13 January 2023

Dear Shareholder,

On behalf of the Directors of AVJennings Limited ("**AVJennings"**), I invite you to attend the 2023 General Meeting ("Spill Meeting") to be held on **Wednesday, 15 February 2023 11.00 a.m. (Melbourne Time)**. The meeting is being convened in compliance with section 250V of the Australian *Corporations Act 2001* (Cth) to consider the re-election of Directors. Explanatory Note 1 of the Notice of Meeting provides the background to this spill meeting.

If your shares are held through the Central Depository (Pte) Ltd, Singapore ("CDP"), you will be able to attend and observe the meeting via a live webcast by logging into an online platform provided by our Australian share registry, Link Market Services, at **https://meetings.linkgroup.com/AVJGM23.** You will not be able to vote or ask questions. You are required to complete the Voting Instruction Form provided to you and return it to the CDP by the Receipt Date (Wednesday, 8 February 2023). Please refer to Note 1 of the Voting Instruction Form for details regarding the appointment of a proxy to attend the General Meeting and vote on your behalf.

A Virtual Meeting Online Guide, which provides all the information you need to access the meeting platform, has been lodged on the Australian Securities Exchange (ASX) and the Singapore Exchange (SGX) along with the Notice of Meeting. The Guide is also available on AVJennings' investor site https://www.avjennings.com.au at About Us/Investor Centre/General Meetings.

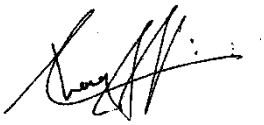
All resolutions considered at the General Meeting will be decided on a poll. I encourage you to read the Notice of Meeting (including the Explanatory Notes on each of the resolutions) and to consider providing voting instructions by marking either the "for" "against" or "abstain" boxes for each of the resolutions in the Voting Instruction Form, prior to returning it to the CDP.

The Directors of the Company strongly recommend that shareholders vote **in favour** of all resolutions.

In the event it is necessary for AVJennings to provide further updates on the arrangements for this General Meeting, we will do so through the market announcements platforms of the ASX and SGX.

Thank you for your continued support of AVJennings.

Yours sincerely,



Simon Cheong
Chairman.

AVJennings Limited
ABN 44 004 327 771

NOTICE OF GENERAL MEETING

Notice is hereby given that a General Meeting ("spill meeting") of AVJennings Limited ("the Company') will be held **virtually via a webinar conferencing facility at 11.00 a.m. (Melbourne Time) on Wednesday, 15 February 2023.** Explanatory Note 1 provides the background to this spill meeting.

AGENDA

1. Re-election of Mr Simon Cheong as a Director of the Company

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

"That Mr Simon Cheong, who will cease to hold office as a Director of the Company immediately before the end of this General Meeting pursuant to section 250V(1) of the *Corporations Act 2001* (Cth), being eligible, be re-elected as a Director of the Company with effect from the end of the meeting."

Information about the candidate to be re-elected as a Director of the Company is set out in Explanatory Note 2.

2. Re-election of Mr Jerome Rowley as a Director of the Company

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

"That Mr Jerome Rowley, who will cease to hold office as a Director of the Company immediately before the end of this General Meeting pursuant to section 250V(1) of the *Corporations Act 2001* (Cth), being eligible, be re-elected as a Director of the Company with effect from the end of the meeting ."

Information about the candidate to be re-elected as a Director of the Company is set out in Explanatory Note 2.

3. Re-election of Ms Lisa Chung, AM as a Director of the Company

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

"That Ms Lisa Chung, AM, who will cease to hold office as a Director of the Company immediately before the end of this General Meeting pursuant to section 250V(1) of the *Corporations Act 2001* (Cth), being eligible, be re-elected as a Director of the Company with effect from the end of the meeting."

Information about the candidate to be re-elected as a Director of the Company is set out in Explanatory Note 2.

4. Re-election of Mr Bobby Chin as a Director of the Company

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

"That Mr Bobby Chin, who will cease to hold office as a Director of the Company immediately before the end of this General Meeting pursuant to section 250V(1) of the *Corporations Act 2001* (Cth), being eligible, be re-elected as a Director of the Company with effect from the end of the meeting."

Information about the candidate to be re-elected as a director of the Company is set out in Explanatory Note 2.

5. Re-election of Mr Bruce Hayman as a Director of the Company

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

"That Mr Bruce Hayman, who will cease to hold office as a Director of the Company immediately before the end of this General Meeting pursuant to section 250V(1) of the *Corporations Act 2001* (Cth), being eligible, be re-elected as a Director of the Company with effect from the end of the meeting."

Information about the candidate to be re-elected as a Director of the Company is set out in Explanatory Note 2.

6. Re-election of Mr Lai Teck Poh as a Director of the Company

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

"That Mr Lai Teck Poh, who will cease to hold office as a Director of the Company immediately before the end of this General Meeting pursuant to section 250V(1) of the *Corporations Act 2001* (Cth), being eligible, be re-elected as a Director of the Company with effect from the end of the meeting."

Information about the candidate to be re-elected as a Director of the Company is set out in Explanatory Note 2.

7. Re-election of Mr Mak Lye Mun as a Director of the Company

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

"That Mr Mak Lye Mun, whose will cease to hold office as a Director of the Company immediately before the end of this General Meeting pursuant to section 250V(1) of the *Corporations Act 2001* (Cth), being eligible, be re-elected as a Director of the Company with effect from the end of the meeting."

Information about the candidate to be re-elected as a Director of the Company is set out in Explanatory Note 2.

By Order of the Board

Carl Thompson
Company Secretary
13 January 2023

EXPLANATORY NOTES ON RESOLUTIONS

These Explanatory Notes are intended to provide shareholders of the Company with information on the resolutions contained in the accompanying Notice of General Meeting.

Note 1
Background to the Spill Meeting

Under the "two strikes" legislation which came into effect on 1 July 2011, if at least 25% of the eligible votes cast on the adoption of the remuneration report of the company at two consecutive Annual General Meetings (AGMs) are against the adoption of the remuneration report, the company must put to the shareholders a "spill resolution" at the second AGM. The spill resolution requires shareholders to vote on whether a further general meeting of the company should be convened at which all of the company's directors (except the Managing Director/CEO) must stand for re-election should they wish to continue as directors of the company. If the spill resolution passes, the company must hold another general meeting of shareholders ("spill meeting") within 90 days of passing the resolution. All the directors of the company (except the Managing Director/CEO) who were directors when the directors' report (including the remuneration report) was considered at the second AGM, cease to hold office immediately before the end of the spill meeting and resolutions to appoint persons to offices that will be vacated immediately before the end of the spill meeting must be put to the vote. Those directors elected or re-elected at the spill meeting will commence to hold office at the end of the spill meeting.

At AVJennings' 2021 AGM, more than 25% of the eligible votes were cast against the adoption of the 2021 remuneration report and the Company received a first strike.

At AVJennings' 2022 AGM, more than 25% of the eligible votes were again cast against adoption of the 2022 remuneration report. A spill resolution was therefore put to the 2022 AGM and passed with 52.63% of eligible votes being cast in its favour.

AVJennings is therefore required to convene this spill meeting in compliance with Section 250V of the *Corporations Act 2001* (Cth). With the exception of the Managing Director/CEO, seven of the current Directors (being Messrs Simon Cheong, Jerome Rowley, Lai Teck Poh, Bobby Chin, Bruce Hayman, Mak Lye Mun and Ms Lisa Chung) who were in office when the Directors resolved to approve the Remuneration Report, will cease to hold office immediately before the end of the spill meeting and will stand for re-election.

If a director is re-elected in these circumstances, the *Corporations Act 2001* (Cth) provides that the term of office of the director will not be affected and directors will be subject to retirement and re-election at a subsequent AGM of the Company as if the cessation and appointment at the spill meeting had not occurred.

Shareholders should also note that if sufficient resolutions are not passed with a 50% majority, then in the absence of any other consideration there is potential that the entire existing Board (except the Managing Director/CEO) will be removed from office. Under the *Corporations Act 2001* (Cth), however, a public company such as AVJennnings must have a minimum of three directors at all times. To avoid the possibility that this may not be the case, the Corporations Act provides that in the event that resolutions under the spill meeting appointing at least three directors are not passed with a 50% majority, then the unsuccessful nominees with the highest proportion of favourable votes will be appointed a directors, to make up the minimum number of three directors required under the Corporations Act.

SC Global Developments Pte Limited and its subsidiaries, which collectively hold 53.94% of the Company's issued share capital as at the date of this notice of meeting have advised the Company of their intention to vote in favour of resolutions 1 – 7.

As SC Global Developments Pte Limited and its subsidiaries are entitled to vote on resolutions 1 – 7 and have advised that they will vote **in favour** of each of resolutions 1 – 7, it is expected that resolutions 1 – 7 will be passed.

There are no voting exclusions applicable to the resolutions to be put to the spill meeting.

The Chair intends to vote all undirected proxies on, and in favour of all the proposed resolutions in items 1 – 7.

Note 2
Information on Candidates to be Re-Elected as Directors

Simon Cheong *B.Civ.Eng. MBA*
Non-Executive Director

Mr Cheong has been a Director of AVJennings Limited since 20 September 2001 and is Chairman of the Board. He is also Chairman of the Investments Committee and a Member of the Company's Remuneration Committee and Nominations Committee.

Mr Cheong has over 35 years' experience in real estate, banking and international finance. He is the Founder and Chairman of SC Global Developments Pte Ltd (AVJennings' ultimate holding company). He formerly held positions with Citibank (Singapore) as their Head of Real Estate Finance for Singapore as well as with Credit Suisse First Boston as a Director and Regional Real Estate Head for Asia (excluding Japan). In 1996, Mr Cheong established his own firm, SC Global Pte Ltd, a real estate and hotel advisory and direct investment group specialising in structuring large and complex transactions worldwide. He was twice elected President of the prestigious Real Estate Developers' Association of Singapore (REDAS) for 2 terms from 2007 until 2010. He served on the Board of the Institute of Real Estate Studies, National University of Singapore from 2008 to 2011 and was a board member of the Republic Polytechnic Board of Governors from 2008 to 2011. He was also a Council Member of the Singapore Business Federation, a position he held from 2007 to 2010. On 1 June 2017, Mr Cheong was appointed a non-executive Director of Singapore Airlines Limited. He is a resident of Singapore.

Mr Cheong has been a valuable member of the Board and provides strategic commercial guidance to the Board and the Company as Chairman and as a member of various Board sub-committees. In particular, he has been instrumental in introducing new business and financing partners to the Company through his extensive business connections and the Company has benefited from the strength of the skills, business acumen, experience and commitment Mr Cheong brings to the role of Chairman.

The other members of the Board unanimously support the re-election of Mr Cheong and recommend that shareholders vote **in favour** of this resolution.

Jerome Rowley *SF Fin, FAICD*
Independent Non-Executive Director

Mr Rowley has been a Director of AVJennings since 22 March 2007. He is Chairman of the Risk Management Committee and a member of the Audit, Investments and Nominations Committees.

Mr Rowley has been a career banker since the early 1970s with Citigroup, Morgan Grenfell and ABN Amro. From 1992 until 2002, he served as Managing Director and CEO of ABN Amro Australia and Head of Relationship Management and Structured Finance for ABN Amro, Asia Pacific. He has been active in both wholesale and investment banking domestically and internationally. During his career, Mr Rowley devoted considerable effort towards the recognition, understanding and management of risk as a means of profit optimization. Of particular significance was his involvement in advising and funding including debt, equity and hybrids, of infrastructure projects in both Australia and Asia Pacific. Mr Rowley resides in Sydney.

Mr Rowley has made significant contributions to the Board and the Company during his years of service as a Director. With his extensive business and financial experience, Mr Rowley adds considerable value and leadership to the Committees on which he serves, particularly to the Risk Management Committee, of which he is Chairman. The Risk Management Committee, headed by Mr Rowley, was instrumental in overseeing the Company's management of COVID-19 disruptions and efforts to mitigate associated business risk.

The other members of the Board unanimously support the re-election of Mr Rowley and recommend that shareholders vote **in favour** of this resolution.

Lisa Chung, AM, *LLB, FIML, FAICD*
Independent Non-Executive Director

Ms Chung has been a Director of AVJennings since 1 June 2021. She is a member of the Risk Management and Remuneration Committees.

Ms Chung is an experienced non-executive director and is currently a Director of Australian Unity Limited, Artspace/Visual Arts Centre Limited, the Committee for Sydney, the Sydney Community Foundation and Warren and Mahoney Limited. She is Chair of The Front Project and a Trustee of the Foundation of the Art Gallery of NSW. Ms Chung was previously the Chair of Urbis Pty Limited and The Benevolent Society, a non-executive director of APN Outdoor Limited and the Deputy President of Trustees of the Museum of Applied Arts and Sciences (Powerhouse Museum).

Ms Chung has a diverse background, with senior and board level experience in sectors including commercial property, urban development and infrastructure, outdoor advertising and mass media, professional services, education and training, visual and creative arts and social and community services.

Ms Chung had a successful 30-year career in the legal profession. During this time, she specialised in the area of commercial property and was a Partner at firms Maddocks and Blake Dawson (now Ashurst). She is a skilled negotiator with extensive commercial legal experience acting for government and the private sector in property, development, urban renewal and infrastructure transactions.

In 2004, Ms Chung completed the Advanced Management Program at INSEAD in France. She is a Fellow of the Australian Institute of Company Directors and is also a member of Chief Executive Women, an organisation comprising women leaders committed to enabling other women leaders.

In 2020, Ms Chung became a member of the General Division of the Order of Australia for significant service to the community through charitable and cultural organisations. She resides in Sydney.

The other Directors believe that Ms Chung brings invaluable commercial, legal and industry expertise to the Company, as it refines its business and financial models to meet the challenges that lie ahead. Her extensive business experience, both in her legal career and as a non-executive director adds to the Board's strong mix and depth of skills, knowledge and experience. They unanimously support the re-election of Ms Chung as a Director and recommend that shareholders vote **in favour** of the resolution.

Bobby Chin *CA (ICAEW) B.Acc.*
Independent Non-Executive Director

Mr Chin has been a Director of AVJennings since 18 October 2005 and is Chairman of the Audit Committee and a member of the Nominations Committee.

Mr Chin is currently Chairman of the Singapore Corporate Governance Advisory Committee and the Housing & Development Board. He is a senior adviser to NTUC Fairprice Co-operative Ltd. Mr Chin is also a Director of Singapore companies Ho Bee Land Limited, Tamasek Holdings (Private) Limited and Frasers Property Limited, and a member of the Advisory Board of Sunseap Group.

Mr Chin served 31 years with KPMG Singapore and was its Managing Partner from 1992 until September 2005. He is an Associate Member of the Institute of Chartered Accountants in England and Wales. Mr Chin resides in Singapore.

Mr Chin has made significant contributions to the Board and the Company during his years of service as a Director. With his extensive business, financial and commercial experience, Mr Chin adds considerable value and leadership to the Committees on which he serves, particularly to the Audit Committee, of which he is Chairman.

The other members of the Board unanimously support the re-election of Mr Chin and recommend that shareholders vote **in favour** of this resolution

Bruce G Hayman
Independent Non-Executive Director

Mr Hayman has been a Director of AVJennings since 18 October 2005 and is Chairman of the Nominations Committee and a member of the Investments, Remuneration and Risk Management Committees.

Mr Hayman has many years of commercial management experience with over 20 of those at operational Chief Executive or General Manager Level. He is currently Chairman of Chartwell Management Services. He previously fulfilled senior management roles both in Australia and overseas for companies such as Nicholas Pharmaceutical Group, Dairy Farm Group, Hong Kong Land and Seagram Corporation. During his time in Singapore, he held the position of Foundation President of the Singapore Australia Business Council, now known as AUSTCHAM Singapore.

Mr Hayman served as CEO of the Australian Rugby Union and as Chairman of the Board of the Rugby Club Ltd. He retired as a Director and Deputy Chair of Diabetes NSW & ACT after 16 years of service. Mr Hayman is currently Chairman of the Ella Foundation. He resides in Sydney.

Mr Hayman has been a valuable member of the Board and the Directors consider his skills and experience, particularly in marketing, sales and commercial management, to be a valuable addition to the Board's existing skills and experience.

The other members of the Board unanimously support the re-election of Mr Hayman and recommend that shareholders vote **in favour** of this resolution.

Lai Teck Poh *BA Hons. (Economics)*
Independent Non-Executive Director

Mr Lai has been a Director of AVJennings since 18 November 2011. He is Chairman of the Remuneration Committee and a member of the Audit and Investments Committees.

Mr Lai has been a career banker since the late 1960s. He joined Citibank Singapore in April 1968, rising through the ranks to become Vice President and Head of the Corporate Banking Division. During his time with Citibank, Mr Lai undertook international assignments with Citibank in Jakarta, New York and London. His last position with Citigroup was as Managing Director of Citicorp Investment Banking Singapore Ltd From 1986 to 1987.

Mr Lai joined Oversea-Chinese Banking Corporation Limited (OCBC) in January 1988 as Executive Vice President and Division Head of Corporate Banking. He moved on to various other senior management positions in OCBC, including Head of Information Technology and Central Operations, Chairman OCBC Asset Management, Head Risk Management and Head Audit. Following his retirement from executive positions in April 2010, Mr Lai served as a Board Director of OCBC from June 2010 to December 2019, OCBC AL-Amin Bank Bhd (2011 to 2018) and OCBC Bank Malaysia Bhd (2011 to 2019). He was appointed Board Chairman of Bank of Singapore in October 2021 and is also a Director of PT Bank OCBC NISP Tbk. Mr Lai resides in Singapore.

Besides banking roles, Mr Lai was a Non-Executive Director of United Engineers Ltd (1992 to 2011) and WBL Corporation Ltd (1993 to 2014). Both were Singapore listed companies engaged in diversified regional businesses, including property development.

Mr Lai has been a valuable member of the Board and the Directors consider his skills and experience, particularly his significant financial experience, to be a valuable addition to the Board's existing skills and experience.

The other members of the Board unanimously support the re-election of Mr Lai and recommend that shareholders vote **in favour** of this resolution.

Mr Mak Lye Mun *B.Civ.Eng. (First Class Hons) University of Malaya, MBA (UT, Austin)*
Non-Executive Director

Mr Mak was appointed a Director of AVJennings on 15 October 2021 and is a member of the Investments Committee.

Mr Mak is currently Executive Chairman of Intraco Limited and an independent non-executive director of Boustead Singapore Limited. He is also an independent non-executive director of SC Global Developments Pte Ltd, AVJennings' majority shareholder.

Mr Mak joined the CIMB Group (an ASEAN universal bank listed in Malaysia) following the acquisition of GK Goh Securities Pte. Ltd. in 2005, where he served as the Head of Corporate Finance. He was CEO of CIMB Bank Singapore and its Country Head from 2008 until his retirement in December 2019. Previously, Mr Mak was the Head of Mergers & Acquisitions Advisory Department with DBS Bank Ltd (formerly known as The Development Bank of Singapore). He held various senior positions in the Corporate Finance divisions of Vickers Ballas & Co. Pte. Ltd., Ernst & Young, Oversea-Chinese Banking Corporation Limited and Citicorp Investment Bank (Singapore) Limited.

Mr Mak is also a Member of the Inaugural Singapore Stock Exchange (SGX) Listings and Advisory Committee. In January 2021, Mr Mak was appointed as a governing board member of the Duke-NUS Medical School (a graduate medical school in Singapore). Mr Mak resides in Singapore.

The other members of the Board believe that Mr Mak brings extensive financial and commercial expertise to the Company. His extensive business experience, particularly in banking, finance and capital markets adds to the Board's existing skills and experience. They unanimously support the re-election of Mr Mak as a Director and recommend that shareholders vote **in favour** of the resolution.

The following information forms part of this Notice of Meeting.

1. A Voting Instruction Form has been provided to you separately. Please refer to Note (1) of the Voting Instruction Form regarding the appointment of the Chairman as your proxy.

2. How to be present virtually at the Meeting

CDP Depositors will have the opportunity to be present virtually via the live webcast and view the meeting.

The online platform can be accessed at: **https://meetings.linkgroup.com/AVJGM23.**

As Depositors are required to provide voting instructions to the CDP and can only appoint the Chairman as their proxy, they will not be able to ask questions or vote at the meeting.

3. Technical difficulties

Technical difficulties may arise during the course of the Meeting. Where the Chairman considers it appropriate, he may continue to hold the meeting and transact business, including conducting a poll and voting in accordance with valid proxy instructions.

4. Chairman's Voting Intention

The Chairman intends to exercise all available proxies **in favour** of all resolutions unless a Shareholder has expressly indicated a different voting intention. If the Chairman is appointed as your proxy and you have not specified the way the Chairman is to vote on a Resolution, by signing and returning the voting instruction form you are considered to have provided the Chairman with an express authorisation to vote the proxy in accordance with the Chairman's intentions as above.

AVJENNINGS LIMITED
ABN 44 004 327 771
Incorporated in Australia

Voting Instruction Form
General Meeting – Wednesday, 15 February 2023

Please read the notes overleaf before completing and signing this form. A copy of the Notice of General Meeting ("Spill Meeting") is available on the ASX and SGX Market Announcements platforms and AVJennings Limited's investor site.

To: AV Jennings Limited
c/o The Central Depository (Pte) Limited
11 North Buona Vista Drive #06-07
The Metropolis Tower 2
Singapore 138589

I/We

request you to appoint the Chairman of the Meeting as my/our proxy to attend and vote for me/us on my/our behalf at the General Meeting of AVJennings Limited to be held virtually via a webinar conferencing facility at 11.00 a.m. (Melbourne Time) on Wednesday, 15 February 2023 and at any adjournment of that meeting.

I/We direct that my/our proxy vote as indicated:

		Director Recommendation*	For	Against	Abstain
1	Re-election of Mr Simon Cheong as a Director	**For**			
2	Re-election of Mr Jerome Rowley as a Director	**For**			
3	Re-election of Ms Lisa Chung AM as a Director	**For**			
4	Re-election of Mr Bobby Chin as a Director	**For**			
5	Re-election of Mr Bruce Hayman as a Director	**For**			
6	Re-election of Mr Lai Teck Poh as a Director	**For**			
7	Re-election of Mr Mak Lye Mun as a Director	**For**			

***Please refer to Explanatory Notes in the Notice of Meeting for further details regarding these resolutions.**

Number of Ordinary Shares to which this instruction relates
Securities Account Number to which this instruction relates

If you mark the Abstain box for a particular item, you are directing your proxy not to vote on your behalf on a poll.

TO BE COMPLETED BY DIRECT ACCOUNT HOLDER(S)/DEPOSITORY AGENT IF HE/SHE/IT WISHES TO GIVE VOTING INSTRUCTIONS:

For Individuals: **For Corporations:**

_____ _____
Signature of Direct Account Holder Signature of Director(s)/Secretary Common Seal

_____
Signature of Direct Account Holder

Dated this …… day of …….. 2023

Notes:

1. Your shares are registered with the Central Depository (Pte) Limited ("CDP"). As CDP is not allowed under the Constitution of the Company to appoint more than 2 proxies, Depositors are not able to attend or appoint their own proxies to attend the Company's General Meeting and can only request CDP to appoint the Chairman of the Meeting as their proxy to attend and vote on their behalf in accordance with the voting instructions herein. CDP will not appoint a proxy other than the Chairman of the Meeting to attend and vote in accordance with the voting instructions herein.

2. This voting instruction form, duly completed, must be returned by the Direct Account Holder(s) or Depository Agent to the office of AVJennings Limited c/o The Central Depository (Pte) Limited, 11 North Buona Vista Drive #06-07, The Metropolis Tower 2, Singapore 138589 by **5.00 pm on Wednesday, 8 February 2023 (the "Receipt Date").**

3. The Direct Account Holder or Depository Agent should complete each box for the Meeting resolutions indicating the number of shares to be voted for or against or abstain. The total number of shares represented should not exceed the total shareholding.

4. The Direct Account Holder or Depository Agent should provide the Securities Account Number to which the number of ordinary shares in this voting instruction relates. If the securities account number is not provided, this Form will be deemed to be incomplete and CDP is entitled (but not obliged) to disregard your instruction.

5. If CDP does not receive your specific instructions by the Receipt Date, it will not vote or take any action with respect to your shares at the Company's Annual General Meeting.

6. If a Direct Account Holder or Depository Agent wishes to give voting instructions on its shares, this form must be signed by the Direct Account Holder or Depository Agent or his/her/its attorney duly authorised in writing or if the Direct Account Holder or Depository Agent is a corporation, executed under its common seal or under the hand of its attorney duly authorised in writing. In the case of joint Direct Account Holders, all joint Direct Account Holders must sign this Form. The Power of Attorney or other authority appointing the attorney or a notarially/duly certified copy of that Power of Attorney or other Attorney or other Authority must be attached to this form if it is signed by an attorney.

7. If, as at the Receipt Date, the total shareholding of the Direct Account Holder or Depository Agent exceeds the total number of shares to which any voting instruction relates, CDP will forward the Direct Account Holder's or Depository Agent's voting instructions only in respect of the shares in respect of which any voting instruction relates.

8. If, as at the Receipt Date, the total shareholding of the Direct Account Holder or Depository Agent is less than the total number of shares to which any voting instruction relates, CDP will forward the Direct Account Holder's or Depository Agent's voting instructions only in respect of the lesser number of shares, i.e. the Direct Account Holder's or Depository Agent's total shareholding as at the Receipt Date, provided that any instruction which requires CDP to allocate the securities between votes "For" or "Against" or "Abstain" any resolution shall be invalid. For example, if on the Receipt Date an account holder's total shareholding is 10 shares but his voting instruction relates to 20 shares, CDP will forward the voting instructions in respect of 10 shares if the votes are either wholly for or against the resolution. If the account holder has split his or her shares into votes for and against the resolution, CDP will not be able to allocate the shares amongst the split votes and will accordingly treat the voting instruction as invalid.

LINK Group

Virtual Meeting Online Guide

Before you begin

Ensure your browser is compatible. Check your current browser by going to the website: **whatismybrowser.com**

Supported browsers are:

- Chrome – Version 44 & 45 and after
- Firefox – 40.0.2 and after
- Safari – OS X v10.9 & OS X v10.10 and after
- Internet Explorer 11 and up
- Microsoft Edge - 92.0 and after

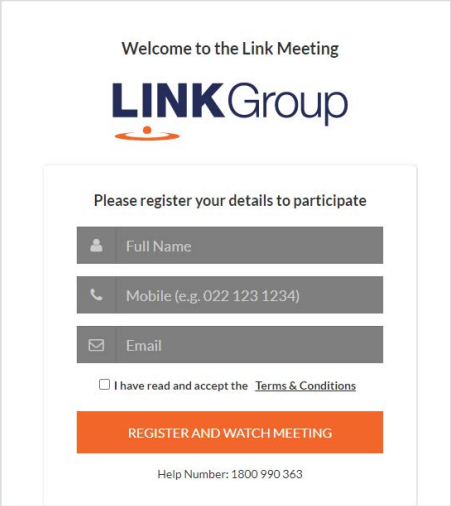
To attend and vote you must have your securityholder number and postcode.

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

Please make sure you have this information before proceeding.

Corporate Markets

Virtual Meeting Online Guide



Step 1

Open your web browser and go to https://meetings.linkgroup.com/AVJGM23

Step 2

Log in to the portal using your full name, mobile number and email address.

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

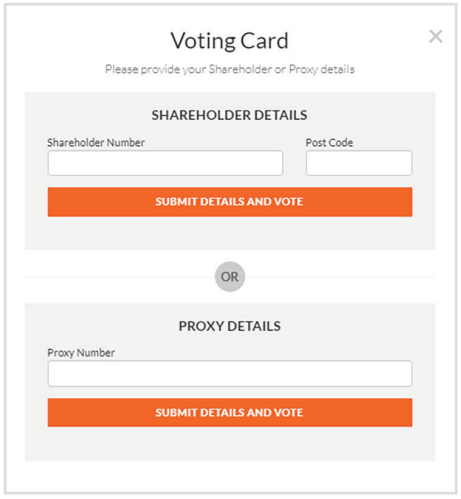
- On the left – a live webcast of the Meeting starts automatically once the meeting has commenced. If the webcast does not start automatically please press the play button and ensure the audio on your computer or device is turned on.
- On the right – the presentation slides that will be addressed during the Meeting
- At the bottom – buttons for 'Get a Voting Card', 'Ask a Question' and a list of company documents to download

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

1. Get a Voting Card

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

This will bring up a box which looks like this.

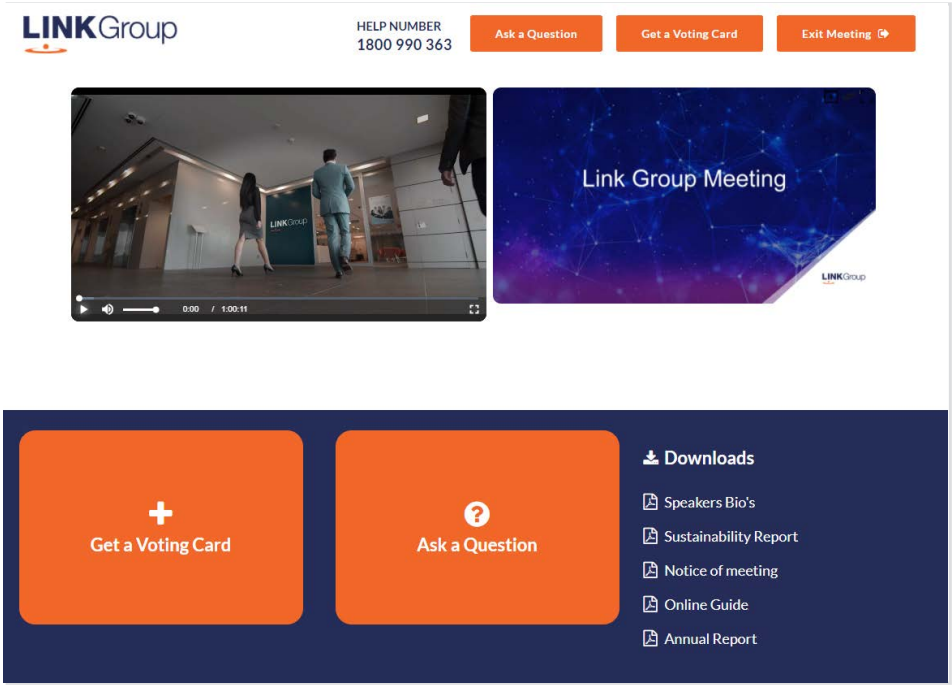


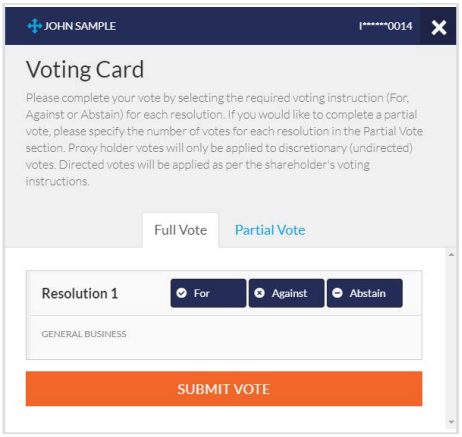
If you are an individual or joint securityholder you will need to register and provide validation by entering your securityholder number and postcode.

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

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

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





Full Votes

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

Partial Votes

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

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

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

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

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

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

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

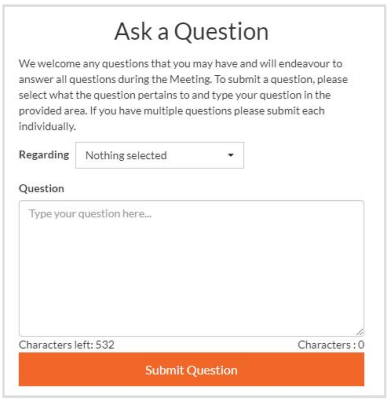
Virtual Meeting Online Guide *continued*

2. How to ask a question

Note: Only verified Securityholders, Proxyholders and Company Representatives are eligible to ask questions.

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

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



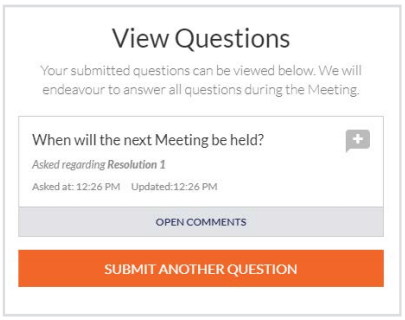
In the **'Regarding'** section click on the drop down arrow and select the category/resolution for your question.

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

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

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

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



3. Downloads

View relevant documentation in the Downloads section.

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4. Voting closing

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

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

5. Phone Participation

What you will need

a) Land line or mobile phone

b) The name and securityholder number of your holding/s

c) To obtain your unique PIN, please contact Link Market Services on +61 1800 990 363

Joining the Meeting via Phone

Step 1

From your land line or mobile device, call: +61 1800 416 188

Step 2

You will be greeted with a welcome message and provided with instructions on how to participate in the Meeting. Please listen to the instructions carefully.

At the end of the welcome message you will be asked to provide your PIN by the moderator. This will verify you as a securityholder and allow you to ask a question and vote on the resolutions at the Meeting.

Step 3

Once the moderator has verified your details you will be placed into a waiting room where you will hear music playing.

Note: If your holding cannot be verified by the moderator, you will attend the Meeting as a visitor and will not be able to vote or ask a question.

Step 4

At the commencement of the Meeting, you will be admitted to the Meeting where you will be able to listen to proceedings.

Asking a Question

Step 1

When the Chairman calls for questions or comments on each item of business **press *1** on your keypad for the item of business that your questions or comments relates to. if at any time you no longer wish to ask a question or make a comment you can lower your hand by **pressing *2** on your keypad.

Step 2

When it is time for you to ask your question or make your comment, the moderator will introduce you to the meeting, your line will be unmuted and you will be prompted to speak. If you have also joined the Meeting online, please mute your laptop, desktop, tablet or mobile device before you speak to avoid technical difficulties for you and other shareholders.

Step 3

Your line will be muted once your question or comment has been asked / responded to.

Lodging Your Vote

Voting will be conducted at the conclusion of the Meeting, using your key pad. The moderator will provide instructions on how to vote.

Step 1

The moderator will read out the resolution and provide the following instructions:

To vote FOR, press *3. To vote AGAINST, press *4 To ABSTAIN, press *5

You will be asked to vote immediately.

If you haven't lodged your vote within 10 seconds, the moderator will let you know you have not voted and you will be asked to submit your vote as voting will be closing imminently.

Once voting has closed for the first resolution, the moderator will announce that voting on that resolution is now closed. This process will be repeated for each resolution (if applicable).

Step 2

The moderator will announce that voting has closed and will advise where results will be available.

Contact us

Australia
T +61 1800 990 363
E info@linkmarketservices.com.au