



Notice of annual general meeting and explanatory memorandum

Burson Group Limited

ACN 153 199 912

Date: Tuesday, 28 October 2014

Time: 2.30pm (Melbourne time)

Venue: Computershare Conference Centre
Yarra Falls
452 Johnston St
Abbotsford VIC 3067

NOTICE OF 2014 ANNUAL GENERAL MEETING

NOTICE is given that the 2014 Annual General Meeting of Burson Group Limited ACN 153 199 912 will be held at the Computershare Conference Centre, Yarra Falls, 452 Johnston St, Abbotsford VIC 3067 on Tuesday 28 October 2014 at 2.30pm (Melbourne time).

BUSINESS OF THE MEETING

Shareholders are invited to consider the following items of business at the Annual General Meeting:

1. Financial and related reports

| | Financial and related reports |
|-------------|---|
| Description | To receive and consider the Financial Report of the Company and its controlled entities and the related Directors' and Auditor's Reports in respect of the financial year ended 30 June 2014. |

2. Adoption of Remuneration Report (Non-binding resolution)

| Resolution 1 | Adoption of Remuneration Report (Non-binding resolution) |
|-----------------------|---|
| Description | Shareholders are asked to adopt the Company's Remuneration Report. The Remuneration Report is set out in the 2014 Annual Report and is available from the Company's website (www.burson.com.au). In accordance with section 250R of the Corporations Act, the vote on this resolution will be advisory only and will not bind the directors or the Company. |
| Resolution (Ordinary) | To consider and, if thought fit, pass the following resolution as an ordinary resolution: <i>"That the Remuneration Report of the Company and its controlled entities for the year ended 30 June 2014 be adopted."</i> |
| Voting Exclusion | The Company will disregard any votes cast on this resolution (in any capacity, whether as proxy or as shareholders) by any of the following persons: <ul style="list-style-type: none">(a) Key Management Personnel; and(b) Closely Related Parties of Key Management Personnel. However, the Company need not disregard a vote if it is: <ul style="list-style-type: none">(c) cast by a person as a proxy appointed in accordance with the directions of the proxy form that specifies how the proxy is to vote on Resolution 1; and the vote is not cast on behalf of a person described in subparagraphs (a) and (b) above; or(d) cast by the chair of the Meeting as proxy appointed in accordance with the directions of the proxy form for a person who is entitled to vote, and such appointment on the proxy form expressly authorises the chair to exercise the proxy even if the resolution is connected directly with the remuneration report; and the vote is not cast on behalf of a person described in subparagraphs (a) and (b) above. |

3. Election of Directors

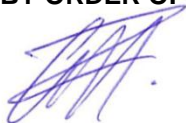
| | |
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| Resolution 2 | Election of Mr Robert McEniry as Director |
| Description | Mr Robert McEniry, who was appointed as a Director on 31 March 2014 under rule 6.1(d) of the Constitution, retires as a Director in accordance with rule 6.1(e) of the Constitution, and being eligible, offers himself for election under rule 6.1(i) of the Constitution. |
| Resolution (Ordinary) | To consider and, if thought fit, to pass the following resolution as an ordinary resolution: <i>“That Mr Robert McEniry, having been appointed as a Director on 31 March 2014, and who retires as a Director of the Company in accordance with rule 6.1(e) of the Constitution, and being eligible, having offered himself for election, be elected as a Director of the Company.”</i> |
| Resolution 3 | Election of Ms Therese Ryan as Director |
| Description | Ms Therese Ryan, who was appointed as a Director on 31 March 2014 under rule 6.1(d) of the Constitution, retires as a Director in accordance with rule 6.1(e) of the Constitution, and being eligible, offers herself for election under rule 6.1(i) of the Constitution. |
| Resolution (Ordinary) | To consider and, if thought fit, to pass the following resolution as an ordinary resolution: <i>“That Ms Therese Ryan, having been appointed as a Director on 31 March 2014, and who retires as a Director of the Company in accordance with rule 6.1(e) of the Constitution, and being eligible, having offered herself for election, be elected as a Director of the Company.”</i> |
| Resolution 4 | Election of Mr Andrew Harrison as Director |
| Description | Mr Andrew Harrison, who was appointed as a Director on 31 March 2014 under rule 6.1(d) of the Constitution, retires as a Director in accordance with rule 6.1(e) of the Constitution, and being eligible, offers himself for election under rule 6.1(i) of the Constitution. |
| Resolution (Ordinary) | To consider and, if thought fit, to pass the following resolution as an ordinary resolution: <i>“That Mr Andrew Harrison, having been appointed as a Director on 31 March 2014, and who retires as a Director of the Company in accordance with rule 6.1(e) of the Constitution, and being eligible, having offered himself for election, be elected as a Director of the Company.”</i> |

4. Confirmation of the Company's Auditor

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| Resolution 5 | Confirmation of PricewaterhouseCoopers as the Company's auditor |
| Description | Under section 327B of the Corporations Act, a public company must appoint an auditor at its first annual general meeting. Shareholders are asked to vote on the confirmation of the appointment of PricewaterhouseCoopers as the Company's auditor. |
| Resolution (Ordinary) | To consider and, if thought fit, to pass, with or without amendment, the following resolution as an ordinary resolution: <i>"That, for the purpose of section 327B of the Corporations Act and for all other purposes, PricewaterhouseCoopers of 2 Southbank Boulevard, Southbank VIC 3006, having been nominated by a shareholder, and having given its consent in writing to act as auditor, be appointed as the auditor of the Company."</i> |

Dated 26 September 2014

BY ORDER OF THE BOARD OF BURSON GROUP LIMITED



Gregory Fox
Company Secretary

QUESTIONS FROM SHAREHOLDERS

In order to provide an equal opportunity for all shareholders to ask questions of the Board, we ask you to submit in writing any questions to the Company or to the Company's auditor, PricewaterhouseCoopers in relation to the conduct of the external audit for the year ended 30 June 2014, or the content of its audit report. Please send your questions to:

The Company Secretary, Burson Group Limited
Via mail: 61-63 Gower Street, Preston VIC 3072
Via email: companysecretary@burson.com.au

Written questions must be received by no later than **5.00pm (Melbourne time) on Tuesday 21 October 2014.**

Your questions should relate to matters that are relevant to the business of the Annual General Meeting, as outlined in this Notice of Meeting and Explanatory Memorandum.

In accordance with the *Corporations Act 2001* (Cth) and the Company's policy, a reasonable opportunity will also be provided to shareholders attending the Annual General Meeting to ask questions about, or make comments upon, matters in relation to the Company including the Company's Remuneration Report for the year ended 30 June 2014.

During the course of the Annual General Meeting, the Chair will seek to address as many shareholder questions as reasonably practicable, and where appropriate, will give a representative of the auditor the opportunity to answer written questions addressed to it. However there may not be sufficient time to answer all questions at the Annual General Meeting. Please note that individual responses may not be sent to shareholders.

VOTING INFORMATION

Entitlement to vote at the Annual General Meeting

A determination has been made by the Board of the Company under regulation 7.11.37 of the *Corporations Regulations 2001* that that the persons eligible to vote at the Annual General Meeting are those who are registered shareholders of the Company as at **2.30pm (Melbourne time) on Sunday 26 October 2014**, subject to any applicable voting exclusion.

Voting by proxy

- (a) A shareholder entitled to attend and vote at the Annual General Meeting may appoint one proxy or, if the shareholder is entitled to cast 2 or more votes at the meeting, 2 proxies, to attend and vote instead of the shareholder.
- (b) Where 2 proxies are appointed to attend and vote at the meeting, each proxy may be appointed to represent a specified proportion or number of the shareholder's voting rights at the meeting.
- (c) A proxy need not be a shareholder of the Company.

- (d) A proxy may be an individual or a body corporate. If a body corporate is appointed, the proxy form must indicate the full name of the body corporate and the full name or title of the individual representative of the body corporate for the meeting.
- (e) A proxy form accompanies this notice. If a shareholder wishes to appoint more than 1 proxy, they may make a copy of the proxy form attached to this notice. For the proxy form to be valid it must be received together with the power of attorney or other authority (if any) under which the form is signed, or a (notarially) certified copy of that power of authority **by 2.30pm (Melbourne time) on Sunday 26 October 2014:**
 - by post at GPO Box 242, Melbourne, Victoria 3001; or
 - by personal delivery at Yarra Falls, 452 Johnston Street, Abbotsford, Victoria, 3067; or
 - by facsimile: Australia – 1800 783 447, overseas - +61 3 9473 2555; or
 - Custodian voting - For Intermediary Online subscribers only (custodians) please visit **www.intermediaryonline.com** to submit your voting intentions.

Proxy voting by the Chair

The *Corporations Amendment (Improving Accountability on Director and Executive Remuneration) Act 2011* (Cth), imposes prohibitions on Key Management Personnel and their Closely Related Parties from voting their shares (or voting undirected proxies) on, amongst other things, remuneration matters.

However, the chair of a meeting may vote an undirected proxy (i.e. a proxy that does not specify how it is to be voted), provided the shareholder who has lodged the proxy has given an express voting direction to the chair to exercise the undirected proxy, even if the resolution is connected with the remuneration of a member of Key Management Personnel. If you complete a proxy form that authorises the Chair of the Meeting to vote on your behalf as proxy, and you do not mark any of the boxes so as to give him directions about how your vote should be cast, then you will be taken to have expressly authorised the Chair to exercise your proxy on Resolution 1. In accordance with this express authority provided by you, the Chairman will vote in favour of Resolution 1. If you wish to appoint the Chair of the Meeting as your proxy, and you wish to direct him how to vote, please tick the appropriate boxes on the form.

The Company's Chairman, Mr Robert McEniry, will chair the Meeting and intends to vote all available undirected proxies in favour of each item of business.

If you appoint as your proxy any Director of the Company, except the Chairman, or any other Key Management Personnel or any of their Closely Related Parties and you do not direct your proxy how to vote on Resolution 1, he or she will not vote your proxy on that item of business.

EXPLANATORY MEMORANDUM TO NOTICE OF 2014 ANNUAL GENERAL MEETING

1. Financial and related reports

| Item | Financial And Related Reports |
|--------------------|---|
| Explanation | <p>Section 317 of the Corporations Act requires the Company's financial report, directors' report and auditor's report for the financial year ended 30 June 2014 to be laid before the Company's 2014 Annual General Meeting. There is no requirement for a formal resolution on this item.</p> <p>The financial report contains the financial statements of the consolidated entity consisting of Burson and its controlled entities.</p> <p>As permitted by the Corporations Act, a printed copy of the Company's 2014 Annual Report has been sent only to those shareholders who have elected to receive a printed copy. A copy of the 2014 Annual Report is available from the Company's website (www.burson.com.au).</p> <p>The Chair of the meeting will allow a reasonable opportunity at the meeting for shareholders to ask questions. Shareholders will also be given a reasonable opportunity at the meeting to ask the Company's auditor PricewaterhouseCoopers questions about its audit report, the conduct of its audit of the Company's financial report for the year ended 30 June 2014, the preparation and content of its audit report, the accounting policies adopted by the Company in its preparation of the financial statements and the independence of PricewaterhouseCoopers in relation to the conduct of the audit.</p> |

2. Adoption of Remuneration Report (Non-binding resolution)

| Resolution 1 | Adoption of Remuneration Report (Non-binding resolution) |
|--------------------|---|
| Explanation | <p>Shareholders are asked to adopt the Company's Remuneration Report. The Remuneration Report is set out in the Company's 2014 Annual Report and is available from the Company's website (www.burson.com.au).</p> <p>The Remuneration Report:</p> <ul style="list-style-type: none"> • describes the policies behind, and the structure of, the remuneration arrangements of the Company and the link between the remuneration of executives and the Company's performance; • sets out the remuneration arrangements in place for each director and for certain members of the senior management team; and • explains the differences between the basis for remunerating non-executive directors and senior executives, including the Chief Executive Officer. <p>The vote on this item is advisory only and does not bind the Directors. However, the Board will take into account any discussion on this item and the outcome of the vote when considering the future remuneration policies and practices of the Company.</p> |

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| Voting Exclusion | A voting exclusion statement applies to this resolution, as set out in the Notice. |
| Board Recommendation | The Directors unanimously recommend that shareholders vote in favour of adopting the Remuneration Report. |
| Chair's available proxies | The Chair of the Meeting intends to vote all available proxies in favour of this Resolution 1. |

3. Election of Directors

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| Resolutions 2 – 4 | Election of Mr Robert McEniry, Ms Therese Ryan and Mr Andrew Harrison as Directors |
| Explanation | <p>Mr Robert McEniry, Ms Therese Ryan and Mr Andrew Harrison were appointed as Directors on 31 March 2014 under rule 6.1(d) of the Constitution.</p> <p>Under rule 6.1(e) of the Constitution, any Director appointed under rule 6.1(d) of the Constitution must retire from office at the next annual general meeting following his or her appointment.</p> <p>Pursuant to rule 6.1(i), a Director retiring from office under rule 6.1(e) is eligible for re-election, and that Director may by resolution of the Company's shareholders be re-elected to that office.</p> <p>Mr Robert McEniry, Ms Therese Ryan and Mr Andrew Harrison are eligible for re-election under rule 6.1(i) of the Constitution, and each offers himself/herself for re-election.</p> |
| About Mr Robert McEniry | <p>Mr Robert McEniry has extensive experience in the automotive industry both in Australia and overseas. His former roles include President and Chief Executive Officer (and Chairman) of Mitsubishi Motors Australia Ltd, Chief Executive Officer of Nucleus Network Ltd, Chief Executive Officer of South Pacific Tyres Ltd, and board member of the Executive Committee for the Federal Chamber of Automotive Industries.</p> <p>Mr McEniry is currently on the boards of Multiple Sclerosis Ltd, Australian Home Care Services Ltd (Chairman), Automotive Holdings Group Ltd and Stillwell Motor Group Ltd. He is also Chairman of the Advisory Board to the Department of Management at Monash University.</p> <p>Mr McEniry has served as Non-Executive Chairman of Burson since 31 March 2014, and is considered to be an independent Director. In addition, he is a member of Burson's Nomination and Remuneration Committee, and Audit and Risk Management Committee. Mr McEniry has a relevant interest in 27,473 ordinary shares in the Company.</p> |

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| <p>About Ms Therese Ryan</p> | <p>Ms Therese Ryan is a professional non-executive director and has over 35 years' experience as a senior business executive and commercial lawyer working in widely diversified businesses in Australia and internationally. Previously, she was Vice President and General Counsel of General Motors International Operations based in Shanghai, Assistant Secretary of General Motors Corporation and prior to that General Counsel and Company Secretary of GM Holden.</p> <p>Ms Ryan is currently a board member of the Victorian Managed Insurance Authority, VicForests, Metropolitan Fire Brigade, and Yarra Valley Water.</p> <p>Ms Ryan has served as Non-Executive Director of Burson since 31 March 2014, and is considered to be an independent Director. In addition, she is a member of Burson's Audit and Risk Management Committee, and chair of the Nomination and Remuneration Committee. Ms Ryan has a relevant interest in 16,483 ordinary shares in Burson.</p> |
| <p>About Mr Andrew Harrison</p> | <p>Mr Andrew Harrison is an experienced company director and corporate advisor. Mr Harrison has previously held executive and non-executive directorships with public, private and private equity owned companies, including as Chief Financial Officer of Seven Group Holdings, Group Finance Director of Landis and Gyr, and Chief Financial Officer and a director of Alesco Limited. Mr Harrison was previously a Senior Manager at Gresham Partners Limited, and an Associate at Chase Manhattan Bank (New York) and a Senior Manager at Ernst & Young (Sydney and London).</p> <p>Mr Harrison has served as Non-Executive Director of Burson since 31 March 2014, and is considered to be an independent Director. In addition, he is a member of Burson's Nomination and Remuneration Committee, and chair of the Audit and Risk Management Committee. Mr Harrison has a relevant interest in 30,000 ordinary shares in Burson.</p> |
| <p>Board Recommendation</p> | <p>The Board, with Mr Robert McEniry, Ms Therese Ryan and Mr Andrew Harrison abstaining on making recommendations on Resolutions 2, 3 and 4 respectively, recommends that shareholders vote in favour of these resolutions.</p> |
| <p>Chair's available proxies</p> | <p>The Chair of the Meeting intends to vote all available proxies in favour of Resolutions 2, 3 and 4.</p> |

4. Confirmation of the Company's Auditor

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| <p>Resolution 5</p> | <p>Confirmation of PricewaterhouseCoopers as the Company's Auditor</p> |
| <p>Explanation</p> | <p>PricewaterhouseCoopers was appointed by the Board to act as auditor of the Company on 28 May 2012.</p> <p>Under section 327A of the Corporations Act, PricewaterhouseCoopers holds office until the Company's first annual general meeting. Under section 327B of the Corporations Act, a public company must appoint an auditor of the company at its first annual general meeting. This 2014 Annual General Meeting is Burson's first annual general meeting as a public company.</p> |

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| | <p>The purpose of Resolution 5 is to confirm the appointment of PricewaterhouseCoopers at the Company's first annual general meeting.</p> <p>In accordance with section 328B of the Corporations Act, notice in writing nominating PricewaterhouseCoopers as auditor has been given to the Company by a shareholder. A copy of this notice is included in this Notice of Meeting. The appointment of PricewaterhouseCoopers will be by vote of shareholders as an ordinary resolution.</p> <p>PricewaterhouseCoopers has provided to the Company, and has not withdrawn, its written consent to act as auditor of the Company, in accordance with section 328A(1) of the Corporations Act.</p> |
| Board Recommendation | The Directors unanimously recommend that shareholders vote in favour of this resolution. |
| Chair's available proxies | The Chair of the Meeting intends to vote all available proxies in favour of this item of business. |

Definitions

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| Company or Burson | Burson Group Limited ACN 153 199 912 |
| Constitution | The Company's constitution |
| Corporations Act | <i>Corporations Act 2001</i> (Cth) |
| Closely Related Party (of a member of KMP of an entity) | <p>Has the definition given to it by section 9 of the Corporations Act, and means:</p> <ul style="list-style-type: none"> (a) a spouse or child of the member; or (b) a child of the member's spouse; or (c) a dependant of the member or of the member's spouse; or (d) anyone else who is one of the member's family and may be expected to influence the member, or be influenced by the member, in the member's dealings with the entity; or (e) a company the member controls; or (f) a person prescribed by the regulations for the purposes of this definition (nothing at this stage). |
| Key Management Personnel or KMP | Those persons having authority and responsibility for planning, directing and controlling the activities of the entity, directly or indirectly, including any director (whether executive or otherwise) of that entity. |
| PricewaterhouseCoopers | PricewaterhouseCoopers of 2 Southbank Boulevard, Southbank VIC 3006 |

-ENDS-

22 September 2014

Mr Gregory Fox
Company Secretary
Burson Group Limited
61-63 Gower Street
Preston VIC 3072

Dear Mr Fox

NOTICE OF NOMINATION

I, Mr Peter Ruffy, a member of Burson Group Limited ACN 153 199 912 (the **Company**), hereby gives the Company notice under section 328B(1) of the *Corporations Act 2001* (Cth) of our nomination of PricewaterhouseCoopers of 2 Southbank Boulevard, Southbank VIC 3006, for appointment as auditor of the Company at the 2014 Annual General Meeting of the Company or at any adjournment thereof.

Yours faithfully,

A handwritten signature in black ink that reads "Peter Ruffy". The signature is written in a cursive style with a large, sweeping flourish at the end.

Peter Ruffy



BURSON GROUP LTD
ABN 80 153 199 912

┌ 000001 000 BAP
MR SAM SAMPLE
FLAT 123
123 SAMPLE STREET
THE SAMPLE HILL
SAMPLE ESTATE
SAMPLEVILLE VIC 3030

Lodge your vote:



By Mail:

Computershare Investor Services Pty Limited
GPO Box 242 Melbourne
Victoria 3001 Australia

Alternatively you can fax your form to
(within Australia) 1800 783 447
(outside Australia) +61 3 9473 2555

For Intermediary Online subscribers only
(custodians) www.intermediaryonline.com

For all enquiries call:

(within Australia) 1300 850 505
(outside Australia) +61 3 9415 4000

Proxy Form

For your vote to be effective it must be received by 2.30pm (Melbourne time) Sunday, 26 October 2014

How to Vote on Items of Business

All your securities will be voted in accordance with your directions.

Appointment of Proxy

Voting 100% of your holding: Direct your proxy how to vote by marking one of the boxes opposite each item of business. If you do not mark a box your proxy may vote or abstain as they choose (to the extent permitted by law). If you mark more than one box on an item your vote will be invalid on that item.

Voting a portion of your holding: Indicate a portion of your voting rights by inserting the percentage or number of securities you wish to vote in the For, Against or Abstain box or boxes. The sum of the votes cast must not exceed your voting entitlement or 100%.

Appointing a second proxy: You are entitled to appoint up to two proxies to attend the meeting and vote on a poll. If you appoint two proxies you must specify the percentage of votes or number of securities for each proxy, otherwise each proxy may exercise half of the votes. When appointing a second proxy write both names and the percentage of votes or number of securities for each in Step 1 overleaf.

A proxy need not be a securityholder of the Company.

Signing Instructions

Individual: Where the holding is in one name, the securityholder must sign.

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

Power of Attorney: If you have not already lodged the Power of Attorney with the registry, please attach a certified photocopy of the Power of Attorney to this form when you return it.

Companies: Where the company has a Sole Director who is also the Sole Company Secretary, this form must be signed by that person. If the company (pursuant to section 204A of the Corporations Act 2001) does not have a Company Secretary, a Sole Director can also sign alone. Otherwise this form must be signed by a Director jointly with either another Director or a Company Secretary. Please sign in the appropriate place to indicate the office held. Delete titles as applicable.

Attending the Meeting

Bring this form to assist registration. If a representative of a corporate securityholder or proxy is to attend the meeting you will need to provide the appropriate "Certificate of Appointment of Corporate Representative" prior to admission. A form of the certificate may be obtained from Computershare or online at www.investorcentre.com under the help tab, "Printable Forms".

Comments & Questions: If you have any comments or questions for the company, please write them on a separate sheet of paper and return with this form.

Turn over to complete the form →



View your securityholder information, 24 hours a day, 7 days a week:

www.investorcentre.com

- Review your securityholding
- Update your securityholding

Your secure access information is:

SRN/HIN: I9999999999



PLEASE NOTE: For security reasons it is important that you keep your SRN/HIN confidential.

MR SAM SAMPLE
 FLAT 123
 123 SAMPLE STREET
 THE SAMPLE HILL
 SAMPLE ESTATE
 SAMPLEVILLE VIC 3030

Change of address. If incorrect, mark this box and make the correction in the space to the left. Securityholders sponsored by a broker (reference number commences with 'X') should advise your broker of any changes.



I 9999999999

IND

Proxy Form

Please mark to indicate your directions

STEP 1 Appoint a Proxy to Vote on Your Behalf

XX

I/We being a member/s of Burson Group Limited hereby appoint

the Chairman of the Meeting OR

PLEASE NOTE: Leave this box blank if you have selected the Chairman of the Meeting. Do not insert your own name(s).

or failing the individual or body corporate named, or if no individual or body corporate is named, the Chairman of the Meeting, as my/our proxy to act generally at the Meeting on my/our behalf and to vote in accordance with the following directions (or if no directions have been given, and to the extent permitted by law, as the proxy sees fit) at the Annual General Meeting of Burson Group Limited to be held at Computershare Conference Centre, Yarra Falls, 452 Johnston St, Abbotsford Victoria on Tuesday, 28 October 2014 at 2.30pm (Melbourne time) and at any adjournment or postponement of that Meeting.

Chairman authorised to exercise undirected proxies on remuneration related resolutions: Where I/we have appointed the Chairman of the Meeting as my/our proxy (or the Chairman becomes my/our proxy by default), I/we expressly authorise the Chairman to exercise my/our proxy on Resolution 1 (except where I/we have indicated a different voting intention below) even though Resolution 1 is connected directly or indirectly with the remuneration of a member of key management personnel, which includes the Chairman.

The Chairman of the Meeting intends to vote undirected proxies in favour of all Resolutions, including Resolution 1.

Important Note: If the Chairman of the Meeting is (or becomes) your proxy you can direct the Chairman to vote for or against or abstain from voting on Resolution 1 by marking the appropriate box in step 2 below.

STEP 2 Items of Business

PLEASE NOTE: If you mark the **Abstain** box for an item, you are directing your proxy not to vote on your behalf on a show of hands or a poll and your votes will not be counted in computing the required majority.

| | | For | Against | Abstain |
|--------------|---|--------------------------|--------------------------|--------------------------|
| Resolution 1 | Adoption of Remuneration Report | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
| Resolution 2 | Election of Mr Robert McEniry as Director | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
| Resolution 3 | Election of Ms Therese Ryan as Director | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
| Resolution 4 | Election of Mr Andrew Harrison as Director | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
| Resolution 5 | Confirmation of PricewaterhouseCoopers as the Company's auditor | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |

The Chairman of the Meeting intends to vote undirected proxies in favour of each item of business. In exceptional circumstances, the Chairman of the Meeting may change his/her voting intention on any resolution, in which case an ASX announcement will be made.

SIGN Signature of Securityholder(s) *This section must be completed.*

Individual or Securityholder 1

Sole Director and Sole Company Secretary

Securityholder 2

Director

Securityholder 3

Director/Company Secretary

Contact Name

Contact Daytime Telephone

Date / /