



## **Proxy instructions**

### **What happens if you do not follow these instructions?**

1. If you do not follow these instructions, any instrument you make appointing a proxy may be invalid.

### **Eligible members**

2. If you are a member entitled to attend and vote at this meeting of the Company, you may appoint a proxy or proxies to vote on your behalf.
3. A proxy need not be a member of the Company.

### **If you complete a proxy form, can you still attend and vote at the meeting?**

4. Completion of a proxy form does not preclude a member from subsequently attending and voting at the meeting in person if he or she so wishes.

### **Multiple proxies**

5. If you are a member entitled to cast two or more votes at the meeting, you may appoint two or more proxies and may specify the proportion of votes each proxy is appointed to exercise. If no proportion or number is specified, only the first form received by the Company will be accepted or, if all forms are received at the same time, the chairperson of the meeting may decide at his sole discretion which form to accept.

### **Joint shareholders**

6. In the case of jointly held shares, if more than one joint holder purports to appoint a proxy, only the appointment submitted by the most senior holder will be accepted. For this purpose, seniority will be determined by the order in which the names of the joint holders appear in the register of members (the first-named being the most senior).

### **How to appoint a proxy**

7. If you are an eligible member and a natural person, the appointment of your proxy must be in writing and signed by you or your authorised attorney.
8. If you are an eligible member and a corporation, the appointment of your proxy must be in writing and executed in any of the following ways: (i) under the corporation's common seal; (ii) not under the corporation's common seal but otherwise in accordance with its articles of association or constitution; or (iii) under the hand of the corporation's authorised attorney.
9. Despite paragraphs 7 and 8, the Company will accept an electronic record of your proxy if:
  - (a) the original is in writing and signed in one of the ways referred to in those paragraphs; and
  - (b) the Company permits receipt of electronic records by giving an electronic address for that purpose.

### **Delivery of proxy form to Company**

10. For an appointment of a proxy to be effective, the following documents must be received by the Company at least 48 hours\* before the time for the holding of the meeting or adjourned meeting at which the proxy proposes to vote:
  - (a) the proxy form;
  - (b) if the proxy form is executed by a corporation otherwise than under its common seal – an extract of its articles of association or constitution that evidences that it may be duly executed in that way; and
  - (c) if the proxy form is signed by your attorney – the authority under which it was signed or a certified copy of the authority.

\*In calculating the period of time mentioned in this paragraph 10, no account shall be taken of any part of a day that is not a "working day", a "working day" being a weekday only and not a Saturday, Sunday or public holiday.

11. Those documents may be delivered in either of the following ways:
  - (a) In the case of hard-copy documents – they must be left at or sent by post to the Company's registered office or the other place, if any, specified by the Company for the purpose of the meeting.
  - (b) In the case of documents comprised in an electronic record – they must be sent to an address specified by the Company for the purpose of receiving electronic records.
12. If a poll is to take place within 48 hours after it has been demanded then, in addition to the ways specified in the preceding paragraph, the documents may be delivered to the chairperson or to the Company secretary or to any director at the meeting at which the poll was demanded.