

## **ASX ANNOUNCEMENT (ASX:BLY)**

22 April 2021

ASX Markets Announcement Office  
Exchange Centre  
20 Bridge Street  
SYDNEY NSW 2000

### **BY ELECTRONIC LODGEMENT**

#### **Boart Longyear announces details of its 2021 Virtual Annual General Meeting**

Boart Longyear Limited (ASX: BLY) (Boart Longyear or the Company) wishes to advise that the 2021 Boart Longyear Annual General Meeting (**AGM**) will be held on Wednesday, 26 May 2021, commencing at 9:00am AEST (7:00pm United States EST on Tuesday, 25 May 2021). Please find attached the Notice of Meeting, Chair Letter, Virtual Online Guide and Sample Proxy Form.

In light of the restrictions that have been introduced as a result of the COVID-19 pandemic, the AGM will be held via the Company's online platform only.

Shareholders will be able to participate in our AGM by:

- joining the AGM in real time via our online platform <https://agmlive.link/BLY21>
- asking questions of the Board and our external auditor:
  - by lodging questions online at <https://www.linkmarketservices.com.au> prior to 9:00am AEST on 24 May 2021; and/or
  - during the AGM via the online platform <https://agmlive.link/BLY21>; and
- voting on the resolutions to be considered at the AGM either by lodging their Proxy Form before 9:00am AEST on 24 May 2021 or by voting online during the AGM.

- ENDS -



**Boart Longyear Limited**  
**ABN 49 123 052 728**

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Adelaide Airport  
South Australia 5950, Australia  
Tel: +61 8 8375 8375 • Fax: +61 8 8375 8498  
[www.boartlongyear.com](http://www.boartlongyear.com)

## **ASX ANNOUNCEMENT (ASX:BLY)**

### **Authorised for lodgement by:**

Nora Pincus,  
Company Secretary

### **About Boart Longyear**

Established in 1890, Boart Longyear is in its 131st year as the world's leading provider of drilling services, orebody-data-collection technology, and innovative, safe and productivity-driven drilling equipment. With its main focus in mining and exploration activities spanning a wide range of commodities, including copper, gold, nickel, zinc, uranium, and other metals and minerals, the company also holds a substantial presence in the energy, oil sands exploration, and environmental sectors.

The Global Drilling Services division operates for a diverse mining customer base with drilling methods including diamond coring exploration, reverse circulation, large diameter rotary, mine dewatering, water supply drilling, pump services, production, and sonic drilling services.

The Geological Data Services division utilises innovative scanning technology and down-hole instrumentation tools to capture detailed geological data from drilled core and chip samples. This valuable orebody knowledge gives mining companies the ability to make timely decisions for more efficient exploration activities.

The Global Products division offers sophisticated research and development and holds hundreds of patented designs to manufacture, market, and service reliable drill rigs, innovative drill string products, rugged performance tooling, durable drilling consumables, and quality parts for customers worldwide.

Boart Longyear is headquartered in Salt Lake City, Utah, USA, and listed on the Australian Securities Exchange in Sydney, Australia (ASX:BLY). More information about Boart Longyear can be found at [www.boartlongyear.com](http://www.boartlongyear.com). To get Boart Longyear news direct, follow us on [Twitter](#), [LinkedIn](#) and [Facebook](#).

### **Investor Relations:**

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22 April 2021

Dear Shareholders

On behalf of the Directors of Boart Longyear Limited (**Boart Longyear** or the **Company**), I am pleased to invite you to participate virtually in the Annual General Meeting (**AGM** or **Meeting**) of Boart Longyear. In light of the restrictions due to the COVID-19 pandemic, the AGM will be held virtually via our online platform only at <https://agmlive.link/BLY21>. The Notice of Meeting (**Notice**) setting out the business to be conducted at the AGM can be viewed or downloaded at <https://www.boartlongyear.com/company/investors/virtual-agm-2021/>.

The online AGM will be held at **9.00am on Wednesday, 26 May 2021 (AEST)**. Shareholders will be able to participate in our AGM by:

- joining the AGM in real time via our online platform at <https://agmlive.link/BLY21> and listening to our presentations;
- asking questions of the Board, our external auditor, and our Directors standing for re-election:
  - before the AGM, lodging questions online at <https://www.linkmarketservices.com.au>; and/or
  - during the AGM via our online platform; and
- voting on the resolutions to be considered at the AGM either by lodging the enclosed Voting Form before the AGM or by voting online during the AGM

or by a combination of these steps.

We recommend logging onto our online platform at least 15 minutes prior to the scheduled start time for the Meeting using the following instructions:

**To log in:**

1. Enter <https://agmlive.link/BLY21> into a web browser on a computer, mobile or other online device.
2. Enter your unique access details:
  - **Shareholders** will need their Securityholder Reference Number (**SRN**) or Holder Identification Number (**HIN**), which is printed at the top of the Voting Form.
  - **Proxyholders** will need their proxy code which Link Market Services will provide via an email no later than 24 hours prior to the Meeting.

Enclosed is the Voting Form and a prepaid return envelope. To review and download the **Notice of Meeting, Explanatory Memorandum** and **Virtual Meeting Online Guide**, please go to <https://www.boartlongyear.com/company/investors/virtual-agm-2021/>.

The Notice explains in detail the items of business you will be asked to consider at the AGM. You should carefully read the Notice and Explanatory Statement before deciding how to vote on the resolutions.

You are also encouraged to submit any questions you may have in writing in advance of the AGM, online at [www.linkmarketservices.com.au](http://www.linkmarketservices.com.au), prior to 5:00pm (Sydney time) on 17 May 2021.

On behalf of the Board, I would like to thank you for your continued support during the year.

Yours faithfully



Kevin McArthur  
Chair

Enclosures:

1. *Voting Form* to be completed if you would like to be virtually represented at the AGM by a proxy. Shareholders are encouraged to use the online voting facility that can be accessed on Boart Longyear Limited's share registry's website at [www.linkmarketservices.com.au](http://www.linkmarketservices.com.au) to ensure the timely and cost effective receipt of your Voting Form;
2. *Reply Paid Envelope* for you to return the Voting Form.



 **BOART LONGYEAR**™  
**NOTICE OF ANNUAL GENERAL MEETING 2021**

## NOTICE OF ANNUAL GENERAL MEETING

### Boart Longyear Limited ABN 49 123 052 728

Notice is given that the Annual General Meeting (**AGM** or **Meeting**) of shareholders of Boart Longyear Limited (**Company**) will be held via an online platform at <https://agmlive.link/BLY21> on Wednesday, 26 May 2021, commencing at 9:00am (AEST), for the purpose of transacting the business set out in this notice (**Notice of Meeting**)

Information about participating in the Meeting is set out in the *Virtual Meeting Online Guide* which is available at <https://www.boartlongyear.com/wp-content/uploads/BLY-Virtual-Meeting-Online-Guide-.pdf>

The **Explanatory Statement** and Voting Form accompanying this Notice of Meeting are incorporated into and form part of this Notice of Meeting.

### ORDINARY BUSINESS

#### A. CONSIDERATION OF REPORTS

To receive and consider the Financial Report, the Directors' Report and the Independent Audit Report of the Company for the financial year ended 31 December 2020.

The Company's 2020 Annual Report, which contains the Financial Report, the Directors' Report and Independent Audit Report for the year ended 31 December 2020, is available to all shareholders on the Company's website at [www.boartlongyear.com/company/investors/annual-reports](http://www.boartlongyear.com/company/investors/annual-reports).

#### B. ITEMS FOR APPROVAL - ORDINARY BUSINESS

##### **Resolution 1 Re-election of Mr James Ireland**

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

*"That Mr James Ireland, having been appointed as an additional director to the Board of the Company on 1 September 2017 in accordance with the Company's Constitution and having offered himself for election and being eligible, is hereby re-elected as a director of the Company in accordance with ASX Listing Rule 14.4."*

##### **Resolution 2 Re-election of Mr Robert Smith**

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

*"That Mr Robert Smith, having been appointed as an additional director to the Board of the Company on 1 September 2017 in accordance with the Company's Constitution and having offered himself for election and being eligible, is hereby re-elected as a director of the Company in accordance with ASX Listing Rule 14.4."*

##### **Resolution 3 Remuneration Report**

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

*"That, in accordance with section 250R(2) of the Corporations Act 2001 (Cth), the Remuneration Report as set out in the Company's Annual Report for the financial year ended 31 December 2020, be adopted."*

Note: The vote on this resolution is advisory only and does not bind the Directors or the Company.

##### **Voting Exclusion Statement - Resolution 3**

A vote on Resolution 3 must not be cast (in any capacity) by, or on behalf of, the following persons:

- (a) a member of the Key Management Personnel (**KMP**), whose remuneration details are included in the 2020 Remuneration Report; or
- (b) a closely related party of such KMP (including close family members and companies the KMP controls).

However, a person described above may cast a vote on Resolution 3 as a proxy if the vote is not cast on behalf of a person described above and either:

- (a) the proxy appointment is in writing that specifies the way the proxy is to vote (e.g. for, against, abstain) on the resolution; or
- (b) the vote is cast by the Chair of the Meeting (**Chair**) and the appointment of the chair as proxy:
  - (i) does not specify the way the proxy is to vote on the resolution; and
  - (ii) expressly authorises the Chair to exercise the proxy even if the resolution is connected directly or indirectly with the remuneration of a member of the KMP.

In accordance with section 250BD of the *Corporations Act 2001 (Cth)* (**Corporations Act**), a vote must not be cast on Resolution 3 as a proxy by a member of the KMP at the date of the AGM, or a closely related party of those persons, unless it is cast as proxy for a person entitled to vote in accordance with their directions. This restriction on voting undirected proxies does not apply to the Chair of the Meeting where the proxy appointment expressly authorises the Chair of the Meeting to exercise undirected proxies even if the resolution is connected, directly or indirectly, with the remuneration of the KMP.

**As used in this Notice, "key management personnel" and "closely related party" have the same meaning as set out in the Corporations Act.**

### **INFORMATION FOR SHAREHOLDERS**

#### **No attendance at physical venue**

Shareholders will not be able to attend the AGM at a physical venue. Shareholders will be able to participate in our AGM:

- by joining an online meeting in real time via our online platform at <https://agmlive.link/BLY21>;
- by asking questions of the Board or our external auditor:
  - before the AGM by lodging questions online at <https://www.linkmarketservices.com.au>; or
  - during the AGM via the online platform; and
- voting on the resolutions to be considered at the AGM either by lodging the enclosed Voting Form before the AGM or by voting online during the AGM.

or by a combination of these steps.

#### **Voting on resolutions to be considered at the AGM**

The following section sets out important information about how Shareholders can vote on the resolutions to be considered at the AGM.

#### **Entitlement to vote**

In accordance with Regulation 7.11.37 of the *Corporations Regulations 2001*, the Board has determined that persons who are registered holders of shares of the Company as at 7:00 pm (AEST) on Monday, 24 May 2021 will be entitled to vote at the AGM as a shareholder. Accordingly, transactions registered after that time will be disregarded for determining which shareholders are entitled to participate and vote at the AGM.

If more than one joint holder of shares is virtually present at the AGM (whether by proxy, 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.

#### **Online voting at the AGM**

Shareholders who wish to vote during the AGM using the online platform will have the opportunity to lodge a direct vote on the Resolutions to be considered at the AGM at any time between the commencement of the AGM and the close of voting at the AGM as announced by the Chair of the Meeting during the AGM.

More information about how to use the online platform for voting online during the AGM is provided in the Virtual Meeting Online Guide (**Online Guide**). Shareholders using the online platform may vote all or part of their holdings on each Resolution in accordance with the instructions in the Online Guide. If you intend to use the online platform to submit a direct vote during the AGM, we suggest that you check that the online platform works on your device well in advance of the AGM. Further instructions are provided in the Online Guide.

As there will be no physical meeting, direct online voting will be the only way in which shareholders can vote during the AGM.

***All resolutions will be by poll***

In accordance with rules 33(e) and 36(a) of the Company's Constitution, the Chair of the Meeting intends to demand a poll on each of the resolutions proposed at the AGM. Each resolution considered at the AGM will therefore be conducted by a poll, rather than on a show of hands. The Chair considers voting by poll to be in the best interests of the shareholders as a whole and is a way to ensure the views of as many shareholders as possible are represented at the Meeting.

***Appointment of proxies***

A shareholder may appoint up to two proxies and specify the proportion or number of votes each proxy may exercise. If the shareholder does not specify the proportion or number of votes to be exercised, each proxy may exercise half of the shareholder's votes.

Details for completion and lodgement of proxies are on the reverse side of the Voting Form. To be effective, the proxy must be received at the share registry of the Company no later than 9:00 am (AEST) on Monday, 24 May 2021. Proxies must be received before that time by one of the following methods:

- Online at: [www.linkmarketservices.com.au](http://www.linkmarketservices.com.au)
- By post: Boart Longyear Limited  
c/ - Link Market Services Limited  
Locked Bag A14  
Sydney South NSW 1235  
Australia
- Facsimile: In Australia (02) 9287 0309  
From outside Australia +61 2 9287 0309
- By delivery: Link Market Services Limited  
Level 12, 680 George Street  
Sydney NSW 2000

### **Voting by Attorney**

A Voting Form and the original power of attorney, if any, under which the Voting Form is signed (or a certified copy of that power of attorney or other authority) must be received by the Company no later than 9:00 am AEST on Monday, 24 May 2021, being not later than 48 hours before the AGM.

### **Corporate Representatives**

A body corporate that is a shareholder, or that has been appointed as a proxy, is entitled to appoint any person to act as its representative. The appointment of the representative must comply with the requirements under section 250D of the Corporations Act. The representative must submit a properly executed *Certificate of Appointment of Corporate Representative* (available from the Company's share registry) by no later than 9:00am on Monday, 24 May 2021, by one of the above identified methods.

### **SHAREHOLDER QUESTIONS**

Shareholders may submit questions about the items of business to be considered at the AGM or to the Company's auditor in relation to the content of the Auditor's Report or the conduct of the audit of accounts for the year ended 31 December 2020 by lodging questions online at <https://www.linkmarketservices.com.au> or during the virtual AGM via the online platform. Online questions should be submitted prior to 5:00pm (Sydney time) on 17 May 2021.

By order of the Board of Directors.



Nora R Pincus  
**Company Secretary**

## EXPLANATORY STATEMENT

This Explanatory Statement has been prepared for shareholders in relation to the business to be conducted at the Company's 2021 Annual General Meeting and forms part of the Notice of Meeting.

The purpose of this Explanatory Statement is to provide shareholders with information they may reasonably require to decide how to vote upon the Resolutions. The Directors recommend that shareholders read this Explanatory Statement before determining whether or not to support a resolution.

Resolutions 1 and 2 are ordinary resolutions. An ordinary resolution requires a simple majority of votes cast by shareholders entitled to vote on the resolution. Resolution 3, relating to the Remuneration Report, is an advisory resolution and does not bind the Directors or the Company.

## ORDINARY BUSINESS

### A. RECEIPT OF THE FINANCIAL STATEMENTS AND REPORTS

The 2020 Annual Report, including the Financial Statements, Director's Report and the Auditor's Report included in the 2020 Annual Report (**Reports**), for the Company and its subsidiaries for the year ended 31 December 2020 can be downloaded from Company's website at [www.boartlongyear.com/company/investors/annual-reports](http://www.boartlongyear.com/company/investors/annual-reports).

Neither the Corporations Act nor the Company's Constitution requires shareholders to vote on the Reports. However, shareholders will be given a reasonable opportunity to ask questions on the Reports at the Meeting.

Following consideration of the Reports, the Chair of the Meeting will give shareholders a reasonable opportunity to ask questions about, or comment on the management of the Company.

The Chair of the Meeting will also give shareholders a reasonable opportunity to ask the Auditor questions relevant to:

- a) the conduct of the audit;
- b) the preparation and content of the Independent Auditor's Report;
- c) the accounting policies adopted by 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.

Shareholders may address written questions to the Chair of the Meeting about the management of the Company or to the Company's Auditor, Deloitte, before the AGM by lodging questions online at <https://www.linkmarketservices.com.au> or during the AGM via the online platform.

### B. RESOLUTIONS

#### Resolution 1 Re-election of Mr James Ireland

The Board appointed Mr James Ireland as an independent Non-Executive Director of the Company, pursuant to rule 44(d) of the Company's Constitution, on 1 September 2017. In accordance with rule 44(d) of the Company's Constitution, Mr. Ireland retires from office at the conclusion of the AGM and is eligible for re-election as a Director of the Company. If shareholders do not approve the re-election of Mr Ireland, then he will cease to be a Director at the conclusion of the Meeting.

ASX Listing Rule 14.4 provides that a director appointed to fill a casual vacancy or as an addition to the Board must not hold office (without re-election) past the next annual general meeting of the Company.

The Board considered whether James Ireland had any interest, position or relationship that may interfere with his independence as a Director, having regard to each of the relevant factors as set out in the ASX Corporate Governance Council Principles & Recommendations (4<sup>th</sup> edition) (**ASX Principles**). The Board considers that James Ireland (if re-elected), will continue to be an independent Director.

Mr. Ireland is a member of the Remuneration, Nominations & Governance Committee and is based in Sydney, Australia. He is a Partner of McGrathNicol and has over 25 years of experience in strategic reviews and implementation of performance improvement and restructuring initiatives across a range of industries. In the past ten years, he has spent considerable time in the mining services sector, advising boards and financiers on operations in key mining regions around the world. Prior to joining McGrathNicol in 2005, Mr. Ireland was a Senior Manager at KPMG.

Mr. Ireland holds a Bachelor of Business from Charles Sturt University and is a member of Chartered Accountants Australia and New Zealand and a Registered Liquidator.

Prior to submitting himself for re-election, James Ireland confirmed that he would continue to have sufficient time to properly fulfil his duties and responsibilities to the Company.

The Board supports the re-election of James Ireland as he will contribute to the Board significant experience in the areas of Mining Services and Operations, Accounting & Finance, Mergers & Acquisitions, Human Resources and Governance.

For the reasons set out above, the Directors, with James Ireland abstaining, unanimously recommend shareholders vote in favour of Resolution 1.

## **Resolution 2 Re-election of Mr Robert Smith**

The Board appointed Mr Robert Smith as an independent Non-Executive Director of the Company pursuant to rule 44(d) of the Company's Constitution on 1 September 2017. In accordance with rule 44(d) of the Company's Constitution, Mr. Smith retires from office at the conclusion of the AGM and is eligible for re-election as a Director of the Company. If shareholders do not approve the re-election of Mr. Smith, then he will cease to be a Director at the conclusion of the Meeting.

ASX Listing Rule 14.4 provides that a director appointed to fill a casual vacancy or as an addition to the Board must not hold office (without re-election) past the next annual general meeting of the Company.

The Board considered whether Robert Smith had any interest, position or relationship that may interfere with his independence as a Director, having regard to each of the relevant factors as set out in the ASX Corporate Governance Council Principles & Recommendations (4<sup>th</sup> edition) (**ASX Principles**). The Board considers that Robert Smith (if re-elected), will continue to be an independent Director.

Mr. Smith is a member of the Audit, Safety & Risk Committee.

Mr. Smith is a Partner of McGrathNicol. Based in Melbourne, Australia, he specialises in business restructuring and performance improvement and has led numerous complex assignments often involving prominent listed entities and/or multi-lender banking syndicates. Mr. Smith's experience covers a wide variety of industries, including mining and mining services, energy, power and utilities, manufacturing, retail, media, information technology and financial services. Prior to joining McGrathNicol in 2009, Mr. Smith was an Associate Director in Ernst & Young's Transaction and Assurance divisions. Mr. Smith began his career as an accountant with Arthur Andersen.

Mr. Smith is a member of Chartered Accountants Australia and New Zealand, a Member of the Australian Institute of Company Directors and a Registered Liquidator. He holds a Bachelor of Commerce from the University of Melbourne and a Graduate Diploma in Applied Finance and Investment.

Prior to submitting himself for re-election, Robert Smith confirmed that he would continue to have sufficient time to properly fulfil his duties and responsibilities to the Company.

The Board supports the election of Robert Smith as he will contribute to the Board significant experience in the areas of Mining Operations and Services, Finance and Accounting, Mergers & Acquisitions, Human Resources, and Governance.

For the reasons set out above, the Directors, with Robert Smith abstaining, unanimously recommend shareholders vote in favour of Resolution 2.

### **Resolution 3 Remuneration Report**

Section 250R(2) of the Corporations Act requires that the section of the Directors' Report dealing with the remuneration of directors and KMP of the Company (**Remuneration Report**) be put to the vote of shareholders for adoption by way of a non-binding vote. The vote on this resolution is advisory only and does not bind the Directors or the Company. However, the Board will take the outcome of the vote into account in setting its remuneration policy for future years.

As set out in the Remuneration Report, the Company's remuneration philosophy and practices aim to set Board and executive compensation at levels that are fair and reasonable and competitive with relevant market practice as well as to assist the Company to recruit, retain and motivate skilled and talented people across the Company's operations. Wherever possible, the Company's remuneration practices and governance are consistent with best practice for Australian listed companies, adapted where necessary to the needs of a multinational company operating in some 40 countries worldwide and headquartered in the United States. These policies and practices are overseen by the Board's Remuneration, Nominations and Governance Committee.

The Remuneration Report is available in the Directors' Report of the Annual Report, which can be viewed on the website at <http://www.boartlongyear.com/company/investors/annual-reports/>.

The Directors abstain, in the interests of good corporate governance, from making a recommendation in relation to Resolution 3.

**LODGE YOUR VOTE**
 **ONLINE**  
[www.linkmarketservices.com.au](http://www.linkmarketservices.com.au)
 **BY MAIL**  
 Boart Longyear 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  
 Level 12, 680 George Street, Sydney NSW 2000

 **ALL ENQUIRIES TO**  
 Telephone: 1800 781 633 Overseas: +61 1800 781 633

**X99999999999**
**VOTING FORM**

I/We being a member(s) of Boart Longyear Limited and entitled to virtually attend the Meeting 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 and email of the person or body corporate you are appointing as your proxy

Name

Email

 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 **9.00 AM (Sydney time) on Wednesday, 26 May 2021** (the **Meeting**) and at any postponement or adjournment of the Meeting.

 The Meeting will be conducted as a virtual meeting and you can participate by logging in Online at <https://agmlive.link/BLY21> (refer to details in the Virtual Meeting Online Guide). The Notice of General Meeting and Explanatory Memorandum and Online Guide can be viewed and downloaded at the Company's website at <https://www.boartlongyear.com/company/investors/virtual-agm-2021/>
**Important for Resolution 3:** 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 Resolution 3, even though the Resolution is connected directly or indirectly with the remuneration of a member of the Company's Key Management Personnel (**KMP**).

**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\***

1 Re-election of Mr James Ireland	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
2 Re-election of Mr Robert Smith	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
3 Remuneration Report	<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 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).


## HOW TO COMPLETE THIS SHAREHOLDER VOTING 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 the Chairman of the Meeting as your proxy, mark the box in Step 1. If you wish to appoint someone other than the Chairman of the Meeting as your proxy, please write the name and email address of that individual or body corporate in Step 1. If you leave this section blank, the Chairman of the Meeting will be your proxy. A proxy need not be a shareholder of the Company.

### 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 Voting 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 virtually attend the Meeting and vote on a poll. If you wish to appoint a second proxy, an additional Voting 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:

- on each of the first Voting Form and the second Voting 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.

### 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 Company's share 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 virtually attend the Meeting the appropriate "Certificate of Appointment of Corporate Representative" must 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](http://www.linkmarketservices.com.au).

### LODGEMENT OF A VOTING FORM

This Voting Form (and any Power of Attorney under which it is signed) must be received at an address given below by **9.00 AM (Sydney time) on Monday, 24 May 2021**, being not later than 48 hours before the commencement of the Meeting. Any Voting Form received after that time will not be valid for the Meeting.

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



#### ONLINE

[www.linkmarketservices.com.au](http://www.linkmarketservices.com.au)

Login to the Link website using the holding details as shown on the Voting 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).



#### BY MOBILE DEVICE

Our voting website is designed specifically for voting online. You can now lodge your vote and/or appoint a proxy by scanning the QR code adjacent or enter the voting link [www.linkmarketservices.com.au](http://www.linkmarketservices.com.au) into your mobile device. Log in using the Holder Identifier and postcode for your shareholding.

#### QR Code



To scan the code you will need a QR code reader application which can be downloaded for free on your mobile device.



#### BY MAIL

Boart Longyear 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\*  
Level 12  
680 George Street  
Sydney NSW 2000

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

# Virtual Meeting Online Guide

## Before you begin

Ensure your browser is compatible. Check your current browser by going to the website: **[whatismybrowser.com](http://whatismybrowser.com)**

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Supported browsers are:

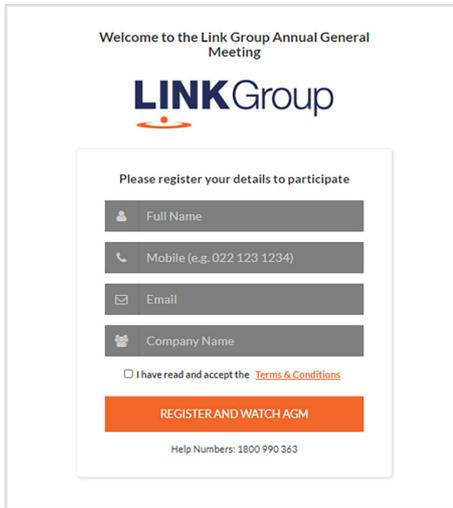
- Chrome – Version 44 & 45 and after
- Firefox – 40.0.2 and after
- Safari – OS X v10.9 & OS X v10.10 and after
- Internet Explorer 9 and up

**To attend and vote you must have your securityholder number and postcode.**

Appointed Proxy: Your proxy number will be provided by Link before the meeting.

**Please make sure you have this information before proceeding.**

# Virtual Meeting Online Guide



## Step 1

Open your web browser and go to <https://agmlive.link/BLY21> and select the relevant meeting.

## Step 2

Log in to the portal using your full name, mobile number, email address, and company name (if applicable).

Please read and accept the terms and conditions before clicking on the blue **'Register and Watch Meeting'** button.

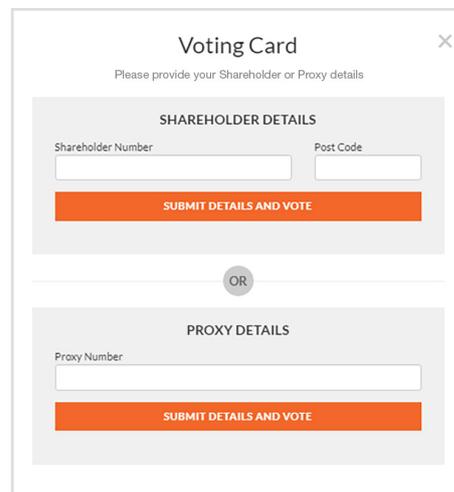
- On the left – a live audio webcast of the Meeting
- On the right – the presentation slides that will be addressed during the Meeting
- At the bottom – buttons for 'Get a Voting Card', 'Ask a Question' and a list of company documents to download

**Note:** If you close your browser, your session will expire and you will need to re-register. If using the same email address, you can request a link to be emailed to you to log back in.

## 1. Get a Voting Card

To register to vote – click on the 'Get a Voting Card' button.

This will bring up a box which looks like this.



If you are an individual or joint securityholder you will need to register and provide validation by entering your securityholder number and postcode.

If you are an appointed Proxy, please enter the Proxy Number issued by Link in the PROXY DETAILS section. Then click the **'SUBMIT DETAILS AND VOTE'** button.

Once you have registered, your voting card will appear with all of the resolutions to be voted on by securityholders at the Meeting (as set out in the Notice of Meeting). You may need to use the scroll bar on the right hand side of the voting card to view all resolutions.

Securityholders and proxies can either submit a Full Vote or Partial Vote.



**+**  
Get a Voting Card

**?**  
Ask a Question

**Downloads**

- Notice of meeting
- Annual report

ABC COMPANY PTY LTD X123456789

### Voting Card

Please complete your vote by selecting the required voting instruction (For, Against or Abstain) for each resolution. If you would like complete a partial vote, please specify the number of votes for each resolution in the Partial Vote section. Proxy holder votes will only be applied to discretionary (undirected) votes. Directed votes will be applied as per the the Unitholder's voting instructions.

**Full Vote**   **Partial Vote**

**Resolution 2B**    For    Against    Abstain

RE-ELECTION OF MR. ABC AS A DIRECTOR

**Resolution 2C**    For    Against    Abstain

RE-ELECTION OF MS XYZ AS A DIRECTOR

**Resolution 3**    For    Against    Abstain

INCREASE TO DIRECTORS' MAXIMUM FEE POOL LIMIT

**Resolution 4**    For    Against    Abstain

ADOPTION OF REMUNERATION REPORT

**SUBMIT VOTE**

### Full Votes

To submit a full vote on a resolution ensure you are in the **'Full Vote'** tab. Place your vote by clicking on the **'For'**, **'Against'**, or **'Abstain'** voting buttons.

### Partial Votes

To submit a partial vote on a resolution ensure you are in the **'Partial Vote'** tab. You can enter the number of votes (for any or all) resolution/s. The total amount of votes that you are entitled to vote for will be listed under each resolution. When you enter the number of votes it will automatically tally how many votes you have left.

**Note:** If you are submitting a partial vote and do not use all of your entitled votes, the un-voted portion will be submitted as No Instruction and therefore will not be counted.

Once you have finished voting on the resolutions scroll down to the bottom of the box and click on the **'Submit Vote'** or **'Submit Partial Vote'** button.

**Note:** You can close your voting card without submitting your vote at any time while voting remains open. Any votes you have already made will be saved for the next time you open up the voting card. The voting card will appear on the bottom left corner of the webpage. The message **'Not yet submitted'** will appear at the bottom of the page.

You can edit your voting card at any point while voting is open by clicking on **'Edit Card'**. This will reopen the voting card with any previous votes made.

Once voting has been closed all voting cards will automatically be submitted and cannot be changed.

At the conclusion of the Meeting a red bar with a countdown timer will appear at the top of the Webcast and Slide windows advising the remaining voting time. Please make any changes and submit your voting cards.

## 2. How to ask a question

**Note:** Only securityholders are eligible to ask questions.

If you have yet to obtain a voting card, you will be prompted to enter your security holder number or proxy details before you can ask a question. To ask a question, click on the 'Ask a Question' button either at the top or bottom of the webpage.

The 'Ask a Question' box will then pop up with two sections for completion.

### Ask a Question

We welcome any questions that you may have and will endeavour to answer all questions during the AGM. To submit a question, please select what the question pertains to and type your question in the provided area. If you have multiple questions please submit each individually.

Regarding

Question

Type your question here...

In the 'Regarding' section click on the drop down arrow and select the category/resolution for your question.

Click in the 'Question' section and type your question and click on 'Submit'.

A 'View Questions' box will appear where you can view your questions at any point. Only you can see the questions you have asked.

If your question has been answered and you would like to exercise your right of reply, you can submit another question.

Note that not all questions are guaranteed to be answered during the Meeting, but we will do our best to address your concerns.

### View Questions

Your submitted questions can be viewed below. We will endeavour to answer all questions during the AGM.

When will the next AGM be held?

Asked regarding General Business

Asked at: 7:18AM Updated:7:18AM

## 3. Downloads

View relevant documentation in the Downloads section.

## Voting closing

Voting will end 5 minutes after the close of the Meeting.

At the conclusion of the Meeting a red bar with a countdown timer will appear at the top of the Webcast and Slide screens advising the remaining voting time. If you have not submitted your vote, you should do so now.

At the close of the meeting any votes you have placed will automatically be submitted.

## Contact us

### Australia

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