



NSX RELEASE

31 OCTOBER 2022

NOTICE OF 2022 ANNUAL GENERAL MEETING

Australia Sunny Glass Group Limited (**ASGG** or **Company**) (NSX: AG1) advises that it will be holding its 2022 Annual General Meeting at 11:00am (AWST) on Tuesday, 29 November 2022 (**Meeting**).

Attached are copies of the following documents in relation to the Meeting:

1. Letter to Shareholders;
2. Notice of Meeting (including an explanatory statement); and
3. Proxy Form.

The Notice of Meeting can be viewed and downloaded from the Company's website at <https://asgg.com.au/investor-centre/nsx-announcements/>. Shareholders will be able to submit their proxy vote and questions in accordance with the instructions on the Proxy Form.

Authorised by:

Natalie Teo
Company Secretary

Investor Inquiries

Australia Sunny Glass Group Limited
+61 8 9277 9197
security.asgg@sunnyglass.com.au

ACN 632 790 660

82 Belmont Avenue, Rivervale, Western Australia 6159

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Phone: +61 8 9277 9197



ACN 632 790 660

31 October 2022

Dear Shareholder,

2022 Annual General Meeting – Notice and Proxy Form

Notice is hereby given that the Annual General Meeting of Australia Sunny Glass Group Limited (NSX: AG1) (**ASGG** or **the Company**) will be held at 15 McCabe Street, North Fremantle, Western Australia 6159, and virtually via an online platform provided by the Company's share registry, Advanced Share Registry, on Tuesday, 29 November 2022 at 11:00am (AWST) (**Meeting**).

In accordance with the Corporations Amendments (Meetings and Documents) Act 2022 which came into effect on 1 April 2022, the Company will not be dispatching physical copies of the Notice of Meeting and Explanatory Statement (**Notice**) to shareholders. Instead, the Notice is being made available to shareholders electronically and can be viewed and downloaded online at the following link: <https://asgg.com.au/investor-centre/nsx-announcements/>. The Notice will also be posted on the Company's NSX market announcements page.

All resolutions at the Meeting will be decided by poll and details of how to access the online platform and vote online are provided in the Notice. Shareholders are encouraged to complete and lodge their proxies online or otherwise in accordance with the instructions set out in the proxy form and the Notice.

A copy of your personalised proxy form is enclosed for your convenience. Your proxy voting instructions must be received by 11am (WST) on 27 November 2022, being not less than 48 hours before the commencement of the Meeting. Any proxy voting instructions received after that time will not be valid for the Meeting.

The Notice is important and should be read in its entirety. If you are in doubt as to the course of action you should follow, you should consult your financial adviser or other professional adviser. If you have any difficulties obtaining a copy of the Notice, please contact Advanced Share Registry on 1300 113 258 (within Australia) or +61 8 9389 8033 (overseas) or the Company Secretary on +61 8 6389 2688 between 9am to 5pm (AWST), Monday to Friday.

Yours faithfully

A handwritten signature in blue ink that reads 'Natalie Teo'.

Natalie Teo
Company Secretary

Australia Sunny Glass Group Limited



ACN 632 790 660

NOTICE OF ANNUAL GENERAL MEETING

EXPLANATORY STATEMENT

PROXY FORM

Meeting to be held as a hybrid meeting at 15 McCabe Street, North Fremantle, Western Australia 6159 and virtually through the Share Registry's online platform on Tuesday, 29 November 2022 at 11:00 am (AWST).

Important

This Notice of Annual General Meeting, Explanatory Statement and Proxy Form should be read in their entirety. If Shareholders are in doubt as to how to vote, they should seek advice from their professional adviser prior to voting.

Information on how to attend the Meeting virtually and vote online is set out in this Notice.

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AUSTRALIA SUNNY GLASS GROUP LIMITED

NOTICE OF ANNUAL GENERAL MEETING

Notice is hereby given that the Annual General Meeting of Australia Sunny Glass Group Limited (ACN 632 790 660) will be held as a hybrid meeting at 15 McCabe Street, North Fremantle, Western Australia 6159 and virtually through the Share Registry's online platform on Tuesday, 29 November 2022 commencing at 11:00 am (AWST) (**Meeting**).

The Explanatory Statement which accompanies this Notice contains further information in relation to the items of business to be considered at the Meeting. The Explanatory Statement forms part of this Notice. Terms and abbreviations used in this Notice are defined in the Glossary in the Explanatory Statement.

AGENDA

Annual Report – Financial Year Ended 30 June 2022 (no resolution required)

To receive and consider the Annual Report for the Company and its controlled entities for the year ended 30 June 2022, which includes the Financial Report, the Directors' Report and the Auditor's Report.

Note: There is no requirement for Shareholders to approve these reports. Pursuant to the Corporations Act, Shareholders will be given a reasonable opportunity at the Meeting to ask questions about, or make comments in relation to, each of the abovementioned reports during consideration of these items.

Resolution 1 – Adoption of Remuneration Report

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

"That, pursuant to and in accordance with section 250R(2) of the Corporations Act and for all other purposes, approval is given by Shareholders for the adoption of the Remuneration Report on the terms and conditions in the Explanatory Statement accompanying this Notice."

Note: The vote on this Resolution is advisory only and does not bind the Directors or the Company. The Directors will consider the outcome of the vote and any comments made by Shareholders on the Remuneration Report when reviewing the Company's remuneration policies.

Voting Prohibition Statement:

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

- (a) a member of the Key Management Personnel, details of whose remuneration are included in the Remuneration Report; or
- (b) a Closely Related Party of such a member.

However, a person (the voter) described above may cast a vote on this Resolution as a proxy if the vote is not cast on behalf of a person described above and either:

- (a) the voter is appointed as a proxy in writing that specifies the way the proxy is to vote on this Resolution; or
- (b) expressly authorises the Chair to exercise the proxy even though this Resolution is connected directly or indirectly with the remuneration of a member of the Key Management Personnel.

Resolution 2 – Re-election of Director – Mr Joshua Letcher

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

"That, for the purposes of clause 20.2 of the Constitution and for all other purposes, Mr Joshua Letcher, a Director who retires by rotation in accordance with clause 20.2 of the Constitution, and being eligible and offering himself for re-election, is re-elected as a Director."

Resolution 3 – Re-election of Director – Ms Seok San (Susan) Tan

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

“That, for the purposes of clause 20.2 of the Constitution and for all other purposes, Ms Seok San (Susan) Tan, a Director who retires by rotation in accordance with clause 20.2 of the Constitution, and being eligible and offering herself for re-election, is re-elected as a Director.”

Attendance and Participation

The Meeting will be held at 15 McCabe Street, North Fremantle, Western Australia 6159 on Tuesday, 29 November 2022 at 11:00 am (AWST).

Shareholders who are unable to attend the Meeting in person will be able to attend virtually via an online platform. Information about how to attend the Meeting virtually is set out below under **“Voting Online”**.

Voting at the Meeting will be by poll rather than by show of hands.

How to vote

Entitlement to vote

The Board has determined pursuant to Regulation 7.11.37 of the Corporations Regulations 2001 (Cth) that the persons eligible to vote at the Meeting are those who are registered Shareholders at 4:00 pm (AWST) on 27 November 2022.

Only those Shareholders entered on the Company’s Share Register at that time will be entitled to attend and vote at the Meeting, either in person or virtually via the online platform. Registrable transfers or transmission applications received after this time will be disregarded in determining entitlements to vote at the Meeting. Shareholders are urged to attend or vote by lodging the Proxy Form attached to this Notice. If Shareholders are in doubt as to how to vote, they should seek advice from their professional advisers prior to voting.

Voting in person

Based on the best information available to the Board at the time of this Notice, the Board considers it will be in a position to hold an “in person” meeting to provide Shareholders with a reasonable opportunity to participate in and vote at the Meeting, while complying with any COVID-19 restrictions regarding gatherings.

The Company, however, strongly encourages Shareholders to submit proxies prior to the Meeting.

The Company will be observing social distancing rules and other COVID-19 legal requirements that may apply having regard to the circumstances at the time of the Meeting.

Attending the Meeting in person may be affected or prevented by lockdowns, social gathering restrictions, travel restrictions or other governmental orders in response to the COVID-19 pandemic. The Company may be required to take special measures in response, such as limiting physical attendee numbers or prohibiting physical attendance at the Meeting altogether.

If the situation in relation to COVID-19 were to change in a way that affects the position above, the Company will provide an update ahead of the Meeting by releasing an NSX announcement.

Voting online

Shareholders and their proxies, attorneys or corporate representatives will be able to participate in the Meeting through an online platform at www.advancedshare.com.au/virtual-meeting. This online platform allows Shareholders to attend the Meeting in real time and allow them to vote and ask questions in respect to the resolutions.

It is recommended that Shareholders try to log on to the online platform at least 15 minutes prior to the scheduled start time for the Meeting. Shareholders who wish to participate virtually may do so in accordance with the following instructions:

1. Go to <https://www.advancedshare.com.au/Dashboard/Virtual-Meeting-Centre-Login>
2. Login using the Meeting ID and your personalised Shareholder ID which can be found on your personalised Proxy Form

3. After logging in, a banner will be displayed and you can join the Virtual Meeting Portal where you can join the meeting, directly lodge questions, and enter poll instructions
4. There will be a live webcast where you can view and listen to the virtual Meeting
5. Shareholders and their proxies will be able to vote on the resolutions directly through the online platform at any time between the commencement of the Meeting and the closure of voting as announced by the Chair

Shareholders who have not received their personalised Proxy Form should contact the Share Registry on 1300 113 258 (within Australia) or +61 8 9389 8033 (outside of Australia) as soon as possible and well in advance of the Meeting to avoid any delays on the day of the Meeting.

Proxies

Please note that:

- (a) a Shareholder entitled to attend and vote at the Meeting is entitled to appoint a proxy;
- (b) a proxy need not be a member of the Company;
- (c) a Shareholder may appoint a body corporate or an individual as its proxy;
- (d) a body corporate appointed as a Shareholder's proxy may appoint an individual as its representative to exercise any of the powers that the body may exercise as the Shareholder's proxy; and
- (e) Shareholders entitled to cast two or more votes may appoint two proxies and may specify the proportion or number of votes each proxy is appointed to exercise, but where the proportion or number is not specified, each proxy may exercise half of the votes.

If a Shareholder appoints a body corporate as its proxy and the body corporate wishes to appoint an individual as its representative, the body corporate should provide that person with a certificate or letter executed in accordance with the Corporations Act authorising him or her to act as that company's representative. The authority may be sent to the Company or its share registry in advance of the Meeting or handed in at the Meeting when registering as a corporate representative.

The enclosed Proxy Form provides further details on appointing proxies and lodging proxy forms. Proxy Forms must be received by no later than 11:00 am (WST) on 27 November 2022.

Attorneys and Corporate Representatives

If an attorney is to attend the Meeting on behalf of a Shareholder, a properly executed original (or originally certified copy) of an appropriate power of attorney must be received by the Company by the deadline for the receipt of Proxy Forms, being no later than 11:00 am (WST) on 27 November 2022.

Duly completed corporate representative appointment documents (together with any power of attorney or other authority under which they are executed, if applicable) must also be received by the Company by the deadline for the receipt of Proxy Forms, being no later than 11:00 am (WST) on 27 November 2022.

By order of the Board



Natalie Teo
Company Secretary
Australia Sunny Glass Group Limited

31 October 2022

EXPLANATORY STATEMENT

1. Introduction

This Explanatory Statement has been prepared for the information of Shareholders in relation to the business to be conducted at the Company's Annual General Meeting (**Meeting**) of Australia Sunny Glass Group Limited (**Company**).

The purpose of this Explanatory Statement is to provide Shareholders with all information known to the Company which is material to a decision on how to vote on the Resolutions in the accompanying Notice.

This Explanatory Statement should be read in conjunction with the Notice. Capitalised terms used in this Notice and Explanatory Statement are defined in the Glossary. A Proxy Form is located at the end of this Explanatory Statement.

2. Annual Report (for the financial year ended 30 June 2022)

Under the Corporations Act, the Directors of the Company must table the Annual Report of the Company, the Financial Report, the Directors' Report and the Auditor's Report at the Meeting.

Shareholders will be given reasonable opportunity at the Meeting to ask questions and make comments on the Annual Report.

There is no requirement either in the Corporations Act or the Company's Constitution for Shareholders to vote on, approve or adopt the Annual Report. Shareholders will have a reasonable opportunity at the Meeting to ask the Directors, or the Company's auditor, about:

- (a) the preparation and the content of the Auditor's Report;
- (b) the conduct of the audit;
- (c) accounting policies of the Company in relation to the preparation of the financial statements; and
- (d) the independence of the auditor in relation to the conduct of the audit.

The Company will not provide a hard copy of the Company's Annual Report unless specifically requested to do so. In accordance with section 314(1AA)(c) of the Corporations Act, the Company advises that the Annual Report is available on the Company's website at <https://asgg.com.au/>.

3. Resolution 1 – Adoption of Remuneration Report

3.1 General

The Directors' Report for the year ended 30 June 2022 contains a Remuneration Report which sets out the policy for the remuneration of Directors and executives of the Company.

Under section 250R(2) of the Corporations Act, the Company must put the Remuneration Report to the vote of Shareholders.

3.2 Voting consequences

The vote on Resolution 1 is advisory only and does not bind the Directors or the Company. However, under the Corporations Act, if at least 25% of the votes cast on the Resolution at the Meeting are against adoption of the Remuneration Report, then:

- if comments are made on the Remuneration Report at the Meeting, the Company's Remuneration Report for the financial year ending 30 June 2023 will be required to include an explanation of the Board's proposed action in response or, if no action is proposed, the Board's reasons for this; and
- if, at the Company's next annual general meeting, at least 25% of the votes cast on the Resolution are voted against adoption of the remuneration report, the Company will be required to put to Shareholders a resolution proposing that a general meeting (**Spill Meeting**) be called to consider the election of Directors of the Company (**Spill Resolution**). For any Spill Resolution to be passed, more than 50% of the votes cast on the resolution must be in favour of it. If a Spill Resolution is passed, all of the Directors (other than any managing director) will cease to hold office immediately before the end of the Spill Meeting unless re-elected at that meeting.

If the Remuneration Report receives a strike at this Meeting, Shareholders should be aware that if a second strike is received at the 2023 annual general meeting, this may result in the re-election of the Board (except the managing director).

3.3 Additional information

At the Company's 2021 annual general meeting, all of the votes cast, of those shareholders who exercised their right to vote, were in favour of the remuneration report for the 2021 financial year.

Resolution 1 is an advisory only ordinary resolution.

3.4 Board recommendation

The Board declines to make a recommendation as to how Shareholders should vote in respect of Resolution 1 as each Director has an interest in the outcome of the Resolution.

The Chair intends to vote undirected proxies in favour of Resolution 1 in accordance with the express authorization on the Proxy Form.

4. **Resolution 2 – Re-election of Director – Mr Joshua Letcher**

4.1 General

Clause 20.2 of the Constitution requires one-third of the directors for the time being, or if their number is not a multiple of 3, then the whole number nearest one-third, must retire from office at each annual general meeting. A retiring director may act as a director throughout the meeting at which he or she retires and at any adjournment thereof.

A Director who retires by rotation under clause 20.2 above is eligible for re-election pursuant to clause 20.3 of the Constitution.

Mr Joshua Letcher retires by rotation at this Meeting, and, being eligible, offers himself for re-election.

4.2 Qualifications

Mr Letcher has over 13 years' experience in senior management roles within both the public and private sectors, beginning with an engineering career with the Royal Australian Navy from 2008 and 2011. He then spent 5 years as an executive director of an ASX-listed resource company, principally working in West Africa, before returning to Australia and working as a consultant in early-stage opportunities and emerging companies. He is also active in entrepreneurial activities and has a keen interest in the space technology sector.

He is currently the Non-Executive Chairman at Aldoro Resources Limited (ASX:ARN) and Aurum Resources Limited (ASX:AUE). He is also a Non-Executive Director of Si6 Metals Limited (ASX:Si6). The Company confirms that it took appropriate checks on the background and experience of Mr Letcher before his appointment to the Board. Mr Letcher has confirmed that he has sufficient time to

fulfill his responsibilities as a Director. If elected, the Board considers Mr Letcher to be an independent Director as he is free from any business or other relationship with the Company that could materially interfere with, or reasonably be perceived to be a material interference with, the independent exercise of his judgement as a Director.

4.3 Additional information

Resolution 2 is an ordinary resolution.

If Resolution 2 is passed, Mr Letcher will be appointed as the Non-Executive Chairman of the Company.

If Resolution 2 is not passed, Mr Letcher will not be appointed as the Non-Executive Chairman of the Company. The Board may consider an appointment to fill a casual vacancy in accordance with clause 19.4 of the Constitution, with ratification at the Company's next annual general meeting.

4.4 Board recommendation

The Board (other than Mr Letcher) supports the re-election of Mr Letcher and recommends that Shareholders vote in favour of Resolution 2.

The Chair intends to vote undirected proxies in favour of Resolution 2.

5. Resolution 3 – Re-election of Director – Ms Seok San (Susan) Tan

5.1 General

The requirement for Directors to retire by rotation is set out in section 4.1 above.

In accordance with clause 20.2 and clause 20.3 of the Constitution, Ms Seok San (Susan) Tan retires by rotation at this Meeting, and, being eligible, offers herself for re-election.

5.2 Qualifications

Ms Tan has over 15 years' experience in roles in the insurance, risk management, financial planning and real estate industries in Malaysia. Ms Tan is actively involved in the not-for-profit sector in Malaysia, with roles as Government Social Worker under the Welfare Department focusing on regulatory reporting and compliance.

The Company confirms that it took appropriate checks on the background and experience of Ms Tan before her appointment to the Board. Ms Tan has confirmed that she has sufficient time to fulfill her responsibilities as a Director. If elected, the Board does not consider Ms Tan to be an independent Director because she is a substantial holder of the Company.

5.3 Additional information

Resolution 3 is an ordinary resolution.

If Resolution 3 is passed, Ms Tan will be appointed as a Non-Executive Director of the Company.

If Resolution 3 is not passed, Ms Tan will not be re-elected as a Non-Executive Director of the Company. The Board may consider an appointment to fill a casual vacancy in accordance with clause 19.4 of the Constitution, with ratification at the Company's next annual general meeting.

5.4 Board recommendation

The Board (other than Ms Tan) supports the re-election of Ms Tan and recommends that Shareholders vote in favour of Resolution 3.

The Chair intends to vote undirected proxies in favour of Resolution 3.

Glossary

\$ means Australian dollars.

Annual General Meeting or Meeting means the annual general meeting the subject of this Notice.

Annual Report means the Directors' Report, the Financial Report and the Auditor's Report in respect of the financial year ended 30 June 2022.

Auditor's Report refers to the auditor's report set out in the Annual Report.

AWST means Australian Western Standard Time, being the time in Perth, Western Australia.

Board means the board of Directors.

Chair means the person appointed to chair the Meeting.

Closely Related Party means a closely related party of a member of Key Management Personnel as defined in section 9 of the Corporations Act, being:

- (a) a spouse or child of the member;
- (b) a child of the member's spouse;
- (c) a dependent of the member or the member's spouse;
- (d) anyone else who is one of the member's family and may be expected to influence the member, or be influenced by the member, in the member's dealing with the entity;
- (e) a company the member controls; or
- (f) any other person prescribed by the regulations.

Company means Australia Sunny Glass Group Limited (ACN 632 790 660).

Constitution means the constitution of the Company.

Corporations Act means the *Corporations Act 2001* (Cth).

Director means a director of the Company.

Directors' Report refers to the directors' report set out in the Annual Report.

Explanatory Statement means the explanatory statement which forms part of this Notice.

Key Management Personnel means key management personnel of the Company as defined in section 9 of the Corporations Act and Australian Accounting Standards Board accounting standard 124, broadly including 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).

Financial Report means the annual financial report prepared under Chapter 2M of the Corporations Act for the Company and its controlled entities.

Listing Rules means the NSX Listing Rules.

Meeting means the general meeting the subject of this Notice.

Notice means this notice of meeting comprising the notice, agenda, Explanatory Statement and Proxy Form.

NSX means National Stock Exchange of Australia Limited (ACN 000 902 063), including the financial market operated by it.

Proxy Form means the proxy form accompanying this Notice

Remuneration Report means the remuneration report of the Company contained in the Directors' Report.

Resolution means a resolution contained in this Notice.

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

Share Registry means the Company's share registry, Advanced Share Registry Ltd.

Shareholder means a shareholder of the Company.

In this Notice, words importing the singular include the plural and vice versa.

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LODGE YOUR PROXY APPOINTMENT ONLINE



ONLINE PROXY APPOINTMENT

www.advancedshare.com.au/investor-login



MOBILE DEVICE PROXY APPOINTMENT

Lodge your proxy by scanning the QR code below, and enter your registered postcode.

It is a fast, convenient and a secure way to lodge your vote.

Important Note: The Company has determined that Shareholders will be able to attend and participate in the meeting through an online platform provided by Advanced Share Registry.

ANNUAL GENERAL MEETING PROXY FORM

I/We being shareholder(s) of Australia Sunny Glass Group Limited and entitled to attend and vote hereby:

APPOINT A PROXY

☐ The Chair of the Meeting **OR** ☐

PLEASE NOTE: If you leave the section blank, the Chair of the Meeting will be your proxy.

or failing the individual(s) or body corporate(s) named, or if no individual(s) or body corporate(s) named, the Chair of the Meeting, as my/our proxy to act generally at the Meeting 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 law, as the proxy sees fit), at the Annual General Meeting of the Company to be held at **15 McCabe Street, North Fremantle, Western Australia 6159 and virtually on 29 November 2022 at 11:00 am (AWST)** and at any adjournment or postponement of that Meeting.

Chair's voting intentions in relation to undirected proxies: The Chair intends to vote all undirected proxies in favour of all Resolutions. In exceptional circumstances, the Chair may change his/her voting intentions on any Resolution. In the event this occurs, a NSX announcement will be made immediately disclosing the reasons for the change.

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

VOTING DIRECTIONS

Resolutions	For	Against	Abstain*
1 Adoption of Remuneration Report	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
2 Re-election of Director – Mr Joshua Letcher	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
3 Re-election of Director – Ms Seok San (Susan) Tan	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

* If you mark the Abstain box for a particular Resolution, 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, all the shareholders should 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).

Email Address

☐ Please tick here to agree to receive communications sent by the Company via email. This may include meeting notifications, dividend remittance, and selected announcements.

AUSTRALIA SUNNY GLASS GROUP LIMITED - ANNUAL GENERAL MEETING

The Company has determined that Shareholders will be able to attend and participate in the Meeting through an online platform provided by Advanced Share Registry. To facilitate such participation, voting on each Resolution will occur by a poll rather than a show of hands.

A live webcast and electronic voting via www.advancedshare.com.au/virtual-meeting will be offered to allow Shareholders to attend the Meeting and vote online.

Please refer to the Meeting ID and Shareholder ID on the proxy form to login to the website.

Shareholders may submit questions ahead of the Meeting via the portal.

HOW TO COMPLETE THIS SHAREHOLDER PROXY FORM

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

CHANGE OF ADDRESS

This form shows your address as it appears on 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.

APPOINTMENT OF A PROXY

If you wish to appoint the Chair as your proxy, mark the box in Step 1. If you wish to appoint someone other than the Chair, please write that person's name in the box in Step 1. A proxy need not be a shareholder of the Company. A proxy may be an individual or a body corporate.

DEFAULT TO THE CHAIR OF THE MEETING

If you leave Step 1 blank, or if your appointed proxy does not attend the Meeting, then the proxy appointment will automatically default to the Chair of the Meeting.

VOTING DIRECTIONS – PROXY APPOINTMENT

You may direct your proxy on how to vote by placing a mark in one of the boxes opposite each resolution 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 resolution 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 resolution, your proxy may vote as they choose to the extent they are permitted by law. If you mark more than one box on a resolution, your vote on that resolution will be invalid.

PROXY VOTING BY KEY MANAGEMENT PERSONNEL

If you wish to appoint a Director (other than the Chair or other member of the Company's key management personnel, or their closely related parties, as your proxy, you must specify how they should vote on Resolution 1, by marking the appropriate box. If you do not, your proxy will not be able to exercise your vote for Resolution 1.

PLEASE NOTE: If you appoint the Chair as your proxy (or if they are appointed by default) but do not direct them how to vote on a resolution (that is, you do not complete any of the boxes "For", "Against" or "Abstain" opposite that resolution), the Chair may vote as they see fit on that resolution.

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 Advanced Share Registry Limited or you may copy this form and return them both together.

To appoint a second proxy you must:

- on each 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
- return both forms together.

VOTING EXCLUSION STATEMENT

If you hold shares on behalf of another person(s) or entity/entities or you are a trustee, nominee, custodian or other fiduciary holder of the shares, you are required to ensure that the person(s) or entity/entities for which you hold the shares are not excluded from voting on resolutions where there is a voting exclusion. You are required to receive written confirmation from the person or entity providing the voting instruction to you and you must vote in accordance with the instruction provided.

CORPORATE REPRESENTATIVES

If a representative of a nominated 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 Corporate Representative Form may be obtained from Advanced Share Registry.

SIGNING INSTRUCTIONS ON THE PROXY FORM

Individual:

Where the holding is in one name, the security holder must sign.

Joint Holding:

Where the holding is in more than one name, all of the security holders should sign.

Power of Attorney:

If you have not already lodged the Power of Attorney with Advanced Share Registry, please attach the original or 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 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.

LODGE YOUR PROXY FORM

This Proxy Form (and any power of attorney under which it is signed) must be received at an address given below by 11:00 am (AWST) on 27 November 2022, being not later than 48 hours before the commencement of the Meeting. Proxy Forms received after that time will not be valid for the scheduled Meeting.



ONLINE PROXY APPOINTMENT

www.advancedshare.com.au/investor-login



BY MAIL

Advanced Share Registry Limited
110 Stirling Hwy, Nedlands WA 6009; or
PO Box 1156, Nedlands WA 6909



BY FAX

+61 8 6370 4203



BY EMAIL

admin@advancedshare.com.au



IN PERSON

Advanced Share Registry Limited
110 Stirling Hwy, Nedlands WA 6009



ALL ENQUIRIES TO

Telephone: +61 8 9389 8033