



26 October 2022

Ignite Limited (ASX:IGN)
ABN 43 002 724 334

Addendum to Notice of Annual General Meeting 2022

*This is an addendum to the 2022 notice of annual general meeting (**Meeting**) released by Ignite Limited (**Ignite** or **Company**) on 21 October 2022 (**Original Notice**). There is no change to the date or time of the Meeting - it will still be held at 10.00am (AEDT) on Tuesday 22 November 2022 at Computershare, Level 3, 60 Carrington Street, Sydney NSW 2000.*

Unless otherwise defined, capitalised terms in this addendum have the same meaning as given in the Original Notice.

Original Notice - Resolution 3

The Company advises that, after receiving feedback from its shareholders, it has amended the wording of the proposed changes to the Constitution as set out in the Explanatory Notes accompanying the Original Notice.

Resolution 3 proposes amendments to the Constitution to reflect changes in law, regulation and market practice, and in particular, recent amendments to the *Corporations Act 2001* (Cth). The proposed changes relate to the modification of Article 5.5 of the Constitution to allow the Company to hold general meetings as wholly virtual meetings. Further details concerning the legislative amendments and broader context surrounding the use of virtual meeting technology to conduct general meetings is set out in the Explanatory Notes to Resolution 3.

The Company values shareholder feedback and has taken on board concerns regarding the ability to hold wholly virtual meetings. The Company wishes to advise the intention is that wholly virtual general meetings would only be held in extraordinary circumstances whereby holding a hybrid or physical meeting would not be reasonably possible.

Considering the feedback received, the Company has amended the proposed wording of Article 5.5 of the Constitution to reflect that the Company will not hold wholly virtual meetings except in extraordinary circumstances. The proposed new wording is set out below, with the additional amendments to the wording proposed in the Explanatory Notes shown in the **yellow highlighted** text:

5.5 Conduct of meetings

- (a) **Subject to Article 5.5(b)**, the board of Directors may conduct meetings of Members in two or more places, and in any manner that the board of Directors considers fit (including by using any virtual meeting technology) provided that:
- (i) the Eligible Members, as a whole, are afforded a reasonable opportunity to participate in the meeting;
 - (ii) any virtual meeting technology used to enable Eligible Members to participate in the meeting is reasonably secure and provides reasonable measures for the verification of Eligible Members who are entitled to:

- (A) *attend the meeting; and*
- (B) *vote on resolutions that are put to the Eligible Members at the meeting; and*
- (iii) *the conduct of the meeting of Members reasonably facilitates the participation of Eligible Members in the meeting, including but not limited to affording Eligible Members the ability to ask questions and vote at the meeting.*
- (b) *The board of Directors must conduct meetings of members physically or in a hybrid format (that is, both physically and through the use of virtual meeting technology), unless the board of Directors determines, acting reasonably, that there are extraordinary circumstances that necessitate the meeting of Members be conducted wholly through the use of virtual meeting technology (for example, a pandemic or natural disaster).*
- (c) *For the purposes of this Article 5.5:*
 - (i) *'virtual meeting technology' means any technology that allows a person to participate in a meeting without being physically present at the meeting;*
 - (ii) *the place of the meeting of Members will be the physical venue as set out in the notice of meeting or, if the meeting is held only using virtual meeting technology, the registered office of the Company; and*
 - (iii) *a Member who attends the meeting (whether at a physical venue or by using virtual meeting technology) is taken for all purposes to be present in person at the meeting while attending.*

This addendum will be available on the Computershare platform with the Original Notice and the 2022 annual report for the Company and will therefore be accessible to shareholders when they log in to vote. Shareholders will receive notice of this addendum:

- by email, if they have provided an email address to the Company for the purpose of receiving notices; and
- by post, if they have provided a postal address to the Company for the purpose of receiving notices.

A copy of the modified Constitution can also be sent to shareholders upon request to the Company Secretary at Ian.Gilmour@igniteco.com. Shareholders are invited to contact the Company if they have any queries or concerns.

The Company notes that the wording of Resolution 3 will not change, and reads as follows:

*To consider and, if thought fit, pass the following resolution as a **special resolution**:*

"That, for the purposes of section 136(2) of the Corporations Act and for all other purposes, approval is given for the amendment of the Company's Constitution as set out in the explanatory notes to resolution 3 in the notice of meeting."



Ignite Limited
ABN 43 002 724 334

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www.igniteco.com

Proxy Direction

If you have submitted your proxy form with a direction on how to vote on Resolution 3 and wish to change your instruction as a result of this amendment, please re-submit your proxy form by no later than 10.00am (AEDT) on Sunday, 20 November 2022. Voting instructions received after this time will not be valid for the scheduled meeting.

Authorised for release by the Board

Garry Sladden
Chairman

About Ignite

Ignite Limited [ASX: IGN] (Ignite) is a company limited by shares, incorporated and domiciled in Australia and listed on ASX.

For more than 30 years Ignite has been using its deep industry expertise and extensive relationships to unite permanent, contract and temporary workers with government, non-government entities and private clients of all sizes through its Specialist Recruitment, On Demand IT Services and Technology & Talent Solutions divisions throughout Australia

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