

Proxy form

Section 1: Name and address of member

Mark this box with 'X' if you have made any changes to your address details (see overleaf).

☐

Section 2: Appointment of proxy

I, being a member of the Company and entitled to attend and vote appoint

☐ the Chairman of the meeting
(mark with an 'X') **OR** Write here the full name of the person or body corporate you are appointing if this person **is someone other than** the Chairman of the meeting.

or failing the person or body corporate named, or if no person or body corporate is named, the Chairman of the meeting, as my proxy to attend, to vote in accordance with the following directions (or if no directions have been given, as the proxy sees fit), and to act generally on my behalf, at the annual general meeting of the Company to be held at:

Location	Level 4, 24 Little Edward Street, Spring Hill, Brisbane
Date	Wednesday 20th November 2019
Time	12.00 pm (AEST)

and at any adjournment of that meeting.

Section 3: Voting instructions

Voting directions to proxy – please mark ☒ to indicate your directions.

Ordinary Resolution 1. Approval of the Director's Remuneration Report
Ordinary Resolution 2. Re-election of Prof. Francis Finn as a Director
Ordinary Resolution 3. Re-election of Mr. Bernard Rowley as a Director

For	Against	Abstain*	Discretion
☐	☐	☐	☐
☐	☐	☐	☐
☐	☐	☐	☐

*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.

The Chairman intends to vote all undirected proxies in favour of the resolutions being passed.

Section 4: Signing by member

This section **must** be signed in accordance with the instructions overleaf to enable your directions to be implemented.

Individual or Member 1 Sole Director and Sole Secretary	Member 2 (if joint holding) Director/Company Secretary (delete one)	Member 3 (if joint holding) Director
--	---	---

Please provide the information below in case we need to contact you.

 Contact name	 Contact day time telephone	 Date
---	---	-------------------------------------

Instructions for completion of proxy form

**Australia &
International
Holdings Limited**

Section 1: Name and address of member

- 1 This is your address as it appears in the register of members of the Company. If this information is incorrect, please mark the box and make the correction on the form. Members sponsored by a broker (in which case your reference number will commence with an 'x') should advise their broker of any changes. **Please note you cannot change the ownership of your shares using this form.**

Section 2: Appointment of proxy

- 2 If you wish to appoint the Chairman of the meeting as your proxy, mark the box. If the person or body corporate you wish to appoint as your proxy is someone other than the Chairman of the meeting, write the full name of that person or body corporate in the space provided. A proxy may be an individual or a body corporate. If you leave this section blank or your named proxy does not attend the Meeting, the Chairman of the meeting will be your proxy. A proxy need not be a member of the Company.
- 3 If you are entitled to cast two or more votes at the general meeting, you are entitled to appoint 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. Alternatively you may copy this form.
- 4 To appoint a second proxy:
- (a) on each of the first proxy form and 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 one half of your votes, and fractions of votes will be disregarded); and
 - (b) return both forms in the same envelope.

Section 3: Voting instructions

- 5 You may direct your proxy how to vote on an item of business by placing a mark in one of the three boxes opposite that item of business. All of your shares will be voted in accordance with your direction unless you indicate a proportion of voting rights 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 a given item, your proxy may decide whether or how to vote on that item. If you mark more than one box on an item, your vote on that item will be invalid.

Section 4: Signing by member

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

Individual	Where the holding is in one name, the member must sign.
Joint holding	Where the holding is in more than one name, all of the members must sign.
Power of Attorney	To sign under power of attorney, either the power of attorney must have already been lodged with the Company's share registry for notation or the original (or a certified copy) of the power of attorney must accompany this document.
Companies	In the following cases, subject to the Company's constitution, the following person must sign:

	(a) Australian proprietary company with a sole director who is also the sole company secretary - that person must sign; (b) Australian proprietary company with a sole director and no company secretary - that person must sign; (c) other Australian companies - two directors, or one director and one company secretary must sign; and (d) foreign company - in accordance with the laws of the jurisdiction of incorporation and constituent documents.
--	---

Section 5: Lodging of proxy

- 7 This proxy form (and the original or a certified copy of any power of attorney under which it is signed) must be received by the Company not later than close of business on the date set out below, by mail, hand delivery, or facsimile.

Last time and date for lodgement	5.00 pm (Queensland time) Tuesday, 19th November 2019
By mail**	GPO Box 1398, Brisbane Qld 4001
By delivery	Level 5, 24 Little Edward Street, Spring Hill, Brisbane 4000
By facsimile	(07) 3839 6964

* Any proxy form received after that time will not be valid.

** Using the enclosed reply paid envelope.