

31 January 2022

Scheme Meeting: Chair's Address and Presentation

iCar Asia Limited (ASX:ICQ) ("iCar") refers to the proposed acquisition of iCar by Carsome Group Pte Ltd by way of a scheme of arrangement, as announced on 18 October 2021 ("Scheme").

In accordance with ASX Listing Rule 3.13.3, attached to this announcement are the following documents to be presented at iCar's scheme meeting in relation to the Scheme ("Scheme Meeting") commencing at 2:00pm (Sydney time) today:

1. Chair's address; and
2. Scheme Meeting presentation slides.

iCar shareholders may participate in the Scheme Meeting via the online platform at <https://web.lumiagm.com/399-348-405>.

The voting results of the Scheme Meeting will be communicated to the ASX after the conclusion of the Scheme Meeting.

This announcement has been approved by the iCar Independent Board Committee.

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For more information please contact:

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Chair of the Board

iCar Asia Ltd

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iCar Asia Ltd

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About iCar Asia Limited (www.icarasia.com)

Listed on the Australia Securities Exchange, iCar Asia (ASX: ICQ) owns and operates ASEAN's No.1 network of automotive portals.

Headquartered in Kuala Lumpur, Malaysia, the company is focused on developing and operating leading automotive portals in Malaysia, Indonesia and Thailand. iCar Asia is continuously working to capitalise on its market-leading positions, with its online properties currently reaching approximately 10 million car buyers and sellers in the region every month.

iCar Asia Network of websites

- Malaysia: Carlist.my
- Malaysia: LiveLifeDrive.com
- Malaysia: CarlistBid (bid.carlist.my)
- Indonesia: Mobil123.com
- Indonesia: Carmudi.co.id
- Indonesia: Otospirit.com
- Indonesia: Mobil123Bid (bid.mobil123.com)
- Thailand: One2Car.com
- Thailand: Autospinn.com

iCar Asia Limited (ACN 157 710 846)

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Tel: +603.2776.6000 Fax: +603.2776.6020 web: www.icarasia.com



- Thailand: Thaicar.com
- Thailand: [One2CarBid \(bid.one2car.com\)](http://One2CarBid.com)
- Group: [iCarData \(icardata.icarasia.com\)](http://iCarData.com)



Attachment: Chair's address

1 Scheme Meeting 31 January 2022 – Chairman’s script

Welcome and Quorum

Good afternoon everyone. My name is Georg Chmiel. I am the Executive Chairman of iCar Asia Limited and I will be chairing today’s meeting, which is the scheme meeting of the independent shareholders of iCar. Independent shareholders are all shareholders of iCar other than members of the Carsome Group, Catcha Group Pte Ltd (which I will refer to during this meeting as Catcha) and its subsidiary, ICQ Holdings Bhd.

It is now past the scheduled start time for the scheme meeting and our company secretary has informed me that a quorum of independent shareholders is present. Accordingly, I now declare the scheme meeting OPEN.

On behalf of the Independent Board Committee, I welcome you to this scheme meeting, which has been convened pursuant to an order of the Supreme Court of New South Wales made on 8 December 2021. Having regard to the uncertainty and potential health risks associated with large gatherings due to COVID-19, we are convening this meeting virtually.

The purpose of this meeting is for the independent shareholders of iCar to vote on the proposed scheme of arrangement in relation to the acquisition of iCar by Carsome Group Pte. Ltd (which I will refer to during this meeting as Carsome). Carsome is a proprietary company incorporated in Singapore and is Southeast Asia’s largest integrated car e-commerce platform.

If we experience any technical issues during today’s meeting that may result in a significant number of members being unable to reasonably participate, I will adjourn this meeting. If this occurs, we will lodge an ASX release that sets out the details of the reconvened meeting. We would hope that the technical issues could be resolved quickly so that any reconvened meeting would be held later today. Please check the ASX if this happens.

Procedural matters

Voting is now open.

Before commencing the business of our meeting today I would like to outline the procedure for today’s meetings, including how to ask questions and vote. If, at any stage, you have difficulties with the platform, please call our share registry, Boardroom Pty Limited, on 1300 737 760 (if you are within Australia) or +61 2 9290 9600 (if you are outside Australia).

I would like to provide an overview of the online platform you are now viewing. You will see today’s presentation slides on the online platform. If you are on a mobile device, you will need to select the broadcast icon at the bottom of the screen in order to see this. The presentation slides were lodged with the ASX this morning and are available on the ASX website.

How to ask a question

Any independent shareholder or appointed proxy is eligible to ask questions.

If you would like to ask a question you can do so by using the online platform or via telephone. Instructions on how to do this are included in the Scheme Meeting Online User Guide and also now shown on screen.

You may submit your questions using the online platform any time from now. Later in this meeting, we will also invite questions via telephone.

We will address questions submitted towards the end of this meeting.

You are requested to restrict yourself to two questions or comments initially, and further questions will be considered if time permits. Questions and comments may be moderated to avoid repetition and to make them more concise.

How to vote

As outlined in the scheme booklet, voting on the scheme resolution will be conducted by a poll. Independent shareholders or their proxies, attorneys and corporate representatives are entitled to vote on the scheme resolution.

Independent shareholders had the option to appoint a proxy for today's meeting. If you did not do this, you may vote via the online platform during the meeting by selecting the voting tab on the navigation bar. Instructions on how to vote are included in the Scheme Meeting Online User Guide and also now shown on screen.

I will vote all available undirected proxies in favour of the scheme resolution and during the meeting we will display the number of proxy votes received prior to the meeting in relation to the scheme resolution. After the meeting closes, your votes will be counted by our share registry, Boardroom Pty Limited, and the results will be announced to the ASX as soon as possible.

You may vote at any time from now until I close the poll. I will provide a warning before closing the poll.

If you have previously submitted a proxy vote but you vote again via the online platform, your vote via the online platform will override your earlier proxy vote.

Once again, if, at any stage, you have difficulties with the platform, please call our share registry, Boardroom Pty Limited, on 1300 737 760 (if you are within Australia) or +61 2 9290 9600 (if you are outside Australia).

Independent Board Committee and Company Secretary

I would now like to introduce to you my fellow members of the Independent Board Committee:

- Hamish Stone, our Managing Director and Chief Executive Officer;
- Richard Kuo, our independent non-executive director; and
- Peter Everingham, our independent non-executive director.

I would also like to introduce our company secretary, Hasaka Martin, who joins us virtually as well.

Overview of the Scheme

Before moving to our formal business, I would like to say a few words about the proposed scheme of arrangement. Details of the scheme of arrangement are also outlined in detail in the scheme booklet, which was made available to shareholders in accordance with the orders of the Supreme Court of New South Wales.

If the scheme is approved and implemented, Carsome will acquire all of the shares in iCar held by independent shareholders for \$0.53 cash per share. The scheme consideration offered to independent shareholders implies a fully diluted equity value for iCar of approximately \$241 million. It also represents:

- an 87% premium to the 1 month volume weighted average price of \$0.284 per share to 9 July 2021, being the last trading day prior to iCar announcing that it had received a non-binding indicative proposal from Carsome;
- a 78% premium to the 3 month volume weighted average price of \$0.297 per share to 9 July 2021;
- an enterprise value / revenue multiple for the twelve months ending 30 June 2021 of 15.2x; and
- an increase of \$0.03 per share (6%) compared with the non-binding indicative proposal from Autohome announced on 30 October 2020, which was withdrawn on 20 July 2021.

Carsome has declared this to be its best and final offer, as announced on 14 January 2022.

I will now give a description of the transaction history of the scheme. On 30 October 2020, iCar announced the receipt of a non-binding indicative proposal from Autohome. The engagement with Autohome was on a non-exclusive basis. In the period between receipt of the non-binding indicative proposal from Autohome and Autohome's withdrawal of its proposal on 20 July 2021, iCar and its advisers actively explored with a number of parties whether they could propose a superior change of control proposal for iCar. No such proposal emerged until the non-binding indicative proposal from Carsome, which was announced on 13 July 2021.

Following receipt of the non-binding indicative proposal from Carsome, and prior to entering into a process deed with Carsome on 28 July 2021, iCar and its advisers again explored whether alternative parties could propose a superior change of control proposal for iCar. Since receipt of the proposal from Carsome, no superior proposal has emerged and the Independent Board Committee is not aware of any superior proposal that is likely to emerge.

I will also give a brief overview of the joint bid arrangements between Carsome and Catcha. On 13 July 2021, Carsome announced that it had entered into the sale agreement with Catcha and its subsidiary, ICQ Holdings, under which Carsome subsequently acquired an approximate 19.89% interest in iCar from Catcha in exchange for shares in Carsome.

Carsome also announced that it had entered into a joint bid agreement with Catcha, pursuant to which the parties would cooperate in respect of the potential acquisition of iCar and Carsome would, subject to the scheme becoming effective, acquire the remaining iCar shares controlled by Catcha immediately after the implementation of the scheme (or such other time agreed between Carsome and Catcha) in exchange for shares in Carsome.

Accordingly, if the scheme is implemented and the transaction pursuant to the joint bid agreement completes, Carsome will own 100% of iCar.

Reasons to vote for or against the Scheme

The Independent Board Committee has identified a number of reasons why you might choose to vote in favour of the scheme and a number of reasons why you might choose to vote against it. These are set out in detail in the scheme booklet and summarised on the slide now showing.

In making their recommendation, the members of the Independent Board Committee considered an extensive range of issues and had regard to their overarching responsibility to act in the best interests of independent shareholders.

The scheme consideration of \$0.53 cash per share represents an attractive premium to the recent historical trading price of iCar shares and equates to an attractive acquisition multiple, which compares favourably to the multiples of comparable precedent transactions.

In forming its unanimous recommendation, the Independent Board Committee also had regard to aforementioned sale agreement under which Carsome acquired an approximate 19.89% interest in iCar from Catcha in exchange for shares in Carsome, and the joint bid agreement under which Carsome would, subject to the scheme becoming effective, acquire the remaining iCar Shares controlled by Catcha.

The independent expert has determined that the consideration offered to Catcha under the sale agreement and joint bid agreement implies a value per iCar share of \$0.61. While this value is above the scheme consideration of \$0.53 per iCar share, the Independent Board Committee notes various considerations outlined by the independent expert, as set out in the scheme booklet and summarised on the slide now showing:

- in selling its iCar shares under the sale agreement and agreeing to sell its iCar shares under the joint bid agreement, the Catcha group has forgone its strategic shareholding in iCar and is now exposed to transaction risk in the sense that, if the scheme does not become effective, it will already have sold its 19.89% interest in iCar to Carsome but will be left with only a 9.54% shareholding in iCar

which it will not transfer to Carsome under the joint bid agreement in the absence of the scheme;

- the Catcha group's interest in Carsome will be subject to ongoing economic, general business and strategy execution risk (including in connection with the ongoing impact of COVID-19 on businesses like iCar and Carsome);
- Carsome is a private unlisted entity and the Carsome shares issued to Catcha are substantially illiquid meaning that it is inherently uncertain as to how, when and at what price the Catcha group will be able to monetise the value of those shares (notwithstanding that, as set out in the scheme booklet, Carsome may in the future consider numerous strategic options including a possible listing of the shares of Carsome on an international stock exchange); and
- in contrast, the scheme consideration is \$0.53 in cash, providing you with certainty of value.

Independent Expert's conclusion

The Independent Board Committee appointed Lonergan Edwards & Associates as the independent expert to assess the merits of the scheme. The independent expert has concluded that the scheme is fair and reasonable and therefore in the best interests of independent shareholders, in the absence of a superior proposal.

The independent expert has assessed the fully diluted value of iCar shares to be in the range of \$0.45 and \$0.50 on a 100% controlling interest basis. The scheme consideration of \$0.53 per iCar share is above this range.

A complete copy of the independent expert's report is included in the scheme booklet.

Independent Board Committee's recommendation

The Independent Board Committee confirms that at the time of this meeting, no superior proposal has emerged, and it is not aware of any superior proposal that is likely to emerge. Furthermore, at the time of this meeting, the independent expert continues to conclude that the scheme is fair and reasonable and therefore in the best interests of independent shareholders, in the absence of a superior proposal.

Accordingly, the Independent Board Committee unanimously recommends that independent shareholders vote in favour of the scheme.

Prior to this meeting, the members of the Independent Board Committee instructed that the iCar shares held or controlled by them be voted in favour of the scheme.

The scheme is principally conditional on two things occurring:

- independent shareholders passing the scheme resolution at this meeting by the requisite majorities; and
- the Supreme Court of New South Wales approving the scheme at the second court hearing.

The scheme is also subject to other customary conditions precedent which are described in further detail in the scheme booklet and also now shown on screen.

The Independent Board Committee is not aware of any circumstances which would cause any of the outstanding conditions precedent not to be satisfied.

Implementation timetable

If the scheme resolution is passed today by the requisite majorities and the conditions precedent to which I just referred are satisfied, iCar will apply to the Supreme Court of New South Wales for approval of the scheme.

If the court approves the scheme, a copy of the court orders will be lodged with ASIC, following which the scheme will become legally effective, and iCar shares will be suspended from trading on the ASX.

The court hearing to approve the scheme is scheduled for 9:15am (Sydney time) on Wednesday, 2 February 2022. Lodgement of the court orders with ASIC and suspension from trading on the ASX is expected to occur on the same day as the court approval.

The scheme is then expected to be implemented on Thursday, 10 February 2022, and it is on this date that the payment of \$0.53 cash per share will be dispatched to independent shareholders in respect of shares held by them on the record date for the scheme, which is currently expected to be 7:00pm (Sydney time) on Monday, 7 February 2022.

Scheme Resolution

We will now move to the formal business of this meeting.

The sole item of business is the scheme resolution, which is set out in the notice of this meeting included in the scheme booklet.

The scheme resolution, which is set out in the notice of meeting annexed to the scheme booklet, is also now shown on the screen.

For the proposed scheme to be binding the scheme resolution must be agreed first by a majority in number of independent shareholders present and voting on the resolution either in person, by proxy or attorney, or in the case of a corporate holder, by a duly appointed corporate representative, and secondly, by at least 75% of the total number of votes cast by those independent shareholders.

Questions

I will now address any questions received from independent shareholders and proxies. I will endeavour to answer your questions straight away. However, I may take a question on notice if necessary.

I will first address the written questions which have been submitted, and then take any verbal questions. Instructions on how to ask a question are again shown on screen now.

Voting on scheme resolution

Thank you. I now ask independent shareholders to cast their vote in relation to the scheme resolution if they have not already done so, as voting will be closed shortly.

While you are finalising your votes, I will read out details of proxies received.

The proxies received in respect of the scheme resolution are now shown on your screen.

Thank you

I'd like to take this opportunity to thank all of our shareholders for their belief in iCar and their support over the years.

I'd also like to thank my fellow directors for their commitment, oversight and knowledge which has helped guide iCar over the last 8 years. To the iCar management team and employees, thank you for the hard work and dedication.

Given that some independent shareholders may require additional time to finalise their vote using the online platform, there will be a five minute grace period at the conclusion of this meeting to allow independent shareholders to finalise their vote.

The results of this meeting will be released through the ASX as soon as available and will also be displayed on the iCar website.

This now concludes the official business of this meeting.

Thank you all for attending – I now declare the scheme meeting CLOSED for all purposes, subject to the conduct and conclusion of the poll.



Attachment: Scheme Meeting presentation slides

SCHEME MEETING

31 January 2022

Georg Chmiel
Executive Chairman



For technical support, please call:
1300 737 760 (within Australia)
+61 2 9290 9600 (outside Australia)

WELCOME AND QUORUM

PROCEDURAL MATTERS

How to ask a question

Via online platform



1. Click on the Q&A icon at the top of the screen

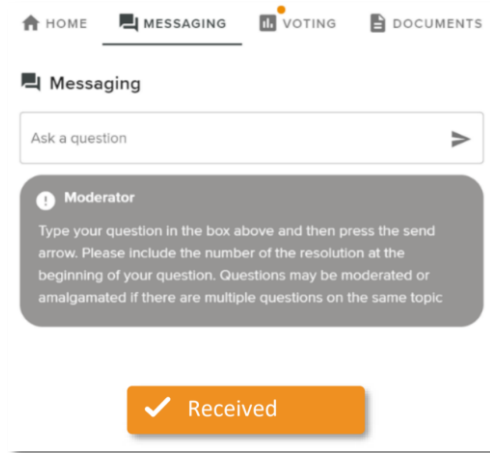


2. To send in a question, click in the 'Ask a question' box, type your question and press the send arrow



Received

3. Your question will be sent immediately for review



Via telephone

Asking Audio Questions

If you are a shareholder or proxy you can ask a verbal question. Dial by your location below:

+61 7 3185 3730 Australia
+61 8 6119 3900 Australia
+61 8 7150 1149 Australia
+61 2 8015 6011 Australia
+61 3 7018 2005 Australia

Alternatively, find your local number:

<https://boardroom-media.zoom.us/j/acqWmpYciu>

Once dialled in you will be asked to enter the meeting ID. Please ensure your webcast is muted before joining the call.

You will be asked for a participant pin however simply press # to join the meeting. You will be muted upon entry. To ask a question press *9 to signal the moderator. Once your question has been answered your line will be muted. Feel free to either hang up or stay on the line. For additional questions press *9 to signal the operator.

How to vote

1. Click on the voting icon at the top of the screen



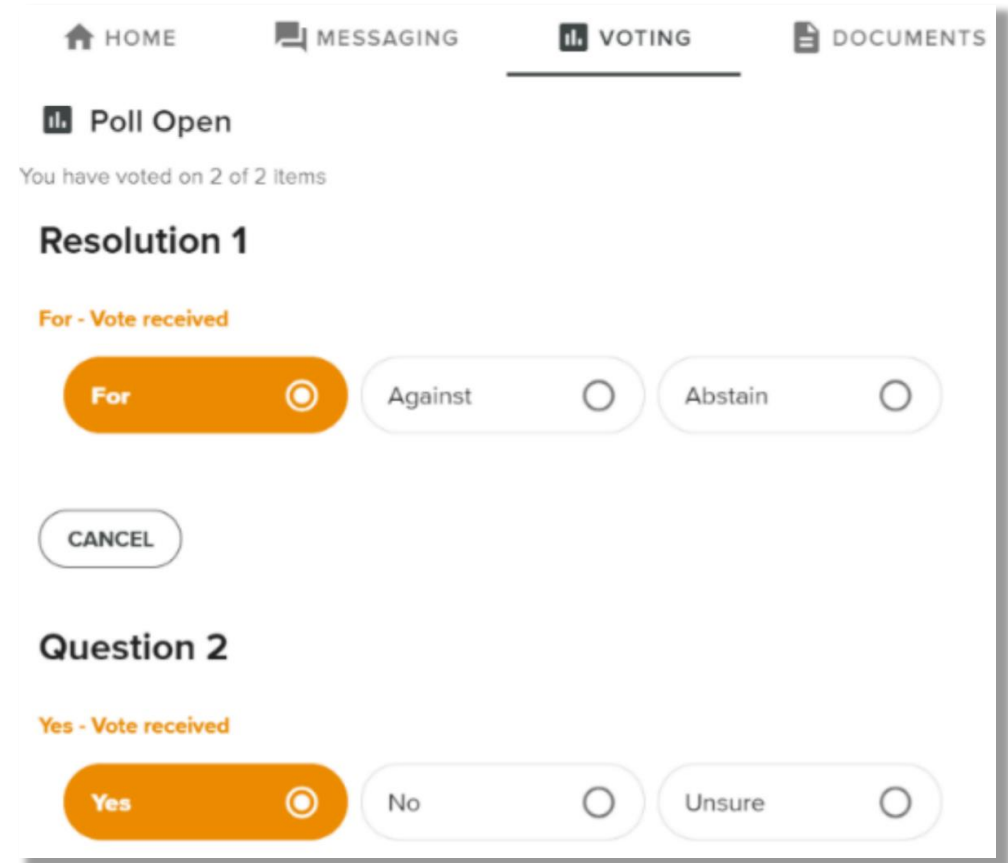
2. To vote, select the direction in which you would like to cast your vote. The selected option will change colour



3. To change your vote, simply select another option. If you wish to cancel your vote, please press cancel.



4. There is no need to press a submit or send button. Your vote is automatically counted.



NOTE: If you have previously submitted a proxy vote but you vote again via the online platform, your vote via the online platform will override your earlier proxy vote.

INDEPENDENT BOARD COMMITTEE & COMPANY SECRETARY

Independent Board Committee



Georg Chmiel
Executive Chairman



Hamish Stone
Managing Director &
Chief Executive Officer



Richard Kuo
Independent, Non-
executive Director



Peter Everingham
Independent, Non-
executive Director

OVERVIEW OF THE SCHEME

Overview

- Carsome Group Pte Ltd (**Carsome**) to acquire all of the shares in iCar held by independent shareholders¹
- Consideration of \$0.53 cash per share
- Consideration implies a fully diluted equity value for iCar of approximately \$241 million² and represents:
 - an 87% premium to the 1 month VWAP of iCar shares to 9 July 2021, being the last trading day prior to iCar announcing that it had received a non-binding indicative proposal from Carsome;
 - a 78% premium to the 3 month VWAP of iCar shares to 9 July 2021;
 - an enterprise value³ / revenue multiple for the 12 months ending 30 June 2021 of 15.2x; and
 - an increase of \$0.03 per share (6%) compared with the non-binding indicative proposal from Autohome announced on 30 October 2020, which was withdrawn on 20 July 2021.
- Carsome has also entered into:
 - a sale agreement with Catcha Group Pte Ltd (**Catcha**) and its subsidiary, ICQ Holdings Bhd, under which Carsome subsequently acquired an approximate 19.89% interest in iCar from Catcha in exchange for shares in Carsome; and
 - a joint bid agreement with Catcha, pursuant to which Carsome would, subject to the scheme becoming effective, acquire the remaining iCar shares controlled by Catcha in exchange for shares in Carsome.

¹The independent shareholders comprise all iCar shareholders other than (i) any shareholder who is a member of the Carsome Group as at the Scheme Record Date (as those terms are defined in the scheme booklet dated 8 December 2021), (ii) ICQ Holdings Bhd, a subsidiary of Catcha Group Pte Ltd, and (iii) Catcha Group Pte Ltd

²Calculated based on fully diluted equity value, including 449,830,496 iCar shares on issue, iCar options and iCar performance rights as set out in section 5.7 of the scheme booklet dated 8 December 2021, and the shares in iCar determined to be payable to iCar Directors as remuneration in respect of the period prior to implementation of the Scheme as set out in section 9.3 of the scheme booklet dated 8 December 2021

³Enterprise value of approximately \$244 million based on a fully diluted equity value less cash consideration received on exercise of iCar options, noting their exercise price as set out in section 5.7 of the scheme booklet dated 8 December 2021 plus net debt of \$2.8 million as at 30 June 2021.

Reasons to vote for or against the scheme

Reasons why you may vote **FOR** the scheme

- ✓ independent expert has concluded that the scheme is fair and reasonable and therefore in the best interests of independent shareholders, in the absence of a superior proposal
- ✓ scheme consideration represents an attractive premium
- ✓ scheme consideration equates to an attractive acquisition multiple, which compares favourably to multiples of comparable precedent transactions
- ✓ certain and immediate cash value for your shares, together with full liquidity in respect of your shares
- ✓ avoid ongoing risks and uncertainties associated with iCar's business and equity markets
- ✓ iCar's share price will continue to be subject to market volatility and, in the absence of a superior proposal, is likely to fall if the scheme is not implemented
- ✓ no superior proposal has emerged
- ✓ if scheme is not implemented, iCar may need to raise new equity capital to strengthen its balance sheet

Reasons why you may vote **AGAINST** the scheme

- × you may disagree with the Independent Board Committee's recommendation and the independent expert's conclusion;
- × you may wish to continue your investment in iCar and share in any potential upside or downside associated with that investment;
- × the tax consequences of the scheme may not be suitable for you;
- × you may wish to maintain your investment profile
- × you may consider that there is potential for a superior proposal to be made in the foreseeable future.

Reasons to vote for or against the scheme

- In forming its unanimous recommendation, the Independent Board Committee also had regard to the sale agreement and joint bid agreement
- The independent expert has determined that the consideration offered to Catcha under the sale agreement and joint bid agreement implies a value per iCar share of \$0.61
- While this value is above the scheme consideration of \$0.53 per iCar share, the Independent Board Committee notes various considerations outlined by the independent expert, as set out in the scheme booklet:
 - the Catcha group has forgone its strategic shareholding in iCar and is now exposed to transaction risk in the sense that, if the scheme does not become effective, it will already have sold its 19.89% interest in iCar to Carsome but will be left with only a 9.54% shareholding in iCar which it will not transfer to Carsome under the joint bid agreement in the absence of the scheme
 - the Catcha group's interest in Carsome will be subject to ongoing economic, general business and strategy execution risk (including in connection with the ongoing impact of COVID-19 on businesses like iCar and Carsome)
 - Carsome is a private unlisted entity and the Carsome shares issued to Catcha are substantially illiquid meaning that it is inherently uncertain as to how, when and at what price the Catcha group will be able to monetise the value of those shares (notwithstanding that, as set out in the scheme booklet, Carsome may in the future consider numerous strategic options including a possible listing of the shares of Carsome on an international stock exchange)
 - in contrast, the scheme consideration is \$0.53 in cash, providing you with certainty of value

Independent expert's conclusion

- The independent expert has determined that the scheme is fair and reasonable and therefore in the best interests of independent shareholders, in the absence of a superior proposal
 - Assessed the fully diluted value of iCar shares to be in the range of \$0.45 and \$0.50 on a 100% controlling interest basis
 - The scheme consideration of \$0.53 per iCar share is above this range

Recommendation of the Independent Board Committee

- Independent Board Committee unanimously recommends that independent shareholders **vote in favour of the scheme**
- Each member of the Independent Board Committee have instructed that the iCar shares held or controlled by them be voted in favour of the scheme

Conditions

- The scheme is principally conditional on:
 - Independent shareholders **passing the scheme resolution** at this meeting by the requisite majorities
 - the Supreme Court of New South Wales **approving the scheme** at the second court hearing
- The scheme is also subject to other customary conditions:
 - the independent expert **does not change its conclusion or withdraw its report** before 8:00am on the second court date
 - **no restraints** as at 8:00am on the second court date
 - **no prescribed occurrence** occurs or becomes known to Carsome between (and including) the date of the scheme implementation deed and 8:00am on the second court date
 - **no material adverse change** occurs or becomes known to Carsome between (and including) the date of the scheme implementation deed and 8:00am on the second court date

Implementation timetable

Event	Date
Scheme Meeting	31 January 2022
Second Court Date (Court hearing to approve the scheme)	2 February 2022
Effective Date Court order lodged with ASIC and announcement to ASX Last day of trading in iCar shares – iCar shares will be suspended from trading on ASX from close of trading	2 February 2022
Scheme Record Date (for determining entitlements to the scheme consideration)	7 February 2022 at 7:00pm
Implementation Date (provision of scheme consideration)	10 February 2022

All times and dates in the above timetable are references to the time and date in Sydney, Australia and all such times and dates are subject to change. Certain times and dates are conditional on the approval of the Scheme by Independent iCar Shareholders and by the Court. Any changes will be announced by iCar to the ASX.

For technical support, please call:
1300 737 760 (within Australia)
+61 2 9290 9600 (outside Australia)

SCHEME VOTE

Scheme Resolution

That, pursuant to and in accordance with the provisions of section 411 of the Corporations Act 2001 (Cth), the scheme of arrangement proposed between iCar Asia Limited and the holders of its ordinary shares (other than certain Excluded Shareholders), as contained in and more particularly described in the Scheme Booklet of which the notice convening this meeting forms part, is agreed to, with or without alterations or conditions as approved by the Supreme Court of New South Wales to which iCar Asia Limited and Carsome Group Pte. Ltd. agree.

QUESTIONS

How to ask a question

Via online platform



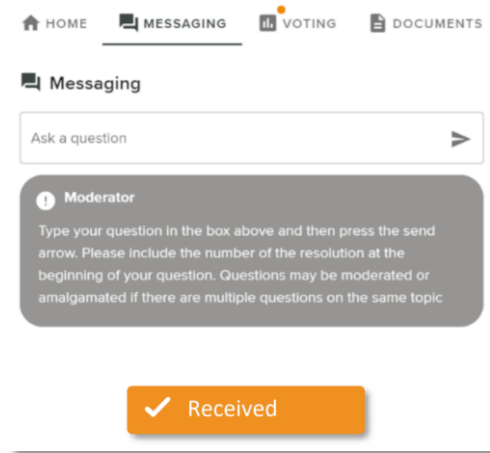
1. Click on the Q&A icon at the top of the screen



2. To send in a question, click in the 'Ask a question' box, type your question and press the send arrow



3. Your question will be sent immediately for review



Via telephone

Asking Audio Questions

If you are a shareholder or proxy you can ask a verbal question. Dial by your location below:

+61 7 3185 3730 Australia
+61 8 6119 3900 Australia
+61 8 7150 1149 Australia
+61 2 8015 6011 Australia
+61 3 7018 2005 Australia

Alternatively, find your local number:

<https://boardroom-media.zoom.us/j/acqWmpYciu>

Once dialled in you will be asked to enter the meeting ID. Please ensure your webcast is muted before joining the call.

You will be asked for a participant pin however simply press # to join the meeting. You will be muted upon entry. To ask a question press *9 to signal the moderator. Once your question has been answered your line will be muted. Feel free to either hang up or stay on the line. For additional questions press *9 to signal the operator.

Voting on scheme resolution – proxy votes only

	No. of votes cast	% of votes cast	No. of shareholders	% of shareholders
For	249,351,968	98.90	484	85.37
Open ¹	1,847,438	0.73	54	9.52
Against	938,435	0.37	29	5.11
TOTAL	252,137,841	100.00	567	100.00
Abstain ²	Nil	-	Nil	-
Requisite majorities for resolution to pass	At least 75%		More than 50%	

¹ Open proxies in favour of the Chair will be voted in favour of the resolution.

² Votes relating to a shareholder who abstains from voting are not counted in determining the requisite majorities

THANK YOU

PLEASE CAST YOUR VOTE

THANK YOU

