

21 April 2023

ASX Market Announcements Office
ASX Limited
Exchange Centre
20 Bridge Street
Sydney NSW 2000

2023 Annual General Meeting

Dear Shareholder,

On behalf of the Board, I am delighted to invite you to the 2023 annual general meeting ("AGM") of Regal Partners Limited (ASX:RPL). Please find enclosed:

- Notice of Meeting, including the Explanatory Memorandum containing information with respect to the business to be considered at the AGM;
- Proxy Form for the AGM if you wish to appoint a proxy or proxies to attend the meeting on your behalf; and
- Virtual/Teleconference AGM Guide.

These documents are also available to view and download on the Regal Partners website at www.regalpartners.com.

ATTENDANCE

The AGM will be held at 10.00am (Sydney time) on Tuesday, 23 May 2023 at the following address:

The Barnet Long Room
Customs House
31 Alfred Street
Sydney NSW 2000

Shareholders and proxyholders can participate in the AGM online. Instructions are included on page 11 of the Explanatory Memorandum. Shareholders and proxyholders who join the AGM virtually will be able to listen to the meeting, vote in real time, ask questions and make comments. Shareholders and proxyholders will also have the opportunity to ask questions via telephone. For further instructions on how to participate online and via telephone, please also refer to the Virtual/Teleconference AGM Guide.

PROXY FORMS AND VOTING PRIOR TO THE AGM

If you are unable to attend the AGM in person, you can appoint a proxy or proxies, as set out in the Explanatory Memorandum. Your proxy form or online instruction must be received by no later than 10.00am (Sydney time) on Sunday, 21 May 2023. Proxy Forms or online instructions received after this time will be invalid.

FURTHER INFORMATION

I also invite you to submit questions in advance of the AGM by emailing our Head of Corporate Affairs, Ms. Ingrid Groer, at investorrelations@regalpartners.com. To allow time for us to collate questions and prepare answers, we request that shareholders and proxyholders submit any questions by 5.00pm (Sydney time) on Tuesday, 16 May 2023.



Shareholders who have previously elected to receive shareholder notices:

- *electronically* will receive an email to their nominated email address that will contain instructions on how to view or download a copy of the Notice of Meeting, which includes the Explanatory Memorandum; and
- *physically* will receive a printed copy by post of the Notice of Meeting, which includes the Explanatory Memorandum.

Shareholders who have not made either election will receive a letter (sent by post to their registered address) containing details of where they can view and download the Notice of Meeting, including the Explanatory Memorandum.

Shareholders who wish to receive a printed copy of the Notice of Meeting, including the Explanatory Memorandum, or obtain further information, can call the shareholder information line on 1300 737 760 (within Australia) or +61 2 9290 9600 (outside Australia), Monday to Friday between 8.30am and 5.30pm (Sydney time) or via enquiries@boardroomlimited.com.au.

I look forward to welcoming you to our 2023 AGM.

Michael Cole AM
Independent Chairman

REGAL CONTACT INFORMATION:

Ingrid Groer, CFA
Head of Corporate Affairs
Regal Partners Limited
Phone: 1800 571 917 (inside Australia)
+61 2 8197 4350 (outside Australia)
Email: investorrelations@regalpartners.com

ABOUT REGAL PARTNERS LIMITED

Regal Partners Limited is an ASX-listed, specialist alternatives investment manager with approximately \$5.4 billion¹ in funds under management.

Formed on 3 June 2022 following the merger of VGI Partners and Regal Funds Management, the group manages a broad range of investment strategies covering long/short equities, private markets, real and natural assets and capital solutions on behalf of institutions, family offices, charitable groups and private investors.

The group houses four dedicated alternative investment management businesses – Regal Funds Management, VGI Partners, Kilter Rural and Attunga Capital – together employing approximately 100 employees, including over 45 investment professionals, located in offices across Sydney, Melbourne, Singapore and New York.

Combining deep industry experience, extensive networks and multi-award winning performance track records, Regal Partners seeks to be a leading provider of alternative investment strategies in Australia and Asia.

¹ Unaudited Management estimate as at 31 January 2023. Funds under management for the group (including 100% of Kilter Rural and Attunga Capital) includes non-fee earning funds.



Notice of 2023 Annual General Meeting

Notice is hereby given that Regal Partners Limited ACN 129 188 450 ("Regal" or the "Company") will hold its 2023 annual general meeting ("AGM") of its shareholders, as follows:

Date and Time: Tuesday, 23 May 2023, 10.00am (Sydney time)

Venue: The Barnet Long Room, Customs House, 31 Alfred Street, Sydney NSW 2000

Online details: Shareholders and proxyholders can also participate online at:
<https://web.lumiagm.com/390-446-150>.

AGM BUSINESS

Item 1: Consideration of Financial Report, Directors' Report and Auditor's Report

To receive and consider the Financial Report, Directors' Report and Auditor's Report for the Company and its controlled entities for the financial year ended 31 December 2022.

Please note that this item of business is for discussion only and there is no requirement for Regal shareholders to approve these reports.

Resolution 1: Adoption of the 2022 Remuneration Report

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

That, for the purposes of section 250R(2) of the Corporations Act 2001 (Cth), the 2022 Remuneration Report be adopted.

Please note that the vote on this resolution is non-binding.

Resolution 2: Re-election of Mr. Ian Gibson as Director

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

That Mr. Ian Gibson, who retires by rotation in accordance with the Company's constitution and, being eligible, offers himself for re-election, be re-elected as a director of the Company.

Resolution 3: Approval and Ratification of Prior Issuance of Securities – Acquisition of East Point Asset Management

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

That for the purposes of ASX Listing Rule 7.4 and for all other purposes, shareholders approve and ratify the issuance of 788,195 fully paid ordinary shares of the Company to Sun Hung Kai Strategic Capital Limited under ASX Listing Rule 7.1 as described in the Explanatory Memorandum.

Resolution 4: Approval and Ratification of Prior Issuance of Securities – Employee Incentive Plan

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

That for the purposes of ASX Listing Rule 7.4 and for all other purposes, shareholders approve and ratify the issuance of 20,949,435 employee incentive plan rights to employees under ASX Listing Rule 7.1 as described in the Explanatory Memorandum.



Resolution 5: Approval and Ratification of Prior Issuance of Securities – Brendan O'Connor

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

That for the purposes of ASX Listing Rule 10.14 and for all other purposes, shareholders approve and ratify the prior issuance of 1,334,000 employee incentive plan rights to Brendan O'Connor under ASX Listing Rule 10.14 as described in the Explanatory Memorandum.

Resolution 6: Approval and Ratification of Prior Issuance of Securities – Philip King

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

That for the purposes of ASX Listing Rule 10.11 and for all other purposes, shareholders approve and ratify the prior issuance of 5,002,502 employee incentive plan rights to Philip King under ASX Listing Rule 10.11 as described in the Explanatory Memorandum.

VOTING EXCLUSION STATEMENTS

Voting Exclusion Statement for Resolution 1: Adoption of the 2022 Remuneration Report

The Company will disregard any vote cast on resolution 1:

- by or on behalf of a member of the Company's key management personnel ("KMP") whose remuneration is disclosed in the 2022 Remuneration Report, or any of their closely related parties, regardless of the capacity in which the vote is cast; or
- as a proxy by a person who is a member of the Company's KMP at the date of the AGM, or their closely related parties.

However, the Company need not disregard votes if they are cast on resolution 1 by:

- a person as proxy or attorney for a shareholder entitled to vote on resolution 1 in accordance with a direction given to the proxy or attorney to vote on resolution 1 in that way; or
- the chairman of the AGM under an express authorisation in the proxy appointment to exercise the proxy or as an attorney to cast the vote even though resolution 1 is connected with the remuneration of the KMP.

Voting Exclusion Statement for Resolution 3: Approval and Ratification of Prior Issuance of Securities – Acquisition of East Point Asset Management

The Company will disregard any vote cast on resolution 3 by or on behalf of Sun Hung Kai Strategic Capital Limited, or any nominee it designates for the purposes of acquiring the securities in accordance with the transaction, or any of their associates, regardless of the capacity in which the vote is cast.

However, the Company need not disregard votes if they are cast on resolution 3 by:

- a person as proxy or attorney for a shareholder entitled to vote on resolution 3 in accordance with a direction given to the proxy or attorney to vote on resolution 3 in that way;
- the chairman of the AGM under an express authorisation in the proxy appointment to exercise the proxy or as an attorney to cast the vote as the chairman decides; or
- a holder acting solely in a nominee, trustee, custodial or other fiduciary capacity on behalf of a beneficiary, provided the following conditions are met:
 - o 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
 - o the holder votes on the resolution in accordance with directions given by the beneficiary to the holder to vote in that way.



Any potential nominee of Sun Hung Kai Strategic Capital Limited that may be designated for the purposes of acquiring securities in accordance with the transaction that wishes to preserve the benefit of resolution 3 for itself must not vote and must ensure its associates do not vote on the resolution. However, they may cast a vote as a proxy for a person entitled to vote, provided they are voting in accordance with a direction on the proxy form.

Voting Exclusion Statement for Resolution 4: Approval and Ratification of Prior Issuance of Securities – Employee Incentive Plan

The Company will disregard any vote cast on resolution 4 by or on behalf of:

- any person who participated in the issue of these securities or an associate of any such person, regardless of the capacity in which the vote is cast; or
- as a proxy by a person who is a member of the Company's KMP at the date of the AGM, or their closely related parties.

However, the Company need not disregard votes if they are cast on resolution 4 by:

- a person as proxy or attorney for a shareholder entitled to vote on resolution 4, in accordance with a direction given to the proxy or attorney to vote on resolution 4 in that way;
- the chairman of the AGM under an express authorisation in the proxy appointment to exercise the proxy or as an attorney to cast the vote even though resolution 4 is connected with the remuneration of the KMP; or
- a holder acting solely in a nominee, trustee, custodial or other fiduciary capacity on behalf of a beneficiary, provided the following conditions are met:
 - o 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
 - o the holder votes on the resolution in accordance with directions given by the beneficiary to the holder to vote in that way.

Voting Exclusion Statement for Resolution 5: Approval and Ratification of Prior Issuance of Securities – Brendan O'Connor

The Company will disregard any vote cast on resolution 5 by or on behalf of:

- Brendan O'Connor (or his nominee) or any of his associates, regardless of the capacity in which the vote is cast; or
- any person who is a KMP as at the time resolution 5 is voted on at the AGM, and by any of their closely related parties, as a proxy.

However, the Company need not disregard votes if they are cast on resolution 5 by:

- a person as proxy or attorney for a shareholder entitled to vote on resolution 5, in accordance with a direction given to the proxy or attorney to vote on resolution 5 in that way;
- the chairman of the AGM under an express authorisation in the proxy appointment to exercise the proxy or as an attorney to cast the vote as the chairman decides; or
- a holder acting solely in a nominee, trustee, custodial or other fiduciary capacity on behalf of a beneficiary, provided the following conditions are met:
 - o 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
 - o the holder votes on the resolution in accordance with directions given by the beneficiary to the holder to vote in that way.



Voting Exclusion Statement for Resolution 6: Approval and Ratification of Prior Issuance of Securities – Philip King

The Company will disregard any vote cast on resolution 6 by or on behalf of Philip King (or his nominee) or any of his associates, regardless of the capacity in which the vote is cast.

However, the Company need not disregard votes if they are cast on resolution 6 by:

- a person as proxy or attorney for a shareholder entitled to vote on resolution 6, in accordance with a direction given to the proxy or attorney to vote on resolution 6 in that way;
- the chairman of the AGM under an express authorisation in the proxy appointment to exercise the proxy or as an attorney to cast the vote as the chairman decides; or
- a holder acting solely in a nominee, trustee, custodial or other fiduciary capacity on behalf of a beneficiary, provided the following conditions are met:
 - o 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
 - o the holder votes on the resolution in accordance with directions given by the beneficiary to the holder to vote in that way.

By order of the Board.

Ian Cameron
Joint Company Secretary

21 April 2023



Explanatory Memorandum

This Explanatory Memorandum forms part of the Notice of Meeting and provides shareholders with important information in relation to each item of business of the AGM, including the proposed resolutions to be considered by shareholders.

Terms and abbreviations defined in the Notice of Meeting have the same meaning when used in this Explanatory Memorandum.

EXPLANATION OF ITEMS AND RESOLUTIONS

Item 1: Consideration of Financial Report, Directors' Report and Auditor's Report (not voted on)

This item of business calls for Regal shareholders to formally receive the Company's 2022 Financial Report (which includes all the financial statements and notes), Directors' Report and the Auditor's Report. The Financial Report, Directors' Report and Auditor's Report were set out in the Company's 2022 Annual Report, lodged with the ASX on 24 February 2023. The Company's Annual Report is available on the Regal Partners website.

While shareholders are not required to vote on the Financial Report, Directors' Report and Auditor's Report, there will be reasonable opportunity at the AGM to ask questions on the reports and on the business and management of the Company.

The Company's auditor, Deloitte Touche Tohmatsu, will be in attendance at the AGM and can answer questions on the conduct of the audit and the content of the Auditor's Report, the accounting policies adopted by the Company in relation to the preparation of the financial statements and the independence of the auditor in relation to the conduct of the audit.

Resolution 1: Adoption of the 2022 Remuneration Report (non-binding resolution)

The Remuneration Report on pages 21 to 32 of the Company's 2022 Annual Report sets out the remuneration policies of the Company and reports on remuneration arrangements in place for Executive Directors and Non-Executive Directors and members of the KMP during the financial year ended 31 December 2022. In accordance with section 250SA(1) of the Corporations Act 2001 (Cth) ("Corporations Act"), shareholders will have a reasonable opportunity at the meeting to ask questions about, or make comments on, the Remuneration Report before calling for a vote. As prescribed by the Corporations Act, the vote on the adoption of the Remuneration Report is advisory only and does not bind the Company or its directors. However, the Board does take the outcome of the vote and discussion at the meeting into account when considering future remuneration arrangements.

In accordance with the requirements of the Corporations Act, if 25% or more of the votes cast are against the adoption of the Remuneration Report at two consecutive annual general meetings, shareholders will, broadly, be invited to vote at the second of those meetings on a resolution ("Spill Resolution") that another meeting be held within 90 days ("Spill Meeting"), at which all directors (other than the Managing Director) at the time of the last annual general meeting must cease to hold office unless re-elected at the Spill Meeting. The Spill Resolution is an ordinary resolution.

The Board unanimously recommends that shareholders vote in favour of Resolution 1.

Resolution 2: Re-election of Mr. Ian Gibson as Director

Clause 60.1 of the Company's constitution provides that at the close of each annual general meeting, one-third of its directors or, if their number is not a multiple of three, then the number nearest to but not more than one-third, must retire by rotation. Under clause 77.9 of the Company's constitution, the Managing Director is not subject to the retirement by rotation rules in the Company's constitution and is not taken into account in determining the rotation of retirement of directors.



Clause 60.2 of the Company's constitution states that the directors to retire in accordance with clause 60.1 must be those who have been longest in office since their last election. The director who has been longest in office since their election is Mr David Jones AM. However, Mr Jones has indicated to the Board that he does not intend to seek a further term as a director and therefore will not stand for re-election at the AGM, so has been excluded from the analysis for the purposes of this rule. All other directors were either appointed or re-elected on the same date. In such circumstances, clause 60.3 of the Company's constitution provides that directors elected (or re-elected) on the same date may agree among themselves or determine by lot which of them must retire.

Having regard to the above, the Board has determined that Mr. Ian Gibson is required to retire from office and, being eligible, will stand for re-election as a director of the Company at the AGM.

Mr. Ian Gibson was appointed as a director of the Company on 3 June 2022. The experience, skills and qualifications of Mr. Ian Gibson are as follows:

Qualifications:	LLB, B.Bus (Fin) (UTS)
Experience and expertise:	Mr Gibson has over 25 years' experience in financial markets, spending the last 15 years acting as director, investment advisor and consultant for a range of financial groups and organisations. Currently, he is a Director of Regal, Director of Kilter, Director of Attunga Capital, Director of Renew Power Group, an advisor to RPG Management, a Director and Investment Committee member for Realside Financial Group, and an independent member of the Investment Committee for Atrium Investment Management.
Other current directorships:	Mr Gibson is a Director of Attunga Capital Pty Ltd, Kilter Pty Ltd, Renew Power Group Pty Ltd and Realside Financial Group Pty Ltd.
Former directorships (last three years)	Mr. Gibson has not held any other directorships of listed companies within the last three years.

The Board (other than Mr. Ian Gibson) supports the re-election of Mr. Ian Gibson and unanimously recommends that shareholders vote in favour of resolution 2.

Resolution 3: Approval and Ratification of Prior Issuance of Securities – Acquisition of East Point Asset Management

In order to maximise the Company's 15% placement capacity, the Company wishes to gain shareholder approval and ratification for the issuance of shares pursuant to Listing Rule 7.4.

Listing Rule 7.1 provides that, without shareholder approval, a company must not (subject to certain exceptions) issue or agree to issue more equity securities during any 12-month period than that amount which represents 15% of the number of fully paid ordinary securities on issue at the commencement of that 12-month period.

Listing Rule 7.4 provides that the issue of, or agreement to issue, securities under the 15% placement capacity is treated as having been approved for the purpose of Listing Rule 7.1 if the issue or agreement did not breach Listing Rule 7.1, and shareholder approval is subsequently obtained.

On 10 February 2023, the Company announced its entry into binding agreements to acquire 100% of Hong Kong-based alternative investment manager East Point Asset Management, conditional upon the receipt of customary regulatory approvals from the Hong Kong Securities and Futures Commission. East Point Asset Management is not a related party of the Company.

As disclosed to ASX on 10 February 2023, consideration paid as part of the transaction included the issuance of 788,195 fully paid ordinary shares in the Company to Sun Hung Kai Strategic Capital Limited as consideration for RPL's entitlement to revenue share arrangements from 1 March 2023 (i.e., the rights, title, interests and benefits in respect of the receipt of the seeded capital fee for the East Point Asset Management Master Fund, which is managed by East Point Asset Management). Additional deferred consideration may be payable to Sun Hung Kai Strategic Capital Limited if certain conditions are met.



The 788,195 fully paid ordinary shares were issued on 28 February 2023, are subject to escrow arrangements and were issued within the 15% annual capacity limit permitted under Listing Rule 7.1, thus not requiring shareholder approval.

If shareholders approve this resolution, the 788,195 fully paid ordinary shares would be deemed to be approved for the purposes of Listing Rule 7.1 and those shares would no longer be treated as having been issued under the Company's 15% placement capacity, which will increase the Company's flexibility to issue equity securities in the future. If shareholders do not approve this resolution, the 788,195 fully paid ordinary shares will remain issued under the Company's 15% placement capacity.

The Board unanimously recommends that shareholders vote in favour of resolution 3.

Resolution 4: Approval and Ratification of Prior Issuance of Securities – Employee Incentive Plan

In order to maximise the Company's 15% placement capacity, the Company wishes to gain shareholder approval and ratification for the issuance of securities pursuant to Listing Rule 7.4.

In August 2022, the Board approved the grant of awards to promote the alignment of employees with shareholders across the business following the merger of Regal Funds Management and VGI Partners under the terms of the Company's existing Employee Incentive Plan, which was disclosed to the market at the time of the Company's admission to the ASX on 21 June 2019. The variable remuneration component of the awards consists of the Deferred Bonus Grant, Integration Grant and the Long-term Incentive Grant (together, the "Incentive Grants"), which were issued for no consideration. A total of 27,285,937 Incentive Grants were issued. The Incentive Grants were issued within the 15% annual capacity limit permitted under Listing Rule 7.1, thus not requiring shareholder approval.

The Incentive Grants were issued on 31 August 2022. The 2023 Deferred Bonus Grants vest on 31 August 2023, and the 2024 Deferred Bonus Grants vest on 31 August 2024. The Integration Grant and the Long-term Incentive Grant vest and convert to fully paid ordinary shares in the Company on the date on which the 1H25 results for Regal Partners are released, subject to the recipients continuing to be employed at that date and there being no formal performance management processes or programs put in place in relation to that recipient. The Long-term Incentive Grant is additionally subject to certain company-specific performance hurdles. Holders of these Incentive Grants have no rights to dividends, no voting rights or rights to participate in corporate actions, such as bonus issues. Generally, if a change of control event occurs prior to vesting, these Incentive Grants will vest based on the extent to which the applicable vesting conditions have been satisfied at the completion of the relevant change of control event, or at such other time as the Board determines. Recipients may also be required to forfeit their rights in certain circumstances (e.g., in the case of fraud, dishonest or gross misconduct or material misstatement).

The Company now wishes to gain shareholder approval and ratification for the prior issuance of 20,949,435 Incentive Grants pursuant to Listing Rule 7.4. These do not include the 6,336,502 Incentive Grants that were issued to Brendan O'Connor and Philip King pursuant to Exception 15 of Listing Rule 7.2 and therefore do not require approval and ratification under Listing Rule 7.1 (refer to resolutions 5 and 6 for separate approvals sought in respect of those Incentive Grants). In addition, it is noted that Incentive Grants issued to employees who have departed the firm may be cancelled, including between the date of this Notice of Meeting and the AGM.

The Board unanimously recommends that shareholders vote in favour of resolution 4.

Resolution 5: Approval and Ratification of Prior Issuance of Securities – Brendan O'Connor

Under Listing Rule 10.14, a company must not permit (amongst other things) a director of that company to acquire equity securities under an equity incentive plan without shareholder approval.

As set out in the explanatory notes for resolution 4, the Board has previously approved and granted Incentive Grants to certain employees. As part of this grant, Brendan O'Connor (who is a director of the Company) received 1,334,000 Incentive Grants on 31 August 2022. However, Listing Rule 10.16 provides an exception for his grant of Incentive Grants, as the Incentive Grants granted to Brendan O'Connor require that the fully paid ordinary shares in the Company that would be granted on satisfaction of the vesting conditions be acquired on-market, unless shareholder approval is obtained to permit the issuance of shares in the Company to him.



Brendan O'Connor has been a director of the Company since 3 June 2022. Brendan O'Connor's total statutory remuneration for the year ended 31 December 2022 (from the completion of the merger on 3 June 2022) is \$1,363,535 (comprising of, amongst other matters, salary and fees, short-term variable payments and share-based payments).

Further details of Brendan O'Connor's remuneration are set out in the 2022 Remuneration Report (as enclosed in the Company's 2022 Annual Report). The material terms and purpose of the Incentive Grants are set out in the explanatory notes for resolution 4. The Incentive Grants were granted for no consideration. Additionally, a summary of the material terms of the Employee Incentive Plan is set out in the Company's 2022 Annual Report.

The Company now wishes to obtain shareholder approval and ratification of the prior issuance of these Incentive Grants under the Employee Incentive Plan pursuant to Listing Rule 10.14. If shareholders approve this resolution and the Incentive Grants issued to Brendan O'Connor vest, the Board will have the ability (in its sole discretion) to satisfy the grant via the issuance of new fully paid ordinary shares in the Company, in addition to on-market acquisitions. This provides greater flexibility with respect to the use of the Company's cash reserves to satisfy the Incentive Grants.

If approved, details of any Incentive Grants (or vested shares pursuant to the Incentive Grants) in respect of Brendan O'Connor will be published in the Company's annual report relating to the period in which they were issued, along with a statement that approval for the issuance was obtained under Listing Rule 10.14. Any additional persons covered by Listing Rule 10.14 who become entitled to participate in an issuance of securities under the employee incentive plan after the resolution is approved and who were not named in the notice of meeting will not participate until approval is obtained under this rule.

If shareholder approval is not obtained under Listing Rule 10.14, the vesting of the Incentive Grants issued to Brendan O'Connor will only be satisfied by on-market acquisitions of shares.

The Board (other than Brendan O'Connor) unanimously recommends that shareholders vote in favour of resolution 5.

Resolution 6: Approval and Ratification of Prior Issuance of Securities – Philip King

Under Listing Rule 10.11, a person who is an associate of a person who is a substantial (30%) holder in the Company, is not permitted to be issued securities in the Company without shareholder approval.

As set out in the explanatory notes for resolution 4, the Board has previously approved and granted Incentive Grants to certain employees. As part of this grant, Philip King received 5,002,502 Incentive Grants on 31 August 2022. Philip King is an associate of New Highland Pty Limited, which is a substantial (30%) holder in the Company in its capacities as trustee of the Philip King Family Trust and the King Family Trust. However, Exception 9 in Listing Rule 10.12 provides an exception for Philip King's grant, as the Incentive Grants granted to Philip King require that the fully paid ordinary shares in the Company that would be granted to him on satisfaction of the vesting conditions are to be acquired on-market or cash settled at the Board's sole discretion, unless shareholder approval is obtained to permit the issuance of shares in the Company to him.

The material terms and purpose of the Incentive Grants are set out in the explanatory notes for resolution 4. The Incentive Grants were granted for no consideration. Additionally, a summary of the material terms of the Employee Incentive Plan is set out in the Company's 2022 Annual Report. The Company proposes to, subject to shareholder approval, amend the terms of the grant to Philip King to allow for the vesting of those Incentive Grants to be settled via the issuance of new fully paid ordinary shares in the Company (and the Incentive Grants will then be treated as equity securities for the purposes of the Listing Rules).

As such, the Company now wishes to obtain shareholder approval under Listing Rule 10.11 to permit the proposed amendments to the Incentive Grants issued to Philip King. If approved by shareholders, the Board will have the ability (in its sole discretion) to satisfy the vesting of the Incentive Grants via the issuance of new fully paid ordinary shares in the Company, in addition to on-market acquisitions or cash settlement. This provides greater flexibility with respect to the use of the Company's cash reserves to satisfy the Incentive Grants.

If shareholder approval is not obtained under Listing Rule 10.11, the vesting of the Incentive Grants issued to Philip King will only be satisfied by on-market acquisitions of shares or cash settlement.

The Board unanimously recommends that shareholders vote in favour of resolution 6.



MEETING INFORMATION

Attending the Meeting in Person

Shareholders and proxyholders can participate in the AGM in person at The Barnet Long Room, Customs House, 31 Alfred Street Sydney NSW 2000. The AGM will start at 10.00am (Sydney time), with the registration desk open from 9.00am (Sydney time). To assist with registration on the day, please bring your proxy form with you (or a copy of it, if you have submitted your proxy form in advance of the meeting). If possible, please also RSVP beforehand by emailing our Head of Corporate Affairs, Ms. Ingrid Groer, at investorrelations@regalpartners.com or phone 1800 571 917 (inside Australia) or +61 2 8197 4350 (outside Australia). Please do not attend the AGM if you feel unwell or have been in close contact with someone who may have been exposed to COVID-19. If it becomes necessary to make alternative arrangements with respect to any aspect of our AGM (for health and safety reasons or otherwise), we will advise you through the Regal Partners website and by making an announcement to the ASX.

Attending the Meeting Online

Shareholders and proxyholders can participate in the AGM online at <https://web.lumiagm.com/390-446-150>. The meeting ID is 390-446-150. If you use your personal Voting Access Code ("VAC") to login, you will be able to view a live webcast of the AGM, ask questions online and submit your votes in real time. Please note, if you voted online prior to the AGM, the vote during the AGM will override your previous vote. If you received a personalised AGM email or a hardcopy personalised proxy form, your VAC can be found in that email or personalised proxy form. Your VAC can otherwise be found on your personalised proxy form in InvestorServe. If you choose not to login with your personal VAC, or you are not a Regal shareholder or proxyholder, you can view the live webcast (as a guest) but not submit questions online or vote in real time. For further instructions on how to participate online, please view the Virtual/Teleconference AGM Guide, which is enclosed and also available on the Regal Partners website.

Voting Information

Pursuant to clause 40.2(c) of the Company's constitution, the chairman intends to put all resolutions set out in this Notice of Meeting to a poll. Upon a poll, every Company shareholder who is present in person or by proxy, representative or attorney will have one vote for each share held by that shareholder. Results of the voting on the resolutions will be announced to the ASX as soon as practicable after the AGM is closed.

Determination of Entitlement to Attend and Vote

For the purposes of determining an entitlement to vote at the AGM, Regal shares will be taken to be held by the persons who are registered as Regal shareholders at 7.00pm (Sydney time) on Friday, 19 May 2023.

Proxies and Attorneys

A shareholder entitled to attend and vote at the AGM is entitled to appoint a proxy. If a shareholder is entitled to cast two or more votes, the shareholder may appoint two proxies and may specify the proportion or number of votes each proxy is appointed to exercise. A proxy does not need to be a Regal shareholder. If no proportion or number of votes is specified, each proxy may exercise half of the shareholder's votes. An instrument appointing a proxy must be signed by the Regal shareholder appointing the proxy, or by that shareholder's attorney duly authorised in writing or, if the shareholder is a corporation, in accordance with the Corporations Act and the Company's constitution. A proxy has the same rights as a shareholder to speak at the AGM, to vote (but only to the extent allowed by the appointment) and to join in a demand for a poll.



Where a shareholder appoints an attorney to act on his/her behalf at the AGM or a proxy form is signed under power of attorney, such appointment must be made by a duly executed power of attorney. The power of attorney (or a certified copy) must be given to Boardroom, the Company's share registry, by no later than 10.00am (Sydney time) on Sunday, 21 May 2023, unless it has previously been provided. Where more than one joint holder votes, the vote of the holder whose name appears first in the register of Regal shareholders shall be accepted to the exclusion of the others. The Company encourages all shareholders who submit proxies to direct their proxy to vote for or against, or to abstain from voting, on each resolution.

The chairman of the AGM intends to vote all undirected proxies in favour of all the resolutions set out in the Notice of Meeting.

If a Regal shareholder appoints the AGM chairman as their proxy, expressly or by default, and they do not direct the chairman on how to vote on a resolution by completing and returning the proxy form, they will be expressly authorising the chairman to exercise the proxy and vote as the chairman has indicated (in favour of all resolutions set out in the Notice of Meeting). An instrument appointing a proxy must be lodged as follows by no later than 10.00am (Sydney time) on Sunday, 21 May 2023 in order to be effective:

- online at www.votingonline.com.au/rplagm2023
- by mail, addressed to Regal Partners Limited, C/- Boardroom Pty Limited, GPO Box 3993, Sydney NSW 2001;
- by fax to the Company's share registry, Boardroom, at +61 2 9290 9655; or
- by hand at Boardroom Pty Limited, Level 8, 210 George Street, Sydney NSW 2000.

Corporate Representatives

A body corporate which is a shareholder or which has been appointed as a proxy or attorney may appoint an individual to act as its representative at the AGM. The appointment must comply with the requirements of section 250D of the Corporations Act. The representative must provide Boardroom with evidence of his or her appointment by no later than 10.00am (Sydney time) on Sunday, 21 May 2023, including any authority under which it is signed, unless it has previously been provided to and been accepted by the share registry. If such evidence is not received prior to the commencement of the AGM, then the individual will not be permitted to act as the shareholder's representative or representative of the shareholder's proxy.

Questions from Shareholders

You may ask questions at the AGM about any of the resolutions being considered at the AGM or general questions about Regal's management or performance. You may also ask questions of the Company's auditor about the content of the Auditor's Report or the conduct of the audit. Shareholders and proxyholders will be given an opportunity to ask questions at the AGM and in real time via the online platform or by telephone. To ensure all shareholders are given a reasonable opportunity to participate, shareholders will be limited to asking two questions per item of business, or one question and one follow-up comment. The chairman retains ultimate discretion to ensure equitable participation by all shareholders. The Company will endeavour to answer as many of the more frequently raised relevant questions as possible during the course of the AGM. However, there may not be sufficient time available at the AGM to address all of the questions raised. Please note that individual responses will not be sent to shareholders. In addition, you may submit written questions prior to the AGM. If you would like to do so, please email your question to our Head of Corporate Affairs, Ms. Ingrid Groer, at investorrelations@regalpartners.com. To allow time to collate questions and prepare answers, please submit any questions by 5.00pm (Sydney time) on Tuesday, 16 May 2023.



Listening and Asking Questions by Telephone

For shareholders and proxyholders who do not attend in person but would like to ask questions over the telephone, please join the AGM by calling 1800 434 182 (within Australia) or +61 2 8000 4164 (outside Australia). Shareholders should provide their personal VAC, their name and the name to which their holding is registered to the call centre operator. Once registered with the call centre, shareholders will be able to listen to the AGM proceedings over the telephone. Telephone participants will be notified when it is time to register questions for each item of business and when it is their turn to ask a question. It will not be possible to vote by telephone. If you received a personalised AGM email or a hardcopy personalised proxy form, your VAC can be found in that email or personalised proxy form. Your VAC can otherwise be found on your personalised proxy form in InvestorServe. If you choose not to provide your personal VAC or are not a Regal shareholder or proxyholder, you can still join the AGM as a guest. This will be a listen-only facility for guests, so you will not be able to ask questions or vote. For further instructions on how to participate by telephone, please view the Virtual/ Teleconference AGM Guide (enclosed and also available on the Regal Partners website).

Request for Hard Copy by Post

This Notice of Meeting, including this Explanatory Memorandum, is available for viewing and download on the Regal Partners website. For shareholders who would prefer to obtain a hard copy of this document by post, please call the shareholder information line on 1300 737 760 (within Australia) or +61 2 9290 9600 (outside Australia) or email the Company's share registry at enquiries@boardroomlimited.com.au.

All Correspondence to:

- ✉ **By Mail** Boardroom Pty Limited
GPO Box 3993
Sydney NSW 2001 Australia
- 📠 **By Fax:** +61 2 9290 9655
- 💻 **Online:** www.boardroomlimited.com.au
- ☎ **By Phone:** (within Australia) 1300 737 760
(outside Australia) +61 2 9290 9600

YOUR VOTE IS IMPORTANT

For your vote to be effective, it must be recorded **before 10:00am (Sydney time) on Sunday, 21 May 2023.**

TO VOTE ONLINE

STEP 1: VISIT <https://www.votingonline.com.au/rplagm2023>

STEP 2: Enter your Postcode OR Country of Residence (if outside Australia)

STEP 3: Enter your Voting Access Code (VAC):

BY SMARTPHONE



Scan QR Code using smartphone
QR Reader App

TO VOTE BY COMPLETING THE PROXY FORM

STEP 1 APPOINTMENT OF PROXY

Indicate who you want to appoint as your Proxy.

If you wish to appoint the Chair of the Meeting as your proxy, mark the box. If you wish to appoint someone other than the Chair of the Meeting as your proxy, please write the full name of that individual or body corporate. If you leave this section blank, or your named proxy does not attend the meeting, the Chair of the Meeting will be your proxy. A proxy need not be a securityholder of the company. Do not write the name of the issuer company or the registered securityholder in the space.

Appointment of a Second Proxy

You are entitled to appoint up to two proxies to attend the meeting and vote. If you wish to appoint a second proxy, an additional Proxy Form may be obtained by contacting the company's securities registry or you may copy this form.

To appoint a second proxy you must:

- (a) complete two Proxy Forms. On each Proxy Form state the percentage of your voting rights or the number of securities applicable to that form. If the appointments do not specify the percentage or number of votes that each proxy may exercise, each proxy may exercise half your votes. Fractions of votes will be disregarded; and
- (b) return both forms together in the same envelope.

STEP 2 VOTING DIRECTIONS TO YOUR PROXY

To direct your proxy how to vote, mark one of the boxes opposite each item of business. All your securities will be voted in accordance with such a direction unless you indicate only a portion of securities are to be voted on any item by inserting the percentage or number that you wish to vote in the appropriate box or boxes. If you do not mark any of the boxes on a given item, your proxy may vote as he or she chooses. If you mark more than one box on an item for all your securities, your vote on that item will be invalid.

Proxy which is a Body Corporate

Where a body corporate is appointed as your proxy, the representative of that body corporate attending the meeting must have provided an "Appointment of Corporate Representative" prior to admission. An Appointment of Corporate Representative form can be obtained from the company's securities registry.

STEP 3 SIGN THE FORM

The form **must** be signed as follows:

Individual: This form is to be signed by the securityholder.

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

Power of Attorney: to sign under a Power of Attorney, you must have already lodged it with the registry. Alternatively, attach a certified photocopy of the Power of Attorney to this form when you return it.

Companies: this form must be signed by a Director jointly with either another Director or a Company Secretary. Where the company has a Sole Director who is also the Sole Company Secretary, this form should be signed by that person. **Please indicate the office held by the person signing in the appropriate place.**

STEP 4 LODGEMENT

Proxy forms (and any Power of Attorney under which they are signed) must be received no later than 48 hours before the commencement of the meeting, therefore by **10:00am (Sydney time) on Sunday, 21 May 2023.** Any Proxy Form received after that time will not be valid for the meeting.

Proxy forms may be lodged using the enclosed Reply Paid Envelope or:

- 💻 **Online** <https://www.votingonline.com.au/rplagm2023>
- 📠 **By Fax** + 61 2 9290 9655
- ✉ **By Mail** Boardroom Pty Limited
GPO Box 3993
Sydney NSW 2001 Australia
- 👤 **In Person** Boardroom Pty Limited
Level 8, 210 George Street
Sydney NSW 2000 Australia

Attending the Meeting

If you wish to attend the meeting, please bring this form with you to assist registration.

Regal Partners Limited

ABN 33 129 188 450

☐

Your Address

This is your address as it appears on the company's share register. If this is incorrect, please mark the box with an "X" and make the correction in the space to the left. Securityholders sponsored by a broker should advise their broker of any changes.

Please note, you cannot change the ownership of your securities using this form.

PROXY FORM

STEP 1 APPOINT A PROXY

I/We being a member/s of **Regal Partners Limited** and entitled to attend and vote, hereby appoint:

☐

the **Chair of the Meeting** (mark box)

OR if you are **NOT** appointing the Chair of the Meeting as your proxy, please write the name of the person or body corporate (excluding the registered securityholder) you are appointing as your proxy below

or failing the individual or body corporate named, or if no individual or body corporate is named, the Chair of the Meeting as my/our proxy at the Annual General Meeting of the Company to be held as a hybrid meeting both **virtually at <https://web.lumiagm.com/390-446-150>** and **in person at The Barnet Long Room, Customs House, 31 Alfred Street, Sydney NSW 2000 on Tuesday, 23 May 2023 at 10:00am (Sydney time)** and at any adjournment of that meeting to act on my/our behalf and to vote in accordance with the following directions or if no directions have been given, as the proxy sees fit.

Chair of the Meeting authorised to exercise undirected proxies on remuneration-related matters: If I/we have appointed the Chair of the Meeting as my/our proxy or the Chair of the Meeting becomes my/our proxy by default and I/we have not directed my/our proxy how to vote in respect of Resolutions 1, 4 and 5, I/we expressly authorise the Chair of the Meeting to exercise my/our proxy in respect of these Items even though Resolutions 1, 4 and 5 are connected with the remuneration of a member of the key management personnel for the Company.

The Chair of the Meeting will vote all undirected proxies in favour of all Items of business (including Resolutions 1, 4 and 5). If you wish to appoint the Chair of the Meeting as your proxy with a direction to vote against, or to abstain from voting on an item, you must provide a direction by marking the 'Against' or 'Abstain' box opposite that resolution.

STEP 2 VOTING DIRECTIONS

* If you mark the Abstain box for a particular item, you are directing your proxy not to vote on your behalf on a show of hands or on a poll and your vote will not be counted in calculating the required majority if a poll is called.

		For	Against	Abstain*
Resolution 1	Adoption of the Regal 2022 Remuneration Report	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Resolution 2	Re-election of Mr. Ian Gibson as Director	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Resolution 3	Approval and Ratification of Prior Issuance of Securities – Acquisition of East Point Asset Management	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Resolution 4	Approval and Ratification of Prior Issuance of Securities – Employee Incentive Plan	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Resolution 5	Approval and Ratification of Prior Issuance of Securities – Brendan O'Connor	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Resolution 6	Approval and Ratification of Prior Issuance of Securities – Philip King	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

STEP 3 SIGNATURE OF SECURITYHOLDERS

This form must be signed to enable your directions to be implemented.

Individual or Securityholder 1

Sole Director and Sole Company Secretary

Securityholder 2

Director

Securityholder 3

Director / Company Secretary

Contact Name.....

Contact Daytime Telephone.....

Date / / 2023

2023 ANNUAL GENERAL MEETING - REGAL PARTNERS LIMITED

Virtual / Teleconference AGM Guide

Regal Partners Limited will hold its 2023 Annual General Meeting (AGM) at 10.00am (Sydney time) on Tuesday, 23 May 2023 at The Barnet Long Room, Customs House, 31 Alfred Street, Sydney NSW 2000 and online at <https://web.lumiagm.com/390-446-150>. A phone facility will also be provided for the AGM, details of which are set out below.

This guide provides information for online attendees and phone participants.

SHAREHOLDERS AND APPOINTED PROXYHOLDERS

Shareholders and appointed proxyholders:

- May join and participate in the AGM by logging into the webcast at <https://web.lumiagm.com/390-446-150> with their username and password (postcode or country code). During the AGM, registered shareholders and proxyholders may:
 - Vote online via Lumi. If the shareholder or proxyholder voted online prior to the AGM, the vote during the AGM will override the pre-AGM vote; and
 - Submit questions online;
- May prefer to ask questions by phone at **1800 434 182** (within Australia) or **+61 2 8000 4164** (outside Australia). Shareholders should provide their personal Voting Access Code (VAC), their name and the name of the holding to the call centre operator. Once registered with the call centre, a shareholder will be able to listen to the AGM proceedings over the phone. Phone participants will be notified when it is time to register questions for each item of business and when it is their turn to ask a question. It will not be possible to vote by phone; or
- May view the webcast by registering as a guest, in which case they will not be able to vote or ask questions.

GUESTS AND NON-SHAREHOLDERS

Guests and non-shareholders:

- May view the webcast at <https://web.lumiagm.com/390-446-150> and register as a guest. Guests will not be able to vote or ask questions; or
- May listen by phone. Guests should call **1800 434 182** (within Australia) or **+61 2 8000 4164** (outside Australia) and provide their name to the operator. Guests will be on a muted line and it will not be possible for them to vote by phone.

VOTING ACCESS CODE (VAC)

Shareholders who wish to attend online (to vote and/or ask questions), or wish to use the phone to ask questions, will require their VAC. The VAC can be found in the personalised AGM email or personalised proxy form sent on 21 April 2023 to shareholders. The VAC is also set out in the personalised proxy form that is available via the shareholder's InvestorServe account under Statements & Advices.

If you cannot locate your VAC, please contact Boardroom Pty Ltd on **1300 737 760** (within Australia) or **+61 2 9290 9600** (outside Australia) between 8.30am to 5.30pm (Sydney time) Monday to Friday or enquiries@boardroomlimited.com.au. You will need to provide your account name, registered address and SRN/HIN or Boardroom Reference Number (which starts with "S" and can be found on personalised communications such as dividend statements). If you require your SRN/HIN and cannot locate it, please contact Boardroom well in advance of the meeting so that it can be posted to your registered address. For security reasons, your SRN/HIN cannot be provided by Boardroom by email or phone. You may also be able to obtain your HIN from your broker.

Please refer to the following instructions for more information on using the online and phone facilities.

STEP-BY-STEP INSTRUCTIONS FOR LUMI/ONLINE AND PHONE

Online registration will open at 9.00am (Sydney time) on Tuesday, 23 May 2023 (one hour before the AGM).

To participate in the AGM, please visit <https://web.lumiagm.com/390-446-150> via a web browser on a PC, tablet or smartphone (using the latest version of Chrome, Safari, Edge or Firefox).

To log into the portal, you will need the following information:

MEETING ID: 390-446-150

Shareholder (if Australian registered address)

Username (Voting Access Code) and **Password** (postcode of your Australian registered address). The Voting Access Code can be found in the personalised AGM email or personalised proxy form sent on 21 April 2023, or on your personalised proxy form in InvestorServe.

Shareholder (if overseas resident)

Username (Voting Access Code) and **Password** (three character country code e.g. New Zealand – NZL)

A full list of country codes can be found at the end of this guide.

Appointed Proxy

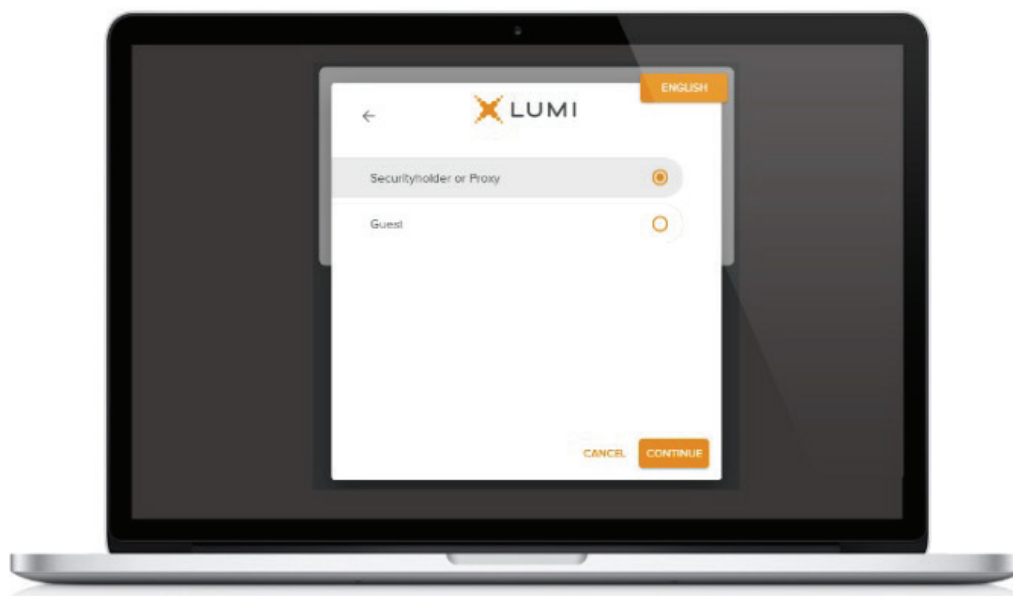
To receive your Username and Password, please contact our share registry, Boardroom Pty Ltd on **1300 737 760** (within Australia) or **+61 2 9290 9600** (outside Australia) between 8.30am to 5.30pm (Sydney time), Monday to Friday or email proxy@boardroomlimited.com.au. Usernames and passwords for proxyholders will become available on Monday, 22 May 2023 (the business day prior to the AGM).

Guest

Name and email address

To join the meeting, enter the unique 9 digit meeting ID (390-446-150) and select "Join". To proceed to registration, you will be asked to read and accept the terms and conditions.

On the next page, please select whether to join as a "Securityholder or proxy" or "Guest" and then click "Continue".



If you are a **Shareholder**, enter your Username (Voting Access Code) and Password (postcode or country code). If you are a **Proxyholder**, you will need to enter the unique Username and Password provided by Boardroom. Select "Login".

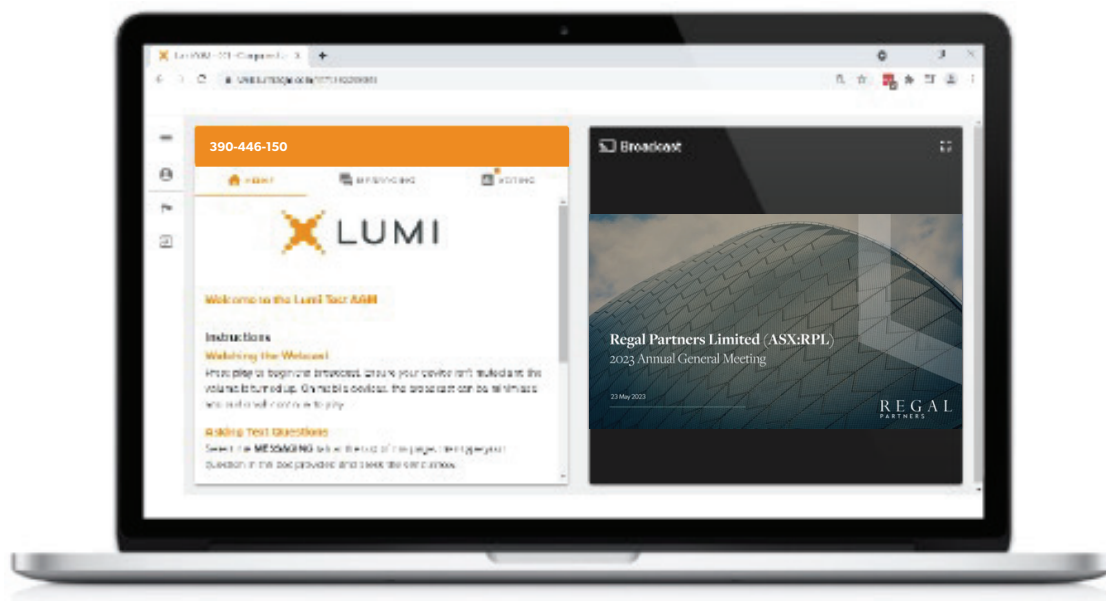
The login screen features the LUMI logo at the top. Below it are two input fields: "Voting Access Code (VAC)" and "Postcode or Country Code". A large orange "LOGIN" button is centered below the fields. At the bottom, there is a link that says "Having trouble logging in...?" with a downward arrow.


If you are not a **Shareholder or Proxyholder**, and have selected "Guest", you will be asked to enter your name and email details, then select "Continue". Please note, guests are not able to vote or ask questions at the meeting.

The login screen for guests features the LUMI logo at the top. Below it are three input fields: "First Name", "Last Name", and "Email". At the bottom right, there are two buttons: "CANCEL" and "CONTINUE".

NAVIGATING

Once you have registered, you will be taken to the **homepage**  which displays your name and meeting information. Icons will be displayed in different areas depending on the device being used.





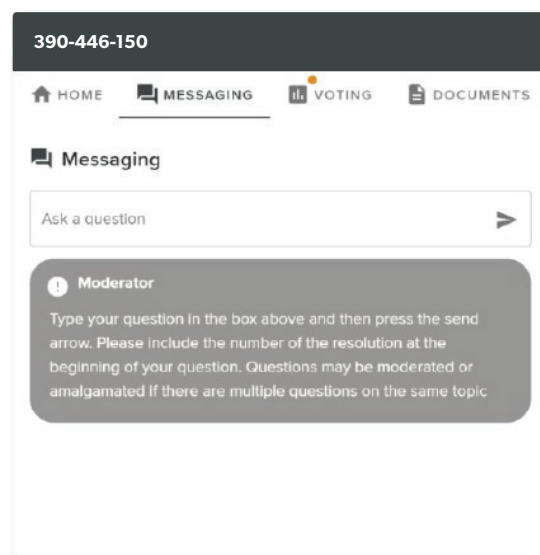
To activate the webcast, please click on the **Broadcast** button on the screen. You may have to click the play button in the window to initiate the broadcast. Once you select to view the webcast, it can take up to approximately 30 seconds for the live feed to appear on some devices. During the meeting, mobile users can minimise or maximise the webcast at any time by selecting the arrow by the **Broadcast** button. Computer users can watch the webcast in "full screen" mode by selecting the full screen icon .

NOTE: We recommend once you have logged in, you keep your browser open for the duration of the meeting. If you close your browser, you will be asked to repeat the login process.

TO ASK A QUESTION (FOR SHAREHOLDERS AND APPOINTED PROXYHOLDERS ONLY)

Asking a Question Online

1. Select the messaging/question icon .
2. Please type the resolution number first (if relevant) and then the question.
3. Select the send icon .
4. You will receive confirmation that your question has been received.




Asking a Question By Phone

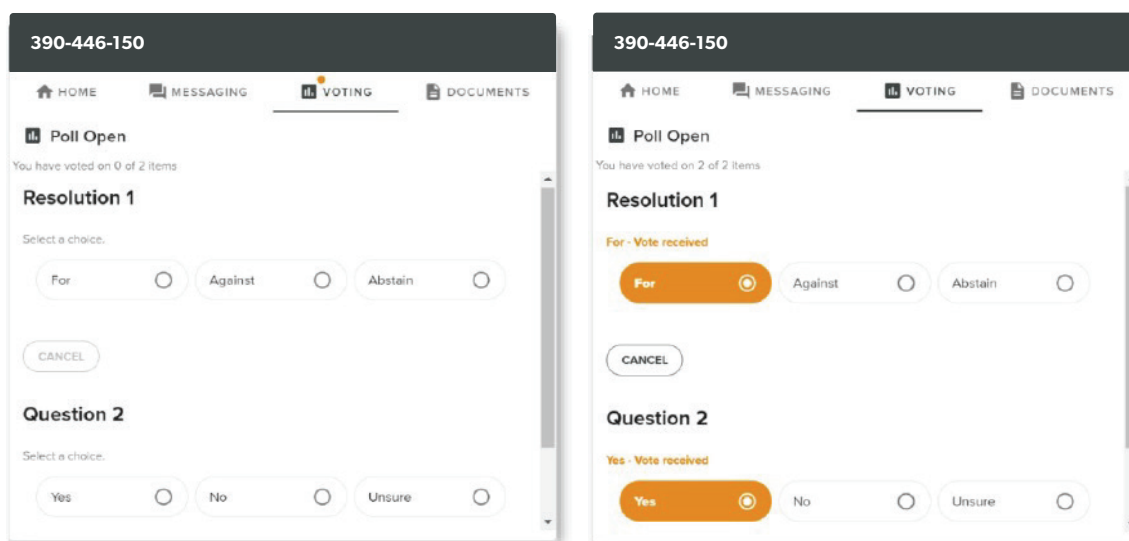
1. Please call **1800 434 182** (within Australia) or **+61 2 8000 4164** (outside Australia). You will be asked for your "Voting Access Code", your name, and the name to which your holding is registered. If you are also logged into the online Lumi platform, please mute your webcast while on the phone.
2. You will be in a waiting room if you join before the AGM begins. At the start of the AGM, you will be admitted to the meeting and can listen to the proceedings. When it is time for questions for each item of business, please press *1 to join the question queue for that item. When it is your turn, you will be introduced to the meeting, your line will be unmuted and you may start speaking. Your line will be muted again once your question is answered. To register a second question for that item of business, or to make a follow-up comment, please press *1 again.
3. If you would like to cancel your question, please press *2. If you need assistance from the operator, please press *0.
4. Please note that you will not be able to vote by phone.

The Chairman will give all shareholders a reasonable opportunity to ask questions and will endeavour to answer all questions at the meeting. Questions that are similar may be grouped together and answered as one question.

To ensure all shareholders are given a reasonable opportunity to participate, shareholders may be limited to asking two questions per item of business, or one question and one follow-up comment. The Chairman retains ultimate discretion to ensure equitable participation by all shareholders.

TO VOTE (FOR SHAREHOLDERS AND APPOINTED PROXYHOLDERS ONLY)

1. When the Chairman declares a poll open, the resolutions and voting choices will appear under the voting icon .
2. Press the option corresponding with the way in which you wish to vote.
3. Once the option has been selected, the vote will be highlighted.
4. If you change your mind and wish to change your vote, simply press the new vote or cancel your vote at any time before the Chairman closes the poll.
5. The number of items you have voted upon (and the total to be voted) will be shown at the top of the screen. There is no need to press a "submit" or "send" button. Your vote is automatically counted.
6. Please note that on some devices the webcast may need to be minimised to vote. This can be done by selecting the arrow in the Broadcast bar. Audio will still be available during this time. To return to the webcast after voting, please select the arrow again.



Upon conclusion of the meeting, the home screen will be updated to state that the meeting has closed.

Need help? If you require any help using this system prior to or during the meeting, please call 1300 737 760 (within Australia) or +61 2 9290 9600 (outside Australia) so that the share registry (Boardroom Pty Ltd) can assist you.

COUNTRY CODES

For overseas shareholders, select your country code from the list below and enter it into the password field.

ABW	Aruba	COD	Democratic Republic of Congo	GUM	Guam
AFG	Afghanistan	COK	Cook Islands	GUY	Guyana
AGO	Angola	COL	Colombia	HKG	Hong Kong
AIA	Anguilla	COM	Comoros	HMD	Heard & McDonald Islands
ALA	Aland Islands	CPV	Cape Verde	HND	Honduras
ALB	Albania	CRI	Costa Rica	HRV	Croatia
AND	Andorra	CUB	Cuba	HTI	Haiti
ANT	Netherlands Antilles	CXR	Christmas Island	HUN	Hungary
ARE	United Arab Emirates	CYM	Cayman Islands	IDN	Indonesia
ARG	Argentina	CYP	Cyprus	IMN	Isle Of Man
ARM	Armenia	CZE	Czech Republic	IND	India
ASM	American Samoa	DEU	Germany	IOT	British Indian Ocean Territory
ATA	Antarctica	DJI	Djibouti	IRL	Ireland
ATF	French Southern	DMA	Dominica	IRN	Iran Islamic Republic of
ATG	Antigua & Barbuda	DNK	Denmark	IRQ	Iraq
AUS	Australia	DOM	Dominican Republic	ISL	Iceland
AUT	Austria	DZA	Algeria	ISM	Isle of Man
AZE	Azerbaijan	ECU	Ecuador	ISR	Israel
BDI	Burundi	EGY	Egypt	ITA	Italy
BEL	Belgium	ERI	Eritrea	JAM	Jamaica
BEN	Benin	ESH	Western Sahara	JEY	Jersey
BFA	Burkina Faso	ESP	Spain	JOR	Jordan
BGD	Bangladesh	EST	Estonia	JPN	Japan
BGR	Bulgaria	ETH	Ethiopia	KAZ	Kazakhstan
BHR	Bahrain	FIN	Finland	KEN	Kenya
BHS	Bahamas	FJI	Fiji	KGZ	Kyrgyzstan
BIH	Bosnia & Herzegovina	FLK	Falkland Islands (Malvinas)	KHM	Cambodia
BLM	St Barthelemy	FRA	France	KIR	Kiribati
BLR	Belarus	FRO	Faroe Islands	KNA	St Kitts And Nevis
BLZ	Belize	FSM	Micronesia	KOR	Korea Republic of
BMU	Bermuda	GAB	Gabon	KWT	Kuwait
BOL	Bolivia	GBR	United Kingdom	LAO	Laos
BRA	Brazil	GEO	Georgia	LBN	Lebanon
BRB	Barbados	GGY	Guernsey	LBR	Liberia
BRN	Brunei Darussalam	GHA	Ghana	LBY	Libyan Arab Jamahiriya
BTN	Bhutan	GIB	Gibraltar	LCA	St Lucia
BUR	Burma	GIN	Guinea	LIE	Liechtenstein
BVT	Bouvet Island	GLP	Guadeloupe	LKA	Sri Lanka
BWA	Botswana	GMB	Gambia	LSO	Lesotho
CAF	Central African Republic	GNB	Guinea-Bissau	LTU	Lithuania
CAN	Canada	GNQ	Equatorial Guinea	LUX	Luxembourg
CCK	Cocos (Keeling) Islands	GRC	Greece	LVA	Latvia
CHE	Switzerland	GRD	Grenada	MAC	Macao
CHL	Chile	GRL	Greenland	MAF	St Martin
CHN	China	GTM	Guatemala	MAR	Morocco
CIV	Cote D'ivoire	GUF	French Guiana	MCO	Monaco
CMR	Cameroon				

MDA	Republic Of Moldova	REU	Reunion	VNM	Vietnam
MDG	Madagascar	ROU	Romania	VUT	Vanuatu
MDV	Maldives	RUS	Russian Federation	WLF	Wallis & Futuna
MEX	Mexico	RWA	Rwanda	WSM	Samoa
MHL	Marshall Islands	SAU	Saudi Arabia Kingdom Of	YEM	Yemen
MKD	Macedonia Yugoslav Rep	SCG	Serbia & Outlying	YMD	Yemen Democratic
MLI	Mali	SDN	Sudan	YUG	Yugoslavia Socialist Fed Rep
MLT	Mauritania	SEN	Senegal	ZAF	South Africa
MMR	Myanmar	SGP	Singapore	ZAR	Zaire
MNE	Montenegro	SGS	Sth Georgia & Sth Sandwich Isl	ZMB	Zambia
MNG	Mongolia	SHN	St Helena	ZWE	Zimbabwe
MNP	Northern Mariana Islands	SJM	Svalbard & Jan Mayen		
MOZ	Mozambique	SLB	Solomon Islands		
MRT	Mauritania	SLE	Sierra Leone		
MSR	Montserrat	SLV	El Salvador		
MTQ	Martinique	SMR	San Marino		
MUS	Mauritius	SOM	Somalia		
MWI	Malawi	SPM	St Pierre And Miquelon		
MYS	Malaysia	SRB	Serbia		
MYT	Mayotte	STP	Sao Tome And Principe		
NAM	Namibia	SUR	Suriname		
NCL	New Caledonia	SVK	Slovakia		
NER	Niger	SVN	Slovenia		
NFK	Norfolk Island	SWE	Sweden		
NGA	Nigeria	SWZ	Swaziland		
NIC	Nicaragua	SYC	Seychelles		
NIU	Niue	SYR	Syrian Arab Republic		
NLD	Netherlands	TCA	Turks & Caicos Islands		
NOR	Norway	TCD	Chad		
NPL	Nepal	TGO	Togo		
NRU	Nauru	THA	Thailand		
NZL	New Zealand	TJK	Tajikistan		
OMN	Oman	TKL	Tokelau		
PAK	Pakistan	TKM	Turkmenistan		
PAN	Panama	TLS	Timor-Leste		
PCN	Pitcairn Islands	TMP	East Timor		
PER	Peru	TON	Tonga		
PHL	Philippines	TTO	Trinidad & Tobago		
PLW	Palau	TUN	Tunisia		
PNG	Papua New Guinea	TUR	Turkey		
POL	Poland	TUV	Tuvalu		
PRI	Puerto Rico	TWN	Taiwan		
PRK	Korea Dem Peoples Republic of	TZA	Tanzania United Republic of		
PRT	Portugal	UGA	Uganda		
PRY	Paraguay	UKR	Ukraine		
PSE	Palestinian Occupied Territory	UMI	United States Minor		
PYF	French Polynesia	URY	Uruguay		
QAT	Qatar	USA	United States of America		
		UZB	Uzbekistan		