



IMPERIAL PACIFIC LIMITED

ABN 65 000 144 561

Notice of Annual General Meeting

Notice is hereby given that the Annual General Meeting of Shareholders of Imperial Pacific Limited will be held at Level 2, 111 Harrington Street, The Rocks NSW on Wednesday 26 October 2022 at 11.30 am.

Ordinary Business

1. To receive, consider and discuss the Directors' Report and Accounts for the year ended 30 June 2022 and payment of dividend.
2. To adopt the Remuneration Report for the year ended 30 June 2022 as disclosed in the Directors Report. (Note: The vote on this resolution is advisory only and does not bind the Directors.)
3. To elect a Director. In accordance with the Constitution Mr.L.J. Joseph, having been appointed during the year and being eligible, offers himself for re-election. (Details of Mr Joseph are shown later.)
4. To elect a Director. In accordance with the Constitution Mr.P.E.J. Murray retires by rotation, and being eligible, offers himself for re-election. (Details of Mr Murray are shown later.)
5. To consider and if thought fit, to pass the following motion as a special resolution:

" Subject to ASIC's consent to the resignation of Cutcher & Neale as auditors of the Company, that Cutcher & Neale Assurance Pty Limited be appointed as auditor of the Company."

Note on the resolution:

The appointment of auditor is due to an internal change to the business structure of the Company's current auditor, Cutcher & Neale to an authorised audit company as provided within the Corporations Act.

Other

6. To transact such other business as may be brought forward in accordance with the Constitution and the Corporations Act 2001.

By Order of the Board

Louis J Joseph
Company Secretary

Sydney, 15 September 2022

PROXIES

A member entitled to attend and vote is entitled to appoint no more than two proxies. Where more than one proxy is appointed, each proxy must be appointed to represent a specified proportion of the member's voting rights. A proxy need not be a member of the Company. Proxies must be deposited or sent electronically to the registered office of the Company not less than 48 hours before the time of the meeting. A proxy form is enclosed with this notice



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Proxy Form

**To: The Company Secretary
Imperial Pacific Limited
Level 2, 111 Harrington Street
THE ROCKS NSW 2000 or Email bet@iprimus.com.au**

I/We..... of hereby appoint of as or in the event that no person is nominated above, the Chairman of the Meeting, as my/our proxy to vote for me/us at the Annual General Meeting of the company to be held at Level 2, 111 Harrington Street, The Rocks, NSW 2000 on Wednesday 26 October 2022 at 11.30 am and at any adjournment thereof in accordance with the respective instructions.

This proxy is to represent (proportion)of my/our voting rights. (Please complete if more than one proxy is being appointed, otherwise only one proxy will be accepted).

This proxy is to be used to vote in respect of the resolutions and, unless instructed, the proxyholder may vote as the person thinks fit. [Please mark as required.]

Business

To adopt the Remuneration Report.
(Ordinary Resolution)

| For | Against | Abstain |
|--------------------------|--------------------------|--------------------------|
| <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |

To elect a Director. In accordance with the Constitution, Mr. L. J. Joseph, being appointed during the year, and being eligible, offers himself for re-election.(Ordinary Resolution)

| | | |
|--------------------------|--------------------------|--------------------------|
| <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
|--------------------------|--------------------------|--------------------------|

To elect a Director. In accordance with the Constitution, Mr. P. E. J. Murray retires by rotation, and being eligible, offers himself for re-election.(Ordinary Resolution)

| | | |
|--------------------------|--------------------------|--------------------------|
| <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
|--------------------------|--------------------------|--------------------------|

To appoint Cutcher & Neale Assurance Pty Limited as auditor of the Company. (Special Resolution.)

| | | |
|--------------------------|--------------------------|--------------------------|
| <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
|--------------------------|--------------------------|--------------------------|

NB. IF YOU HAVE NOT DIRECTED YOUR PROXY HOW TO VOTE. If the Chairman of the meeting is your nominated proxy, or may be appointed by default, and you have not directed your proxy how to vote, the Chairman intends to vote "FOR" the Resolutions.

Signed by the said:

.....
(Name of Member)

.....
(Signature of Member)

Dated thisday of , 2022

Please Note:

1. If you mark "Abstain" you are directing your proxyholder not to vote on your behalf on a show of hands or on a poll and your vote will not be counted in calculating the required majority.
2. Where the member is a natural person this proxy must be signed by the member personally or by a duly appointed attorney. Where the member is a corporation this proxy must be executed under the common seal of the corporation or signed by an attorney duly appointed under the common seal of the corporation.