Capral Limited
Notice of Annual General Meeting of Shareholders 2014

ABN: 78 004 213 692




CAPRAL
ALUMINIUM
SHAPING THE FUTURE

Notice of Annual General Meeting of Shareholders 2014

Notice is given that the Annual General Meeting (**AGM**) of Shareholders of Capral Limited (ABN 78 004 213 692) (**Capral**) will be held at Parkroyal Parramatta, 30 Phillip Street, Parramatta, NSW 2150 on Wednesday 16 April 2014 at 10.00am.

BUSINESS

1. STATUTORY REPORTS

The Financial Report, the Directors' Report and the Independent Audit Report (the Reports) for the year ended 31 December 2013 will be presented for consideration.

Shareholders can view the Annual Report, which contains the Financial Report for the year ended 31 December 2013, on Capral's website (www.capral.com.au), go to "Investors" and then "Annual Reports". Unless Capral's share registry has been notified otherwise, shareholders will not be sent a hard copy of the Annual Report.

2. QUESTIONS

Following the consideration of the Reports, the Chairman will give shareholders a reasonable opportunity to ask questions about or comment on Capral matters.

The Chairman will also give shareholders a reasonable opportunity to ask the Auditor questions relevant to:

- the conduct of the audit;
- the preparation and content of the Independent Audit Report;
- the accounting policies adopted by Capral in relation to the preparation of the financial statements; and
- the independence of the Auditor in relation to the conduct of the audit.

The Chairman will also give the Auditor a reasonable opportunity to answer written questions submitted by shareholders that are relevant to the content of the Independent Audit Report or the conduct of the audit. A list of written questions, if any, submitted by shareholders will be made available at the start of the AGM and any written answer tabled by the Auditor at the AGM will be made available as soon as practicable after the AGM.

3. ELECTION OF DIRECTORS

3.1 TO CONSIDER AND, IF THOUGHT FIT, PASS THE FOLLOWING AS AN ORDINARY RESOLUTION:

That, Mr Graeme Pettigrew, who retires in accordance with Article 69 of Capral's Constitution and ASX Listing Rule 14.4 and, being eligible, offers himself for re-election, be re-elected as a director.

3.2 TO CONSIDER AND, IF THOUGHT FIT, PASS THE FOLLOWING AS AN ORDINARY RESOLUTION:

That, Mr Philip Jobe, who retires in accordance with Article 69 of Capral's Constitution and ASX Listing Rule 14.4 and, being eligible, offers himself for re-election, be re-elected as a director.

4. ADOPTION OF REMUNERATION REPORT (NON-BINDING RESOLUTION)

TO CONSIDER AND, IF THOUGHT FIT, PASS THE FOLLOWING AS AN ORDINARY RESOLUTION:

That, the Remuneration Report, included in the Directors' Report for the financial year ended 31 December 2013, be adopted.

Voting Exclusion Statement

A vote on this Resolution 4 must not be cast (in any capacity) by or on behalf of the following persons:

(a) a member of the Key Management Personnel; or

(b) a Closely Related Party of such a member.

However, a person described above may cast a vote on this Resolution 4 if:

- the person does so as a proxy appointed by writing that specifies how the proxy is to vote on the proposed resolution; or
- the person is the Chair and has been appointed as a proxy (expressly or by default) without being directed how to vote on the resolution; and
- in either case, the vote is not cast on behalf of a person described above.

See the Explanatory Memorandum for the definitions of Key Management Personnel and their Closely Related Parties.

5. ISSUE OF SHARE RIGHTS AND SHARES TO ANTHONY DRAGICEVICH

TO CONSIDER AND, IF THOUGHT FIT, PASS THE FOLLOWING AS AN ORDINARY RESOLUTION:

That, the issue to Anthony Dragicevich of:

(a) up to 2,000,000 Share Rights on the terms set out in the Explanatory Memorandum; and

(b) shares in Capral subject to the vesting of those Share Rights, as and on the basis described in the Explanatory Memorandum,

be approved for the purpose of ASX Listing Rules 7.1 and 10.14 and for all other purposes, including for the purpose of Section 200E of the *Corporations Act* in the event that the issue of shares constitutes a termination benefit in connection with his loss of office, on the terms set out in the Explanatory Memorandum.

Voting Exclusion Statement

Capral will disregard any votes cast on this Resolution 5:

- by Anthony Dragicevich or any associate of Mr Dragicevich;
- by any director (except one who is ineligible to participate in any employee incentive scheme in relation to Capral) or any associate of such a director; and
- as proxy by any member of Key Management Personnel or a Closely Related Party of a member of Key Management Personnel.

However, Capral need not disregard a vote if:

- it is cast by a person as proxy for a person who is entitled to vote, in accordance with the 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.

Attendance and voting at the meeting

In accordance with Corporations Regulation 7.11.37, the Board has determined that Capral shares are taken, for the purposes of determining the right of shareholders to attend and vote at the Meeting, to be held by persons who held them at 7:00 pm (Sydney time) on 14 April 2014. If you are not the registered holder of a relevant share at that time you will not be entitled to vote in respect of that share.

You may vote by attending the Meeting in person or by proxy (see below).

Ordinary resolutions require the support of more than 50% of the votes cast by those shareholders voting in person, by proxy, by representative or by attorney. Advisory resolutions do not bind the Board however, the Board will take the outcome of the vote into consideration when reviewing remuneration practices and policies.

Every question arising at the Annual General Meeting (**AGM**) will be decided in the first instance by a show of hands. A poll may be demanded in accordance with Article 53 of Capral's Constitution.

On a show of hands, every shareholder who is present in person or by proxy, or by representative or by attorney, will have one vote. Upon a poll, every person who is present in person or by proxy, or by representative or by attorney, will have one vote for each share held by that person.

Proxies

A shareholder who is entitled to attend and vote at the Meeting may appoint a person, who need not be a shareholder of Capral, as the shareholder's proxy to attend and vote on behalf of the shareholder.

If you are entitled to cast two or more votes, you may appoint two proxies and may specify the proportion or number of votes each proxy is appointed to exercise. If you do not specify a proportion or number, each proxy may exercise half of the votes. If you appoint two proxies, neither proxy is entitled to vote on a show of hands. If you require a second proxy form, please contact Capral's share registry Computershare Investor Services Pty Limited on **1300 855 080 (within Australia)** or **+61 3 9415 4000 (outside Australia).**

By order of the Board
Richard Rolfe
Secretary
Sydney, *5 March 2014*

A proxy form accompanies this Notice. Should you wish to appoint a proxy, please complete the proxy form and return it (and any supporting documents attached) by no later than 10:00 am (Sydney time) on 14 April 2014 by one of the following methods:

- **by mail** to Capral's share registry, Computershare Investor Services Pty Limited, GPO Box 242, Melbourne, VIC 3001, Australia (a reply paid envelope is enclosed with this Notice of Meeting); or
- **in person** to Capral's registered office, c/o Company Secretary, 71 Ashburn Road, Bundamba, QLD 4304, Australia or to Capral's share registry, Computershare Investor Services Pty Limited, Level 4, 60 Carrington Street, Sydney, NSW 2000, Australia; or
- **by facsimile** to Capral's share registry, Computershare Investor Services Pty Limited, facsimile number: 1800 783 447 (within Australia) or +61 3 9473 2555 (outside Australia).

Chairman will vote undirected proxies in favour of all resolutions

If you appoint the Chairman as your proxy, or the Chairman is appointed your proxy by default, and the proxy form does not specify whether to vote "For", "Against" or "Abstain", your appointment will be taken as a direction to the Chairman to vote in accordance with his stated voting intention, which is to vote in favour of all resolutions.

Shareholders always have the ability to appoint the Chairman as their proxy and direct him to vote contrary to the Chairman's stated voting intention or to abstain from voting on a resolution.

The Chairman intends to vote any undirected proxy in favour of all resolutions including Resolution 4 (Adoption of Remuneration Report) and Resolution 5 (Issue of Share Rights to Anthony Dragicevich).

Appointment of other Key Management Personnel as your proxy.

Due to the voting exclusions and requirements referred to in the Notice of Meeting, if you intend to appoint any other Key Management Personnel or their Closely Related Parties as your proxy, you are encouraged to direct your proxy on how to vote on Resolution 4 (Adoption of Remuneration Report) and Resolution 5 (Issue of Share Rights to Anthony Dragicevich) by marking either "For", "Against" or "Abstain" on the proxy form for the relevant item of business.

Definitions

Key Management Personnel are those people described as Key Management Personnel in Capral's Remuneration Report and include all directors.

Closely Related Parties are any of the following people:

- a spouse or child of Key Management Personnel;
- a child of Key Management Personnel's spouse;
- a dependent of Key Management Personnel or Key Management Personnel's spouse;
- a member of Key Management Personnel's family who may be expected to influence, or be influenced by the Key Management Personnel, in the Key Management Personnel's dealings with Capral;
- a company controlled by the Key Management Personnel.

Attorney

If the appointment is signed by an attorney, the original power of attorney or a certified copy of it must be sent with the proxy form, unless it has been provided previously to Computershare Investor Services Pty Limited.

Corporate Representatives

A body corporate that is a shareholder, or that has been appointed as a proxy, is entitled to appoint any person to act as its representative at the AGM. Such appointment must comply with the requirements under section 250D of the *Corporations Act*. The representative should bring to the AGM a properly executed letter or other document confirming its authority to act as body corporate's representative.

Shareholder questions

If you wish a question to be put to the Chairman or the Auditor and you are not able to attend the AGM, please send your question to the Company Secretary via Capral's share registry by one of the methods detailed above. To allow time to collate questions and prepare answers, questions are to be received by 7:00 pm (Sydney time) on Wednesday 9 April 2014. Questions submitted in writing to the Company Secretary will be put to the Chairman or Auditor at the Board's discretion. A list of questions for the auditor will be available at the meeting.

Explanatory Memorandum

This explanatory memorandum has been prepared to assist shareholders to understand the business to be put to shareholders at the AGM and forms part of the Notice of Meeting.

1&2. Statutory Reports and shareholder questions

The Financial Report, Directors' Report and Auditor's Report for Capral for the year ended 31 December 2013 will be laid before the Meeting in accordance with section 317 of the *Corporations Act*.

The Chairman will allow a reasonable opportunity for shareholders to ask questions or make comments about those reports and about the management of Capral in accordance with section 250S of the *Corporations Act*. Shareholders will also be given a reasonable opportunity to ask the Auditor questions about the conduct of the audit and the preparation and content of the Auditor's Report in accordance with section 250T of the *Corporations Act*.

3. Election of Directors

Article 87(d) of Capral's Constitution provides that if a director ceases to be the Managing Director, that person shall automatically cease to be a director unless the other directors resolve that the person should remain a director until the next AGM, in which case that director shall be treated as a retiring director under Article 69. Mr Philip Jobe ceased to be the Managing Director in April 2013 and the other directors resolved that he remain as a director until the next AGM.

Article 69(a) of Capral's Constitution (which is consistent with ASX Listing Rule 14.4) provides that no director shall hold office for a continuous period in excess of 3 years or past the third AGM following the director's appointment, whichever is longer, without submitting for re-election. Article 69(b) provides that a retiring director is eligible for re-election without needing to give any prior notice of an interest to submit for re-election and shall hold office as a director until the end of the Meeting at which the director retires.

Accordingly, at this AGM, Mr Graeme Pettigrew and Mr Philip Jobe are each obliged to retire in accordance with Article 69(1) of Capral's Constitution and Listing Rule 14.4 and are each eligible for re-election.

Mr Pettigrew (FPNA, FAIM, FAICD) was appointed as a non-executive director on 18 June 2010 and is a member of the Audit Committee and the Remuneration & Nomination Committee. Mr Pettigrew has relevant experience in the construction and building materials industry, as well as manufacturing and distribution businesses, having held senior positions with companies involved in these sectors. He is a non-executive director of Adelaide Brighton Ltd.

Mr Philip Jobe (B.Comm) was appointed as Capral's Chief Executive Officer and Managing Director in April 2009. Mr Jobe became a non-executive director on 15 April 2013 when his tenure as Chief Executive Officer ended. Mr Jobe is now a member of the Audit Committee and the Remuneration & Nomination Committee. Before joining Capral, Mr Jobe was the Executive General Manager of Boral Limited's Cement Division, including Managing Director of Blue Circle Southern Cement Pty Limited. This also encompassed the role of Chairman of the Cement Industry Federation. He also had executive responsibility for Boral's expanding Asian construction materials businesses.

For the reasons set out above, the other Directors of Capral unanimously support the re-election of Mr Pettigrew and Mr Jobe.

4. Adoption of Remuneration Report

The Remuneration Report (which forms part of the Directors' Report) sets out Capral's remuneration for the Managing Director, executives and non-executive directors.

Section 250R(2) of the *Corporations Act* requires that at a listed company's annual general meeting, a shareholders' resolution that the Remuneration Report be adopted must be put to the vote.

A reasonable opportunity will be provided for discussion of the Remuneration Report at the Meeting, in accordance with section 250SA of the *Corporations Act*.

Non-binding resolution on Remuneration Report

The resolution to adopt the Remuneration Report is advisory only and will not bind the directors or Capral, however, the Board will take the outcome of the vote into consideration when reviewing remuneration practices and policies.

Capral encourages shareholders to cast their votes in favour of Resolution 4 (Adoption of Remuneration Report).

5. Issue of Share Rights to Anthony Dragicevich

Mr Dragicevich was appointed to the Board on 15 April 2013.

The Board values the contribution of Mr Dragicevich and considers it is in the best interests of Capral to align Capral's Managing Director with the interests of shareholders and retain his services.

ASX Listing Rule 10.14 requires shareholder approval by ordinary resolution before a director can be issued securities in Capral under an employee incentive scheme.

Shareholder approval is sought for the issue of Share Rights to Mr Dragicevich under Capral's Long Term Incentive Plan. Specific details of the proposed issue are set out below. The Share Rights are being issued in addition to the Share Rights currently held by Mr Dragicevich, which were issued to him in 2013 prior to his appointment to the Board. A "Share Right" is a right to be issued one Capral share (**Share**) for nil exercise price upon the satisfaction of certain vesting conditions.

The Board, in its discretion, may satisfy some or all of the Share Rights by acquiring existing Shares rather than issuing new Shares.

Number of Share Rights and Issue Price

On obtaining shareholder approval, Capral will issue 2,000,000 Share Rights (**2014 Rights**) to Mr Dragicevich for nil consideration. 1,000,000 of the 2014 Rights relate to the performance period 1 January to 31 December 2014 (**T1 2014 Rights**) and 1,000,000 relate to the performance period 1 January to 31 December 2015 (**T2 2014 Rights**).

Timing of grant and vesting

The grant date of the 2014 Rights will be on or about the date of shareholder approval, but in any event no later than one month after the annual general meeting. The vesting date of the T1 2014 Rights will be March 2015 and the vesting date of the T2 2014 Rights will be March 2016.

Vesting conditions

Vesting of the 2014 Rights is subject to hurdles that Mr Dragicevich remains employed at Capral on the vesting date and meets certain performance hurdles; 30% of the 2014 Rights are subject to minimum financial targets set by the Board and 70% of the 2014 Rights are subject to a Total Shareholder Return performance condition. The T1 2014 Rights will be tested over the period of 1 January to 31 December 2014 and the T2 2014 Rights will be tested over the period of 1 January to 31 December 2015. If Mr Dragicevich's employment is terminated by Capral other than for cause all of the unvested 2014 Rights will immediately vest. Unvested 2014 Rights lapse upon Mr Dragicevich ceasing to be employed by Capral in circumstances other than the above.

The 2014 Rights confer no rights to dividends or other distributions, or to participate in a new offer of shares unless and until the 2014 Rights have vested and Shares are issued by Capral.

Other information

For the purposes of ASX Listing Rule 10.15, the following additional information is provided for shareholders.

- Mr Dragicevich is a related party of Capral because he is a Director.
- The acquisition price for the 2014 Rights is nil and no money is payable by Mr Dragicevich for a Share on the vesting of a 2014 Right.
- No loans will be made in relation to the acquisition of the 2014 Rights or Shares by Mr Dragicevich.
- There have been no issues of securities to Capral directors or their associates under the Long Term Incentive Plan since the Plan was adopted by the Board in 2006.
- All directors of Capral are eligible to participate in the Long Term Incentive Plan. As at the date of this Notice these are Mr Dragicevich, Rex Wood-Ward, Philip Jobe, Ian Blair, Anthony Eisen and Graeme Pettigrew.
- No funds will be raised by the issue of 2014 Rights or Shares upon vesting.

In addition, Capral is seeking shareholder approval under Listing Rule 7.1. Listing Rule 7.1 imposes a 15% cap on the number of equity securities that can be issued by Capral without approval of shareholders in any rolling twelve month period. However, Capral is permitted to issue shares (or other securities) in excess of the 15% limit if those shares or securities are issued in reliance on an exception to Listing Rule 7.1 or the issue is approved by shareholders. Resolution 5, if passed, will provide approval for this purpose in relation to both the 2014 Rights and any Shares issued on vesting of those rights.

Accelerated vesting and potential termination benefit

As noted above, the 2014 Rights will vest on an accelerated basis in certain limited circumstances, including on a cessation of employment from Capral other than by reason of voluntary resignation or dismissal for cause.

The accelerated vesting of the 2014 Rights in these circumstances may be considered a retirement benefit. Shareholder approval is being sought for these benefits under section 200E of the *Corporations Act*.

Section 200B of the *Corporations Act* requires Capral to obtain shareholder approval before giving a benefit to a director in connection with the director's retirement from office unless the benefit falls within certain exceptions set out in the *Corporations Act*. A payment will only fall within those exceptions if the amount is less than a prescribed multiple of the director's base remuneration and if the nature of the payment falls within one of the categories set out in the *Corporations Act*. It is unlikely that these exemptions would apply.

Capral therefore seeks shareholder approval for the purposes of section 200E of the *Corporations Act* and for all other purposes.

The total value of the termination benefits that may accrue to Mr Dragicevich will depend on the market price of Capral Shares at the time the 2014 Rights vest.

Effect of not approving issue of the 2014 Rights, and Recommendation

There are no adverse consequences if approval is not given for the issue of the 2014 Rights. However, to ensure Capral can attract and retain the right talent, the Board considers it is important for Capral to offer incentives to its directors and executives that are in line with market practice.

Director recommendation

The Board considers that the award is an appropriate incentive in the best interests of Capral and therefore recommends (with Mr Dragicevich abstaining from making a recommendation) that shareholders vote in favour of Resolution 5.

Capral Limited

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CAPRAL ALUMINIUM

Capral Limited
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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 10.00am (AEST) Monday 14 April 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 as they choose. 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 information tab, "Downloadable 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 I ND

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 Capral 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 Capral Limited to be held at Parkroyal Parramatta, 30 Phillip Street, Parramatta, NSW 2150 on Wednesday 16 April 2014 at 10:00am 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 Items 4 & 5 (except where I/we have indicated a different voting intention below) even though Items 4 & 5 are connected directly or indirectly with the remuneration of a member of key management personnel, which includes the Chairman.

Important Note: For Item 5, this express authority is also subject to you marking the box in the section below. 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 Items 4 & 5 by marking the appropriate box in step 2 below.

Important for Item 5: If the Chairman of the Meeting is your proxy and you have not directed the Chairman how to vote on Item 5 below, please mark the box in this section. If you do not mark this box and you have not otherwise directed your proxy how to vote on Item 5, the Chairman of the Meeting will not cast your votes on Item 5 and your votes will not be counted in computing the required majority if a poll is called on this item. The Chairman of the Meeting intends to vote undirected proxies in favour of Item 5 of business.

☐ I/We acknowledge that the Chairman of the Meeting may exercise my/our proxy even if the Chairman has an interest in the outcome of Item 5 and that votes cast by the Chairman, other than as proxy holder, would be disregarded because of that interest.

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
3.1	To re-elect Mr Graeme Pettigrew as a director of the Company	☐	☐	☐
3.2	To re-elect Mr Philip Jobe as a director of the Company	☐	☐	☐
4	To adopt the Remuneration Report	☐	☐	☐
5	Issue of Share Rights And Shares To Anthony Dragicevich	☐	☐	☐

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

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

Individual or Securityholder 1	Securityholder 2	Securityholder 3
Sole Director and Sole Company Secretary	Director	Director/Company Secretary

Contact Name ____________ **Contact Daytime Telephone** ____________ **Date** ___ / ___ / ___

CAA 999999A

Computershare