
EQUITY & ROYALTY INVESTMENTS LTD

ACN 129 549 435

NOTICE OF ANNUAL GENERAL MEETING

Notice is given that the Annual General Meeting of Shareholders will be held at 2:00pm (AWST) on Friday, 17 October 2025 in the Yellowtail Boardroom, Level 12, 197 St Georges Tce, Perth, Western Australia.

The Explanatory Statement to this Notice of Meeting provides additional information on matters to be considered at the Annual General Meeting. The Explanatory Statement and the proxy form part of this Notice of Meeting.

The Directors have determined that the persons eligible to vote at the Annual General Meeting are those who are registered Shareholders of the Company at 5:00pm (WST) on Wednesday, 15 October 2025.

Terms and abbreviations used in this Notice of Meeting and Explanatory Statement are defined in the Glossary.

VOTING

YOUR VOTE IS IMPORTANT

The business of the Annual General Meeting affects your shareholding and your vote is important.

VOTING IN PERSON

To vote in person, attend the Annual General Meeting on the date and at the place set out above.

VOTING BY PROXY

To vote by proxy, please complete and sign the enclosed proxy form and return by:

- (a) **post** to PO Box 1227, West Perth, Western Australia 6872; or
- (b) **email** to the Company on the following email address info@corpbservices.com,

so that it is received not later than 2:00pm (AWST) on Wednesday, 15 October 2025.

Proxy forms received later than this time will be invalid.

AGENDA

ORDINARY BUSINESS

1. FINANCIAL STATEMENTS AND REPORTS

To receive and consider the annual financial report of the Company for the financial year ended 30 June 2025 together with the declaration of the directors, the directors' report, the remuneration report and the auditor's report (available at <http://www.corpbservices.com/clients/ERI>).

2. RESOLUTION 1

– RE-ELECTION OF MRS MINDY KU

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 11.3 of the Company's constitution and for all other purposes, Mrs Mindy Ku retires by rotation, and being eligible, is re-elected as a Director."

3. RESOLUTION 2

– APPROVAL OF EQUAL ACCESS SHARE BUY-BACK IN EXCESS OF THE 10/12 LIMIT

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

"That for the purposes of section 257C of the Corporations Act 2001 (Cth) and for all other purposes, approval is given to the Company to undertake an off-market share buy-back of up to a total of 65,202,672 fully paid ordinary shares in the Company, at a share price of \$0.00156 on the terms set out in the Explanatory Notes accompanying this Notice of Meeting."

Voting exclusion:

The Company will disregard any votes cast in favour of Resolution 2 by or on behalf of Acacia Investments Pty Ltd (**Acacia**) or an associate of Acacia, unless the vote is cast in favour of a resolution by:

- (a) a person as proxy or attorney for a person who is entitled to vote on the resolution, in accordance with directions given to the proxy or attorney on how to vote as set out in the Proxy Form;
 - (b) the Chair as proxy or attorney for a person who is entitled to vote on the resolution, in accordance with a direction given to the Chair to vote on the resolution as the Chair decides; or
 - (c) a holder acting solely in a nominee, trustee, custodial or other fiduciary capacity on behalf of a beneficiary provided the following conditions are met:
 - the beneficiary provides written confirmation to the holder that the beneficiary is not excluded from voting, and is not an associate of a person excluded from voting, on the resolution; and
 - the holder votes on the resolution in accordance with directions given by the beneficiary to the holder to vote in that way.
-

DATED: 16 SEPTEMBER 2025

BY ORDER OF THE BOARD

DAMIAN HICKS
EXECUTIVE CHAIRMAN

EXPLANATORY STATEMENT

This Explanatory Statement has been prepared for the information of the Shareholders in connection with the business to be conducted at the 2025 Annual General Meeting.

The purpose of this Explanatory Statement is to provide information which the Directors believe to be material to Shareholders in deciding whether or not to pass the Resolutions in the Notice of Meeting.

1 FINANCIAL STATEMENTS AND REPORTS

In accordance with the Constitution, the business of the Annual General Meeting will include receipt and consideration of the annual financial report of the Company for the financial year ended 30 June 2025 together with the declaration of the directors, the directors' report, the remuneration report and the auditor's report (available at <http://www.corpbservices.com/clients/ERI>).

2 RESOLUTION 1 – RE-ELECTION OF MRS MINDY KU

Clause 11.3 of the Constitution requires that if the Company has every year, one third (or the number nearest one-third) of those Directors must retire at each annual general meeting, provided always that no Director shall hold office for a period in excess of 3 years, or until the third annual general meeting following his or her appointment, whichever is the longer, without submitting himself or herself for re-election.

The Company currently has 3 Directors and accordingly 1 must retire.

A Director who retires by rotation under clause 11.3 of the Constitution is eligible for re-election.

Mrs Mindy Ku retires by rotation and seeks re-election.

Mrs Ku holds a Bachelor of Science in Computing from University of Greenwich, United Kingdom, is a Member of Certified Practising Accountant (CPA) Australia and a Fellow Member of the Governance Institute of Australia (GIA).

Mrs Ku is a Non-Executive Director of Critical Metals Ltd.

The Directors recommend that shareholders vote in favour of Resolution 1. The Chairman of the meeting intends to vote undirected proxies in favour of the Resolution.

3 RESOLUTION 2 – APPROVAL OF EQUAL ACCESS SHARE BUY-BACK IN EXCESS OF THE 10/12 LIMIT

The Company proposes to undertake an equal access off-market buy-back of up to a total of 65,202,672 Shares (**Buy-Back**), representing approximately 65.2% of the Company's total issued share capital on issue as at the date of this Notice of Meeting. The Company currently has a total of 100,000,000 Shares on issue as at the date of this Notice of Meeting. Resolution 2 seeks Shareholder approval for the Company to conduct the Buy-Back.

The Buy-Back provides all Shareholders with the opportunity to sell some or all of their shares to the Company at a specified price and realise some or all of their investment in the Company. It also allows both shareholders and the Company to reduce administrative and compliance costs associated with maintaining a larger shareholder base.

If, following completion of the buy-back, the number of shareholders falls below 50, the Company intends to seek shareholder approval and apply to convert to a proprietary limited (Pty Ltd) company structure. This would further reduce regulatory costs and reporting obligations, while maintaining appropriate protections for shareholders.

The following are key dates in relation to the Buy-Back:

Event	Date
Annual General Meeting	Friday, 17 October 2025
Despatch of Buy-Back Offer Booklet	Wednesday, 22 October 2025
Opening Date of Buy-Back	Wednesday, 22 October 2025
Closing Date of Buy-Back	Monday, 15 December 2025
Shares to be cancelled and register of members to be updated	Friday, 19 December 2025
Settlement Date of Buy-Back	Tuesday, 23 December 2025

3.1 WHAT IS A BUY-BACK?

Under a buy-back, a company buys back its own shares from its shareholders who elect to participate in the buy-back offer. Any shares bought back must then be cancelled in accordance with the *Corporations Act 2001* (Cth) (**Corporations Act**), with the result being that the total number of the company's shares on issue is reduced by the number of shares bought back from participating shareholders.

The Board considers that the Buy-Back is in the best interests of shareholders as it provides a mechanism to return surplus capital, and provides an option for shareholders seeking liquidity in a non-active market.

The Corporations Act allows the Company to buy up to 10% of the minimum number of shares on issue at any time during the last 12 months without seeking Shareholder approval. This is known as the '10/12' limit. The Company proposes buying back up to 65,202,672 Shares, which is greater than the 10/12 limit. The Company is therefore seeking Shareholder approval as an ordinary resolution to approve the Buy-Back of 65,202,672 Shares, in accordance with section 257C(1) of the Corporations Act.

3.2 WHAT IS AN EQUAL ACCESS SCHEME?

An equal access scheme is a type of buy-back. Section 257B of the Corporations Act prescribes that, in an equal access scheme:

- (a) the offers under the scheme must relate only to ordinary shares;
- (b) the offers must be made to every person who holds ordinary shares to buy back the same percentage of their ordinary shares;
- (c) all of those persons must have a reasonable opportunity to accept offers made to them;
- (d) buy-back agreements must not be entered into until a specified time for acceptances of offers has closed; and
- (e) the terms of the offers must be the same.

The Buy-Back complies with these conditions and is an equal access scheme for the purposes of the Corporations Act.

3.3 OVERVIEW OF THE BUY-BACK KEY TERMS

The relevant features of the Buy-Back (should it proceed) are as follows:

Number and class of securities	<p>The Company is offering to buy back up to 100% of each Shareholder's (being Shareholders other than Acacia) fully paid ordinary shares in the Company.</p> <p>Acacia Investments Pty Ltd (Acacia), as the Company's largest substantial Shareholder with voting power of approximately 34.8% of the total issued capital of the Company, has undertaken not to participate in the Buy-Back.</p> <p>On this basis, the maximum number of Shares that the Company will buy back off-market will be 65,202,672 Shares (representing approximately 65.2% of total Shares on issue as at the date of this Notice of Meeting).</p>
Number of Shares currently on issue	<p>The Company has a total of 100,000,000 Shares on issue as at the date of this Notice of Meeting.</p>
Buy-Back Price	<p>The Buy-Back Price is \$0.00156 per Share. The Buy-Back Price reflects the original subscription price paid by shareholders, adjusted for inflation from the date of investment to 2025, which represents a return of 56% to the original subscription price. The Board considers this a fair and reasonable return of capital, particularly in the absence of a public market for the Company's shares.</p> <p>In determining the Buy-Back Price, the Directors have sought to balance the interests of those Shareholders who wish to participate in the Buy-Back with those of Shareholders who wish to retain their Shares in the Company.</p>
Options available to Shareholders	<p>If the Buy-Back is approved, the Company will invite Shareholders to sell some or all of their Shares back to the Company at the Buy-Back Price. All Shares bought back under the Buy-Back would be cancelled.</p> <p>Participation in the Buy-Back is completely voluntary, and Shareholders can elect whether to sell all, some, or none of their Shares under the Buy-Back.</p> <p>A Shareholder who does not wish to participate in the Buy-Back does not need to do anything. If a Shareholder does not participate in the Buy-Back the number of Shares that they hold in the Company will remain the same but their percentage shareholding in the Company will increase if other Shareholders elect to participate in the Buy-Back.</p> <p>Shareholders may choose to sell their Shares with another willing buyer, unless and until they make an Application under the Buy-Back.</p> <p>Shareholders should consult their own tax advisor for specific taxation advice in connection with participation in the Buy-Back in order to assess the impact on their own particular circumstances.</p> <p>Further details of the Buy-Back procedure are set out below.</p>
Buy-Back Procedure	<p>In the event that Resolutions 2 is approved at the AGM, the Buy-Back will be implemented as follows:</p> <ol style="list-style-type: none"> (a) All Shareholders who hold Shares at 5:00pm (AWST) on Friday, 17 October 2025 will be eligible for the Buy-Back (Eligible Shareholders) and will be sent a Buy-Back Offer Booklet including a personalised Buy-Back Election Form to participate in the Buy-Back. The Buy-Back Offer Booklet and Buy-Back Election Form will be despatched to Shareholders by post on the Opening Date (expected to be Wednesday, 22 October 2025). (b) The Buy-Back will be open to Shareholders from the Opening Date until the Closing Date (expected to be Monday, 15 December 2025) (Offer Period). The Company may extend the Offer Period but does not presently intend to do so. If the Closing Date is changed, the change will be announced to Shareholders by email and physical letter. (c) At any time during the Offer Period, a Shareholder can submit a Buy-Back Election Form to accept the Buy-Back in respect of some or all of their Shares. (d) Trustees or nominees who hold a parcel of Shares on account of more than one beneficial holder will be able to accept the Buy-Back in whole or in part on behalf of some or all underlying beneficial holders on whose behalf they hold Shares. Arrangements relating to instructions between registered Shareholders and underlying beneficiaries on whose behalf Shares are held are matters to be determined between the relevant trustee/nominees and beneficiaries.

	<p>(e) The Company will only accept, and process Buy-Back Election Forms lodged by registered Shareholders and will not engage in correspondence with underlying beneficial owners. A Buy-Back Election Form can be revoked by lodging a Withdrawal Form.</p> <p>(f) Notwithstanding the submission of a Buy-Back Election Form prior to the Closing Date, no agreement to buy back Shares under the Buy-Back is formed and Applications are conditional in all respects until 5:00pm (AWST) on the Closing Date.</p> <p>(g) All Shares for which a valid Buy-Back Election Form has been received and accepted by the Company before the Closing Date (and in respect of which no Withdrawal Form has been lodged) will be cancelled on the Completion Date (expected to be Friday, 19 December 2025).</p> <p>(h) Proceeds of the Buy-Back are expected to be distributed to participants on the Settlement Date (expected to be on or as close as practicable to Tuesday, 23 December 2025).</p> <p>The timetable for the Buy-Back set out in the "Key Dates" section above is indicative only. Subject to law, the Company reserves the right to amend this indicative timetable set out above without prior notice to Shareholders.</p>
Time Frame	<p>If Resolutions 2 is approved by Shareholders, the Buy-Back will commence no earlier than Wednesday, 22 October 2025 following the AGM.</p> <p>The Directors reserve the right to withdraw the Buy-Back early in their absolute discretion and subject to the Corporations Act.</p>
Cancellation of Buy- Back Shares	<p>Section 257H of the Corporations Act requires that a company must not dispose of the shares it buys back, and that immediately after the registration of the transfer of bought back shares to the company, the shares are cancelled.</p> <p>Shares purchased by the Company under the Buy-Back are proposed to be cancelled on Friday, 19 December 2025 in accordance with the indicative timetable set out above (which may be subject to change).</p>
Reason for the Buy-Back	<p>The Shares are unlisted and are not easily tradeable and the Shareholders have found it difficult to dispose of their Shares. The Buy-Back provides all Shareholders the opportunity to potentially realise some or all of their investment in the Company.</p> <p>It also allows both shareholders and the Company to reduce administrative and compliance costs associated with maintaining a larger shareholder base.</p> <p>If, following completion of the buy-back, the number of shareholders falls below 50, the Company intends to seek shareholder approval and to apply to convert to a proprietary limited (Pty Ltd) company structure. This would further reduce regulatory costs and reporting obligations, while maintaining appropriate protections for shareholders.</p>
Financial effect of the Buy-Back on the Company	<p>The Company has a total 100,000,000 Shares on issue as at the date of this Notice of Meeting. If the Buy-Back is approved, the Company will, under the Buy-Back, offer to buy back up to 65,202,672 Shares, comprising 65.2% of its total issued capital. This constitutes 100% of the Company's total issued share capital excluding Shares held by Acacia (being, the Company's largest substantial Shareholder with voting power of approximately 34.8% of the total issued capital of the Company).</p> <p>Shares that are bought back will be cancelled. The Buy-Back may reduce the number of Shares on issue from 100,000,000 to a minimum of 34,797,328 Shares. However, the precise number of Shares which are cancelled as part of the Buy-Back will depend on the number of Shares the Company ultimately purchases.</p> <p>Assuming the maximum number of Shares are purchased under the Buy-Back, on implementation of the Buy-Back and upon repayment of the amount from the Company's existing cash reserves. The Company's cash will be reduced by approximately \$101,716.</p>
Source of funds	<p>The source of funds will be from the Company's existing cash reserves.</p>
Advantage and disadvantage of the Buy-Back	<p>Advantages of the Buy-Back include:</p> <p>(a) Eligible Shareholders have the opportunity to exit all or part of their investment in the Company;</p> <p>(b) all Eligible Shareholders have an equal opportunity to participate and also have flexibility to tailor the level of their participation to suit their individual circumstances;</p> <p>(c) participating Shareholders will not have to pay brokerage or appoint a stockbroker to sell their Shares pursuant to the Buy-Back;</p> <p>(d) Shareholders who sell all of their Shares will avoid ongoing exposure to the risks associated with an investment in the Company, including no guarantee of growth, lack of diversification, potentially illiquid investment, equity price risks and general economic risks;</p> <p>(e) all other things being equal, Eligible Shareholders will have the opportunity to sell some or all of their Shares at the Buy-Back Price which reflects the original subscription price paid by shareholders, adjusted for inflation from the date of investment to 2025, which represents a return of 56% to the original subscription price</p> <p>(f) the Buy-Back will enable Eligible Shareholders to sell a significant volume of Shares which may otherwise be difficult to do in an inactive market;</p> <p>(g) implementation of an off-market buy-back is simple and cost effective when compared with alternative options considered by the Board;</p> <p>(h) It also allows both shareholders and the Company to reduce administrative and compliance costs associated with maintaining a larger shareholder base; and</p>

	<p>(i) If, following completion of the buy-back, the number of shareholders falls below 50, the Company intends to seek shareholder approval and apply to convert to a proprietary limited (Pty Ltd) company structure. This would further reduce regulatory costs and reporting obligations, while maintaining appropriate protections for shareholders.</p> <p>Disadvantages of the Buy-Back include:</p> <p>(a) the Buy-Back would, if approved and to the extent that Shareholders participate in it, result in the cancellation of Shares in the Company and therefore impact on the control of the Company. If there is significant participation in the Buy-Back, this will lead to an increase in the voting power of any substantial Shareholders who elect not to participate in the Buy-Back. As at the date of the Notice of Meeting, Acacia (being, the Company's largest substantial Shareholder) has voting power of approximately 34.8% of the total issued capital of the Company. Acacia has undertaken not to participate in the Buy-Back. Assuming the maximum number of Shares (i.e. 65,202,672 Shares) are bought back after completion of the Buy-Back, the voting power of Acacia could increase above its current level to up to 100%;</p> <p>(b) Shareholders who sell their Shares under the Buy-Back will forego, to the extent they sell down their shareholding, any benefits of remaining a holder of Shares. This includes, for example, the right to benefit from any future value realisation by the Company and the right to exercise any vote on resolutions considered by members at general meeting; and</p> <p>(c) if Shareholders participate in the Buy-Back, there will be a reduction in the number of Shares on issue.</p>								
Tax implications	Approval of Resolution 2 will not result in any tax implications for Shareholders if they do not sell their Shares. However, if a Shareholder chooses to participate in the Buy-Back by selling their Shares then that Shareholder should obtain specific tax advice on the treatment of the sale of their Shares taking into account their particular circumstances.								
Intentions of major shareholder and effect on control	<p>The Buy-Back would, if approved and to the extent that Shareholders participate in it, result in the cancellation of Shares in the Company and is capable of having an effect on control of the Company.</p> <p>If there is significant participation in the Buy-Back, this will lead to an increase in the voting power of any substantial Shareholders in the Company who elect not to participate in the Buy-Back.</p> <p>As at the date of the Notice of Meeting, Acacia, being the Company's only substantial Shareholder, has voting power of approximately 34.8% of the total issued capital of the Company. Acacia has undertaken not to participate in the Buy-Back. Assuming the maximum number of Shares are purchased under the Buy-Back (being, 65,202,672 Shares), the voting power of Acacia could increase above its current level to up to 100%. Consequently, implementation of the Buy-Back could increase the voting power of Acacia and its control over the Company.</p>								
Director interests and participation in the Buy-Back	<p>As at the date of this Notice of Meeting, the Directors have the following interests in Shares (directly and indirectly):</p> <table border="1"> <thead> <tr> <th>Director</th> <th>Number of ordinary shares</th> </tr> </thead> <tbody> <tr> <td>Damian Hicks</td> <td>1,218,576</td> </tr> <tr> <td>Ian Gregory</td> <td>1,050,909</td> </tr> <tr> <td>Mindy Ku</td> <td>Nil</td> </tr> </tbody> </table> <p>Directors will be eligible to participate in the Buy-Back subject to complying with the Company's policies and procedures, and subject to the terms of the Buy-Back as described in the Explanatory Statement.</p> <p>As at the date of this Notice of Meeting, each of the Directors intend to accept the Buy-Back for all Shares held or controlled by them. No Director will receive any payment or benefit of any kind as a consequence of the Buy-Back other than in their capacity as a Shareholder in the Company.</p>	Director	Number of ordinary shares	Damian Hicks	1,218,576	Ian Gregory	1,050,909	Mindy Ku	Nil
Director	Number of ordinary shares								
Damian Hicks	1,218,576								
Ian Gregory	1,050,909								
Mindy Ku	Nil								
What approvals are required for the Buy- Back	<p>The Corporations Act allows a company to buy back up to 10% of the minimum number of shares on issue at any time during the last 12 months without seeking approval of its shareholders. If a company wishes to buy back a greater number of shares by way of an equal access buy back, it must seek shareholder approval.</p> <p>Section 257C(1) requires that the terms of the buy-back agreement be approved by an ordinary resolution passed at a general meeting of the company before the agreement is entered into or the agreement must be conditional on obtaining such an approval.</p> <p>Accordingly, Resolution 2 has been proposed for this purpose and will be approved if more than 50% of the total number of votes that are validly cast on Resolution 2 are in favour of it.</p> <p>It is important to note that a Shareholder who votes in favour of Resolution 2 does not have to participate in the Buy-Back. Participation in the Buy-Back is voluntary and at the discretion of Shareholders.</p>								

3.4 BOARD RECOMMENDATION

Each Director, who is a Shareholder, intends to vote in favour of Resolution 2. No Director will receive any payment or benefit of any kind as a consequence of the Buy-Back other than in their capacity as a shareholder in the Company.

In the event that this Resolution 2 is not approved by shareholders, the Board may buy back Shares within the 10/12 limit.

The Directors unanimously recommend that Shareholders vote in favour of Resolution 2. The Chair intends to vote all undirected proxies in favour of Resolution 2.

GLOSSARY

\$ means Australian dollars.

Application means an application by a shareholder to participate in the Buy-Back in respect of some or all of their shares, made under a valid Buy-Back Election Form.

Annual General Meeting, AGM or Meeting mean the meeting convened by the Notice of Meeting.

ASIC means the Australian Securities and Investments Commission.

Board means the current board of directors of the Company.

Buy-Back means the proposed equal access buy-back of Shares.

Buy-Back Offer Booklet means the information booklet to be despatched to Shareholders in respect of the Buy-Back.

Buy-Back Election Form means the personalised election form to be despatched to Shareholders alongside the Buy-Back Offer Booklet, under which a Shareholder can elect to participate in the Buy-Back and specify the maximum number of Shares they wish to sell.

Buy-Back Period means the time during which the shareholders may elect to participate in the buy-back.

Buy-Back Price means \$0.00156 per Share.

Company means Equity & Royalty Investments Ltd (ACN 129 549 435).

Constitution means the Company's constitution.

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

Directors means the current directors of the Company.

Equal access buy-back means a buy-back that offers all shareholders an equal opportunity to sell a proportion of their Shares back to the Company.

Explanatory Statement means the explanatory statement accompanying the Notice of Meeting.

Notice of Meeting or **Notice of Annual General Meeting** means this notice of annual general meeting including the Explanatory Statement.

Resolutions means the resolutions set out in the Notice of Meeting, or any one of them, as the context requires.

Pro rata means proportional to the number of shares held by each shareholder.

Proxy Form means the proxy form accompanying the Notice of Meeting.

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

Shareholder means a holder of a Share.

WST means Western Standard Time as observed in Perth, Western Australia.

EQUITY & ROYALTY INVESTMENTS LTD

PROXY FORM

2025 ANNUAL GENERAL MEETING

Shareholder name and address

Change of address. If incorrect, mark this box and make the correction in the space below. Ensure the form is signed.

Appoint a Proxy to Vote on Your Behalf

I/We being a Member of Equity & Royalty Investments Ltd entitled to attend and vote at the Meeting, 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 person so named or, if no person is named, the Chairman of the Meeting or the Chairman's nominee, to vote in accordance with the following directions or, if no directions have been given, as the proxy sees fit at the Annual General Meeting of Shareholders to be held at 2:00pm (AWST) on Friday, 17 October 2025 in the Yellowtail Boardroom, Level 12, 197 St Georges Tce, Perth, Western Australia and at any adjournment thereof.

Voting on Business of the Annual General Meeting

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
Resolution 1	Re-election of Mrs Mindy Ku	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Resolution 2	Approval of equal access share buy-back in excess of the 10/12 limit	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

If two proxies are being appointed, the proportion of voting rights this proxy represents is %.

The Chairman of the Meeting intends to vote undirected proxies in favour of each item of business.

Signature of Shareholder(s)

NOTE: This section must be completed.

Individual or Shareholder 1

Sole Director and
Sole Company Secretary

Shareholder 2

Director

Shareholder 3

Director/Company Secretary

Contact
name _____

Contact
number _____

Date ____ / ____ / ____

Instructions for Completing 'Appointment of Proxy' Form

1. A member entitled to attend and vote at a Meeting is entitled to appoint not more than two proxies to attend and vote on their behalf. Where more than one proxy is appointed, such proxy must be allocated a proportion of the member's voting rights. If the shareholder appoints two proxies and the appointment does not specify this proportion, each proxy may exercise half the votes.
2. A duly appointed proxy need not be a member of the Company. In the case of joint holders, all must sign.
3. Corporate shareholders should comply with the execution requirements set out on the Proxy Form or otherwise with the provisions of Section 127 of the Corporations Act. Section 127 of the Corporations Act provides that a company may execute a document without using its common seal if the document is signed by:
 - 2 directors of the company;
 - a director and a company secretary of the company; or
 - for a proprietary company that has a sole director who is also the sole company secretary – that director.
4. Completion of a Proxy Form will not prevent individual shareholders from attending the Meeting in person if they wish. Where a shareholder completes and lodges a valid proxy form and attends the Meeting in person, then the proxy's authority to speak and vote for that shareholder is suspended while the shareholder is present at the Meeting.
5. Where a Proxy Form or form of appointment of corporate representative is lodged and is executed under power of attorney, the power of attorney must be lodged in like manner as this proxy.

For the Company to rely on the assumptions set out in Section 129(5) and (6) of the Corporations Act, a document must appear to have been executed in accordance with Section 127(1) or (2). This effectively means that the status of the persons signing the document or witnessing the affixing of the seal must be set out and conform to the requirements of Section 127(1) or (2) as applicable. In particular, a person who witnesses the affixing of a common seal and who is the sole director and sole company secretary of the company must state that next to his or her signature.