



Notice of Annual General Meeting

BSP Financial Group Limited

ARBN 649704656

For personal use only

17 April 2024

Dear Shareholder,

On behalf of the Board of BSP Financial Group Limited (**BSP**), I am pleased to invite you to participate at the BSP Annual General Meeting (**AGM** or **Meeting**) to be held on Friday, 17 May 2024 at 10.00 am (AEST) at the Hilton Hotel, Wards Road, Hohola, Port Moresby, NCD, Papua New Guinea and online at <https://meetings.linkgroup.com/BSP24>.

The Notice of Meeting and Explanatory Memorandum are available on both the Australian Securities Exchange and PNGX Markets platforms as well as on BSP's website at <http://www.bsp.com.pg/Investor-Relations/>.

If you are unable to attend the AGM in person, please complete and return the enclosed Proxy Form no later than 10:30 am (AEST time) on Wednesday, 15 May 2024 to PNG Registries Limited or Link Market Services via email/fax/post or hand delivery as specified in the Notice of Meeting and the Proxy Form.

You are encouraged to read the Notice of Meeting and the Explanatory Memorandum in full before a decision is reached on each resolution. The enclosed Proxy Form is to be used to direct your proxy votes for each resolution by marking either the "For" box, the "Against" box or the "Abstain" box.

If you would like to ask a question at the AGM, please use the Question Form provided and send your questions to PNG Registries Limited or Link Market Services via email/fax/post or hand delivery as specified in the Form, no later than 5:00 pm (AEST) on Friday, 10 May 2024. Shareholders present in the room during the Meeting will also be given an opportunity to ask questions then.

Thank you for supporting BSP and we look forward to your participation in the Meeting.

By order of the Board of Directors.

A handwritten signature in black ink, appearing to read 'Pamela Potane', written over a horizontal line.

Pamela Potane
Acting Company Secretary

Notice of Annual General Meeting

BSP Financial Group Limited

ARBN 649 705 656

Notice is hereby given that the Annual General Meeting of Shareholders of BSP Financial Group Limited (the "**Company**") will be held:

Date: Friday, 17 May 2024
Time: 10: 00 am (AEST)
Venue: Banquet Halls 1 and 2, Hilton Hotel, Wards Road, Hohola, Port Moresby, NCD, Papua New Guinea and online at <https://meetings.linkgroup.com/BSP24>

An Explanatory Memorandum containing information in relation to each resolution accompanies this Notice of Meeting.

Items of Business

General Business:

Minutes of the Previous Meeting held on 19 May 2023

To receive, consider and accept the Minutes of the previous Annual General Meeting held on 19 May 2023 as a correct record of that meeting.

Ordinary Business:

Item 1: Annual Report and Financial Statements for the Year Ended 31 December 2023

To receive the Annual Report, including the Financial Statements, Director's Report and Auditor's Report, for the Company and its subsidiaries for the year ended 31 December 2023.

Item 2: Remuneration Report for the Year Ended 31 December 2023

To adopt the Remuneration Report of the Company for the year ended 31 December 2023.

Item 3: Re-Election of Directors

Pursuant to Clause 15.3(b) of the Company's Constitution, re-elect the following directors:

- (a) Frank Bouraga who retires by rotation and offers himself for re-election as a Director of the Company.
- (b) Symon Brewis-Weston who retires by rotation and offers himself for re-election as a Director of the Company.

Item 4: Election of Directors

To elect Stephen Beach who was appointed subject to regulatory approval, to fill a casual vacancy and offers himself for election as a Director.

Item 5: Appointment of Auditor

To appoint PricewaterhouseCoopers as auditor of the Company from the conclusion of this meeting until the conclusion of the next annual meeting of the Company and that the Board be authorized to fix their remuneration.

Item 6: Any other Business

To consider any other business of the day.

***** The remainder of this page is intentionally left blank *****

For personal use only



Explanatory Memorandum

This Explanatory Memorandum is intended to provide shareholders with sufficient information to assess the merits of the resolutions contained in the Notice of Annual General Meeting.

The Directors recommend Shareholders read this Explanatory Memorandum in full before making any decision in relation to the resolutions.

General Business

Minutes of the Previous Meeting held on 19 May 2023

The Chairman will table the 2023 Annual General Meeting Minutes dated 19 May 2023 as a correct record of the Meeting.

Ordinary Business

Item 1: Financial Report

The 2023 Annual Report, including the Financial Statements, Director's Report and the Auditor's Report, for the Company and its subsidiaries for the year ended 31 December 2023 are attached to this Explanatory Memorandum for the shareholders to read prior to the meeting. The Annual Report is also available on the Company's website at: <https://www.bsp.com.pg/investor-relations/investor-resources/annual-reports/>

While neither the *Companies Act 1997* nor the Company's Constitution require Shareholders to vote on such Reports, Shareholders will be given the opportunity to raise questions on the Reports at the Meeting.

Item 2: Remuneration Report

As a listed company on the Australian Securities Exchange, the Company is required under the *Australian Corporations Act 2001* to include a Remuneration Report in the Directors' Report. The Remuneration Report relates to the remuneration of directors and key management personnel of the Company and has been prepared in conformity with the requirements of section 300A of that Act. It can be found in the 2023 Annual Report available on the Company's website.

It is a requirement under Section 250R (2) of that Act that the Remuneration Report be put to the vote of shareholders for adoption. This resolution is advisory only and does not bind the Directors or the Company. However, the outcome of the vote will be considered by the Board when formulating remuneration policy for future years.

In the interests of good corporate governance, the Directors abstain from making a recommendation in relation to Item 2.

Item 3: Re-Election of Directors

The Board proposes that Frank Bouraga and Symon Brewis-Weston be re-appointed as directors of the Company. The Board considers that each nominee possesses attributes necessary for the

development of the Company and details of each Director is set out below.

(a) Frank Dobi Bouraga, CPA, MAICD

Frank Dobi Bouraga was appointed to the BSP Board in December 2020, having previously joined as an Independent Committee Member of BSP's Board Audit and Compliance Committee in October 2018.

Mr. Bouraga is a qualified certified practicing accountant with over 28 years in accounting practice and is currently a partner in Assurance and Business Advisory Services with SBC Solutions. Prior to SBC Solutions, Mr Bouraga was the Country Managing Partner for Ernst & Young Papua New Guinea for 5 years as an audit and business advisory services partner. He also worked with PricewaterhouseCoopers for over 7 years and worked with Star Business Consultants between 2004 and 2011.

Mr. Bouraga is also a director of the PNG Cancer Foundation and the PNG SP Hunters, and is a member of Certified Practicing Accountants and the Australian Institute of Company Directors. He holds a Bachelor of Business (Accounting) from Central Queensland University.

In accordance with the Company's Constitution, and being eligible, Mr. Bouraga offers himself for re-election by the shareholders. The Board has assessed Mr. Bouraga to be an independent Director and, with Mr. Bouraga abstaining, recommends that Shareholders vote in favor of his re-election.

(b) Symon Brewis-Weston

Symon Brewis-Weston possesses extensive international experience in financial services and deep understanding of consumer and business markets in the Asia-Pacific region. He was appointed to the BSP Board in April 2021 and is a member of BSP's Board Risk Committee and Remuneration and Nominations Committee.

Mr. Brewis-Weston was formerly CEO & Executive Director at Humm Group Ltd (2016-2018), Executive General Manager - Corporate Financial Services at Commonwealth Bank of Australia (CBA) and Chief Executive Officer at Sovereign Assurance Co. Ltd (NZ), a subsidiary of CBA. He also served as Chairman of Stockco Ltd, an Australian livestock financier from 2019-2022.

Mr. Brewis-Weston holds a Bachelor of Economics (Hons) and a Master of Applied Finance from Macquarie University. He has held various senior leadership positions at CBA for 15 years. He spent 6 years leading CBA's Indonesia operations and also in China developing the company's Chinese banking strategy. In 2015, Mr. Brewis-Weston received the United Nation's Global CEO Women Empowerment Principle's Leadership Award for his contribution to the enhancement of diversity and women's empowerment in the workplace.

The Board considers that Symon Brewis-Weston possesses attributes necessary for the development of the Company and considers him to be an independent Director and recommends his re-election as a Director.

Item 4: Election of Director

The Board nominates Stephen Beach for appointment as a director of the Company subject to the Bank of PNG's Fit and Proper assessment. The Board considers that Mr Beach possesses the necessary qualifications to fill the vacancy left by Arthur Sam's retirement on 21 February 2024.

(a) Stephen Beach

Stephen is a highly experienced accounting professional with over forty years of experience in the fields of assurance, business advisory, taxation and corporate reporting, including thirty-five years in Papua New Guinea.

Mr Beach trained in London for five years with Ball Baker Chartered Accountants and then Arthur Young (now EY). After qualifying as a Chartered Accountant, in June 1985 he left England and came to PNG as an audit supervisor with Coopers & Lybrand in Arawa, Bougainville. After four years, in 1989 he left Bougainville and returned to England but in June 1992 he returned back to PNG as an audit manager with Coopers, now PwC, in Port Moresby, being made a partner in 1996. Mr Beach remained a partner of PwC until he resigned from the partnership in 2019. He is now a principal of Beach Accounting Advisory (BAA Consulting Limited), providing tax, advisory and audit services to predominantly family-owned businesses in PNG.

Mr Beach is involved with the Certified Practicing Accountants of PNG, having previously served as a council member for seven years, being a past Vice-President, and chairing both the Standards and the Conference & CPE Committees. He has also been a member of the Accounting Standards Board and an alternate member of the Accountants Registration Board.

The Board, with Mr. Beach abstaining, recommends that Shareholders vote in favor of his election.

Item 5: Appointment of Auditor

The Board proposes that PricewaterhouseCoopers be appointed auditor of the Company from the conclusion of this meeting until the conclusion of the next annual meeting of the Company and that the Board be authorized to fix their remuneration.

Voting Exclusion Statement

Item 2

The Company will disregard any votes cast on Item 2:

- by or on behalf of a member of the Company's Key Management Personnel (KMP) named in the Company's Remuneration Report for the year ended 31 December 2023 or their associates, regardless of the capacity in which the vote is cast; or
- as a proxy by a person who is a member of the Company's KMP at the date of the meeting or their closely related parties,

unless the vote is cast as proxy for a person entitled to vote on Item 2:

- in accordance with a direction in the proxy form; or
- by the Chairman of the meeting pursuant to an express authorisation in the proxy form to exercise the proxy, even though Item 2 is connected with the remuneration of the Company's KMP.

For personal use only



LODGE YOUR VOTE

 **ONLINE**
<https://investorcentre.linkgroup.com>

 **BY MAIL**
BSP Financial Group Limited
C/- Link Market Services Limited
Locked Bag A14
Sydney South NSW 1235 Australia

 **BY FAX**
+61 2 9287 0309

 **BY HAND**
Link Market Services Limited
Parramatta Square, Level 22, Tower 6,
10 Darcy Street, Parramatta NSW 2150; or
Level 12, 680 George Street, Sydney NSW 2000

 **ALL ENQUIRIES TO**
Telephone: +61 1300 554 474

PROXY FORM

I/We being a member(s) of BSP Financial Group 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 and email of the person or body corporate you are appointing as your proxy. An email will be sent to your appointed proxy with details on how to access the virtual meeting.

Name

Email

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 Annual General Meeting of the Company to be held in person at **Banquet Halls 1 and 2, Hilton Hotel, Wards Road, Hohola, Port Moresby, NCD, Papua New Guinea on Friday, 17 May 2024**, commencing at **10:00am (AEST)** and at any adjournment or postponement of that meeting.

If you cannot attend in person the Meeting will be livestreamed virtually via the online platform at: <https://meetings.linkgroup.com/BSP24>. Live online voting will **not** be available during this meeting. Live online questions will be available during this 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 Item 2 (except where I/we have indicated a different voting intention in step 2) even though Item 2 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 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*		For	Against	Abstain*
2 Remuneration Report for the Year Ended 31st December 2023	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	5 Appointment of Auditor	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
3a Re-Election of Directors – Frank Dobi Bouraga	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>				
3b Re-Election of Directors – Symon Brewis-Weston	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>				
4 Election of Director – Stephen Beach	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>				

 * If you mark the Abstain box for a particular Item, you are directing your proxy not to vote on your behalf 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).



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 and email 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, including where the Resolution is connected directly or indirectly with the remuneration of KMP.

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:

- 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
- 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 received at registrars@linkmarketservices.com.au prior to admission in accordance with the Notice of Annual General 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 (AEST) on Wednesday, 15 May 2024**, 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

<https://investorcentre.linkgroup.com>

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 MOBILE DEVICE

Our voting website is designed specifically for voting online. You can now lodge your proxy by scanning the QR code adjacent or enter the voting link <https://investorcentre.linkgroup.com> into your mobile device. Log in using the Holder Identifier and postcode for your shareholding.

QR Code



To scan the code you will need a QR code reader application which can be downloaded for free on your mobile device.



BY MAIL

BSP Financial Group 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*
Parramatta Square
Level 22, Tower 6
10 Darcy Street
Parramatta NSW 2150
or
Level 12
680 George Street
Sydney NSW 2000

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

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

For personal use only


LODGE YOUR VOTE

 **EMAIL**
pngregistries@linkgroup.com

 **BY MAIL**
PNG Registries Limited
PO Box 1265
PORT MORESBY NCD
Papua New Guinea

 **BY FAX**
+675 321 6379

 **BY HAND**
Level 4, Cuthbertson House, Cuthbertson Street
Port Moresby NCD

 **ALL ENQUIRIES TO**
Telephone: (+675) 321 6377 or 321 6378

PROXY FORM

I/We being a member(s) of BSP Financial Group Limited and entitled to participate in 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 and email of the person or body corporate you are appointing as your proxy. An email will be sent to your appointed proxy with details on how to access the virtual meeting.

Name

Email

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 Annual General Meeting of the Company to be held in person at **Banquet Halls 1 and 2, Hilton Hotel, Wards Road, Hohola, Port Moresby, NCD, Papua New Guinea on Friday, 17 May 2024**, commencing at **10:00am (AEST)** and at any adjournment or postponement of that meeting.

If you cannot attend in person the Meeting will be livestreamed virtually via the online platform at: <https://meetings.linkgroup.com/BSP24>. Live online voting will **not** be available during this meeting. Live online questions will be available during this 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 Item 2 (except where I/we have indicated a different voting intention in step 2) even though Item 2 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 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*		For	Against	Abstain*
2 Remuneration Report for the Year Ended 31st December 2023	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	5 Appointment of Auditor	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
3a Re-Election of Directors – Frank Dobi Bouraga	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>				
3b Re-Election of Directors – Symon Brewis-Weston	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>				
4 Election of Director – Stephen Beach	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>				



* 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).



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 and email 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, including where the Resolution is connected directly or indirectly with the remuneration of KMP.

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 participate in 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:

- 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
- 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 participate in 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 (AEST) on Wednesday, 17 May 2024**, 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

<https://investorcentre.linkgroup.com>

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 MOBILE DEVICE

Our voting website is designed specifically for voting online. You can now lodge your proxy by scanning the QR code adjacent or enter the voting link <https://investorcentre.linkgroup.com> into your mobile device. Log in using the Holder Identifier and postcode for your shareholding.

QR Code



To scan the code you will need a QR code reader application which can be downloaded for free on your mobile device.



BY MAIL

PNG Registries Limited
PO Box 1265
PORT MORESBY NCD
Papua New Guinea



BY FAX

+675 321 6379



BY HAND

Level 4,
Cuthbertson House,
Cuthbertson Street
Port Moresby NCD

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

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

For personal use only

Virtual Meeting Online Guide

For personal use only

Before you begin

Ensure your browser is compatible. Check your current browser by going to the website: **whatismybrowser.com**

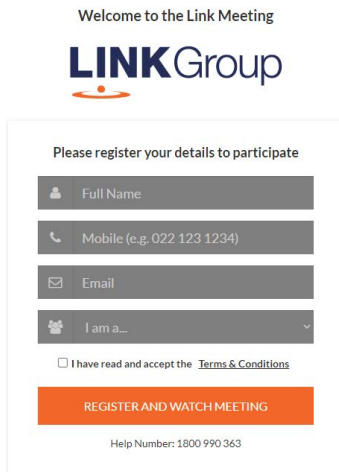
Supported browsers are:

- Chrome – Version 44 & 45 and after
- Firefox – 40.0.2 and after
- Safari – OS X v10.9 & OS X v10.10 and after
- Internet Explorer – 11 and up
- Microsoft Edge – 92 and after

To attend and ask questions you must have your securityholder number and postcode.

Appointed Proxy: Your proxy number will be provided by Link before the meeting.

Please make sure you have this information before proceeding.



Step 1

Open your web browser and go to <https://meetings.linkgroup.com/bsp24>

Step 2

Log in to the portal using your full name, mobile number, email address, and participant type.

Please read and accept the terms and conditions before clicking on the blue **'Register and Watch Meeting'** button.

- On the left – a live webcast of the Meeting starts automatically once the meeting has commenced. If the webcast does not start automatically please press the play button and ensure the audio on your computer or device is turned on.
- On the right – the presentation slides that will be addressed during the Meeting
- At the bottom – button for 'Ask a Question' and a list of company documents to download

Note: If you close your browser, your session will expire and you will need to re-register. If using the same email address, you can request a link to be emailed to you to log back in.

Contact us

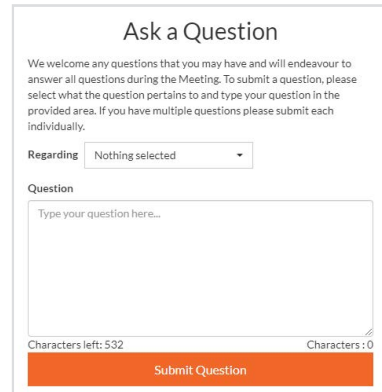
Australia
 T +61 1800 990 363
 E info@linkmarketservices.com.au

How to ask a question

Note: Only verified Securityholders, Proxyholders and Company Representatives are eligible to ask questions.

You will be prompted to enter your securityholder number or proxy details before you can ask a question. To ask a question, click on the 'Ask a Question' button either at the top or bottom of the webpage.

The **'Ask a Question'** box will then pop up with two sections for completion.



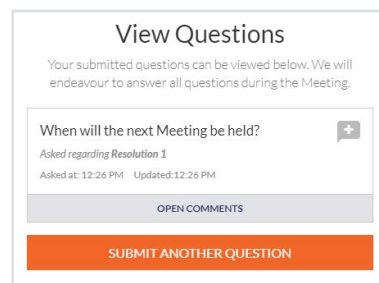
In the **'Regarding'** section click on the drop down arrow and select the category/resolution for your question.

Click in the **'Question'** section and type your question and click on 'Submit'.

A **'View Questions'** box will appear where you can view your questions at any point. Only you can see the questions you have asked.

If your question has been answered and you would like to exercise your right of reply, you can submit another question.

Note that not all questions are guaranteed to be answered during the Meeting, but we will do our best to address your concerns.



Downloads

View relevant documentation in the Downloads section.