



# UNITED OVERSEAS AUSTRALIA LTD

ACN 009 245 890

Suite 1, 467 Scarborough Beach Road, OSBORNE PARK WA 6017

P.O. Box 1788, Osborne Park DC, W.A. 6017

Tel: (+618) 9217 9800 • Fax: (+618) 9217 9899

30 April 2014

Company Announcement Manager  
Australian Securities Exchange Limited  
4<sup>th</sup> Floor  
20 Bridge Street  
SYDNEY NSW 2000

Company Announcement Manager  
Singapore Stock Exchange  
2 Shenton Way  
#19 SGX Centre  
SINGAPORE 068804

Dear Sirs,

**Re: Notice of Meeting**

Attached is Notice of Meeting & Proxy Form as despatched to shareholders in respect of the Company's Annual General Meeting to be held on May 29<sup>th</sup> 2014.

Yours faithfully

**ALAN C WINDUSS**  
**COMPANY SECRETARY**

**MALAYSIAN OFFICE:**

**Wisma UOA Bangsar South**

Tower 1, Avenue 3, The Horizon, Bangsar South

No. 8, Jalan Kerinchi, 59200. KUALA LUMPUR

Tel: (+603) 2245 9188 • Fax: (+603) 2245 9168

# **UNITED OVERSEAS AUSTRALIA LTD**

ACN 009 245 890

## **NOTICE OF ANNUAL GENERAL MEETING**

INCLUDING

### **EXPLANATORY STATEMENT**

and

### **PROXY FORM**

**Date of Meeting:**

Thursday, 29 May 2014

**Time of Meeting:**

10.00 am WST

**Place of Meeting:**

Wisma UOA Bangsar South  
Tower 1, Avenue 3  
The Horizon, Bangsar South City  
No. 8, Jalan Kerinchi  
59200 Kuala Lumpur Malaysia

**IMPORTANT NOTICE**

THE RESOLUTIONS PROPOSED FOR THIS MEETING ARE OF FUNDAMENTAL IMPORTANCE TO THE FUTURE OF YOUR COMPANY. IT IS RECOMMENDED THAT SHAREHOLDERS READ THIS NOTICE OF ANNUAL GENERAL MEETING AND EXPLANATORY STATEMENT IN FULL, AND IF THERE IS ANY MATTER THAT YOU DO NOT UNDERSTAND, YOU SHOULD CONTACT YOUR FINANCIAL ADVISER, STOCKBROKER OR SOLICITOR FOR ADVICE.

## TIME AND PLACE OF MEETING AND HOW TO VOTE

### VENUE

The Annual General Meeting of the Shareholders of United Overseas Australia Ltd will be held at:

Wisma UOA Bangsar South  
Tower 1, Avenue 3  
The Horizon, Bangsar South City  
No. 8, Jalan Kerinchi  
59200 Kuala Lumpur Malaysia

Commencing 10.00 am WST  
Thursday, 29 May 2014

### HOW TO VOTE

You may vote by attending the Meeting in person, by proxy or authorised representative.

### VOTING IN PERSON

To vote in person, attend the Meeting at the time, date and place set out above. The Meeting will commence at 10.00am.

### VOTING BY PROXY

To vote by proxy, please complete and sign the enclosed Proxy Form and return by the time and in accordance with the instructions set out on the Proxy Form.

In accordance with section 249L of the Corporations Act, members are advised that:

- each member has a right to appoint a proxy;
- the proxy need not be a member of the Company; and
- a member who is entitled to cast 2 or more votes may appoint 2 proxies and may specify the proportion or number of votes each proxy is appointed to exercise. If the member appoints 2 proxies and the appointment does not specify the proportion or number of the member's votes, then in accordance with section 249X(3) of the Corporations Act, each proxy may exercise one-half of the votes.

Shareholders and their proxies should be aware that changes to the Corporations Act made in 2011 mean 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.

Further details on these changes are set out below.

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

Section 250BB(1) 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 (i.e. as directed); and
- if the proxy has 2 or more appointments that specify different ways to vote on the resolution – the proxy must not vote on a show of hands; and
- 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 (i.e. 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 (i.e. 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 a meeting of the Company's members; and
- the appointed proxy is not the chair of the meeting; and
- at the meeting, a poll is duly demanded on the resolution; and
- either of the following applies:
  - o the proxy is not recorded as attending the meeting;
  - o 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.

**IMPORTANT INFORMATION CONCERNING PROXY VOTES ON RESOLUTION 3**

The Corporations Act places certain restrictions on the ability of Key Management Personnel and their Closely Related Parties to vote on the advisory resolution to adopt the Company's Remuneration Report and resolutions connected directly or indirectly with the remuneration of the Company's Key Management Personnel. At this year's Annual General Meeting, these laws will impact on Resolutions 3.

If the Chairman is appointed, or taken to be appointed, as your proxy, you can direct the Chairman to vote 'for' or 'against', or 'abstain' from voting on, Resolution 3 on the Proxy Form. If you do not direct the Chairman how to vote on Resolutions 3, the Chairman may only be able to cast your votes on that Resolution if you mark the box on the Proxy Form expressly authorising them to do so. If you do not do so, you risk your vote not being cast.

If you appoint a member of Key Management Personnel of the Company (other than the Chairman) or their Closely Related Parties as your proxy, you must direct them how to vote on Resolution 3. If you do not do so, you risk your vote not being cast.

For these reasons, Shareholders are encouraged to closely review the instructions on the proxy form and are encouraged to direct their proxy as to how to vote on all resolutions.

**VOTING ENTITLEMENTS**

For the purposes of section 1074E(2) of the Corporations Act and regulation 7.11.37 of the Corporations Regulations 2001, the Company has determined that the shareholding of each person for the purposes of determining entitlements to attend and vote at the meeting will be the entitlement of that person set out in the Company's register as at 10.00 am WST on Tuesday, 27 May 2014. Accordingly, transactions registered after this time will be disregarded in determining entitlements to attend and vote at the meeting.

# NOTICE OF ANNUAL GENERAL MEETING

**NOTICE IS HEREBY GIVEN** that the Annual General Meeting of the Shareholders of United Overseas Australia Ltd ("Company") will be held at Wisma UOA Bangsar South, Tower 1, Avenue 3, The Horizon, Bangsar South City, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur, Malaysia at 10.00am WST on Thursday, 29 May 2014.

An Explanatory Statement containing information in relation to each of the following Resolutions accompanies this Notice of Annual General Meeting.

Please note terms used in the Resolutions contained in this Notice of Annual General Meeting have the meaning given to them in the glossary contained in the Explanatory Statement.

## **BUSINESS**

### **1. FINANCIAL REPORT**

To receive and consider the Financial Statements, Directors' Report (including the Remuneration Report) and Auditor's Report for the Company and its Controlled Entities for the year ended 31 December 2013.

**Note: There is no requirement for Shareholders to approve these reports.**

## **ORDINARY BUSINESS – RESOLUTIONS**

### **2. RESOLUTION 1 – RE-ELECTION OF MR ALAN WINDUSS AS A DIRECTOR**

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

*"That Mr Alan Winduss, who retires as a Director of the Company in accordance with Clause 13.2 of the Company's constitution and, being eligible, offers himself for re-election, be and is hereby re-elected as a Director of the Company."*

### **3. RESOLUTION 2 – RE-ELECTION OF MR CHEE SENG TEO AS A DIRECTOR**

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

*"That Mr Chee Seng Teo, who retires as a Director of the Company in accordance with Clause 13.2 of the Company's constitution and, being eligible, offers himself for re-election, be and is hereby re-elected as a Director of the Company."*

### **4. RESOLUTION 3 – ADOPTION OF REMUNERATION REPORT**

To consider and, if thought fit, to pass, the following resolution as a **non-binding resolution**:

*"That for the purpose of section 250R(2) of the Corporations Act and for all other purposes, the Remuneration Report for the year ended 31 December 2013 be adopted."*

**Note: This resolution is advisory only and does not bind the Directors or the Company.**

**NOTICE OF ANNUAL GENERAL MEETING**

*(cont'd)*

***Voting Prohibition Statement:***

A vote on this Resolution must not be cast (in any capacity) 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") described above may cast a vote on this Resolution as a proxy if the vote is not cast on behalf of a person described above and either:

- (a) the voter is appointed as a proxy by writing that specifies the way the proxy is to vote on this Resolution; or
- (b) the voter is the Chair and the appointment of the Chair as proxy:
  - (i) does not specify the way the proxy is to vote on this Resolution; and
  - (ii) expressly authorises the Chair to exercise the proxy even though this Resolution is connected directly or indirectly with the remuneration of a member of the Key Management Personnel.

**By order of the Board**

**A C Winduss**  
**Company Secretary**  
**Dated: 27 March 2014**

# EXPLANATORY STATEMENT

This Explanatory Statement has been prepared for the information of Shareholders in United Overseas Australia Ltd in connection with the business to be conducted at the Annual General Meeting of the Company to be held at Wisma UOA Bangsar South, Tower 1, Avenue 3, The Horizon, Bangsar South City, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur, Malaysia on Thursday, 29th May 2014 at 10.00am WST.

The Directors recommend Shareholders read this Explanatory Statement and the Notice of Annual General Meeting in full before making any decision in relation to the Resolutions. Terms used in this Explanatory Statement will, unless the context otherwise requires, have the meaning given to them in the glossary contained in this Explanatory Statement.

## **1. ANNUAL REPORT FOR THE YEAR ENDED 31 DECEMBER 2013**

Section 317 of the Corporations Act requires the directors of the Company to lay before the Meeting the Financial Statements, Directors' Report (including the Remuneration Report) and the Auditor's report for the last financial year that ended before the AGM.

In accordance with section 250S of the Corporations Act, Shareholders will be provided with a reasonable opportunity to ask questions or make statements in relation to those reports but no formal resolution to adopt the reports will be put to Shareholders at the AGM (save for Resolution 3 for the adoption of the Remuneration Report).

Shareholders will be given an opportunity to ask the auditor questions about the conduct of the audit and the preparation and content of the auditor's report. In addition to taking questions at the meeting, written questions to the Chairman about the management of the Company, or the Company's auditor about the finances of the Company, may be submitted no later than 5 business days before the Meeting to the registered office of the Company.

***A copy of the Annual Report 2013 is available at [www.uoa.com.my](http://www.uoa.com.my) within Financial Information in the Investor Relations section of the website.***

## **2. RESOLUTION 1 & 2 - RE-ELECTION OF DIRECTORS – MR ALAN WINDUSS & MR CHEE SENG TEO**

Clause 13.2 of the Company's Constitution requires that one third of the Company's board of directors, excluding the Managing Director, shall retire by rotation at the Company's annual general meeting every year, and if eligible may offer themselves for re-election. If the number of Directors is not a multiple of 3, then the number nearest one-third (rounded upwards in case of doubt), shall retire from office, provided always that no Director (except a Managing 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 Directors to retire at an annual general meeting are those who have been longest in office since their last election, but, as between persons who became Directors on the same day, those to retire shall (unless they otherwise agree among themselves) be determined by drawing lots. A Director who retires by rotation under the Constitution is eligible for re-election.

Mr Winduss and Mr Teo retire from office in accordance with this requirement, and being eligible, seek re-election as a director of the Company.

## EXPLANATORY STATEMENT

(cont'd)

A brief profile of Mr Winduss and Mr Teo is set out below:

### Mr Alan Winduss

Mr Winduss is Chairman of the Company's Audit Committee and Nomination and Remuneration Committee and also serves as Company Secretary. He is a Director of Winduss & Associates Pty Ltd, Chartered Accountants. He has been involved in professional accounting and business advisory services for over 25 years, specialising in matters relating to corporate management, restructuring, corporate finance and corporate secretarial matters including ASX and ASIC compliance.

Mr Winduss graduated from Perth Technical College (now known as Curtin University) with a Diploma in Accounting in 1963. He is a member of various professional bodies including the Institute of Chartered Accountants in Australia and the Certified Public Accountants Australia. In addition, he is an Associate Fellow of the Australian Institute of Management, a Fellow of the Taxation Institute of Australia, a Fellow of the Australian Institute of Company Directors and is a registered Australian Company Auditor.

Mr Winduss is currently a Director of:

Advanced Share Registry Limited	ASX Listed
UOA REIT	Bursa Malaysia Securities Berhad Listed
UOA Development Bhd	Bursa Malaysia Securities Berhad Listed
Rescue Radio Corporation Limited	Unlisted

### Mr Chee Seng Teo

Mr Teo Chee Seng holds a Bachelor of Laws (Hons) degree from the University of Singapore and has been a lawyer in Singapore private practice for more than 30 years. He is also a Notary Public.

Mr Teo acts as the legal consultant to Tzu Chi Foundation, Taiwan's biggest charity organisation which is also a United Nations NGO.

Mr Teo is a currently a Director of:

Lasseters International Holdings Limited	SGX-ST Listed
Etika International Holdings Limited	SGX-ST Listed
Soilbuild Group Holdings Ltd	SGX-ST Listed
UOA Development Bhd	Bursa Malaysia Securities Berhad Listed

## 3. RESOLUTION 3 – ADOPTION OF REMUNERATION REPORT

### 3.1 General

The Corporations Act requires that at a listed company's annual general meeting, a resolution that the Remuneration Report be adopted must be put to the shareholders. However, such a resolution is advisory only and does not bind the Directors of the Company.

The Remuneration Report sets out the Company's remuneration arrangements for the Directors and senior management of the Company. The Remuneration Report is part of the director's report contained in the Company's annual financial report for the financial year ended 31 December 2013.

A reasonable opportunity will be provided for discussion of the Remuneration Report at the Annual General Meeting. This Resolution is advisory only and does not bind the Directors or the Company.



## EXPLANATORY STATEMENT

(cont'd)

### 3.2 Voting consequences

Under changes to the Corporations Act which came into effect on 1 July 2011, a company is required to put to its shareholders a resolution proposing the calling of another meeting of shareholders to consider the appointment of directors of the company ("**Spill Resolution**") if, at consecutive annual general meetings, at least 25% of the votes cast on a remuneration report resolution are voted against adoption of the remuneration report and at the first of those annual general meetings a Spill Resolution was not put to vote. If required, the Spill Resolution must be put to vote at the second of those annual general meetings.

If more than 50% of votes cast are in favour of the Spill Resolution, the company must convene a shareholder meeting ("**Spill Meeting**") within 90 days of the second annual general meeting.

All of the directors of the company who were in office when the directors' report (as included in the company's annual financial report for the previous financial year was approved, other than the managing director of the company, will cease to hold office immediately before the end of the Spill Meeting but may stand for re-election at the Spill Meeting.

Following the Spill Meeting those persons whose election or re-election as directors of the company is approved will be the directors of the company.

### 3.3 Previous voting results

At the Company's previous annual general meeting the votes cast against the remuneration report considered at that annual general meeting were less than 25%. Accordingly, the Spill Resolution is not relevant for this Annual General Meeting.

### 3.4 Proxy voting restrictions

Shareholders appointing a proxy for this Resolution should note the following:

***If you intend to appoint a member of the Company's Key Management Personnel (other than the Chair) whose remuneration details are included in the Remuneration Report, or a Closely Related Party of such a member as your proxy:***

***You must direct your proxy how to vote*** on this Resolution. Undirected proxies granted to these persons will not be voted and will not be counted in calculating the required majority if a poll is called on this Resolution.

## EXPLANATORY STATEMENT

(cont'd)

***If you appoint the Chair as your proxy whose remuneration details are included in the Remuneration Report, or a Closely Related Party of such a member:***

You **do not** need to direct your proxy how to vote on this Resolution. However, if you do not direct the Chair how to vote, you must **mark** the acknowledgement on the Proxy Form to expressly authorise the Chairman to exercise his discretion in exercising your proxy even though this Resolution is connected directly or indirectly with the remuneration of Key Management Personnel.

**If you appoint any other person as your proxy:**

You **do not** need to direct your proxy how to vote on this Resolution, and you **do not** need to mark any further acknowledgement on the Proxy Form.

### Glossary of Defined Terms

**“Annual General Meeting”** or “Meeting” means the meeting convened by this Notice.

**“ASX”** means ASX Limited means ASX Limited ABN 98 008 624 691 and, where the context permits, the Australian Securities Exchange operated by ASX Limited

**“Board”** means the board of Directors of the Company.

**“Chair”** means the chair of the Meeting.

**“Closely Related Party”** of a member of the Key Management Personnel means:

- (a) a spouse or child of the member; or
- (b) a child of the member's spouse; or
- (c) a dependent of the member or the member's spouse; or
- (d) anyone else who is one of the member's family and may be expected to influence the member, or be influenced by the member, in the member's dealing with the Company; or
- (e) a company the member controls; or
- (f) a person prescribed by the Corporations Regulations 2001 (Cth).

**“Company”** and “United Overseas Australia Ltd” means United Overseas Australia Ltd (ACN 009 245 890).

**“Constitution”** means the constitution of the Company.

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

**“Director”** means a current director or alternate director of the Company.

**“Explanatory Statement”** means the explanatory Statement attached to this Notice.

**“Key Management Personnel”** has the same meaning as in the accounting standards issued by the Australian Accounting Standards Board and means those persons having authority and responsibility for planning, directing and controlling the activities of the Company, or if the Company is part of a consolidated entity, of the consolidated entity, directly or indirectly, including any director (whether executive or otherwise) of the Company, or if the Company is part of a consolidated entity, of an entity within the consolidated group.

**EXPLANATORY STATEMENT**

*(cont'd)*

**"Listing Rules"** means the Official Listing Rules of ASX.

**"Notice"**, **"Notice of Meeting"** and **"Notice of Annual General Meeting"** means the notice of meeting which accompanies this Explanatory Statement and Proxy Form;

**"Ordinary Securities"** has the meaning set out in the Listing Rules.

**"Proxy Form"** means the proxy form accompanying this Notice.

**"Remuneration Report"** means the remuneration report prepared in accordance with section 300A of the Corporations Act for the financial year ended 31 December 2013.

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

**"Shareholder"** means a registered holder of a Share.

**"WST"** means Australian Western Standard Time.

**UNITED OVERSEAS AUSTRALIA LTD**  
**ACN 009 245 890**

**Instructions for Completing Proxy Form**

1. **(Appointing a Proxy):** A member entitled to attend and vote at an Annual General Meeting is entitled to appoint not more than two proxies to attend and vote on a poll on their behalf. The appointment of a second proxy must be done on a separate copy of the Proxy Form. Where more than one proxy is appointed, such proxy must be allocated a proportion of the member's voting rights. If a member appoints two proxies and the appointment does not specify this proportion, each proxy may exercise half the votes. A duly appointed proxy need not be a member of the Company.
2. **(Direction to Vote):** A member may direct a proxy how to vote by marking one of the boxes opposite each item of business. Where a box is not marked the proxy may vote as they choose. Where more than one box is marked on an item the vote will be invalid on that item.
3. **(Signing Instructions):**
  - **(Individual):** Where the holding is in one name, the member must sign.
  - **(Joint Holding):** Where the holding is in more than one name, all of the members should sign.
  - **(Power of Attorney):** If you have not already provided 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, that person must sign. Where the company (pursuant to Section 204A of the Corporations Act) does not have a company secretary, a sole director can also sign alone. Otherwise, a director jointly with either another director or a company secretary must sign. Please sign in the appropriate place to indicate the office held.
4. **(Attending the Meeting):** Completion of a Proxy Form will not prevent individual members from attending the Annual General Meeting in person if they wish. Where a member completes and lodges a valid Proxy Form and attends the Annual General Meeting in person, then the proxy's authority to speak and vote for that member is suspended while the member is present at the Annual General Meeting.
5. **(Appointment of Representative):** A body corporate Shareholder may elect to appoint a representative, rather than appoint a proxy, in accordance with section 250D of the Corporations Act. Where a body corporate appoints a representative, the Company requires written proof of the representative's appointment to be lodged with or presented to the Company before the Meeting.
6. **(Undirected Proxies):** In respect of Resolution 3, Shareholders should refer to the important information below under the heading "Important information concerning proxy votes on Resolution 3"
7. **(Return of Proxy Form):** To vote by proxy, please complete and sign the enclosed Proxy Form and return by:
  - (a) Post to PO Box 1788, Osborne Park DC WA 6916
  - (b) Facsimile to +61 8 9217 9899

so that it is received not less than 48 hours prior to commencement of the Meeting being 10.00am, Tuesday, 27 May 2014.

**Proxy forms received later than this time will be invalid.**



United Overseas Australia Ltd

## PROXY FORM

Lodge your Proxy Form:

By Mail:

PO Box 1788

OSBORNE PARK DC 6916

Alternatively you can fax your form

to Facsimile: +618 9217 9899

For all enquiries call:

Telephone: +618 9217 9800

I/We

of

being a registered Shareholder of United Overseas Australia Limited and entitled to attend and vote at the Annual General Meeting, hereby appoint:

☐

the Chair of the Annual General Meeting (mark with an "X");

OR

Name of proxy

(If this person is someone other than the Chairperson of the meeting)

or failing the person so named, or if no person is named, the Chair of the Annual General Meeting, or the Chair's nominee, 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 subject to the relevant laws, as the proxy sees fit, at the Annual General Meeting of the Company to be held at 10.00am, on Thursday, 29 May 2014 at Wisma UOA Bangsar South, Tower 1, Avenue 3, The Horizon, Bangsar South City, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur, Malaysia and at any adjournment of that meeting.

### Voting Directions to Your Proxy on Business of the Annual General Meeting

Please mark an "X" in the box to indicate your voting directions to your Proxy

Resolution 1 - Re-Election of Mr Alan Winduss as a Director  
Resolution 2 - Re-Election of Mr Chee Seng Teo as a Director  
Resolution 3 - Adoption of Remuneration Report

FOR	AGAINST	ABSTAIN
<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

**Please note:** If you mark the abstain box for a particular Resolution, you are directing your proxy not to vote on that Resolution on a show of hands or on a poll and your votes will not be counted in computing the required majority on a poll.

The Chair intends to vote undirected proxies in favour of all Resolutions in which the Chair is entitled to vote.

### Important for Resolution 3

If you have not directed your proxy how to vote as your proxy in respect of Resolution 3 and the Chair is, or may by default be, appointed your proxy, **you must mark the box below.**

☐

I/we direct the Chair to vote in accordance with his/her voting intentions (as set out above) on Resolution 3 (except where I/we have indicated a different voting intention above) and expressly authorise that the Chair may exercise my/our proxy even though Resolution 3 is connected directly or indirectly with the remuneration of a member of the Key Management Personnel and acknowledge that the Chair may exercise my/our proxy even if the Chair has an interest in the outcome of Resolution 3 and that votes cast by the Chair for Resolution 3 other than as proxy holder would be disregarded because of that interest.

If the Chair is, or may by default be, appointed your proxy and you do not mark this box and you have not directed the Chair how to vote, the Chair will not cast your votes on Resolution 3 and your votes will not be counted in calculating the required majority if a poll is called on Resolution 3.

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

Signature of Member

Date: \_\_\_\_\_

Individual or Member 1

Member 2

Member 3

Sole Director/Company Secretary

Director

Director/Company Secretary

Contact Name: \_\_\_\_\_ Contact Ph (daytime): \_\_\_\_\_

Then fold here

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Affix  
Stamp  
Here

PO Box 1788  
Osborne Park DC  
WA 6916

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