Annual General Meeting is entitled to appoint an attorney to attend and vote at the Annual General Meeting on the shareholder's behalf. An attorney need not themselves be a shareholder.


The power of attorney appointing the attorney must be signed and specify the name of each of the shareholder, the Company and the attorney, and also specify the Annual General Meeting at which the appointment may be used. The appointment may be a standing one. To be effective, the power of attorney must also be returned in the same manner, and by the same time, as specified for proxy forms."


LODGE YOUR VOTE

 **ONLINE**
www.linkmarketservices.com.au

 **BY MAIL**
SpeedCast International Limited
C/- Link Market Services Limited
Locked Bag A14
Sydney South NSW 1235 Australia

 **BY FAX**
+61 2 9287 0309

 **BY HAND**
Link Market Services Limited
1A Homebush Bay Drive, Rhodes NSW 2138; or
Level 12, 680 George Street, Sydney NSW 2000

 **ALL ENQUIRIES TO**
Telephone: +61 1300 554 474



X99999999999

PROXY FORM

I/We being a member(s) of SpeedCast International Limited and entitled to attend and vote hereby appoint:

APPOINT A PROXY

the Chairman of the Meeting (mark box)

OR if you are **NOT** appointing the Chairman of the Meeting as your proxy, please write the name of the person or body corporate you are appointing as your proxy

or failing the person or body corporate named, or if no person or body corporate is named, the Chairman of the Meeting, as my/our proxy to act on my/our behalf (including to vote in accordance with the following directions or, if no directions have been given and to the extent permitted by the law, as the proxy sees fit) at the Annual General Meeting of the Company to be held at **9:00am on Friday, 20 May 2016 at the Museum of Sydney, Cnr Phillip and Bridge Streets, Sydney, NSW 2000 (the Meeting)** and at any postponement or adjournment of the Meeting.

Important for Resolutions 1, 4 and 5: If the Chairman of the Meeting is your proxy, either by appointment or by default, and you have not indicated your voting intention below, you expressly authorise the Chairman of the Meeting to exercise the proxy in respect of Resolutions 1, 4 and 5, even though the Resolutions are connected directly or indirectly with the remuneration of a member of the Company's Key Management Personnel (**KMP**).

If you wish to appoint as your proxy a Director or other member of the KMP (other than the Chairman of the Meeting) or a closely related party of a member of the KMP, you must specify how he or she should vote on Resolutions 1, 4 and 5 by completing the 'For', 'Against' or 'Abstain' boxes opposite each of those items of business on the Proxy Form. If you do not do that, your proxy will not be able to vote on your behalf for those items of business.

The Chairman of the Meeting intends to vote undirected proxies in favour of each item of business.

VOTING DIRECTIONS

Proxies will only be valid and accepted by the Company if they are signed and received no later than 48 hours before the Meeting. Please read the voting instructions overleaf before marking any boxes with an ☒

Resolutions

| | For | Against | Abstain* | | For | Against | Abstain* |
|---|--------------------------|--------------------------|--------------------------|--|--------------------------|--------------------------|--------------------------|
| 1 Adoption of Remuneration Report (Non Binding Resolution) | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> | 4 Approval of Long Term Incentive Plan issue to CEO | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
| 2 Election of Mr. Edward Sippel as Director | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> | 5 Approval of potential future termination benefits | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
| 3 Election of Mr. Peter Jackson as Director | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> | | | | |



* If you mark the Abstain box for a particular Item, you are directing your proxy not to vote on your behalf 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 SHAREHOLDERS – THIS MUST BE COMPLETED

Shareholder 1 (Individual)

Joint Shareholder 2 (Individual)

Joint Shareholder 3 (Individual)

Sole Director and Sole Company Secretary

Director/Company Secretary (Delete one)

Director

This form should be signed by the shareholder. If a joint holding, either shareholder may sign. If signed by the shareholder's attorney, the power of attorney must have been previously noted by the registry or a certified copy attached to this form. If executed by a company, the form must be executed in accordance with the company's constitution and the *Corporations Act 2001* (Cth).

SDA PRX1601N

HOW TO COMPLETE THIS SHAREHOLDER PROXY FORM

YOUR NAME AND ADDRESS

This is your name and address as it appears on the Company's share register. If this information is incorrect, please make the correction on the form. Shareholders sponsored by a broker should advise their broker of any changes. **Please note: you cannot change ownership of your shares using this form.**

APPOINTMENT OF PROXY

If you wish to appoint as your proxy a Director or other member of the KMP (other than the Chairman of the Meeting) or a closely related party of a member of the KMP, you must specify how he or she should vote on Resolutions 1, 4 and 5 by completing the 'For', 'Against' or 'Abstain' boxes opposite each of those items of business on the Proxy Form. If you do not do that, your proxy will not be able to vote on your behalf for those items of business.

DEFAULT TO CHAIRMAN OF THE MEETING

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

VOTES ON ITEMS OF BUSINESS – PROXY APPOINTMENT

You may direct your proxy how to vote by placing a mark in 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 A SECOND PROXY

You are entitled to appoint up to two persons as proxies to attend the Meeting and vote on a poll. If you wish to appoint a second proxy, an additional Proxy Form may be obtained by telephoning the Company's share registry or you may copy this form and return them both together.

To appoint a second proxy you must:

- (a) on each of the first Proxy Form and the second Proxy Form state the percentage of your voting rights or number of shares applicable to that form. If the appointments do not specify the percentage or number of votes that each proxy may exercise, each proxy may exercise half your votes. Fractions of votes will be disregarded; and
- (b) return both forms together.

SIGNING INSTRUCTIONS

You must sign this form as follows in the spaces provided:

Individual: where the holding is in one name, the holder must sign.

Joint Holding: where the holding is in more than one name, either shareholder may sign.

Power of Attorney: to sign under Power of Attorney, you must lodge the Power of Attorney with the registry. If you have not previously lodged this document for notation, 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 indicate the office held by signing in the appropriate place.

CORPORATE REPRESENTATIVES

If a representative of the corporation is to attend the Meeting the appropriate "Certificate of Appointment of Corporate Representative" should be produced prior to admission in accordance with the Notice of Meeting. A form of the certificate may be obtained from the Company's share registry or online at www.linkmarketservices.com.au.

LODGEMENT OF A PROXY FORM

This Proxy Form (and any Power of Attorney under which it is signed) must be received at an address given below by **9:00am on Wednesday, 18 May 2016**, being not later than 48 hours before the commencement of the Meeting. Any Proxy Form received after that time will not be valid for the scheduled Meeting.

Proxy Forms may be lodged using the reply paid envelope or:



ONLINE

www.linkmarketservices.com.au

Login to the Link website using the holding details as shown on the Proxy Form. Select 'Voting' and follow the prompts to lodge your vote. To use the online lodgement facility, shareholders will need their "Holder Identifier" (Securityholder Reference Number (SRN) or Holder Identification Number (HIN) as shown on the front of the Proxy Form).



BY MAIL

SpeedCast International Limited
C/- Link Market Services Limited
Locked Bag A14
Sydney South NSW 1235
Australia



BY FAX

+61 2 9287 0309



BY HAND

delivering it to Link Market Services Limited*
1A Homebush Bay Drive
Rhodes NSW 2138

or

Level 12
680 George Street
Sydney NSW 2000

* During business hours (Monday to Friday, 9:00am–5:00pm)

**IF YOU WOULD LIKE TO ATTEND AND VOTE AT THE ANNUAL GENERAL MEETING, PLEASE BRING THIS FORM WITH YOU.
THIS WILL ASSIST IN REGISTERING YOUR ATTENDANCE.**