



Mitchell
SERVICES

19 December 2019

The Manager
Company Announcement Office
Australian Stock Exchange
Level 4, 20 Bridge Street
Sydney NSW 2000

ASX Announcement

Mitchell Services Limited (ASX:MSV) Notice of Extraordinary General Meeting

Mitchell Services Limited advises that an Extraordinary General Meeting will be held on 5 February 2020, commencing at 10:00am (Brisbane time) at Morgans Financial Ltd, Level 29, 123 Eagle Street, Brisbane, Queensland.

Please find **attached** the Notice of Extraordinary General Meeting, Explanatory Memorandum and Proxy form which are being dispatched today.

Signed for and on behalf of Mitchell Services Limited:

Greg Switala
Company Secretary

Mitchell Services Limited

ABN 31 149 206 333

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Seventeen Mile Rocks Qld 4073 Australia
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Mitchell
SERVICES

Notice of Extraordinary General Meeting

Mitchell Services Limited ACN 149 206 333

Notice is given that an Extraordinary General Meeting of Mitchell Services Limited (**Company**) will be held at:

Location	Morgans Financial Ltd, Level 29, 123 Eagle Street, Brisbane
Date	5 February 2020
Time	10:00 am (Brisbane time)

Special business

Resolution 1 – Consolidation of Securities

To consider, and if in favour, pass the following resolution as an ordinary resolution:

‘That, in accordance with section 254H of the Corporations Act and for all other purposes, approval is given for the Company to consolidate its issued capital on the following basis:

- (a) all Shares be consolidated on the basis that every ten (10) Shares be consolidated into one (1) Share;
- (b) all Options be consolidated on the basis that every ten (10) Options be consolidated in to one (1) Option and adjusted in accordance with the Listing Rules;
- (c) all Rights be consolidated on the basis that every ten (10) Rights be consolidated into one (1) Right and adjusted in accordance with the Listing Rules; and
- (d) where the number of Securities held by a Securityholder as a result of the consolidation effected by paragraphs (a) to (c) of this Resolution includes a fraction of a Security, the Company be authorised to round that fraction up to the nearest whole Security,

with effect from 7:00 pm (Brisbane time) on 7 February 2020 (or such other date that is notified on ASX by the Company) and on the terms and conditions set out in the Explanatory Memorandum.’

Resolution 2 – Ratification of prior issues of Shares

To consider, and if in favour, pass the following resolution as an ordinary resolution:

‘That for the purposes of Listing Rule 7.4 and all other purposes, approval be given to ratify the previous issue of 250,000,000 Shares (on a pre-Consolidation basis) at \$0.068 per Share as detailed in the Explanatory Memorandum.’

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Resolution 3 – Approval of financial assistance

To consider and, if in favour, to pass the following resolution as a special resolution:

‘That, pursuant to and in accordance with section 260B(2) of the *Corporations Act 2001* (Cth) and for all other purposes, approval is given for financial assistance to be provided by the Deepcore Entities in connection with the acquisition of all of the issued shares of Deepcore Holdings Pty Ltd ACN 155 701 885 by the Company as detailed in the Explanatory Memorandum.’

Dated: 19 December 2019

By order of the Board



Greg Switala
Company Secretary

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Notes

- (a) A member who is entitled to attend and cast a vote at the Meeting is entitled to appoint a proxy.
- (b) The proxy need not be a member of the Company. A member who is entitled to cast two or more votes may appoint two proxies and may specify the proportion or number of votes each proxy is appointed to exercise.
- (c) If you wish to appoint a proxy and are entitled to do so, then complete and return the **attached** proxy form by 10:00 am (Brisbane time) on 3 February 2020.
- (d) A corporation may elect to appoint a representative in accordance with the Corporations Act in which case the Company will require written proof of the representative's appointment which must be lodged with or presented to the Company before the Meeting.
- (e) The Company has determined under regulation 7.11.37 of the *Corporations Regulations 2001* (Cth) that for the purpose of voting at the Meeting or adjourned meeting, Shares are taken to be held by those persons recorded in the Company's register of Shareholders as at 7:00 pm (Brisbane time) on 3 February 2020.
- (f) If you have any queries on how to cast your vote then you can call the Company on 07 3722 7222 during business hours.

Voting exclusions:

<p>Resolution 2 – Ratification of previous issues of Shares</p>	<p>In accordance with the requirements of Listing Rule 14.11, the Company will disregard any votes cast in favour of Resolution 2 by or on behalf of:</p> <ul style="list-style-type: none"> (a) a person who participated in the issue or is a counterparty to the agreement being approved; or (b) an associate of those persons. <p>However, this does not apply to a vote cast in favour of Resolution 2 by:</p> <ul style="list-style-type: none"> (c) a person as proxy or attorney for a person who is entitled to vote on Resolution 2, in accordance with directions given to the proxy or attorney to vote on Resolution 4 in that way; or (d) the chair of the meeting as proxy or attorney for a person who is entitled to vote on Resolution 2, in accordance with a direction given to the chair to vote on Resolution 2 as the chair decides; or (e) a holder acting solely in a nominee, trustee, custodial or other fiduciary capacity on behalf of a beneficiary provided the following conditions are met: <ul style="list-style-type: none"> (i) the beneficiary provides written confirmation to the holder that the beneficiary is not excluded from voting, and is not an associate of a person excluded from voting, on Resolution 2; and (ii) the holder votes on Resolution 2 in accordance with directions given by the beneficiary to the holder to vote in that way.
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Explanatory memorandum

Mitchell Services Limited ACN 149 206 333

Introduction

This explanatory memorandum is provided to the Shareholders of the Company to explain the resolutions to be put to the Shareholders at the Extraordinary General Meeting to be held at Morgans Financial Ltd, Level 29, 123 Eagle Street, Brisbane on 5 February 2020 at 10:00 am (Brisbane time).

The Board recommends that Shareholders read the accompanying Notice of Meeting and this explanatory memorandum in full before making any decision in relation to the resolutions.

Resolution 1 – Consolidation of Securities

- 1 The Company proposes to consolidate its issued capital by converting every ten (10) existing Securities on issue into one (1) Security (the **Consolidation**).
- 2 Pursuant to section 254H of the Corporations Act, a company may consolidate its shares if approved by an ordinary resolution of shareholders at a general meeting.
- 3 The Board does not believe that any material disadvantage will arise for Securityholders as a result of the proposed consolidation of the Securities. While the Consolidation will have no effect on the underlying value of the Company, the effect on the Company's Share price at the time of Consolidation should (all things being equal) be to trade at ten (10) times the price at which the Shares previously traded. The Share price will continue to be influenced by other factors and there can be no assurances as to the level and price that the Shares will trade following the Consolidation. The Consolidation will not result in any change to the rights and obligations of Securityholders, and the Company's balance sheet will remain unaltered as a result of the Consolidation.
- 4 If the Consolidation is approved, the number of Securities will be reduced approximately as shown in Table 1.

Table 1 – Effect of Consolidation on Securities

	Pre-Consolidation	Post-Consolidation [#]
Fully paid ordinary Shares on issue in the Company	1,992,382,681	199,238,268
Unquoted Options capable of conversion to Shares at the exercise prices listed in Table 2 below	53,162,165	5,316,217
Unquoted Rights to receive Shares subject to vesting conditions	3,993,907	399,391

[#] These are approximate numbers only. The actual numbers will depend on the number of Securities held by each Securityholder as at 7 February 2020 and the effects of rounding.

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Table 2 – Effect of Consolidation on unlisted Options

Pre-Consolidation Class	Post-Consolidation Class
16,362,395 Options exercisable at \$0.0395	1,636,240 Options exercisable at \$0.395
10,119,612 Options exercisable at \$0.0539, subject to vesting conditions	1,011,961 Options exercisable at \$0.539, subject to vesting conditions
13,337,370 Options exercisable at \$0.07035, subject to vesting conditions	1,333,737 Options exercisable at \$0.7035, subject to vesting conditions
13,342,788 Options exercisable at \$0.11, subject to vesting conditions	1,334,279 Options exercisable at \$1.10, subject to vesting conditions

- 5 The Consolidation will apply to all Securityholders equally and they will be reduced in the same ratio as the total number of Securities (subject only to rounding of fractions). The Consolidation will have no material effect on the percentage interest of each individual Securityholder.

EXAMPLE: Prior to the Consolidation, Shareholder A holds 10,000,000 Shares, representing 0.5019% of the Company's 1,992,382,681 issued Shares. If the Consolidation is approved, Shareholder A will hold 1,000,000 Shares, still representing the same 0.5019% of the Company's 199,238,268 issued Shares. Similarly, the aggregate value of Shareholder A's holding (and the Company's market capitalisation) should not materially change solely as a result of the Consolidation, other than minor changes as a result of rounding.

- 6 Where the consolidation of a Securityholder's holding results in an entitlement to a fraction of a Security, the fraction will be rounded up to the nearest whole number of Securities.

EXAMPLE: Prior to the Consolidation, Shareholder B holds 854,366 Shares. Following the Consolidation, the number of Shares held by Shareholder B will be rounded up to 85,437 (i.e. rounded up to the nearest whole number of Shares from 85,436.6).

- 7 In accordance with Listing Rules 7.21 and 7.22.1, the Consolidation will result in the number of Options and Rights being consolidated in the same ratio as Shares and the exercise price of each Option and Right (if applicable) being amended in the inverse proportion to that ratio.

EXAMPLE: Prior to the Consolidation, Optionholder A holds 100,000 Options with an exercise price of \$0.11. Following the Consolidation, the number of Options held by Optionholder A will be 10,000 with an exercise price of \$1.10.

- 8 If the Company reasonably believes that a Securityholder has been a party to the division of a securityholding in an attempt to obtain an advantage from treatment of fractions, the Company may take appropriate action, having regard as appropriate to the terms of the Company's constitution and the Listing Rules. In particular, the Company reserves the right to disregard the division for the purposes of dealing with fractions so as to round up any fraction to the nearest whole number of Securities that would have been received but for the division.

- 9 It is generally expected that there will not be any Australian income tax consequences for Securityholders arising from the Consolidation. However, the Company strongly recommends that Securityholders seek and obtain their own specific advice (taking into account their particular circumstances) in relation to the proposed Consolidation. Neither the Company, the Directors, nor the Company's advisers accept any responsibility for any individual Securityholder's taxation consequences of the Consolidation.

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The indicative timetable for the Consolidation is set out below. The dates are estimates only and will be updated by the Company once confirmed:

Event	Date
Meeting and confirmation of Consolidation (if approved by Shareholders by ordinary resolution)	5 February 2020
Last day for trading in pre-Consolidation Securities	6 February 2020
Trading commences in post-Consolidation Securities on a deferred settlement basis	7 February 2020
Last day for the Company to register transfers on a pre-Consolidation basis	10 February 2020
First day for the Company to register transfers on a post-Consolidation basis Notices sent to Securityholders notifying them of number of Securities held pre and post-Consolidation	11 February 2020
New holding statements despatched to listed Securities End of deferred settlement trading	17 February 2020
Normal settlement trading in Company's listed Securities recommences	18 February 2020

Directors' recommendation

10 The Directors unanimously recommend that Shareholders vote in favour of Resolution 1.

Resolution 2 – Ratification of prior issue of Shares

- 11 As announced to ASX on 29 November 2019, the Company has completed the acquisition of Deepcore Holdings Pty Ltd (**Deepcore Acquisition**). As partial consideration for the acquisition, the Company issued 250,000,000 Shares (on a pre-Consolidation basis) to the previous shareholders of Deepcore Holdings Pty Ltd. The Shares were issued using the Company's placement capacity under Listing Rule 7.1.
- 12 Resolution 2 seeks approval for the previous allotment and issue of 250,000,000 Shares (on a pre-Consolidation basis) to the shareholders of Deepcore Holdings Pty Ltd pursuant to Listing Rule 7.4, to refresh the Company's 15% placement capacity allowed under Listing Rule 7.1.
- 13 Listing Rule 7.1 provides that (subject to certain exceptions) the Company may only issue up to 15% of the number of Shares on issue as at the date 12 months prior to the issue of new Shares without prior approval of Shareholders.
- 14 The issue of Shares detailed in paragraph 12 did not cause the Company to exceed the 15% threshold. However, Listing Rule 7.4 provides that where a company subsequently approves an issue of securities, the issue will be treated as having been made with approval for the purpose of Listing Rule 7.1, thereby replenishing the company's 15% capacity and enabling it to issue further securities up to that limit.

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- 15 In compliance with the information requirements of Listing Rule 7.5, Shareholders are advised of the following particulars:

Persons to whom securities were issued	The previous shareholders of Deepcore Holdings Pty Ltd
Number and class of securities issued	250,000,000 ordinary fully paid shares (on a pre-Consolidation basis)
Date of issue	29 November 2019
Issue price	\$0.068 per Share
Purpose of issue	Partial consideration for the acquisition of Deepcore Holdings Pty Ltd by the Company. No funds were raised from the issue of Shares.
Summary of the material terms of the agreement upon which the securities were issued	The Shares were issued to the shareholders of Deepcore Holdings Pty Ltd pursuant to a share purchase agreement dated 14 November 2019 between the shareholders and the Company by which the Company agreed to acquire Deepcore Holdings Pty Ltd. Further detail on the terms of the share purchase agreement are contained in the Company's announcement of the acquisition released to ASX on 14 November 2019.

Directors' recommendation

- 16 The Directors unanimously recommend that Shareholders vote in favour of Resolution 2.

Resolution 3 – Approval of financial assistance

Restriction on companies giving financial assistance

- 17 Under section 260A(1) of the Corporations Act a company may financially assist a person to acquire shares (or units of shares) in the company or a holding company of the company only if:
- (a) giving the assistance does not materially prejudice:
 - (i) the interests of the company or its shareholders; or
 - (ii) the company's ability to pay its creditors; or
 - (b) the assistance is approved by shareholders under section 260B of the Corporations Act; or
 - (c) the assistance is exempted under section 260C of the Corporations Act.
- 18 Financial assistance may include giving security over a company's assets and giving a guarantee and indemnity in respect of another person's liability. Under section 260A(2) of the Corporations Act, the financial assistance may be given before or after the acquisition of shares.
- 19 For a company to financially assist a person to acquire shares (or units of shares) in itself or a company of which it is a subsidiary, section 260B(1) of the Corporations Act states that the financial assistance must be approved by its shareholders by:

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- (a) a special resolution passed at a general meeting of the company, with no votes being cast in favour of the resolution by the person acquiring the shares (or units of shares) or by their associates; or
- (b) a resolution agreed to, at a general meeting, by all ordinary shareholders.
- 20 If the company will be a subsidiary of a listed domestic corporation immediately after the acquisition, then section 260B(2) requires that the financial assistance must also be approved by a special resolution passed at a general meeting of that company. The Deepcore Entities became subsidiaries of the Company as a result of the Deepcore Acquisition and the Company is listed on ASX, therefore the financial assistance must also be approved by special resolution passed at a general meeting of Shareholders.

Financial assistance in the Deepcore Acquisition

- 21 In accordance with the terms of the Deepcore Acquisition, the Company amended its facility agreement with National Australia Bank Limited (**NAB**) (**Facility Agreement**). Under the Facility Agreement, NAB makes available the following facilities to the MSV Group:
- (a) a facility of \$16 million for the purposes of the Deepcore Acquisition;
- (b) a business overdraft facility of \$10 million;
- (c) a \$100,000 limit corporate card; and
- (d) a revolving finance lease facility for \$15 million (uncommitted) to assist with the Company's asset financing requirements,
- (together, the **Facilities**).
- 22 The Facilities are secured by security over all assets of the MSV Group. It is a requirement of the Facility Agreement that each wholly-owned subsidiary of an MSV Group Member must become a cross-guarantor under the Facility Agreement with NAB. This means that each Deepcore Entity will guarantee the obligations of each MSV Group Member under the Facilities. This agreement by each of the Deepcore Entities to guarantee obligations is financial assistance by each of the Deepcore Entities to assist the Company to purchase the shares of Deepcore Holdings Pty Ltd and is the financial assistance for which approval is sought under Resolution 3.

Effect of the financial assistance

- 23 In the event that the Company was unable to meet its obligations under the Facility Agreement, a demand under the Facility Agreement by NAB may result in the Deepcore Entities being required to repay some or all of the amounts owing under the Facilities. If the MSV Group was unable to repay any outstanding amounts under the Facilities, NAB may enforce a sale of the assets of an MSV Group Member or the Deepcore Entities by enforcing security against an MSV Group Member or a guarantee given by an MSV Group Member or a Deepcore Entity. This may result in a return to the Company significantly lower than could have been achieved had those assets been sold in the ordinary course of business.
- 24 If Resolution 3 is not approved and the Deepcore Entities do not become cross-guarantors under the Facility Agreement, the MSV Group will be in breach of a condition in the Facility Agreement which requires the Company to obtain approval for the Deepcore Entities to give financial assistance by 29 February 2020.

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Lodgement with ASIC

- 25 As required by section 260B(5) of the Corporations Act, copies of this Notice of Meeting and Explanatory Memorandum have been lodged with ASIC.

Directors' recommendation

- 26 The Directors unanimously recommend that Shareholders vote in favour of Resolution 3.

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Glossary

A number of capitalised terms are used throughout this Notice of Meeting. Capitalised terms in this Notice of Meeting have the same meaning given to them in the Corporations Act and:

Term	Definition
ASX	means ASX Limited and the exchange operated by it, being the Australian Securities Exchange.
ASIC	means the Australian Securities and Investments Commission.
Board	means the board of directors of the Company.
Company	means Mitchell Services Limited ACN 149 206 333.
Consolidation	means the conversion of every ten (10) existing Securities on issue into one (1) Security.
Corporations Act	means <i>Corporations Act 2001</i> (Cth).
Deepcore Acquisition	means the acquisition by the Company of all the issued shares in Deepcore Holdings Pty Ltd ACN 155 701 885, as announced by the Company to ASX on 14 November 2019.
Deepcore Entities	means each of Deepcore Holdings Pty Ltd ACN 155 701 885, Deepcore Australia Pty Ltd ACN 115 967 809 and Deepcore Drilling Pty Ltd ACN 115 935 941.
Director	means one or more directors of the Company.
Extraordinary General Meeting or Meeting	means the Company's extraordinary general meeting the subject of this Notice of Meeting.
Facility Agreement	means the facility agreement between the Obligors and National Australia Bank Limited, as amended.
Listing Rules	means the listing rules of ASX.
MSV Group	means each of Notch No 2 Pty Ltd ACN 606 170 138, Radco. Technologies Pty Ltd ACN 137 688 227, Well Drilled Pty Ltd ACN 123 980 343, Radco. Group Australia Pty Ltd ACN 137 688 745, Notch Holdings Pty Ltd ACN 009 271 461, Mitchell Operations Pty Ltd ACN 165 456 066 and the Company in their capacities as borrowers, cross-guarantors and security providers under the Facility Agreement, and MSV Group Member means any one of them.
Notice of Meeting or Notice	means the notice of meeting and includes the explanatory memorandum.
Option	means an unquoted option issued by the Company that is convertible into a Share.
Option holder	means a registered holder of an Option.
Rights	means an unquoted right issued by the Company that is convertible into a Share.
Security	means a Share, Option or Right.
Securityholder	means a registered holder of a Security.
Shareholder	means a registered holder of a Share.
Shares	means fully paid ordinary shares in the Company.

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Mitchell

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ACN 149 206 333

LODGE YOUR VOTE

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Locked Bag A14
Sydney South NSW 1235 Australia

BY FAX
+61 2 9287 0309

BY HAND
Link Market Services Limited
Level 12, 680 George Street, Sydney NSW 2000

ALL ENQUIRIES TO
Telephone: +61 1300 554 474



X99999999999

PROXY FORM

I/We being a member(s) of Mitchell Services Limited and entitled to attend and vote hereby appoint:

APPOINT A PROXY

the Chairman of the Meeting (mark box)

OR if you are **NOT** appointing the Chairman of the Meeting as your proxy, please write the name of the person or body corporate you are appointing as your proxy

or failing the person or body corporate named, or if no person or body corporate is named, the Chairman of the Meeting, as my/our proxy to act on my/our behalf (including to vote in accordance with the following directions or, if no directions have been given and to the extent permitted by the law, as the proxy sees fit) at the Extraordinary General Meeting of the Company to be held at **10:00am (Brisbane time) on Wednesday, 5 February 2020 at Morgans Financial Ltd, Level 29, 123 Eagle Street, Brisbane** (the Meeting) and at any postponement or adjournment of the Meeting.

The Chairman of the Meeting intends to vote undirected proxies in favour of each item of business.

VOTING DIRECTIONS

Proxies will only be valid and accepted by the Company if they are signed and received no later than 48 hours before the Meeting. Please read the voting instructions overleaf before marking any boxes with an

Resolutions

	For	Against	Abstain*
1 Consolidation of Securities	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
2 Ratification of prior issue of shares	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
3 Approval of financial assistance	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

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

SIGNATURE OF SHAREHOLDERS – THIS MUST BE COMPLETED

Shareholder 1 (Individual)

Joint Shareholder 2 (Individual)

Joint Shareholder 3 (Individual)

Sole Director and Sole Company Secretary

Director/Company Secretary (Delete one)

Director

This form should be signed by the shareholder. If a joint holding, either shareholder may sign. If signed by the shareholder's attorney, the power of attorney must have been previously noted by the registry or a certified copy attached to this form. If executed by a company, the form must be executed in accordance with the company's constitution and the *Corporations Act 2001* (Cth).

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STEP 1

STEP 2

STEP 3



HOW TO COMPLETE THIS SHAREHOLDER PROXY FORM

YOUR NAME AND ADDRESS

This is your name and address as it appears on the Company's share register. If this information is incorrect, please make the correction on the form. Shareholders sponsored by a broker should advise their broker of any changes. **Please note: you cannot change ownership of your shares using this form.**

APPOINTMENT OF PROXY

If you wish to appoint the Chairman of the Meeting as your proxy, mark the box in Step 1. If you wish to appoint someone other than the Chairman of the Meeting as your proxy, please write the name of that individual or body corporate in Step 1. A proxy need not be a shareholder of the Company.

DEFAULT TO CHAIRMAN OF THE MEETING

Any directed proxies that are not voted on a poll at the Meeting will default to the Chairman of the Meeting, who is required to vote those proxies as directed. Any undirected proxies that default to the Chairman of the Meeting will be voted according to the instructions set out in this Proxy Form.

VOTES ON ITEMS OF BUSINESS – PROXY APPOINTMENT

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

APPOINTMENT OF A SECOND PROXY

You are entitled to appoint up to two persons as proxies to attend the Meeting and vote on a poll. If you wish to appoint a second proxy, an additional Proxy Form may be obtained by telephoning the Company's share registry or you may copy this form and return them both together.

To appoint a second proxy you must:

- (a) on each of the first Proxy Form and the second Proxy Form state the percentage of your voting rights or number of shares applicable to that form. If the appointments do not specify the percentage or number of votes that each proxy may exercise, each proxy may exercise half your votes. Fractions of votes will be disregarded; and
- (b) return both forms together.

SIGNING INSTRUCTIONS

You must sign this form as follows in the spaces provided:

Individual: where the holding is in one name, the holder must sign.

Joint Holding: where the holding is in more than one name, either shareholder may sign.

Power of Attorney: to sign under Power of Attorney, you must lodge the Power of Attorney with the registry. If you have not previously lodged this document for notation, 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 indicate the office held by signing in the appropriate place.

CORPORATE REPRESENTATIVES

If a representative of the corporation is to attend the Meeting the appropriate "Certificate of Appointment of Corporate Representative" must be produced prior to admission in accordance with the Notice of Meeting. A form of the certificate may be obtained from the Company's share registry or online at www.linkmarketservices.com.au.

LODGEMENT OF A PROXY FORM

This Proxy Form (and any Power of Attorney under which it is signed) must be received at an address given below by **10:00am (Brisbane time) on Monday, 3 February 2020**, being not later than 48 hours before the commencement of the Meeting. Any Proxy Form received after that time will not be valid for the scheduled Meeting.

Proxy Forms may be lodged using the reply paid envelope or:



ONLINE

www.linkmarketservices.com.au

Login to the Link website using the holding details as shown on the Proxy Form. Select 'Voting' and follow the prompts to lodge your vote. To use the online lodgement facility, shareholders will need their "Holder Identifier" - Securityholder Reference Number (SRN) or Holder Identification Number (HIN).



BY MAIL

Mitchell Services Limited
C/- Link Market Services Limited
Locked Bag A14
Sydney South NSW 1235
Australia



BY FAX

+61 2 9287 0309



BY HAND

delivering it to Link Market Services Limited*
Level 12
680 George Street
Sydney NSW 2000

* During business hours (Monday to Friday, 9:00am–5:00pm)

**IF YOU WOULD LIKE TO ATTEND AND VOTE AT THE EXTRAORDINARY GENERAL MEETING, PLEASE BRING THIS FORM WITH YOU.
THIS WILL ASSIST IN REGISTERING YOUR ATTENDANCE.**