



# **Angel Seafood Holdings Ltd**

**ACN 615 035 366**

## **Notice of Annual General Meeting**

**Date:** 20 November 2019  
**Time:** 10:30 am AEDT  
**Venue:** Market Eye  
Level 8, 360 Collins Street  
Melbourne, Victoria

# ANGEL SEAFOOD

17 October 2019

Dear Shareholder

## **2019 Annual General Meeting**

On behalf of the Board, I am pleased to invite you to attend the 2019 Annual General Meeting (AGM) of Angel Seafood Holdings Limited to be held at 10:30 am (AEDT) on Wednesday 20 November 2019 at Market Eye, Level 8, 360 Collins Street, Melbourne, Victoria.

The Notice of AGM, including Explanatory Memorandum and Notes, is attached. Also enclosed is a Proxy Form. If you are attending the AGM, please bring your Proxy Form with you to assist in the registration process.

Your vote as a shareholder is important. If you are unable to attend the Meeting to vote in person, I encourage you to appoint a proxy to act on your behalf, by following the instructions on the Proxy Form and on page 8 of the Notice of Meeting. To be valid, your Proxy Form must be received by 10:30 am AEDT on 18 November 2019.

Shareholders who have not elected to receive a printed copy of the 2019 Annual Report may obtain a copy from the Company's website at [www.angelseafood.com.au/investors](http://www.angelseafood.com.au/investors).

We look forward to seeing you at the AGM.

Yours faithfully

ANGEL SEAFOOD HOLDINGS LTD



**Tim Goldsmith**  
Chairman

# Notice of Annual General Meeting

Notice is hereby given that the 2019 Annual General Meeting of shareholders of Angel Seafood Holdings Ltd (Company) will be held on Wednesday 20 November at 10:30 am AEDT at Market Eye, Level 8, 360 Collins Street, Melbourne, Victoria.

## ORDINARY BUSINESS

### 1. Financial Statements and Reports

To receive and consider the Financial Report for the Company and the reports of the Directors and the Auditor for the year ended 30 June 2019.

### 2. Re-Election of Director

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

*"That Mr Tim Goldsmith be re-elected as a Director."*

### 3. Remuneration Report

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

*"That the Remuneration Report for the year ended 30 June 2019 be adopted."*

Note: The vote on this resolution is advisory only and does not bind the Directors or the Company.

### 4. Grant of Options to Mr Tim Goldsmith

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

*"That for the purpose of ASX Listing Rule 10.14 and for all other purposes, approval is given for the grant of 1,500,000 options to Mr Tim Goldsmith (or his nominee(s)) on the terms and conditions set out in the Explanatory Memorandum."*

### 5. Grant of Options to Mr Michael Porter

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

*"That for the purpose of ASX Listing Rule 10.14 and for all other purposes, approval is given for the grant of 1,000,000 options to Mr Michael Porter (or his nominee(s)) on the terms and conditions set out in the Explanatory Memorandum."*

### 6. Grant of Options to Mr Ashley Roff

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

*"That for the purpose of ASX Listing Rule 10.14 and for all other purposes, approval is given for the grant of 1,000,000 options to Mr Ashley Roff (or his nominee(s)) on the terms and conditions set out in the Explanatory Memorandum."*

## SPECIAL BUSINESS

### 7. Approval of 10% Placement Capacity

To consider, and if thought fit, pass the following resolution as a special resolution:

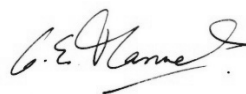
*"That, for the purpose of ASX Listing Rule 7.1A and all other purposes, approval is given for the Company to issue up to 10% of the Company's issued share capital (at the time of the issue) calculated in accordance with the formula prescribed in ASX Listing Rule 71A.2 on the terms and conditions as detailed in the Explanatory Memorandum."*

### Voting Exclusion Statement

Voting exclusions apply for Items 3, 4, 5, 6 and 7. Details are provided in the Explanatory Memorandum.

The following Explanatory Memorandum and Notes form part of this Notice of Meeting.

By order of the Board



Christine Manuel  
Company Secretary  
Angel Seafood Holdings Ltd

17 October 2019

## EXPLANATORY MEMORANDUM

This Explanatory Memorandum has been prepared for the information of the shareholders of Angel Seafood Holdings Ltd (Company) in connection with the business to be conducted at the Annual General Meeting (AGM) of shareholders to be held on 20 November 2019.

### Item 1. Financial Statements and Reports

As required by the *Corporations Act 2001* (Cth) (Corporations Act), the Financial Report and the reports of the Directors and the Auditor for the financial year ended 30 June 2019 will be laid before the meeting.

No resolution is required for this item, but shareholders will be given a reasonable opportunity to ask questions and make comments about the reports and the business and management of the Company. Shareholders will also be given a reasonable opportunity to ask a representative of the Company's Auditor, William Buck, questions in relation to the conduct of the audit (including the independence of the Auditor) and the accounting policies adopted by the Company.

The 2019 Annual Report is available on the Company's website at [www.angelseafood.com.au/investors](http://www.angelseafood.com.au/investors).

### Item 2. Re-election of Director

Item 2 seeks approval for the re-election of Mr Tim Goldsmith who is retiring by rotation under Rule 14.2 of the Company's Constitution. This rule states that at every AGM of the Company, one third of the Directors who have been longest in office since the date of their last election or appointment must retire, and that for the purposes of calculation, any Executive Director or Director appointed since the last AGM is excluded.

Accordingly, Mr Tim Goldsmith, who was last elected at the 2018 AGM, will retire and, being eligible, seeks re-election as a Director. Brief biographical details of Mr Goldsmith follow.



**Mr Timothy (Tim) Goldsmith**  
BA (Hons)

Independent Non-Executive Chairman  
appointed 21 February 2018.

Member of the Audit and Risk  
Committee.

Tim was appointed Chairman effective from the date of initial ASX listing of the Company.

Tim is currently CEO of Rincon Ltd, a lithium development company and is also Chairman of ASX listed Hazer Group since July 2017. Tim was appointed a Non-executive Director of Costa Group from 1 September 2018. He was Chairman of Kopore Metals Ltd from November 2017 to February 2018.

Until 30 June 2017, Tim was a partner at PricewaterhouseCoopers. He was a partner for more than 20 years and dealt with many companies throughout the world. He was particularly focused on China and worked extensively in the mining sector.

### Recommendation

The Board (with Mr Goldsmith abstaining) recommends that shareholders vote **IN FAVOUR** of the re-election of Mr Goldsmith.

### Item 3. Remuneration Report

A resolution for adoption of the Remuneration Report is required to be considered and voted on in accordance with the Corporations Act. The Remuneration Report is set out on pages 14-31 of the 2019 Annual Report which is available on the Company's website at [www.angelseafood.com.au/investors](http://www.angelseafood.com.au/investors).

The Remuneration Report details the Company's remuneration framework and the remuneration outcomes in the financial year ended 30 June 2019 for Directors and senior executives.

A reasonable opportunity for discussion of the Remuneration Report will be provided at the AGM.

The shareholder vote on the Remuneration Report is advisory only and does not bind the Directors or the Company, in accordance with section 250R of the Corporations Act. However, the Board will take the outcome of the vote into consideration when reviewing the remuneration practices and policies of the Company.

### Voting Exclusion Statement

In accordance with the Corporations Act, the Company will disregard any votes cast on resolution 3:

- By or on behalf of a member of the Company's key management personnel (KMP) named in the Remuneration report or their closely related parties (such as close family members and any controlled companies), regardless of the capacity in which the vote is cast; or
- As a proxy by a person who is a member of the KMP at the date of the Annual General Meeting or their closely related parties.

However, votes will not be disregarded if they are cast as proxy for a person entitled to vote on item 3:

- In accordance with a direction as how to vote on the Proxy Form; or
- By the Chairman of the meeting where the appointment of the Chairman as proxy does not specify the way in which the Chairman is to vote on the Resolution; and pursuant to an express authorisation to exercise the proxy even though item 3 is connected with the remuneration of the Company's KMP.

### Recommendation

The Board recommends that shareholders vote **IN FAVOUR** of adopting the Remuneration Report.

### Items 4, 5 and 6. Director Options

Under ASX Listing Rule 10.14, the Company requires shareholder approval to issue equity securities to a Director of the Company. Accordingly, Resolutions 4, 5 and 6 seek shareholder approval for the Company to issue options to each of the Company's non-executive Directors (or their nominee(s)), respectively:

- a) Mr Tim Goldsmith, non-executive Chairman;
- b) Mr Michael Porter, non-executive Director; and
- c) Mr Ashley Roff, non-executive Director.

The options will be issued pursuant to the Company's Performance Rights and Options Plan (PROP), as described in the Company's Replacement Prospectus dated 13 December 2017.

Exception 14 in ASX Listing Rule 7.2 provides that ASX Listing Rule 7.1 does not apply where shareholder approval for an issue of securities is obtained under ASX Listing Rule 10.14. This means that if shareholder approval is obtained for Resolutions 4, 5 and 6, approval is not required for the purposes of ASX Listing Rule 7.1.

#### Information provided to Shareholders

For the purposes of the approval sought under ASX Listing Rule 10.14 and in accordance with the requirements of ASX Listing Rule 10.15A and for all other purposes, the following information is provided to shareholders in respect of the proposed grants of options under the PROP.

#### *Number of Options*

The number of options to be issued is:

- a) Mr Tim Goldsmith: 1,500,000 options
- b) Mr Michael Porter: 1,000,000 options
- c) Mr Ashley Roff: 1,000,000 options

#### *Key Terms of Options*

The options to be issued to each of Mr Goldsmith, Mr Porter and Mr Roff (or their nominee(s)) will be exercisable from the date of issue and will expire four years from the date of issue. The options will not be quoted on ASX. No consideration will be payable for the grant of the options. Each option is an option to subscribe for one fully paid ordinary share in the Company and the Company will apply for ASX quotation of shares issued upon exercise of the options. The exercise price is \$0.40 per share. Options will be issued pursuant to the PROP, a copy of which is available on the Company's website at [www.angelseafood.com.au/investors](http://www.angelseafood.com.au/investors). It is intended that options will be issued as soon as practicable after the date of approval and in any case no later than 12 months following the Annual General Meeting.

#### *Details of Prior Grants*

No person referred to in ASX Listing Rule 10.14 has received a grant of securities under the PROP since the date of the Company's Replacement Prospectus.

#### *Other Participants under ASX Listing Rule 10.14*

The persons referred to in Listing Rule 10.14 who are entitled to participate in the PROP are Mr Goldsmith, Mr Porter and Mr Roff (non-executive directors) and Mr Isaac Halman (Director and CEO). Any additional persons who become entitled to participate in the PROP after this resolution is approved will not participate until approval is obtained under Listing Rule 10.14.

#### *No Loans*

No loans are proposed to be provided in relation to grant or exercise of the options.

#### *Disclosures*

Details of any securities issued under the PROP will be published in each annual report of the Company relating to a period in which securities have been issued, and that approval for the issue of securities was obtained under Listing Rule 10.14.

#### Voting Exclusion Statement

In accordance with the Corporations Act, the Company will disregard any votes cast on resolutions 4, 5 and 6:

- In favour of the resolution by or on behalf of Mr Goldsmith, Mr Porter or Mr Roff respectively, or their associates (such as close family members and any controlled companies), regardless of the capacity in which the vote is cast; or
- As a proxy by a person who is a member of the KMP at the date of the Annual General Meeting or their closely related parties.

However, votes will not be disregarded if they are cast as proxy for a person entitled to vote on items 4, 5, 6:

- In accordance with a direction as how to vote on the Proxy Form; or
- By the Chairman of the meeting where the appointment of the Chairman as proxy does not specify the way in which the Chairman is to vote on the Resolution; and pursuant to an express authorisation to exercise the proxy even though items 4, 5 and 6 are connected with the remuneration of the Company's KMP.

#### **Recommendation**

Each of Mr Goldsmith, Mr Porter and Mr Roff abstains from making a voting recommendation on Items 4, 5 and 6 respectively as it relates to the issue of options to themselves. The Directors consider that it is not appropriate to make a recommendation in relation to the remuneration of another Director. Accordingly, all Directors decline to make any recommendation to Shareholders in relation to Items 4, 5 and 6.

#### **Item 7. Approval of Additional 10% Placement Capacity**

ASX Listing Rule 7.1A permits eligible entities to seek shareholder approval by special resolution at an AGM to issue an additional 10% of its issued capital by way of placements over a 12-month period (10% Placement Capacity). The additional 10% Placement Capacity is in addition to the Company's 15% placement capacity under ASX Listing Rule 7.1.

If Shareholders approve the resolution in Item 7, the effect will be to allow the Directors to issue equity securities under ASX Listing Rule 7.1A during the period of 12 months following the AGM separate to the Company's 15% placement capacity under ASX Listing Rule 7.1.

Item 7 is a special resolution and therefore requires approval of 75% of the votes cast by Shareholders present and eligible to vote (in person, by proxy, by attorney or, in the case of a corporate Shareholder, by a corporate representative).

#### Eligibility

An eligible entity under ASX Listing Rule 7.1A is one which (at the date of the relevant AGM) has a market capitalisation of \$300 million or less and is not included in the S&P / ASX 300 Index. The Company is an eligible entity for the purposes of ASX Listing Rule 7.1A.

The exact number of equity securities that may be issued pursuant to the 10% Placement Capacity will be determined in accordance with the formula prescribed in ASX Listing Rule 7.1A.2 which provides that eligible

entities which have obtained shareholder approval at an AGM may issue or agree to issue, during the 12-month period after the date of the AGM a number of equity securities calculated as follows:

**(A x D) - E**

Where:

**A** is the number of fully paid ordinary securities on issue 12 months before the date of issue or agreement:

- plus the number of fully paid ordinary securities issued in the 12 months under an exception in ASX Listing Rule 7.2;
- plus the number of partly paid ordinary securities that became fully paid in the 12 months;
- plus the number of fully paid ordinary securities issued in the 12 months with approval of shareholders under ASX Listing Rules 7.1 or 7.4. This does not include an issue of fully paid shares under the Company's 15% placement capacity without shareholder approval;
- less the number of fully paid ordinary securities cancelled in the 12 months;

**D** is 10%.

**E** is the number of equity securities issued or agreed to be issued under ASX Listing Rule 7.1A.2 in the 12 months before the date of issue or agreement to issue that are not issued with the approval of holders of ordinary securities under ASX Listing Rules 7.1 or 7.4.

Any equity securities issued under the 10% Placement Capacity must be in an existing quoted class of the Company's equity securities. The Company presently has one class of quoted securities, being ordinary fully paid shares (Shares) (ASX Code: AS1).

Required information

The following information is provided to Shareholders to allow them to assess the resolution in Item 7, including for the purposes of ASX Listing Rule 7.3A.

*Minimum price*

Any equity securities issued by the Company under Listing Rule 7.1A can only be issued at a price that is no less than 75% of the volume weighted average market price for securities in that class calculated over the 15 trading days on which trades in that class were recorded immediately before:

- the date on which the price at which the securities are to be issued is agreed; or
- the date on which the securities are issued if the securities are not issued within five trading days of the date on which the issue price is agreed.

*Dilution to existing Shareholders*

If Resolution 7 is approved by Shareholders and the Company issues securities under the 10% Placement Capacity, the existing economic and voting interests in the Company will be diluted. There is a risk that the market price of the Company's securities may be significantly lower on the issue date than on the date of the AGM and the securities may be issued at a price that is at a discount to the market price on the issue date.

The table below shows a number of hypothetical scenarios for a 10% placement as required by ASX Listing Rule 7.3A.2 where the number of the Company's shares on issue (variable "A" in the formula in ASX Listing Rule 7.1A.2) has remained current or increased by either 50% or 100% and the share price has decreased by 50%, remained current or increased by 100% based on the closing share price on ASX at 3 October 2019.

Variable "A"	Additional 10% Dilution - Shares issued & funds raised	Dilution		
		\$0.1025 50% decrease in Deemed Price	\$0.2050 Deemed Price	\$0.4100 100% increase in Deemed Price
131,849,640 Current Variable A	Shares issued	13,184,964	13,184,964	13,184,964
	Funds raised	\$1,351,459	\$2,702,918	\$5,405,835
197,774,460 50% increase in current Variable A	Shares issued	19,777,446	19,777,446	19,777,446
	Funds raised	\$2,027,188	\$4,054,376	\$8,108,753
263,699,280 100% increase in current Variable A	Shares issued	26,369,928	26,369,928	26,369,928
	Funds raised	\$2,702,918	\$5,405,835	\$10,811,670

This table has been prepared based on the following assumptions:

- The price of ordinary securities is deemed for the purposes of the table above to be \$0.2050, being the closing price of the Company's listed Shares on 3 October 2019 (Deemed Price). The Deemed Price is indicative only;

- Variable A is based on the number of Shares on issue as at 3 October 2019; 43,854,356 of these Shares are currently unquoted and subject to escrow until 21 February 2020.

- The actual number of Shares that the Company will have capacity to issue under Listing Rule 7.1A will be calculated at the date of issue of the equity

securities in accordance with the formula prescribed in Listing Rule 7.1A.2;

- (d) The Company issues the maximum number of securities available under the additional 10% placement;
- (e) No unlisted options are exercised into fully paid ordinary shares before the date of the issue of securities under ASX Listing Rule 7.1A. The Company has 13,200,000 unlisted Options on issue at the date of this Notice of Meeting.
- (f) The table shows only the effect of issues of securities under ASX Listing Rule 7.1A, not under the 15% placement capacity under ASX Listing Rule 7.1;
- (g) None of the Performance Rights on issue vest or are converted to shares before the date of issue of equity securities;
- (h) The 10% voting dilution reflects the aggregate percentage dilution against the issued share capital at the time of issue. This is why the voting dilution is shown in each example as 10%. The table does not show an example of dilution that may be caused to a particular Shareholder by reason of the placements under ASX Listing Rule 7.1A, based on that Shareholder's holding at the date of the AGM; and
- (i) Funds raised are before any capital raising costs which may be incurred.

#### *10% Placement Period*

Shareholder approval under ASX Listing Rule 7.1A is valid from the date of the AGM until the earlier of:

- (a) 12 months after the AGM; or
- (b) the date of approval by Shareholders of a transaction under ASX Listing Rule 11.1.2 (a significant change to the nature or scale of activities) or ASX Listing Rule 11.2 (disposal of main undertaking).

#### *Purpose of 10% additional placement*

The Company may seek to issue securities under the 10% placement for either:

- (a) *cash consideration*: the Company may use the funds for working capital, acquisitions or capital management activities deemed by the Board to be in the best interests of the Company; or
- (b) *non-cash consideration for transactions deemed by the Board to be in the best interests of the Company*: in such circumstances the Company will release to the market a valuation of the non-cash consideration that demonstrates that the issue price of the securities complies with ASX Listing Rule 7.1A.3.

The Company will comply with any disclosure obligations under ASX Listing Rules 7.1A.4 and 3.10.5A upon the issue of any securities under ASX Listing Rule 7.1A.

#### *Allocation policy*

The Company's allocation policy is dependent upon the prevailing market conditions at the time of any proposed

issue pursuant to the 10% placement. The identity of allottees of equity securities will be determined on a case by case basis having regard to factors including but not limited to the following:

- (a) the methods of raising funds that are then available to the Company;
- (b) the effect of the issue of the equity securities on the control of the Company;
- (c) the financial situation and solvency of the Company; and
- (d) advice from professional and corporate advisers (if applicable).

Allottees under the 10% placement have not been determined as at the date of this Notice of Meeting and may include existing and/or new Shareholders but cannot include any related parties or associates of a related party of the Company.

#### *Information provided for compliance with ASX Listing Rule 7.3A.6*

The Company has not previously sought shareholder approval under ASX Listing Rule 7.1A.

#### *Compliance with ASX Listing Rules 7.1A.4 and 3.10.5A*

When the Company issues equity securities pursuant to the 10% Placement Capacity, it will give ASX:

- (a) a list of the names of the persons to whom the Company issues the equity securities and the number of equity securities allotted to each (not for release to the market), in accordance with ASX Listing Rule 7.1A.4; and
- (b) the information required by ASX Listing Rule 3.10.5A for release to the market.

#### Voting exclusion statement

The Company will disregard any votes cast in favour of resolution 7 by or on behalf of a person who is expected to participate in, or who will obtain a material benefit as a result of the proposed issue of securities, except a benefit solely by reason of being a holder of ordinary securities, and any associates of the aforementioned persons.

However, the Company need not disregard any votes if:

- it is cast as proxy for a person entitled to vote, in accordance with directions on the proxy form; or
- it is cast by the person chairing the Meeting as proxy for a person who is entitled to vote, in accordance with a direction on the proxy form to vote as the proxy decides.

At the date of the Notice of Meeting, the Company has not invited and has not determined to invite any particular existing Shareholder or an identifiable class of existing Shareholder to participate in an offer under ASX Listing Rule 7.1A. Accordingly, no existing Shareholder will be excluded from voting on this Item 7.

#### **Recommendation**

The Board recommends that Shareholders vote **IN FAVOUR** of approving the additional 10% placement capacity.

## NOTES RELATING TO VOTING

### 1. ENTITLEMENT TIME

Pursuant to regulation 7.11.37 of the Corporations Regulations 2001 (Cth), the Board has determined that a person's entitlement to attend and vote at the Annual General Meeting (AGM) will be taken to be the entitlement of that person shown in the Register of Members at 6:30 pm ACDT on 18 November 2019.

### 2. VOTING EXCLUSIONS

Please refer to the Explanatory Memorandum for voting exclusion statements for items 3, 4, 5, 6 and 7.

### 3. VOTING ENTITLEMENT ON A POLL

On a poll, every shareholder has one vote for every fully paid ordinary share held.

### 4. APPOINTING A PROXY

All shareholders who are entitled to attend and vote at the meeting have the right to appoint a proxy to attend and vote for them. The proxy does not have to be a shareholder of the Company and can be an individual or a body corporate.

The following information is relevant if you wish to appoint a proxy to vote on your behalf on resolutions at the AGM.

#### The Chairman of the AGM acting as proxy

You may appoint the Chairman of the AGM your proxy. In addition, the Chairman of the meeting is deemed to be appointed where a signed proxy form is returned which does not contain the name of the proxy or where the person appointed on the form is absent.

If a shareholder directs the Chairman how to vote on an item of business, the Chairman must vote in accordance with the direction.

For proxies without voting instructions that are exercisable by the Chairman, the Chairman intends to vote all available proxies in favour of all resolutions.

In relation to resolutions 3, 4, 5 and 6, which are remuneration-related resolutions, if the Chairman of the meeting is appointed as your proxy and you have not directed your proxy how to vote on this resolution, please note that by completing and returning the proxy form accompanying this Notice of Meeting you will be expressly authorising the Chairman of the meeting to exercise your undirected proxy on these resolutions even though they are connected with the remuneration of the Company's key management personnel.

#### Directing your proxy how to vote

If you wish to indicate how your proxy should vote, please mark the appropriate boxes on the proxy form.

If you do not mark a voting instructions box in respect of a resolution, your proxy can vote as he or she decides, subject to any voting exclusions that apply to the proxy.

### Appointing two proxies

A shareholder entitled to attend and vote is entitled to appoint up to two proxies to attend the meeting and vote on a poll. If you wish to appoint a second proxy, you must specify the percentage of votes or number of securities for each proxy otherwise each proxy may exercise half of the votes. To appoint a second proxy, you must follow the instructions on the proxy form. Where more than one proxy is appointed that specify different ways to vote on the resolution, and both attend the meeting, neither proxy is entitled to vote on a show of hands.

### Completing the proxy form

A proxy form must be signed by the shareholder or his/her attorney or, in the case of a corporation, be executed in accordance with section 127 of the Corporations Act or signed by an authorised officer or attorney. If the proxy form is signed by an attorney or by the authorised officer of a corporation, the power of attorney or other authority (or a notarially certified copy) must accompany the form unless it has been provided to the Company previously. If the proxy form is sent electronically or by fax, any accompanying power of attorney or other authority must be certified.

### Lodgement of proxy forms

Proxy forms must be received by the Company by 10:30 am AEDT on 18 November 2019. You may lodge your proxy form:

- Online at [www.investorvote.com.au](http://www.investorvote.com.au)
- By fax to: 1800 783 447 (within Australia) or +61 3 9473 2555 (outside Australia)
- By post to: GPO Box 242, Melbourne VIC 3001

For Intermediary Online subscribers only (Custodians) please visit [www.intermediaryonline.com](http://www.intermediaryonline.com) to submit your voting intentions.

### 5. APPOINTING AN ATTORNEY TO VOTE ON YOUR BEHALF

Where a shareholder appoints an attorney to act on his/her behalf at the meeting, such appointment must be made by a duly executed power of attorney. The power of attorney must be received by the Company (at Computershare) by post as set out in section 4 above, by the time referred to in section 4 above.

### 6. APPOINTING A CORPORATE REPRESENTATIVE

Where a shareholder or proxy is a corporation and appoints an individual as its representative to attend and vote at the meeting, appropriate evidence of the appointment, including any authority under which the appointment is signed, must be produced upon registration for the meeting, unless it has been provided to the Company (at Computershare) previously.