



Macmahon Holdings Limited  
ACN 007 634 406

15 Hudswell Road  
Perth Airport WA 6105  
Australia

PO Box 198  
Cannington WA 6987  
Australia

(+61) 08 9232 1000  
info@macmahon.com.au  
macmahon.com.au

# Notice of Annual General Meeting

**Wednesday, 13 November 2019 at 9.30am (WST)  
At 15 Hudswell Road, Perth Airport, WA 6105**

**NOTICE IS HEREBY GIVEN** that the Annual General Meeting of Shareholders of Macmahon Holdings Limited will be held at 15 Hudswell Road, Perth Airport, WA on Wednesday, 13 November 2019 at 9.30AM (WST).

Attached to, and forming part of this Notice of Meeting is an Information Memorandum that provides Shareholders with background information and further details on the resolutions to understand the reasons for, and the effect of, the Resolutions, if approved.

This information is presented in accordance with the regulatory requirements of the Corporations Act and the ASX Listing Rules.

Terms which are defined in section 2 of the Information Memorandum and are used in this Notice of Meeting have the same meaning as in the Information Memorandum.

## Ordinary Business

### Discussion of Financial Statements and Reports

To discuss the financial report, the Directors' report and the auditor's report for the year ended 30 June 2019.

### Resolution 1 – Adoption of Remuneration Report

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

“That for the purposes of section 250R(2) of the Corporations Act, the Remuneration Report (which forms part of the Directors' report for the year ended 30 June 2019) be adopted”.

Note: Section 250R(3) of the Corporations Act provides that the vote on this Resolution is advisory only and does not bind the Directors or the Company.

### Voting Exclusion Statement

To the extent required by section 250R of the Corporations Act, a vote must not be cast (in any capacity) on Resolution 1 by or on behalf of either 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**”) may cast a vote on the Resolution as a proxy if the vote is not cast on behalf of a person described in (a) or (b) above and either:

- (c) the voter is appointed as a proxy in writing that specifies the way the proxy is to vote in the Resolution; or
- (d) the voter is the chair of the meeting 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 key management personnel for the Company.

### Resolution 2 – Election of Mr Vyril Vella as a Director

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

“To elect Mr Vella, who was appointed to the Board in June 2019 and automatically retires from the office of Director in accordance with rule 3.6(a) of the Company's Constitution and being eligible, offers himself for election”.

### Resolution 3 – Election of Mr Bruce Munro as a Director

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

“To elect Mr Munro, who was appointed to the Board in October 2019 and automatically retires from the office of Director in accordance with rule 3.6(a) of the Company's Constitution and being eligible, offers himself for election”.



#### **Resolution 4 – Election of Mr Hamish Tyrwhitt as a Director**

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

“To elect Mr Tyrwhitt, who was appointed to the Board in October 2019 and automatically retires from the office of Director in accordance with rule 3.6(a) of the Company’s Constitution and being eligible, offers himself for election”.

## **Other Business**

To transact any other business that may be brought forward in accordance with the Company’s Constitution or the law.

#### **Determination of Shareholders’ Right to Vote**

For the purposes of the AGM, Shares will be taken to be held by persons who are registered as members of the Company as at 4.00pm (WST) on Monday, 11 November 2019. Accordingly, transactions registered after that time will be disregarded in determining which Shareholders are entitled to attend and vote at the AGM.

#### **Appointment of Proxy**

A Shareholder has the right to appoint a proxy who need not be a Shareholder of the Company. If a Shareholder is entitled to cast two or more votes, they may appoint two proxies and may specify the percentage of votes each proxy is appointed to exercise.

Sections 250BB and 250BC of the Corporations Act apply to voting by proxy. The effect of these sections is that:

- if proxy holders vote, they must cast all directed proxies as directed; and
- any directed proxies which are not voted will automatically default to the chair, who must vote the proxies as directed.

More detail on these sections is provided below.

#### **Proxy vote if appointment specifies way to vote**

Section 250BB of the Corporations Act provides that an appointment of a proxy may specify the way the proxy is to vote on a particular resolution and, if it does:

- the proxy need not vote on a show of hands, but if the proxy does so, the proxy must vote that way (that is, as directed);
- if the proxy has two or more appointments that specify different ways to vote on the resolution – the proxy must not vote on a show of hands;
- if the proxy is the chair of the meeting at which the resolution is voted on – the proxy must vote on a poll, and must vote that way (that is, as directed); and
- if the proxy is not the chair – the proxy need not vote on the poll, but if the proxy does so, the proxy must vote that way (that is, as directed).



### **Transfer of non-chair proxy to chair in certain circumstances**

Section 250BC of the Corporations Act provides that, if:

- an appointment of a proxy specifies the way the proxy is to vote on a particular resolution at the meeting;
- the appointed proxy is not the chair of the meeting;
- at the meeting, a poll is duly demanded on the resolution; and
- either of the following applies:
  - the proxy is not recorded as attending the meeting; or
  - the proxy does not vote on the resolution,

the chair of the meeting is taken, before voting on the resolution closes, to have been appointed as the proxy for the purposes of voting on the resolution at the meeting.

### **Voting Prohibition by Proxies (Remuneration of key management personnel)**

To the extent required by section 250BD of the Corporations Act, a person appointed as a proxy must not vote, on the basis of that appointment, on Resolution 1 if the person is either a member of the Company's key management personnel or a closely related party of such a member and the appointment does not specify the way the proxy is to vote on the Resolution. However, the proxy may vote if the proxy is the chair of the meeting and the appointment expressly authorises the chair of the meeting to exercise the proxy even if the Resolution is connected directly or indirectly with the remuneration of a member of key management personnel.

If the chair of the meeting is appointed as your proxy and you have not specified the way the chair of the meeting is to vote on Resolution 1, by signing and returning the Proxy Form (including via the online voting facility described below), you are considered to have provided the chair of the meeting with an express authorisation for the chair of the meeting to vote the proxy in accordance with the chair of the meeting's intention, even though the Resolution is connected directly or indirectly with the remuneration of a member of key management personnel.

### **Lodgement of proxy documents**

The completed proxy form enclosed with this Notice of Meeting (and, if it is executed by an attorney, the relevant power of attorney or a certified copy of it) must be received by the Company at the address specified below by 9.30am (WST) on Monday, 11 November 2019.

A proxy can be appointed electronically by visiting [www.investorvote.com.au](http://www.investorvote.com.au) and following the instructions provided. A proxy can be appointed online if they are appointed under power of attorney or similar authority.

For Intermediary Online subscribers only (custodians) please visit [www.intermediaryonline.com](http://www.intermediaryonline.com) to submit your voting instructions.

For the purposes of section 249X(1A) of the Corporations Act, Shareholders are advised that the proxy appointed may be an individual or a body corporate. A body corporate appointed as a Shareholder's proxy may appoint a representative to exercise any of the powers the body may exercise as a proxy at the AGM (as summarised below).

In accordance with section 250BA of the Corporations Act, the Company specifies the following information for the purposes of receipt of proxy appointments:



Share Registry:           Computershare Investor Services Pty Ltd  
Yarra Falls, 452 Johnston Street,  
Abbotsford, VIC, 3067

Facsimile Number:       (within Australia) 1800 783 447 (outside Australia) +61 3 9473 2555

Postal Address:           GPO Box 242  
Melbourne Vic 3001

### **Bodies corporate**

In accordance with section 250D of the Corporations Act, a body corporate may appoint an individual as its representative to exercise any of the powers the body may exercise at a meeting of a company's shareholders. The appointment may be a standing one. Unless the appointment states otherwise, the representative may exercise all of the powers that the appointing body could exercise at a meeting or in voting on a resolution.

The representative should bring to the AGM evidence of his or her appointment, including any authority under which it is signed (such as: (i) a letter or certificate, executed in accordance with the body corporate's constitution or the Corporations Act, authorising the person as a representative; or (ii) a copy of a resolution, certified by a secretary or a director of the body corporate, appointing the person as a representative), unless it has previously been given to the Company.

**NOTICE IS ALSO GIVEN** that the Company's 2019 Financial Report is now available on its website at [www.macmahon.com.au](http://www.macmahon.com.au)

By order of the Board

**Katina Nadebaum**  
**Company Secretary**  
**9 October 2019**

# Information Memorandum

## 1. Introduction

This Information Memorandum has been prepared for the information of Shareholders in connection with the business to be conducted at the AGM of Macmahon Holdings Limited (ACN 007 634 406) to be held at 15 Hudswell Road, Perth Airport, WA on Wednesday, 13 November 2019 at 9.30am (WST).

This Information Memorandum forms part of and should be read in conjunction with the accompanying Notice of Meeting.

## 2. Glossary

The following terms and abbreviations used in this Information Memorandum (and the Notice of Meeting to which it forms a part of), have the following meanings:

<b>“AGM”</b>	The annual general meeting of the Company notified to Shareholders by this Notice of Meeting
<b>“Annual Report”</b>	The annual report for the Company for the year ended 30 June 2019
<b>“ASX”</b>	ASX Limited (ACN 008 624 691)
<b>“ASX Listing Rules”</b>	The official Listing Rules of the ASX, as amended from time to time
<b>“Company” or “Macmahon”</b>	Macmahon Holdings Limited (ACN 007 634 406)
<b>“Company’s Constitution” or “Constitution”</b>	The constitution of Macmahon
<b>“Corporations Act”</b>	The Corporations Act 2001 (Cth) as amended from time to time
<b>“Directors” or “Board”</b>	The directors of the Company in office at the date of the Notice of Meeting
<b>“Information Memorandum”</b>	The information memorandum which forms a part of the Notice of Meeting
<b>“Notice of Meeting”</b>	This notice of meeting incorporating the Information Memorandum
<b>“Remuneration Report”</b>	The remuneration report of the Company contained in the Directors’ report for the year ended 30 June 2019
<b>“Resolution”</b>	A resolution contained in the Notice of Meeting to which this Information Memorandum relates
<b>“Shareholder”</b>	A person registered as the holder of Shares in the register of members of the Company
<b>“Shares”</b>	Fully paid ordinary shares in the Company

### **3. Annual Financial Report**

The Corporations Act and the Company's Constitution require that:

- the reports of the Directors and the Company's auditors; and
- the annual financial report, including the financial statements of the Company for the year ended 30 June 2019,

be laid before the AGM. Neither the Corporations Act nor the Constitution requires a vote of Shareholders on the reports or statements. However, at the AGM Shareholders will be given ample opportunity to raise questions or comments on the management of the Company.

Also, a reasonable opportunity will be given to members as a whole at the AGM to ask the Company's auditor questions relevant to the conduct of the audit, the preparation and content of the auditor's report, the accounting policies adopted by the Company in relation to the preparation of the financial statements and the independence of the auditor in relation to the conduct of the audit.

### **4. Resolutions to be Considered by Shareholders**

#### **Resolution 1 – Remuneration Report**

Section 300A of the Corporations Act requires the Directors to include a remuneration report in their annual report for each financial year. (The Remuneration Report for the 2019 financial year is set out on pages 46–57 of the Company's Annual Report.) Section 250R of the Corporations Act requires that the Remuneration Report be put to a vote at the Company's AGM. The vote on this Resolution is advisory only and does not bind the Directors or the Company. The Board will, however, take into account the outcome of the vote when reviewing its remuneration policy.

The Corporations Act states that, if a company's remuneration report receives a 'no' vote of 25 per cent or more at two consecutive annual general meetings, a resolution must then be immediately put to shareholders at the second annual general meeting as to whether another meeting of shareholders should be held (within 90 days) at which all directors (other than the managing director) who were in office at the date of approval of the applicable directors' report must stand for re-election. In summary, if the Remuneration Report receives "2 Strikes", shareholders will be entitled to vote in favour of holding a separate general meeting (to be held within 90 days) to re-elect the entire board.

The Remuneration Report as set out within the Directors' Report:

- explains the Board's policies in relation to the nature and level of remuneration paid to Directors and executives of the Company;
- discusses the link between the Board's policies and the Company's performance;
- provides a summary of performance conditions, explaining why they were chosen and how performance is measured against them;
- sets out remuneration details for each Director and for each member of the Company's key management personnel; and
- makes clear that the basis for remunerating non-executive Directors is distinct from the basis for remunerating executives.

A reasonable opportunity will be provided for discussion of the Remuneration Report at the meeting.

#### *Why should shareholders vote in favour of the Remuneration Report?*

As described above, the Board will take into account the outcome of the vote on this Report when reviewing its remuneration policy. Remuneration practices are a key component of the Company's effort to attract, retain and engage its workforce, and are therefore the subject of considerable thought

and attention by the Board. For the reasons set out in the Remuneration Report, the Board considers that the Company's remuneration settings in the last financial year were appropriate to strike the right balance between cost control, incentivising employees to outperform, and aligning employee and shareholder interests. The Board therefore seeks your support for the 2019 Remuneration Report.

**Recommendation:** The Board recommends that Shareholders vote in favour of the adoption of the Remuneration Report. The Chair intends to vote all undirected proxies in favour of Resolution 1 where she is permitted to do so.

### Resolution 2 – Election of Mr Vyril Vella as a Director

Mr Vella joined the Board as an Independent Non-Executive Director in June 2019.

At the AGM, Mr Vella will automatically retire as a Director in accordance with rule 3.3(a) of the Company's Constitution and ASX Listing Rule 14.4, and being eligible, offers himself for election as a Director.

Mr Vella was previously appointed in November 2007, resigned on 31 October 2018 and then was reappointed to the Board on 29 June 2019.

Mr Vella has over 40 years' experience in the civil engineering, building, property and construction industries. During Mr Vella's 34 years with the Leighton Group, he held various positions including General Manager NSW, Director of Leighton Contractors Pty Ltd (now CIMIC), Founding Director of Welded Mesh Pty Ltd, Managing Director of Leighton Properties and Associate Director of Leighton Holdings.

Mr Vella was a consultant to Leighton Holdings, where he advised on investment in the residential market, general property issues and major construction and infrastructure projects. He also was Non-Executive Director at Devine Limited.

Mr Vella is the Chairman of the Board's Audit and Risk Committee and a member of the Board's Remuneration and Nomination Committee.

**Recommendation:** After reference to, amongst other things, the Company's board skills matrix, the past performance of Mr Vella and the current and future needs of the Company, the Board (with Mr Vella abstaining) is of the view that Mr Vella will continue to add considerable value to the Company due to his extensive experience in the resources and construction sectors. Consequently, the Board (with Mr Vella abstaining) recommends that Shareholders vote in favour of Resolution 2.

### Resolution 3 – Election of Mr Bruce Munro as a Director

Mr Munro joined the Board as an Independent Non-Executive Director in October 2019.

At the AGM, Mr Munro will automatically retire as a Director in accordance with rule 3.3(a) of the Company's Constitution and ASX Listing Rule 14.4, and being eligible, offers himself for election as a Director. As a new Director, and as contemplated by the ASX Corporate Governance Council Principles and Recommendations, Mr Munro underwent background checks prior to his appointment in October 2019.

Mr Munro has a strong management and operational background; and considerable experience in dealing with matters pertaining to the mining industry. Mr Munro has more than 40 years' experience as an engineer and manager with major construction and mining contractors in a number of countries including Australia, Asia, India and southern Africa. From 2011 until his retirement in 2015 Mr Munro was the Managing Director of Thiess Pty Ltd, which during this period had approximately 20,000



employees and annual revenues of approximately A\$7 billion. He has been involved as a contractor in the development and/or operation of numerous mines for clients such as BHP, Glencore, Rio Tinto, BP, Peabody, Bumi Resources, Inco, Wesfarmers, Vale and Fortescue.

Mr Munro is also a Non-Executive Director of Australian Pacific Coal Ltd, a position he has held since May 2017.

Mr Munro is an Honours graduate from the University of New South Wales School of Civil Engineering and a Fellow of the Institution of Engineers Australia. Mr Munro was a previous Non-Executive Director of then ASX listed Sedgman Ltd. Mr Munro has also served as a Director on a number of industry bodies, international business councils and diversity groups.

**Recommendation:** After reference to, amongst other things, the Company's board skills matrix and the current and future needs of the Company, the Board (with Mr Munro abstaining) is of the view that Mr Munro will continue to add considerable value to the Company due to his extensive experience in the mining industry. Consequently, the Board (with Mr Munro abstaining) recommends that Shareholders vote in favour of Resolution 3.

#### **Resolution 4 – Election of Mr Hamish Tyrwhitt as a Director**

Mr Tyrwhitt joined the Board as an Independent Non-Executive Director in October 2019.

At the AGM, Mr Tyrwhitt will automatically retire as a Director in accordance with rule 3.3(a) of the Company's Constitution and ASX Listing Rule 14.4, and being eligible, offers himself for election as a Director. As a new Director, and as contemplated by the ASX Corporate Governance Council Principles and Recommendations, Mr Tyrwhitt underwent background checks prior to his appointment in October 2019.

Mr Tyrwhitt has three decades of senior leadership experience in the global engineering and construction sectors. Mr Tyrwhitt was the Group CEO of Dubai Financial Market (DFM)-listed construction firm Arabtec Holdings from 2016 to 2019. In addition to his position as CEO of Arabtec Holding, he also held the position of Group CEO of Nasdaq Dubai-listed, interior solutions firm Depa Group, from 2016 to 2019.

Mr Tyrwhitt has served on the board as an Executive Director of Depa Limited; as a Non-Executive Director of Design Studio Group Limited, a Singapore based subsidiary of Depa Group listed on the Singapore Stock Exchange; and as a Non-Executive Director of Jordan Wood Industries PSC, a listed Jordanian company which manufactures office and household furniture.

Previous to his roles at Depa Group and Arabtec Holdings, he held the position of CEO at Asia Resource Minerals Plc, an Indonesian coal mining company listed in London.

Previous to this, Mr Tyrwhitt worked for more than 25 years with Leighton Group, now CIMIC, where he served as Group CEO from 2011 to 2014. From 2007 to 2011, Mr Tyrwhitt oversaw Leighton's Asian operations as the Managing Director for Leighton Asia, from the Leighton's Asian headquarters in Hong Kong.

Mr Tyrwhitt is a fellow of the Australian Academy of Technological Sciences and Engineering, a member of the Hong Kong Institute of Engineers and a member of the College of Civil Engineers, Australia.



**Recommendation:** After reference to, amongst other things, the Company's board skills matrix and the current and future needs of the Company, the Board (with Mr Tyrwhitt abstaining) is of the view that Mr Tyrwhitt will continue to add considerable value to the Company due to his extensive experience in the global engineering and construction sectors. Consequently, the Board (with Mr Tyrwhitt abstaining) recommends that Shareholders vote in favour of Resolution 4.



MACMAHON

ABN: 93 007 634 406

MAH

MR SAM SAMPLE  
FLAT 123  
123 SAMPLE STREET  
THE SAMPLE HILL  
SAMPLE ESTATE  
SAMPLEVILLE VIC 3030



## Need assistance?



**Phone:**

1300 787 930 (within Australia)  
+61 3 9415 4000 (outside Australia)



**Online:**

[www.investorcentre.com/contact](http://www.investorcentre.com/contact)



## YOUR VOTE IS IMPORTANT

For your proxy appointment to be effective it must be received by **9:30am (WST) Monday, 11 November 2019.**

# Proxy Form

## How to Vote on Items of Business

All your securities will be voted in accordance with your directions.

### APPOINTMENT OF PROXY

**Voting 100% of your holding:** Direct your proxy how to vote by marking one of the boxes opposite each item of business. If you do not mark a box your proxy may vote or abstain as they choose (to the extent permitted by law). If you mark more than one box on an item your vote will be invalid on that item.

**Voting a portion of your holding:** Indicate a portion of your voting rights by inserting the percentage or number of securities you wish to vote in the For, Against or Abstain box or boxes. The sum of the votes cast must not exceed your voting entitlement or 100%.

**Appointing a second proxy:** You are entitled to appoint up to two proxies to attend the meeting and vote on a poll. If you appoint two proxies you must specify the percentage of votes or number of securities for each proxy, otherwise each proxy may exercise half of the votes. When appointing a second proxy write both names and the percentage of votes or number of securities for each in Step 1 overleaf.

**A proxy need not be a securityholder of the Company.**

## SIGNING INSTRUCTIONS FOR POSTAL FORMS

**Individual:** Where the holding is in one name, the securityholder must sign.

**Joint Holding:** Where the holding is in more than one name, all of the securityholders should sign.

**Power of Attorney:** If you have not already lodged the Power of Attorney with the registry, 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 sign in the appropriate place to indicate the office held. Delete titles as applicable.

## ATTENDING THE MEETING

**If you are attending in person, please bring this form with you to assist registration.**

### Corporate Representative

If a representative of a corporate securityholder or proxy is to attend the meeting you will need to provide the appropriate "Appointment of Corporate Representative" prior to admission. A form may be obtained from Computershare or online at [www.investorcentre.com](http://www.investorcentre.com) under the help tab, "Printable Forms".

## Lodge your Proxy Form:

**XX**

### Online:

Lodge your vote online at [www.investorvote.com.au](http://www.investorvote.com.au) using your secure access information or use your mobile device to scan the personalised QR code.

Your secure access information is



**Control Number: 999999**

**SRN/HIN: I9999999999**

**PIN: 99999**

For Intermediary Online subscribers (custodians) go to [www.intermediaryonline.com](http://www.intermediaryonline.com)

### By Mail:

Computershare Investor Services Pty Limited  
GPO Box 242  
Melbourne VIC 3001  
Australia

### By Fax:

1800 783 447 within Australia or  
+61 3 9473 2555 outside Australia



**PLEASE NOTE:** For security reasons it is important that you keep your SRN/HIN confidential.

MR SAM SAMPLE  
FLAT 123  
123 SAMPLE STREET  
THE SAMPLE HILL  
SAMPLE ESTATE  
SAMPLEVILLE VIC 3030

**Change of address.** If incorrect, mark this box and make the correction in the space to the left. Securityholders sponsored by a broker (reference number commences with 'X') should advise your broker of any changes.



I 9999999999

I ND

# Proxy Form

Please mark  to indicate your directions

## Step 1 Appoint a Proxy to Vote on Your Behalf

XX

I/We being a member/s of Macmahon Holdings Limited hereby appoint

the Chairman of the Meeting OR

**PLEASE NOTE:** Leave this box blank if you have selected the Chairman of the Meeting. Do not insert your own name(s).

or failing the individual or body corporate named, or if no individual or body corporate is named, the Chairman of the Meeting, as my/our proxy to act generally at the meeting on my/our behalf and 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 Macmahon Holdings Limited to be held at 15 Hudswell Road, Perth Airport, Western Australia on Wednesday, 13 November 2019 at 9:30am (WST) and at any adjournment or postponement of that meeting. **Chairman authorised to exercise undirected proxies on remuneration related resolution:** Where I/we have appointed the Chairman of the Meeting as my/our proxy (or the Chairman becomes my/our proxy by default), I/we expressly authorise the Chairman to exercise my/our proxy on Resolution 1 (except where I/we have indicated a different voting intention in step 2) even though Resolution 1 is connected directly or indirectly with the remuneration of a member of key management personnel, which includes the Chairman.

**Important Note:** If the Chairman of the Meeting is (or becomes) your proxy you can direct the Chairman to vote for or against or abstain from voting on Resolution 1 by marking the appropriate box in step 2.

## Step 2 Items of Business

**PLEASE NOTE:** If you mark the **Abstain** box for an item, you are directing your proxy not to vote on your behalf on a show of hands or a poll and your votes will not be counted in computing the required majority.

	For	Against	Abstain
1 Adoption of Remuneration Report	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
2 Election of Mr Vyril Vella as a Director	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
3 Election of Mr Bruce Munro as a Director	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
4 Election of Mr Hamish Tyrwhitt as a Director	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

The Chairman of the Meeting intends to vote undirected proxies in favour of each item of business. In exceptional circumstances, the Chairman of the Meeting may change his/her voting intention on any resolution, in which case an ASX announcement will be made.

## Step 3 Signature of Securityholder(s) *This section must be completed.*

Individual or Securityholder 1  Securityholder 2  Securityholder 3  / /  
Sole Director & Sole Company Secretary Director Director/Company Secretary Date

**Update your communication details** (Optional)

Mobile Number  Email Address  By providing your email address, you consent to receive future Notice of Meeting & Proxy communications electronically

