

**ASX Announcement**

19 April 2024

**Notice of Meeting for 2024 Annual General Meeting**

The 2024 Annual General Meeting of Dalrymple Bay Infrastructure Limited (ASX:DBI) (“**DBI**” or “**The Company**”) will be held at Level 31, Auditorium, One Eagle – Waterfront Brisbane, 1 Eagle Street, Brisbane, QLD 4000, on Wednesday, 22 May 2024, at 10.00am (AEST).

A live webcast of the 2024 AGM will be available at: <https://meetings.linkgroup.com/DBI24>

Securityholders unable to attend in person can view the Meeting via live webcast and have the option to ask written questions in advance of the Meeting or ask written questions online during the Meeting. Voting on the day of the Meeting will only be permissible by securityholders who are physically present at the meeting. There will be no online voting during the Meeting.

Attached are the following documents relating to the 2024 Annual General Meeting:

- Notice of Access;
- Notice of Meeting; and
- Proxy Form.

The Notice of Meeting is also available on DBI’s website at:

<https://investors.dbinfrastructure.com.au/Investor-Centre/?page=agm>

-ENDS-

Authorised for release by the Board of Dalrymple Bay Infrastructure Limited.

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More information

**Investors**

Craig Sainsbury  
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+61 428 550 499

**Media**

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**About Dalrymple Bay Infrastructure**

Dalrymple Bay Infrastructure (DBI) through its foundation asset, the Dalrymple Bay Terminal (DBT), aims to provide safe and efficient terminal infrastructure and services for producers and consumers of high quality Australian coal exports. DBT, as the world’s largest metallurgical coal export facility, serves as a global gateway from the Bowen Basin and is a critical link in the global steelmaking supply chain. By providing operational excellence and options for capacity expansions to meet expected strong export demand for metallurgical coal, DBI intends to deliver value to securityholders through stable cashflows and ongoing investment to support distributions and growth. [dbinfrastructure.com.au](http://dbinfrastructure.com.au)

### Forward Looking Statements

This announcement contains certain forward-looking statements with respect to the financial condition, operations and business of the Company and certain plans and objectives of the management of DBI. Forward-looking statements can be identified by the use of forward-looking terminology, including, without limitation, the terms “believes”, “estimates”, “anticipates”, “expects”, “predicts”, “intends”, “plans”, “goals”, “targets”, “aims”, “outlook”, “guidance”, “forecasts”, “may”, “will”, “would”, “could” or “should” or, in each case, their negative or other variations or comparable terminology. These forward-looking statements include all matters that are not historical facts. Such forward looking statements involve known and unknown risks, uncertainties and other factors which because of their nature may cause the actual results or performance of the Company to be materially different from the results or performance expressed or implied by such forward looking statements. Actual results may materially vary from any forecasts in this announcement. No representation or warranty, express or implied, is made as to the fairness, accuracy, completeness or correctness of the information, opinions and conclusions contained in this announcement. To the maximum extent permitted by law, none of DBI, its directors, employees or agents, nor any other person accepts any liability, including, without limitation, any liability arising out of fault or negligence, for any loss arising from the use of the information contained in this announcement. In particular, no representation or warranty, express or implied is given as to the accuracy, completeness or correctness, likelihood of achievement or reasonableness of any forecasts, prospects or returns contained in this announcement nor is any obligation assumed to update such information. Such forecasts, prospects or returns are by their nature subject to significant uncertainties and contingencies. Before making an investment decision, you should consider, with or without the assistance of a financial adviser, whether an investment is appropriate in light of your particular investment needs, objectives and financial circumstances.

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12 April 2024

Dear Securityholder,

It is my pleasure to invite you to join the 2024 Annual General Meeting of Dalrymple Bay Infrastructure Limited (**DBI** or the **Company**), which will be held at Level 31, Auditorium, One Eagle – Waterfront Brisbane, 1 Eagle St, Brisbane Qld 4000, on Wednesday, 22 May 2024, at 10.00am (AEST) (the **Meeting**).

**A live webcast of the Meeting will be available at <https://meetings.linkgroup.com/DBI24>**

**Securityholders unable to attend in person can view the Meeting via live webcast and have the option to ask written questions in advance of the Meeting or ask written questions online during the Meeting.**

Securityholders have the option to vote on resolutions considered at the Meeting by:

- voting in person during the Meeting; or
- appointing a proxy to vote on your behalf at the AGM by 10:00am (AEST) on Monday 20 May 2024.

Voting on the day of the Meeting will only be permissible by securityholders who are physically present at the meeting. There will be no online voting during the Meeting.

If it becomes necessary or appropriate to make alternative arrangements for the holding or conduct of the Meeting, we will provide further information on the Company's website and by ASX announcement.

Further details on how to view the live webcast of the Meeting are set out in the *Notice of Meeting* and in the *Meeting Online Guide (Online Guide)*. The Online Guide includes details of how to ensure your browser is compatible with the webcast facilities, and a step-by-step guide to logging in and navigating the site. The Online Guide also includes details about how to ask a question online during the Meeting.

I encourage you to read the Notice of Meeting (including the Explanatory Memorandum and Notes relating to voting) and Online Guide.

To view or download a copy of the Notice of Meeting and Online Guide, please visit <https://investors.dbinfrastructure.com.au/investor-centre/?page=agm>

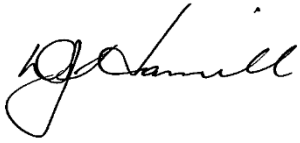
To view or download a copy of the Annual Report, please visit <https://investors.dbinfrastructure.com.au/investor-centre/?page=annual-reports>

If you are unable to attend the Meeting, I encourage you to lodge your proxy votes by completing the attached proxy form or lodging your proxy online at <https://investorcentre.linkgroup.com>. Proxy forms must be received no later than 10.00am (AEST) on Monday, 20 May 2024.

Securityholders can also ask questions before the Meeting by emailing [companysecretary@dbinfrastructure.com.au](mailto:companysecretary@dbinfrastructure.com.au) by no later than 5.00pm (AEST) on Wednesday 15 May 2024. Please note that individual responses will not be sent to securityholders.

Thank you for your continued support of DBI and I look forward to your participation and the opportunity to engage with you at the Meeting.

Yours sincerely,



**David John Hamill**  
Chairman

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# Dalrymple Bay Infrastructure Limited Notice of Meeting for 2024 Annual General Meeting

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Dalrymple Bay Infrastructure Limited (**Company**)  
ACN 643 302 032

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## Notice of Annual General Meeting

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Notice is given that the 2024 Annual General Meeting (**Meeting**) of Dalrymple Bay Infrastructure Limited (**DBI** or the **Company**) will be held at Level 31, Auditorium, One Eagle – Waterfront Brisbane, 1 Eagle Street, Brisbane Qld 4000, on Wednesday, 22 May 2024, at 10.00am (AEST).

**DBI is looking forward to hosting its 2024 AGM as a face-to-face meeting and welcoming securityholders in person.**

**A live webcast of the Meeting will be available at: <https://meetings.linkgroup.com/DBI24>**

Securityholders unable to attend in person can view the Meeting via live webcast and have the option to ask written questions in advance of the Meeting or ask written questions online during the Meeting. **Voting on the day of the Meeting will only be permissible by securityholders who are physically present at the Meeting. There will be no online voting during the Meeting.**

If it becomes necessary or appropriate to make alternative arrangements for the holding or conduct of the Meeting, we will provide further information on the Company's website and by ASX announcement.

### Agenda items

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**1. Financial Report, Directors' Report and Auditor's Report**

To receive and consider the Financial Report of the Company and its controlled entities and the Reports of the Directors and Auditor for the period ended 31 December 2023.

**To consider and, if thought fit, pass the following resolutions as ordinary resolutions:**

**2. Resolution 1 - Election of Director – Mr Jonathon Sellar**

*That Mr Jonathon Sellar, being eligible, be elected as a Director of the Company.*

**3. Resolution 2 - Adoption of Remuneration Report**

*That the Remuneration Report for the reporting period ended 31 December 2023 be adopted.*

Note: The vote on this resolution is advisory only and does not bind the Directors or the Company. A voting exclusion statement applies to this resolution (see Item 2 of the notes relating to voting).

**The notes relating to voting and the Explanatory Memorandum form part of this Notice of Meeting.**

By Order of the Board of Dalrymple Bay Infrastructure Limited.

*date*      12 April 2024 \_\_\_\_\_

*sign here* ▶  \_\_\_\_\_

Liesl Burman  
Company Secretary

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## Notes relating to voting

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### 1 Entitlement to vote

Persons who are registered holders of securities in the Company as at 7:00 pm AEST on Monday, 20 May 2024 will be entitled to attend and vote at the Annual General Meeting (**Meeting**) as a securityholder. Security transfers registered after this time will be disregarded in determining entitlements to attend and vote at the Meeting.

Securityholders have the option to vote on resolutions considered at the Meeting by

- voting in person during the Meeting; or
- appointing a proxy to vote on your behalf at the AGM by 10.00am (AEST) on Monday 20 May 2024 (see pages 3 to 5).

Voting on the day of the Meeting will only be permissible by securityholders who are physically present at the Meeting. There will be no online voting during the Meeting.

If more than one joint holder of securities is present at the Meeting (whether personally, by proxy or by attorney or by representative) and tenders a vote, only the vote of the joint holder whose name appears first on the register will be counted.

Voting on all resolutions set out in this Notice of Meeting will be conducted by poll. On a poll, securityholders have one vote for every fully paid ordinary security held (subject to the restrictions on voting referred to below)

### 2 Voting exclusions

#### Resolution 2 (Adoption of Remuneration Report)

The Company will disregard any votes cast on resolution 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 reporting period ended 31 December 2023 or their closely related parties, 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 resolution 2:

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

### 3 Proxies

- (a) A securityholder entitled to attend and vote has a right to appoint a proxy to attend and vote on behalf of the securityholder. A proxy need not be a securityholder and can be either an individual or a body corporate. A securityholder can appoint a proxy by completing and returning a signed proxy form (see section 4 of these notes relating to voting, and the proxy form).
- (b) A securityholder that is entitled to cast 2 or more votes may appoint 2 proxies and may specify the proportion or number of votes each proxy is appointed to exercise. If no proportion or number is specified, each proxy may exercise half of the securityholder's votes.
- (c) If you wish to indicate how your proxy should vote, please mark the appropriate boxes on the proxy form. If you do not direct your proxy how to vote on a particular item of business, you are authorising your proxy to vote as they decide, subject to any applicable voting exclusions.



- (d) Members of the Company's KMP (which includes each of the Directors) and their closely related parties (which includes spouses and dependants) will not be able to vote as proxy on resolution 2, unless you direct them how to vote or the Chairman of the Meeting is your proxy. If you intend to appoint a member of the KMP (such as one of the Directors) as your proxy, you should ensure that you direct that person how to vote on resolution 2.
- (e) If you intend to appoint the Chairman of the Meeting as your proxy, you can direct the Chairman how to vote by marking the boxes for the relevant resolution (for example, if you wish to vote "for", "against" or to "abstain" from voting). However, if you do not mark a box next to resolution 2, or if the Chairman of the Meeting becomes your proxy by default, then by completing and returning the proxy form, you will be expressly authorising the Chairman of the Meeting to vote as they see fit in respect of resolution 2 even though it is connected with the remuneration of the Company's KMP.
- (f) On a poll, if
- a securityholder has appointed a proxy (other than the Chairman of the Meeting) and the appointment of the proxy specifies the way the proxy is to vote on the resolution; and
  - that securityholder's proxy is either not recorded as attending the Meeting or does not vote on the resolution,
- the Chairman of the Meeting will, before voting on the resolution closes, be taken to have been appointed as the proxy for the securityholder for the purposes of voting on that resolution and must vote in accordance with the written direction of that securityholder.
- (g) Please note that for proxies without voting instructions that are exercisable by the Chairman of the Meeting, the Chairman intends to vote all available proxies in favour of each resolution.

#### **4 Proxy form**

If you wish to appoint a proxy to act on your behalf, please complete the proxy form.

To be effective the proxy form must be received no later than 10.00am (AEST) on Monday, 20 May 2024 at:

Online: <https://investorcentre.linkgroup.com>

Mail: Dalrymple Bay Infrastructure Limited  
C/- Link Market Services Limited  
Locked Bag A14  
Sydney South NSW 1235  
Australia

By hand: Link Market Services Limited\*  
Parramatta Square  
Level 22, Tower 6  
10 Darcy Street, Parramatta, NSW 2150

\*during business hours (Monday to Friday; 9:00am - 5:00pm)

Facsimile: +61 2 9287 0309

## **5 Corporate representatives**

A body corporate that is a securityholder, or which has been appointed as a proxy, may appoint an individual to act as its representative at the Meeting. The appointment must comply with the requirements of section 250D of the *Corporations Act 2001* (Cth). The representative should bring to the Meeting evidence of his or her appointment, including any authority under which it has been signed, unless it has previously been given to the Company or the Company's share registry.

## **6 Voting by attorney**

A securityholder entitled to attend and vote may appoint an attorney to act on his or her behalf at the Meeting. An attorney may but need not be a member of the Company.

An attorney may not vote at the Meeting unless the instrument appointing the attorney, and the authority under which the instrument is signed or a certified copy of the authority, are received by the Company (or the Company's share registry) in the same manner, and by the same time, as outlined above for proxy forms.

## **7 Questions for the Auditor**

Securityholders may submit written questions to the Company's Auditor, Deloitte Touche Tohmatsu, in advance of the Meeting if the question is relevant to the content of the Auditor's Report for the reporting period ended 31 December 2023 or the conduct of its audit of the Company's Financial Report for the reporting period ended 31 December 2023.

Relevant written questions for the Auditor must be received by the Company no later than 5.00pm (AEST), Wednesday 15 May 2024. Please send any written questions to:

[companysecretary@dbinfrastructure.com.au](mailto:companysecretary@dbinfrastructure.com.au)

A list of written questions will be made available to securityholders attending the Meeting.

If written answers are tabled at the Meeting, they will be made available to securityholders as soon as practicable after the Meeting. Please note that individual responses will not be sent to securityholders.

## **12 Questions for the Company**

Securityholders may also submit written questions to the Company prior to the Meeting relevant to the business of the Meeting. The Chairman of the Meeting will seek to address as many of the more frequently raised relevant questions as possible. However, there may not be sufficient time available at the Meeting to address all of the questions raised. Please note that individual responses will not be sent to securityholders.

Written questions for the Company should be submitted in the same way and by the same time and date as written questions to the Auditor as set out above.

## **13 Asking questions online during the Meeting**

In addition to asking questions prior to the Meeting, securityholders unable to attend in person have the option to ask written questions online during the Meeting. Please note that individual written responses will not be sent to securityholders.

Securityholders watching the webcast of the Meeting may submit written questions via the online platform at <https://meetings.linkgroup.com/DBI24>.

To ask a question on the online platform, securityholders will need to have their SRN/HIN in advance of the Meeting. If you are unable to locate your SRN/HIN, please contact Link Market Services on +61 1300 554 474 or at [registrars@linkmarketservices.com.au](mailto:registrars@linkmarketservices.com.au) well in advance of the Meeting. For security reasons, your SRN/HIN can only be sent by post to your registered address. Your SRN/HIN cannot be provided by email or phone.

Securityholders who need a copy of their SRN/HIN are strongly encouraged to contact Link Market Services as soon as possible, to avoid any mailing delivery delays.

- Once you have logged in to watch the webcast, click the button 'Ask a question'.

- If you are a securityholder you will need to enter your SRN/HIN, then enter your Australian postcode or select 'Outside Australia' and enter your country code.
- If you are an appointed Proxy, you will need to enter the Proxy Number issued to you by Link Market Services in the 'Proxy Details' section/mailed to you by Link Market Services no later than 24 hours prior to the Meeting.
- Select the Item of business that your question relates to and type your question in the space provided.
- Once you have typed your question, click the 'Submit question' button. Please note that questions are limited to 532 characters.
- Each question must be submitted separately.

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## Explanatory Memorandum

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This Explanatory Memorandum has been prepared to help securityholders understand the items of business at the forthcoming Annual General Meeting (**Meeting**).

### 1 Annual Financial Report, Directors' Report and Auditor's Report

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The *Corporations Act 2001* (Cth) (**Corporations Act**) requires:

- the reports of the Directors and Auditor; and
- the annual Financial Report, including the Financial Statements of the Company,

for the year ended 31 December 2023, to be laid before the Meeting. Neither the Corporations Act nor the Company's Constitution requires a vote of securityholders on the reports or statements. However, securityholders will be given an opportunity to raise questions or comments on the management of the company.

Also, a reasonable opportunity will be given to securityholders as a whole at the Meeting to ask the Company's Auditor questions relevant to the conduct of the audit, the preparation and content of the Auditor's Report, the accounting policies adopted by the Company in relation to the preparation of the financial statements and the independence of the Auditor in relation to the conduct of the audit.

The Annual Report (including the Annual Financial Report, Directors' Report and Auditor's Report) is accessible on the Company's website at <https://investors.dbinfrastructure.com.au/investor-centre/?page=annual-reports>

### 2 Election of Director – Mr Jonathon Sellar

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In accordance with the ASX Listing Rules and the Constitution of the Company, Mr Jonathon Sellar is retiring and being eligible, offers himself for election to the Board of the Company.

Jonathon was appointed by the Board as a Director on 9 April 2024. Prior to this time, Jonathon had been appointed as an Alternate Non-Executive Director for Mr Raymond Neill since 27 February 2023. Jonathon had also served as an Alternate Non-Executive Director for Mr Bahir Manios from 17 December 2020 to 27 February 2023. His profile is included below.

Jonathon is a Managing Director in Brookfield Asset Management Inc.'s (**Brookfield**) Infrastructure Group and the Operating Partner for Australia, responsible for the asset management function in Australia. Jonathon joined Brookfield in 2010, following Brookfield's acquisition of the Australian-listed company, Prime Infrastructure Holdings Limited, where he served as the Chief Financial Officer. Previously, Jonathon held senior roles at InterGen Australia and PricewaterhouseCoopers.

Jonathon holds a Bachelor of Business majoring in Accountancy from the Queensland University of Technology and has been a member of Chartered Accountants Australia and New Zealand since 1996.

The Board considers that Jonathon is not an independent director due to his role as Managing Director of Brookfield, a substantial holder of the Company. As Jonathon will continue to be employed by Brookfield, he will not receive any Board or Committee fees from the Company in connection with his role as a Non-Executive Director

Jonathon has confirmed that he has sufficient time to meet his responsibilities as a director of the Company.

#### **Recommendation**

For the reasons set out above, the Board (with Mr Sellar abstaining) unanimously recommends that securityholders vote **in favour of** the election of Mr Sellar as a director of the Company.

### **3 Adoption of Remuneration Report**

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The Remuneration Report on pages 34 to 51 of the Company's 2023 Annual Report, which is available at <https://investors.dbinfrastructure.com.au/investor-centre/?page=annual-reports>, sets out the remuneration policies and practices of the Company and reports on the remuneration arrangements in place for the Company's KMP during the reporting period ended 31 December 2023 (**Remuneration Report**). Securityholders as a whole will have a reasonable opportunity at the Meeting to ask questions about or make comments on the Remuneration Report.


As prescribed by the Corporations Act, the vote on the adoption of the Remuneration Report is advisory only and does not bind the Directors or the Company. However, the Board will take the outcome of the vote and discussion at the Meeting into account in setting remuneration policy for future years.

#### **Recommendation**

The Board unanimously recommends that securityholders vote **in favour of** the adoption of the Remuneration Report.

**LODGE YOUR VOTE**

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

 **BY MAIL**  
Dalrymple Bay Infrastructure 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

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



**X999999999999**

**PROXY FORM**

I/We being a member(s) of Dalrymple Bay Infrastructure Limited (the **Company**) 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 generally 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 at **10:00am (AEST) on Wednesday, 22 May 2024 at Level 31, Auditorium, One Eagle - Waterfront Brisbane, 1 Eagle Street, Brisbane Qld 4000 (the Meeting)** and at any postponement or adjournment of the Meeting.

**Important for Resolution 2:** If the Chairman of the Meeting is your proxy, either by appointment or by default, and you have not indicated your voting intention below, then by completing and submitting this form, you expressly authorise the Chairman of the Meeting to exercise the proxy in respect of Resolution 2, even though the Resolution is connected directly or indirectly with the remuneration of a member of the Company's Key Management Personnel (**KMP**).


**The Chairman of the Meeting intends to vote undirected proxies in favour of each Resolution.**

**VOTING DIRECTIONS**

**Proxies will only be valid and accepted by the Company if they are signed and received no later than 10:00am (AEST) on Monday, 20 May 2024. Please read the voting instructions overleaf before marking any boxes with an .**

**Resolutions**

	For	Against	Abstain*
1 Election of Director - Mr Jonathon Sellar	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
2 Adoption of Remuneration Report	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

 \* If you mark the Abstain box for a particular resolution, 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 SECURITYHOLDERS – THIS MUST BE COMPLETED**

Securityholder 1 (Individual)	Joint Securityholder 2 (Individual)	Joint Securityholder 3 (Individual)
<input type="text"/>	<input type="text"/>	<input type="text"/>
Sole Director and Sole Company Secretary	Director/Company Secretary (Delete one)	Director

This form should be signed by the securityholder. If a joint holding, either securityholder may sign. If signed by the securityholder'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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## HOW TO COMPLETE THIS SECURITYHOLDER PROXY FORM

### YOUR NAME AND ADDRESS

This is your name and address as it appears on the Company's security register. If this information is incorrect, please make the correction on the form. Securityholders sponsored by a broker should advise their broker of any changes. **Please note: you cannot change ownership of your securities 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 securityholder of the Company. If you leave this section blank, or if your named proxy does not attend the Meeting, the Chairman of the Meeting will be your proxy. If your named proxy attends the Meeting but does not vote on a poll on a resolution in accordance with your directions, the Chairman of the Meeting will become your proxy in respect of that resolution.

### PROXY VOTING BY THE CHAIRMAN OF THE MEETING

On a poll, the Chairman of the Meeting will vote directed proxies as directed and may vote undirected proxies as the Chairman of the Meeting sees fit. If the Chairman of the Meeting is your proxy or becomes your proxy by default, then by completing and submitting the Proxy Form you are expressly authorising the Chairman of the Meeting to exercise your proxy on resolutions that are connected directly or indirectly with the remuneration of the Company's KMP.

### VOTES ON RESOLUTIONS – PROXY APPOINTMENT

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

### APPOINTMENT OF A SECOND PROXY

If you are entitled to cast two or more votes, 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 security 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 securities 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 securityholder 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 (Cth)*) 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 unless it has previously been given to the Company or Company's security registry. A form of the certificate may be obtained from the Company's security registry or online at [www.linkmarketservices.com.au](http://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 Monday, 20 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, securityholders 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 securityholding.

#### 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

Dalrymple Bay Infrastructure 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

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

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

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