

#### Regal Partners Limited

ABN 33 129 188 450 Level 47 Gateway, 1 Macquarie Place Sydney NSW 2000 Australia T. +61 2 8197 4350 www.regalpartners.com

#### 29 April 2024

ASX Market Announcements Office ASX Limited Exchange Centre 20 Bridge Street Sydney NSW 2000

Dear Shareholder,

### 2024 Annual General Meeting

On behalf of the Board, I am delighted to invite you to the 2024 annual general meeting ("AGM") of Regal Partners Limited (ASX:RPL). Please find enclosed:

- Notice of Meeting, including the Explanatory Memorandum containing information with respect to the business to be considered at the AGM;
- Proxy Form for the AGM if you wish to appoint a proxy or proxies to attend the meeting on your behalf; and
- Online/Teleconference AGM Guide.

These documents are also available to view and download on the Regal Partners website at www.regalpartners.com.

#### **Attendance**

The AGM will be held at 10.00am (AEST) on Thursday, 30 May 2024 at the following address:

Dexus Place Level 15, Governor Macquarie Tower 1 Farrer Place Sydney NSW 2000

Shareholders and proxyholders can participate in the AGM online. Instructions are included on page 11 of the Explanatory Memorandum. Shareholders and proxyholders who join the AGM virtually will be able to listen to the meeting, vote in real time, ask questions and make comments. Shareholders and proxyholders will also have the opportunity to ask questions via telephone. For further instructions on how to participate online and via telephone, please also refer to the Online/Teleconference AGM Guide.

#### Proxy Forms and Voting Prior to the AGM

If you are unable to attend the AGM in person or online and wish to vote before the AGM, you can appoint a proxy or proxies, as set out in the Explanatory Memorandum. Your proxy form or online proxy instruction must be received by no later than 10.00am (AEST) on Tuesday, 28 May 2024. Proxy forms or online proxy instructions received after this time will be invalid.

#### **Further Information**

I also invite you to submit questions in advance of the AGM by emailing our Head of Corporate Affairs, Ms. Ingrid Groer, at investorrelations@regalpartners.com. To allow time for us to collate questions and prepare answers, we request that shareholders and proxyholders submit any questions by 5.00pm (AEST) on Thursday, 23 May 2024.



Shareholders who have previously elected to receive shareholder notices:

- electronically will receive an email to their nominated email address that will contain instructions on how to view or download a copy of the Notice of Meeting, which includes the Explanatory Memorandum; and
- physically will receive a printed copy by post of the Notice of Meeting, which includes the Explanatory Memorandum.

Shareholders who have not made either election will receive a letter (sent by post to their registered address) containing details of where they can view and download the Notice of Meeting, including the Explanatory Memorandum.

Shareholders who wish to receive a printed copy of the Notice of Meeting, including the Explanatory Memorandum, or obtain further information, can call the shareholder information line on 1300 737 760 (within Australia) or +61 2 9290 9600 (outside Australia), Monday to Friday between 8.30am and 5.30pm (AEST) or email Regal Partners' share registry at enquiries@boardroomlimited.com.au.

I look forward to welcoming you to our 2024 AGM.



Michael Cole AM
Independent Chairman

#### **REGAL CONTACT INFORMATION:**

Ingrid Groer, CFA

Head of Corporate Affairs Regal Partners Limited Phone: +61 2 8197 4350

Email: investorrelations@regalpartners.com

#### ABOUT REGAL PARTNERS LIMITED

Regal Partners Limited is an ASX-listed, specialist alternative investment manager with approximately \$12.1 billion<sup>1</sup> in funds under management.

Formed on 3 June 2022 following the merger of Regal Funds Management Pty Limited and VGI Partners Limited, the group manages a broad range of investment strategies covering long/short equities, private markets, real & natural assets and credit & royalties on behalf of institutions, family offices, charitable groups and private investors.

Housing six dedicated alternative investment management businesses – Regal Funds Management, PM Capital, VGI Partners, Taurus Funds Management, Attunga Capital and Kilter Rural – the group employs approximately 145 staff, including more than 70 investment professionals, in offices across Australia and offshore.

Combining deep industry experience, extensive networks and multi-award-winning performance track records, Regal Partners Limited seeks to be a leading provider of alternative investment strategies in Australia and Asia.

<sup>&</sup>lt;sup>1</sup> Funds under management ("FUM") estimate for 31 March 2024. FUM (including 100% of Taurus Funds Management, Attunga Capital and Kilter Rural) is rounded, unaudited and includes non-fee-earning FUM. For further information, please see Regal Partners Limited's announcement to the ASX on 8 April 2024.



### Notice of 2024 Annual General Meeting

Notice is hereby given that Regal Partners Limited ACN 129 188 450 ("Regal" or "the Company") will hold its 2024 annual general meeting ("AGM") of its shareholders, as follows:

**Date and Time:** Thursday, 30 May 2024, 10.00am (AEST)

Venue: Dexus Place, Level 15, Governor Macquarie Tower, 1 Farrer Place, Sydney NSW 2000

Online details: Shareholders and proxyholders can also participate online at:

https://web.lumiagm.com/319-014-107

#### **AGM BUSINESS**

#### Item 1: Consideration of Financial Report, Directors' Report and Auditor's Report

To receive and consider the Financial Report, Directors' Report and Auditor's Report for the Company and its controlled entities for the financial year ended 31 December 2023 ("FY23").

Please note that this item of business is for discussion only and there is no requirement for Regal shareholders to approve these reports.

#### Resolution 1: Adoption of the 2023 Remuneration Report

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

That, for the purposes of section 250R(2) of the Corporations Act 2001 (Cth), the 2023 Remuneration Report contained in the Company's annual report for FY23 be adopted.

Please note that the vote on this resolution 1 is non-binding.

#### Resolution 2: Re-election of Mr. Michael Cole AM as Director

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

That Mr. Michael Cole, who retires by rotation in accordance with the Company's constitution and, being eligible, offers himself for re-election, be re-elected as a director of the Company.

#### Resolution 3: Change of External Auditor

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

That, for the purposes of section 327B of the Corporations Act 2001 (Cth) and all other purposes, KPMG, having been nominated by a shareholder and consented in writing to act as auditor, be appointed as the auditor of the Company and its controlled entities, effective from the conclusion of this meeting.

#### Resolution 4: Approval and Ratification of Prior Issuance of Securities - Employee Incentive Plan

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

That for the purposes of ASX Listing Rule 7.4 and for all other purposes, shareholders approve and ratify the issue of 2,137,084 employee incentive plan rights to employees under ASX Listing Rule 7.1, as described in the Explanatory Memorandum.



#### Resolution 5: Approval of amendment to Constitution

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

That, in accordance with section 136(2) of the Corporations Act 2001 (Cth) and for all other purposes, the constitution of the Company be amended as described in the Explanatory Memorandum with immediate effect.

For resolution 5 to be passed, it must be approved by a special resolution, requiring approval of 75% of the votes cast by shareholders present and eligible to vote (in person, by proxy, by attorney or, in the case of a corporate shareholder, by a corporate representative).

#### **VOTING EXCLUSION STATEMENTS**

#### Voting Exclusion Statement for Resolution 1: Adoption of the 2023 Remuneration Report

The Company will disregard any votes cast (in any capacity) on resolution 1 by or on behalf of either of the following persons:

- a member of the Company's key management personnel ("KMP") whose remuneration is disclosed in the 2023
   Remuneration Report; or
- any closely related party of such KMP.

However, a person ("Voter") described above may cast a vote on resolution 1 as a proxy if the vote is not cast on behalf of a person described above and either:

- the Voter is appointed as a proxy by writing that specifies the way that proxy is to vote on resolution 1; or
- the Voter is the chair of the AGM and the appointment of the chair as proxy:
  - o does not specify the way the proxy is to vote on resolution 1; and
  - o expressly authorises the chair to exercise the proxy even though this resolution 1 is connected directly or indirectly with the remuneration of a member of the KMP.

## Voting Exclusion Statement for Resolution 4: Approval and Ratification of Prior Issuance of Securities – Employee Incentive Plan

The Company will disregard any votes cast in favour of resolution 4 by or on behalf of any person who participated in the issue of these securities or an associate of any such person.

However, the Company need not disregard votes cast in favour of resolution 4 by:

- a person as proxy or attorney for a person who is entitled to vote on resolution 4, in accordance with the directions given to the proxy or attorney to vote on resolution 4 in that way; or
- the chair of the AGM as proxy or attorney for a person who is entitled to vote on resolution 4, in accordance with a direction given to the chair to vote on resolution 4 as the chair decides; or
- a holder acting solely in a nominee, trustee, custodial or other fiduciary capacity on behalf of a beneficiary, provided the following conditions are met:
  - o the beneficiary provides written confirmation to the holder that the beneficiary is not excluded from voting, and is not an associate of a person excluded from voting, on resolution 4; and
  - o the holder votes on resolution 4 in accordance with directions given by the beneficiary to the holder to vote in that way.



By order of the Board.

Candice Driver

Joint Company Secretary 29 April 2024



## **Explanatory Memorandum**

This Explanatory Memorandum forms part of the Notice of Meeting and provides shareholders with important information in relation to each item of business of the AGM, including the proposed resolutions to be considered by shareholders.

Terms and abbreviations defined in the Notice of Meeting have the same meaning when used in this Explanatory Memorandum.

#### **EXPLANATION OF RESOLUTIONS**

#### Item 1: Consideration of Financial Report, Directors' Report and Auditor's Report (not voted on)

This item of business calls for shareholders to formally receive the Company's Financial Report (which includes all the financial statements and notes), the Directors' Report and the Auditor's Report for FY23. The Financial Report, Directors' Report and Auditor's Report were set out in the Company's 2023 Annual Report, which was lodged with the ASX on 22 February 2024. The Company's 2023 Annual Report is also available on the Regal Partners website.

While shareholders are not required to vote on the Financial Report, the Directors' Report or the Auditor's Report, there will be reasonable opportunity at the AGM to ask questions on the reports and on the business and management of the Company.

The Company's current auditor, Deloitte Touche Tohmatsu ("Deloitte"), will attend the AGM and can answer questions on the conduct of the audit and 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.

#### Resolution 1: Adoption of the 2023 Remuneration Report (non-binding resolution)

The 2023 Remuneration Report contained in the Company's 2023 Annual Report sets out the remuneration policies of the Company and reports on the remuneration arrangements in place for Executive Directors and Non-Executive Directors and other members of the KMP during FY23. In accordance with section 250SA(1) of the *Corporations Act 2001* (Cth) ("Corporations Act"), shareholders will have a reasonable opportunity at the meeting to ask questions about, or make comments on, the Remuneration Report before a vote is conducted. As prescribed by the Corporations Act, the vote on the adoption of the Remuneration Report is advisory only and does not bind the Company or its directors. However, the Board does take the outcome of the vote and discussion at the meeting into account when considering future remuneration arrangements.

In accordance with the requirements of the Corporations Act, if 25% or more of the votes cast are against the adoption of the Remuneration Report at two consecutive annual general meetings, shareholders will be required to vote at the second of those meetings on a resolution ("Spill Resolution") that another meeting be held within 90 days ("Spill Meeting") at which all directors (other than the Managing Director) at the time of the last annual general meeting must cease to hold office immediately before the end of the Spill Meeting and may stand for re-election at the Spill Meeting. The Spill Resolution is an ordinary resolution.

The Board unanimously recommends that shareholders vote in favour of resolution 1.

The chair intends to vote all valid undirected proxies in favour of this resolution 1 in accordance with the express authorisation on the proxy form.



#### Resolution 2: Re-election of Mr. Michael Cole AM as Director

Clause 60.1 of the Company's constitution provides that at the close of each annual general meeting, one-third of its directors or, if their number is not a multiple of three, then the number nearest to but not more than one-third, must retire by rotation. Under clause 77.9 of the Company's constitution, the Managing Director is not subject to the retirement by rotation rules in the Company's constitution and is not taken into account in determining the rotation of retirement of directors.

Clauses 60.2 and 60.3 of the Company's constitution state that the directors to retire in accordance with clause 60.1 must be those who have been longest in office since their last election, and if any were appointed or re-elected on the same date, they may agree among themselves or determine by lot which of them must retire.

Having regard to the above, the Board has agreed that Mr. Michael Cole AM is required to retire from office and, being eligible, will stand for re-election as a director of the Company at the AGM.

Mr. Cole was appointed as a director of the Company on 3 June 2022. The experience, skills and qualifications of Mr. Cole are as follows:

Qualifications: B.Econ M.Econ (UOW)

Experience and expertise: Mr. Cole has over 40 years' experience in investment banking and portfolio

management. He has held the following roles over his extensive career: Executive Director and Executive Vice-President of Bankers Trust Australia, Chairman of Challenger Listed Investments, Chairman of IMB Bank, Director of NSW Treasury Corporation, Chairman of SAS Trustee Corporation (State Super Board), Chairman of ASX-listed investment company Ironbark Capital Limited and Chairman of Platinum

Asset Management Limited.

Other current directorships: Mr. Cole is the Chairman of Ironbark Capital Limited.

Former directorships Mr. Cole has not held any other directorships of listed companies within the last three

(last three years) years.

The Board (other than Mr. Michael Cole AM) supports the re-election of Mr. Michael Cole AM and unanimously recommends that shareholders vote in favour of resolution 2.

The chair intends to vote all valid undirected proxies in favour of this resolution 2 in accordance with the express authorisation on the proxy form.

#### Resolution 3: Change of External Auditor

Under the Corporations Act, shareholder approval is required for the appointment of a new auditor. The Company's current auditor is Deloitte.

Following a competitive tender process, the Board has selected KPMG to be appointed as the new auditor of the Company and its controlled entities and KPMG has consented to the appointment (subject to ASIC consenting to Deloitte's resignation as auditor of the Company and shareholders' approval of this resolution 3). Deloitte has agreed to resign as auditor with effect from the close of the AGM, and will seek consent from ASIC for such resignation in accordance with section 329(5) of the Corporations Act prior to the AGM.

Section 328B(1) of the Corporations Act requires that written notice of nomination of a new auditor be received from a member of the Company, either: (i) before the AGM is convened; or (ii) not less than 21 days before the AGM. The Company received such a nomination from Mr. Ian Cameron, who is a member of the Company, nominating KPMG as the proposed new auditor of the Company on 4 April 2024. A copy of this nomination is set out in Annexure A to this Notice of Meeting. If this resolution 3 is approved, the appointment of KPMG as the Company's new auditor will take effect at the close of the AGM (subject to ASIC consenting to Deloitte's resignation as auditor of the Company).



If this resolution 3 is not passed, KPMG will not be appointed as auditor of the Company and, if Deloitte resigns as auditor of the Company, the Company will have no appointed auditor. In these circumstances, the Board may appoint an auditor of the Company (which will hold office until the next annual general meeting of the Company). The Company is required to appoint an auditor to fill any vacancy at each annual general meeting, pursuant to section 327B(1) of the Corporations Act.

The Board unanimously recommends that shareholders vote in favour of resolution 3.

The chair intends to vote all valid undirected proxies in favour of this resolution 3 in accordance with the express authorisation on the proxy form.

#### Resolution 4: Approval and Ratification of Prior Issuance of Securities – Employee Incentive Plan

In order to maximise the Company's 15% placement capacity under Listing Rule 7.1, the Company wishes to gain shareholder approval and ratification for the prior issuance of securities pursuant to Listing Rule 7.4.

Broadly speaking, and subject to a number of exceptions, Listing Rule 7.1 limits the number of equity securities that a listed company can issue without the approval of its shareholders over any 12 month period to 15% of the fully paid ordinary securities it had on issue at the start of that period.

In September 2023, the Company announced the issuance of performance share rights ("Rights") to certain employees to promote retention and the alignment of employees with shareholders across the business under the terms of the Company's existing Employee Incentive Plan. A total of 2,137,084 Rights were issued to employees for no cash consideration within the 15% annual capacity limit permitted under Listing Rule 7.1, thus not requiring shareholder approval. These Rights were issued consistently with the Company's practice of deferring a portion of variable remuneration for certain employees whose remuneration exceeds a specific amount for a period of up to two years to promote longer term alignment and retention. None of the employees who received Rights was a member of the Company's KMP.

The Company's existing Employee Incentive Plan, a copy of which was disclosed to the market at the time of the Company's admission to the ASX on 21 June 2019, allows the Board to make grants of awards to employees to assist with retaining and aligning interests of employees with those of shareholders. The awards may take the form of shares, rights to receive shares in the future or options to acquire shares (collectively referred to as "Equity Awards"). Equity Awards are subject to vesting conditions as determined by the Board including continuation of employment with the Company. The terms of each annual award of Equity Awards (if any), or ad hoc grants to incoming employees (if any) under the Employee Incentive Plan, will be determined by the Board, and may vary from year to year and may vary between employees in any given year.

Under the Employee Incentive Plan, the Company may choose to settle vested Equity Awards in cash or by delivering shares. Prior to vesting, employees are not permitted to transfer, hedge or otherwise deal with their Equity Awards. The Board also has broad clawback powers if, for example, an employee has acted fraudulently or dishonestly or there is a material financial misstatement.

The Employee Incentive Plan also includes specific provisions dealing with adjustments in the event of capital reorganisations. These are intended to ensure that there is no material advantage or disadvantage to employees participating in the scheme as a result of corporate actions including bonus issues and rights issues. In the event of a takeover or any proposed transaction that the Board in its discretion determines should be treated as a change of control, the Board may determine that unvested awards vest on completion of the transaction to the extent any applicable performance hurdles have been achieved. The Board will have discretion to determine, taking into account the circumstances of the transaction, whether any additional unvested awards held by participants (if any) should also vest or whether any conditions should be substituted or varied.



The Rights were issued on 4 September 2023 on the following material terms:

- The Rights will vest in two equal tranches into fully paid ordinary shares in the Company (50% on 4 September 2024 and 50% on 4 September 2025), subject to the recipients remaining employed with the Company or its subsidiaries on the relevant vesting date.
- On vesting of the Rights, the Company will issue fully paid ordinary shares in the Company and will apply for the
  admission and quotation of such shares on that date. The shares will be freely tradeable by the employees on the
  ASX.
- During the vesting period, recipients of the Rights do not have rights to dividends, voting rights or rights to participate in corporate actions, such as bonus issues.
- Generally, if a change of control event occurs prior to vesting, the Rights will vest based on the extent to which the applicable vesting conditions have been satisfied at the completion of the relevant change of control event, or at such other time as the Board determines.
- Recipients may also be required to forfeit their rights in certain circumstances (e.g., in the case of fraud, dishonest or gross misconduct or material misstatement).

The issue of the Rights does not fit within any of the exceptions to Listing Rule 7.1 and, as it has not yet been approved by the Company's shareholders, it effectively uses up part of the 15% limit in Listing Rule 7.1, reducing the Company's capacity to issue further equity securities without shareholder approval under Listing Rule 7.1 for the 12 month period following the date of issue of the Rights. Listing Rule 7.4 allows the shareholders of a listed company to approve an issue of equity securities after it has been made or agreed to be made. If they do, the issue is taken to have been approved under Listing Rule 7.1 and so does not reduce the company's capacity to issue further equity securities without shareholder approval under that rule.

The Company now wishes to gain shareholder approval and ratification for the prior issuance of the 2,137,084 Rights pursuant to Listing Rule 7.4.

If resolution 4 is passed, the issue of the Rights will be excluded in calculating the Company's 15% limit in Listing Rule 7.1, effectively increasing the number of securities it can issue without shareholder approval over the 12 month period following the date of issue of the Rights.

If resolution 4 is not passed, the issue of the Rights will be included in calculating the Company's 15% limit in Listing Rule 7.1, effectively decreasing the number of equity securities it can issue without shareholder approval over the 12 month period following the date of issue of the Rights.

The Board unanimously recommends that shareholders vote in favour of resolution 4.

The chair intends to vote all valid undirected proxies in favour of this resolution 4 in accordance with the express authorisation on the proxy form.

#### Resolution 5: Approval of amendment to the Constitution

Under section 136(2) of the Corporations Act, a company may modify or repeal its constitution, or a provision of its constitution, by special resolution. A special resolution requires the approval of 75% of the votes cast by the shareholders present and eligible to vote (in person, by proxy, by attorney or, in the case of a corporate shareholder, by a corporate representative) to be passed.

The Company proposes to amend its constitution in accordance with the table below. The proposed amendments are intended to align the provisions of the Company's constitution with the requirements of the Corporations Act and the ASX Listing Rules.



| Clause Reference | Existing Text   | Proposed Amendment  |
|------------------|---|---|
| Clause 36.2      | Clause 36.2 provides: A quorum of Members is five or more Members present at the general meeting and entitled to vote on a resolution at that meeting (unless the Company has only one Member, in which case a quorum is that Member). Each individual present may only be counted once in determining whether there is a quorum of Members. If a Member has appointed more than one proxy or Representative only one of them may be counted.   | Clause 36.2 be deleted and replaced with the following: A quorum of Members is two or more Members present at the general meeting and entitled to vote on a resolution at that meeting (unless the Company has only one Member, in which case a quorum is that Member). Each individual present may only be counted once in determining whether there is a quorum of Members. If a Member has appointed more than one proxy or Representative, only one of them may be counted.                     |
| Clause 61.2      | <ul> <li>Clause 61.1 provides:         <ul> <li>A person, other than a Director retiring under clause 59.2 or under clause 60.1 who seeks re-election, is not eligible for election as a Director at a general meeting unless:</li></ul></li></ul>  | No change is proposed to clause 61.1, however it is proposed that clause 61.2 be deleted and replaced with the following:  A notice given in accordance with clause 61.1 must be left at the Company's registered office not less than 35 Business Days before the relevant general meeting.  |
| Clause 73        | <ul> <li>Clause 73.1 provides:         The Directors may delegate any of their powers, other than those that by law must be dealt with by the Directors as a board, to a committee or committees.     </li> <li>Clause 73.3 provides:         At least one member of each committee of Directors must be a Director.     </li> <li>Clause 73.4 provides:         A committee may be authorised by the Directors to sub-delegate all or any of the powers for the time being vested in it.     </li> </ul> | <ul> <li>Clause 73.1 be deleted and replaced with the following:         The Directors may delegate any of their powers, other than those which by law must be dealt with by the Directors as a board, to a committee of directors, a director, an employee of the Company, or any other person.     </li> <li>Clause 73.3 be deleted, and the contents page and clause numbering be adjusted to reflect this deletion.</li> <li>Clause 73.4 be deleted and replaced with the following:</li> </ul> |



| Clause Reference | Existing Text | Proposed Amendment  |
|------------------|---------------|---|
|                  |               | A person or committee to whom or to which a delegation in accordance with clause 73.1 has been made may be authorised by the Directors to subdelegate all or any of the powers for the time being vested in that person or committee. |

The Board unanimously recommends that shareholders vote in favour of resolution 5.

The chair intends to vote all valid undirected proxies in favour of this resolution 5 in accordance with the express authorisation on the proxy form.

#### MEETING INFORMATION

#### Attending the Meeting in Person

Shareholders and proxyholders can participate in the AGM in person at Dexus Place, Level 15, Governor Macquarie Tower, 1 Farrer Place, Sydney NSW 2000. The AGM will start at 10.00am (AEST), with the registration desk open from 9.00am (AEST). To assist with registration on the day, please bring your proxy form with you (or a copy of it, if you have submitted your proxy form in advance of the meeting). If possible, please also RSVP beforehand by emailing our Head of Corporate Affairs, Ms. Ingrid Groer, at investorrelations@regalpartners.com or phone +61 2 8197 4350. Please do not attend the AGM if you feel unwell or have been in close contact with someone who may have been exposed to COVID-19. If it becomes necessary to make alternative arrangements with respect to any aspect of our AGM (for health and safety reasons or otherwise), we will advise you through the Regal Partners website and by making an announcement to the ASX.

#### Attending the Meeting Online

Shareholders and proxyholders can participate in the AGM online at https://web.lumiagm.com/319-014-107. The meeting ID is 319 014 107. If you use your personal Voting Access Code ("VAC") to log in, you will be able to view a live webcast of the AGM, ask questions online and submit your votes in real time. Please note, if you voted online prior to the AGM, the vote during the AGM will override your previous vote. If you received a personalised AGM email or a hardcopy personalised proxy form, your VAC can be found in that email or personalised proxy form. Your VAC can otherwise be found on your personalised proxy form in InvestorServe. If you choose not to log in with your personal VAC, or you are not a Regal shareholder or proxyholder, you can view the live webcast (as a guest) but not submit questions online or vote in real time. For further instructions on how to participate online, please view the Online/Teleconference AGM Guide, which is enclosed and also available on the Regal Partners website.

#### **Voting Information**

All resolutions set out in this Notice of Meeting will be put to a poll. Upon a poll, every Company shareholder who is present in person or by proxy, representative or attorney will have one vote for each share held by that shareholder. Results of the voting on the resolutions will be announced to the ASX as soon as practicable after the AGM is closed.

#### Determination of Entitlement to Attend and Vote

For the purposes of determining an entitlement to vote at the AGM, Regal shares will be taken to be held by the persons who are registered as Regal shareholders at 7.00pm (AEST) on Tuesday, 28 May 2024.



#### **Proxies and Attorneys**

A shareholder entitled to attend and vote at the AGM is entitled to appoint a proxy. If a shareholder is entitled to cast two or more votes, the shareholder may appoint two proxies and may specify the proportion or number of votes each proxy is appointed to exercise. A proxy does not need to be a Regal shareholder. If no proportion or number of votes is specified, each proxy may exercise half of the shareholder's votes. An instrument appointing a proxy must be signed by the Regal shareholder appointing the proxy, or by that shareholder's attorney duly authorised in writing or, if the shareholder is a corporation, in accordance with the Corporations Act and the Company's constitution. A proxy has the same rights as a shareholder to speak at the AGM, to vote (but only to the extent allowed by the appointment) and to join in a demand for a poll.

Where a shareholder appoints an attorney to act on his/her behalf at the AGM or a proxy form is signed under power of attorney, such appointment must be made by a duly executed power of attorney. The power of attorney (or a certified copy) must be given to Boardroom, the Company's share registry, by no later than 10.00am (AEST) on Tuesday, 28 May 2024, unless it has previously been provided. Where more than one joint holder votes, the vote of the holder whose name appears first in the register of Regal shareholders shall be accepted to the exclusion of the others. The Company encourages all shareholders who submit proxies to direct their proxy whether to vote for or against, or to abstain from voting on each resolution.

## The chair of the AGM intends to vote all undirected proxies in favour of all the resolutions set out in the Notice of Meeting.

If a Regal shareholder appoints the AGM chair as their proxy, expressly or by default, and they do not direct the chair on how to vote on a resolution, by completing and returning the proxy form, they will be expressly authorising the chair to exercise the proxy and vote as the chair has indicated (in favour of all resolutions set out in the Notice of Meeting). An instrument appointing a proxy must be lodged as follows by no later than 10.00am (AEST) on Tuesday, 28 May 2024 in order to be effective:

- online at www.votingonline.com.au/rplagm2024
- by mail, addressed to Regal Partners Limited, C/- Boardroom Pty Limited, GPO Box 3993, Sydney NSW 2001;
- by fax to the Company's share registry, Boardroom, at +61 2 9290 9655; or
- by hand at Boardroom Pty Limited, Level 8, 210 George Street, Sydney NSW 2000.

#### Corporate Representatives

A body corporate which is a shareholder or which has been appointed as a proxy or attorney may appoint an individual to act as its representative at the AGM. The appointment must comply with the requirements of section 250D of the Corporations Act. The representative must provide Boardroom with evidence of his or her appointment by no later than 10.00am (AEST) on Tuesday, 28 May 2024, including any authority under which it is signed, unless it has previously been provided to and been accepted by the share registry. If such evidence is not received prior to the commencement of the AGM, then the individual will not be permitted to act as the shareholder's representative or representative of the shareholder's proxy.

#### **Questions from Shareholders**

You may ask questions at the AGM about any of the resolutions being considered at the AGM or general questions about Regal's management or performance. You may also ask questions of the Company's current auditor Deloitte about the content of the Auditor's Report or the conduct of the audit. Shareholders and proxyholders will be given an opportunity to ask questions at the AGM and in real time via the online platform or by telephone. To ensure all shareholders are given a reasonable opportunity to participate, shareholders will be limited to asking two questions per item of business, or one question and one follow-up comment. The chair retains ultimate discretion to ensure equitable participation by all shareholders. The Company will endeavour to answer as many of the more frequently raised relevant questions as possible during the course of the AGM. However, there may not be sufficient time available at the AGM to address all of the questions raised. Please note that individual responses will not be sent to shareholders. In addition, you may submit written questions prior to the AGM. If you would like to ask a question, please email your question to our Head of



Corporate Affairs, Ms. Ingrid Groer, at investorrelations@regalpartners.com. To allow time to collate questions and prepare answers, please submit any questions by 5.00pm (AEST) on Thursday, 23 May 2024.

#### Listening and Asking Questions by Telephone

For shareholders and proxyholders who do not attend in person, but would like to ask questions over the telephone, please join the AGM by calling 1800 434 182 (within Australia) or +61 2 8000 4164 (outside of Australia). Shareholders should provide their personal Voting Access Code ("VAC"), their name and the name of the holding to the call centre operator. Once registered with the call centre, shareholders will be able to listen to the AGM proceedings over the telephone. Telephone participants will be notified when it is time to register questions for each item of business and when it is their turn to ask a question. It will not be possible to vote by telephone. If you received a personalised AGM email or a hardcopy personalised proxy form, your VAC can be found in that email or personalised proxy form. Your VAC can otherwise be found on your personalised proxy form in InvestorServe. If you choose not to provide your personal VAC, or are not a Regal shareholder or proxyholder, you can still join the AGM as a guest. This will be a listen-only facility for guests, so you will not be able to ask questions or vote. For further instructions on how to participate by telephone, please view the Online/Teleconference AGM Guide (enclosed and also on the Regal Partners website).

#### Request for Hard Copy by Post

This Notice of Meeting, including this Explanatory Memorandum, is available for viewing and download on the Regal Partners website. For shareholders who would prefer to obtain a hard copy of this document by post, please call the shareholder information line on 1300 737 760 (within Australia) or +61 2 9290 9600 (outside Australia) or email the Company's share registry at enquiries@boardroomlimited.com.au.

#### 4 April 2024

Secretary Regal Partners Limited Level 47 Gateway 1 Macquarie Place Sydney NSW 2000

Dear Secretary

## Notice of Nomination of Proposed Auditor

Pursuant to Section 328B(1) of the Corporations Act 2001, I lan Cameron, being a member of Regal Partners Limited, hereby give you notice of the nomination of KPMG of Level 38, 300 Barangaroo Avenue, Barangaroo NSW 2000, as auditor of Regal Partners Limited.

Yours sincerely,

le Canana

lan Cameron Member



#### All Correspondence to:

By Mail Boardroom Pty Limited

GPO Box 3993

Sydney NSW 2001 Australia

**By Fax:** +61 2 9290 9655

Online: www.boardroomlimited.com.au

By Phone: (within Australia) 1300 737 760

(outside Australia) +61 2 9290 9600

#### YOUR VOTE IS IMPORTANT

For your vote to be effective, it must be recorded before 10:00am (AEST) on Tuesday, 28 May 2024.

#### ☐ TO VOTE ONLINE

BY SMARTPHONE

STEP 1: VISIT https://www.votingonline.com.au/rplagm2024

STEP 2: Enter your Postcode OR Country of Residence (if outside Australia)

STEP 3: Enter your Voting Access Code (VAC):



Scan QR Code using smartphone QR Reader App

#### TO VOTE BY COMPLETING THE PROXY FORM

#### STEP 1 APPOINTMENT OF PROXY

Indicate who you want to appoint as your proxy.

If you wish to appoint the Chair of the Meeting as your proxy, mark the box. If you wish to appoint someone other than the Chair of the Meeting as your proxy, please write the full name of that individual or body corporate. If you leave this section blank (by not marking the box, nor inserting details of your named proxy), or your named proxy does not attend the meeting, the Chair of the Meeting will be your proxy. A proxy need not be a securityholder of the company. Do not write the name of the issuer company or the registered securityholder in the space.

#### Appointment of a Second Proxy

You are entitled to appoint up to two proxies to attend the meeting and vote. If you wish to appoint a second proxy, you may obtain an additional proxy form by contacting Boardroom or you may copy this form.

To appoint a second proxy you must:

(a) complete two proxy forms. On each proxy form state the percentage of your voting rights or the 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

(b) return both forms together in the same envelope.

#### STEP 2 VOTING DIRECTIONS TO YOUR PROXY

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

#### Proxy which is a Body Corporate

Where a body corporate is appointed as your proxy, the representative of that body corporate attending the meeting must have provided an "Appointment of Corporate Representative" form to Boardroom prior to admission. An Appointment of Corporate Representative form can be obtained from Boardroom.

#### STEP 3 SIGN THE FORM

The form **must** be signed as follows:

Individual: this form must be signed by the securityholder.

Joint Holding: where the holding is in more than one name, all securityholders must sign. Power of Attorney: to sign under a power of attorney, you must have already lodged it with Boardroom. Alternatively, attach a certified photocopy of the power of attorney to this form when you return it.

**Companies:** this form must be signed by a Director jointly with either another Director or a Company Secretary. Where the company has a Sole Director who is also the Sole Company Secretary, this form must be signed by that person. **Please indicate the office held by the person signing in the appropriate place.** 

#### STEP 4 LODGEMENT

Proxy forms (and any power of attorney under which they are signed) must be received no later than 48 hours before the commencement of the meeting, which is by 10:00am (AEST) on Tuesday, 28 May 2024. Any proxy form received after that time will not be valid for the meeting.

#### Proxy forms may be lodged using the enclosed Reply Paid Envelope or:

■ Online https://www.votingonline.com.au/rplagm2024

**■ By Fax** + 61 2 9290 9655

GPO Box 3993

Sydney NSW 2001 Australia

In Person Boardroom Pty Limited

Level 8, 210 George Street Sydney NSW 2000 Australia

#### Attending the Meeting

If you wish to attend the meeting, please bring this form with you to assist registration.

# Regal Partners Limited ABN 33 129 188 450

|  |                               |  | This regimal spo   | ur Address s is your address as it appears on the Company's share ister. If this is incorrect, please mark the box with an "X" and the correction in the space to the left. Securityholders insored by a broker should advise their broker of any changes. ase note, you cannot change the ownership of your curities using this form. |
|--|-------------------------------|--|--|--|
|  |                               |  | PROXY FORM   |  |
| [  | STEP 1                        | APPOINT A PROXY  |  |  |
| ı  | I/We being a m                | ember/s of <b>Regal Partners Limited</b> a   | nd entitled to attend and vote, hereby appoint:  |  |
|  |                               | the Chair of the Meeting (mark bo  | x)   |  |
| <u>&gt;</u>  |                               | NOT appointing the Chair of the Meeting as your proxy below):                                  | g as your proxy, please write the name of the person or body corp  | porate (excluding the Company and registered securityholder)   |
|  |                               |  |  |  |
| se o   | of the Compan  1 Farrer Place | y to be held as a hybrid meeting both  | nding, or if no individual or body corporate is named, the Chair or virtually at <a href="https://web.lumiagm.com/319-014-107">https://web.lumiagm.com/319-014-107</a> and in perso May 2024 at 10:00am (AEST) and at any adjournment of tha een given, as the proxy sees fit. | on at Dexus Place, Level 15, Governor Macquarie Tower,   |
| Authorisation for Chair of the Meeting to exercise undirected proxies on remuneration-related matters: If I/we have appointed the Chair of the Meeting as Chair of the Meeting becomes my/our proxy by default and I/we have not directed my/our proxy how to vote in respect of resolution 1, I/we expressly author Meeting to exercise my/our proxy in respect of these Items even though resolution 1 is connected with the remuneration of a member of the key managem. Company.  The Chair of the Meeting will vote all undirected proxies in favour of all items of business (including resolution 1). If you wish to appoint the Chair of the Meeting as Chair of the M |                               |  | ect of resolution 1, I/we expressly authorise the Chair of the   |  |
|  |                               |  |  |  |
| rso  | STEP 2                        | VOTING DIRECTIONS  * If you mark the Abstain box for a p be counted in calculating the require | particular item, you are directing your proxy not to vote on your bed majority if a poll is called.  | pehalf on a show of hands or on a poll and your vote will not  |
| D  |                               |  |  | For Against Abstain*   |
| 0  | Resolution 1                  | Adoption of the 2023 Remuneration  | Report   |  |
| O  | Resolution 2                  | Re-election of Mr. Michael Cole AM   | as Director  |  |
| ш  | Resolution 3                  | Change of External Auditor   |  |  |
|  | Resolution 4                  | Approval and Ratification of Prior Iss   | suance of Securities – Employee Incentive Plan   |  |
|  | Resolution 5                  | Approval of Amendment to Constitu  | tion   |  |
|  |                               |  |  |  |
|  | STEP 3                        | SIGNATURE OF SECURI<br>This form must be signed to enable                                      |  |  |
| _  | Indi                          | vidual or Securityholder 1   | Securityholder 2   | Securityholder 3   |
|  |                               |  |  |  |
| L  | Sole Direct                   | for and Sole Company Secretary   | Director   | Director / Company Secretary   |
| (  | Contact Name                  |  | Contact Daytime Telephone  | Date / / 2024  |



#### 2024 ANNUAL GENERAL MEETING - REGAL PARTNERS LIMITED

# Online / Teleconference AGM Guide

**Regal Partners Limited** will hold its 2024 Annual General Meeting (**AGM**) at **10.00am (AEST) on Thursday, 30 May 2024** at Dexus Place, Level 15, Governor Macquarie Tower, 1 Farrer Place, Sydney NSW 2000 and online at https://web.lumiagm.com/319-014-107. A phone facility will also be provided for the AGM, details of which are set out below. **This guide provides information for online attendees and phone participants.** 

#### SHAREHOLDERS AND APPOINTED PROXYHOLDERS

Shareholders and appointed proxyholders:

- May join and participate in the AGM by logging into the webcast at https://web.lumiagm.com/319-014-107 with their username and password (postcode or country code). During the AGM, registered shareholders and proxyholders may:
  - Vote online via Lumi. If the shareholder or proxyholder voted online prior to the AGM, the vote during the AGM will override the pre-AGM vote; and
  - Submit questions online;
- May prefer to ask questions by phone at 1800 434 182 (within Australia) or +61 2 8000 4164 (outside Australia). Shareholders should provide their personal Voting Access Code (VAC), their name and the name of the holding to the call centre operator. Once registered with the call centre, a shareholder will be able to listen to the AGM proceedings over the phone. Phone participants will be notified when it is time to register questions for each item of business and when it is their turn to ask a question. It will not be possible to vote by phone; or
- May view the webcast by registering as a guest, in which case they will not be able to vote or ask questions.

#### **GUESTS AND NON-SHAREHOLDERS**

Guests and non-shareholders:

- May view the webcast at https://web.lumiagm.com/319-014-107 and register as a guest. Guests will not be able to vote or ask questions; or
- May listen by phone. Guests should call 1800 434 182 (within Australia) or +61 2 8000 4164 (outside Australia) and provide their name to the operator. Guests will be on a muted line and it will not be possible for them to vote by phone.

#### **VOTING ACCESS CODE (VAC)**

Shareholders who wish to attend online (to vote and/or ask questions), or wish to use the phone to ask questions, will require their VAC. The VAC can be found in the personalised AGM email or personalised proxy form sent on 29 April 2024 to shareholders. The VAC is also set out in the personalised proxy form that is available via the shareholder's InvestorServe account under Statements & Advices.

If you cannot locate your VAC, please contact Boardroom Pty Ltd on 1300 737 760 (within Australia) or +61 2 9290 9600 (outside Australia) between 8.30am to 5.30pm (AEST) Monday to Friday or enquiries@boardroomlimited. com.au. You will need to provide your account name, registered address and SRN/HIN or Boardroom Reference Number (which starts with "S" and can be found on personalised communications such as dividend statements). If you require your SRN/HIN and cannot locate it, please contact Boardroom well in advance of the meeting so that it can be posted to your registered address. For security reasons, your SRN/HIN cannot be provided by Boardroom by email or phone. You may also be able to obtain your HIN from your broker.

Please refer to the following instructions for more information on using the online and phone facilities.

#### STEP-BY-STEP INSTRUCTIONS FOR LUMI/ONLINE AND PHONE

Online registration will open at 9.00am (AEST) on Thursday, 30 May 2024 (one hour before the AGM).

To participate in the AGM, please visit https://web.lumiagm.com/319-014-107 via a web browser on a PC, tablet or smartphone (using the latest version of Chrome, Safari, Edge or Firefox).

To log into the portal, you will need the following information:

#### **MEETING ID: 319-014-107**

| Shareholder<br>(if Australian registered address) | <b>Username</b> (Voting Access Code) and <b>Password</b> (postcode of your Australian registered address). The Voting Access Code can be found in the personalised AGM email or personalised proxy form sent on 29 April 2024, or on your personalised proxy form in InvestorServe.   |
|---|---|
| Shareholder<br>(if overseas resident)             | Username (Voting Access Code) and Password (three character country code e.g. New Zealand – NZL)  A full list of country codes can be found at the end of this guide.   |
| Appointed Proxy                                   | To receive your Username and Password, please contact our share registry, Boardroom Pty Ltd on 1300 737 760 (within Australia) or +61 2 9290 9600 (outside Australia) between 8.30am to 5.30pm (AEST), Monday to Friday or email proxy@boardroomlimited.com.au. Usernames and passwords for proxyholders will become available on Wednesday, 29 May 2024 (the business day prior to the AGM). |
| Guest   | Name and email address  |

To join the meeting, enter the unique 9 digit meeting ID (319-014-107) and select "Join". To proceed to registration, you will be asked to read and accept the terms and conditions.

On the next page, please select whether to join as a "Securityholder or proxy" or "Guest" and then click "Continue".



**If you are a Shareholder**, enter your Username (Voting Access Code) and Password (postcode or country code). **If you are a Proxyholder**, you will need to enter the unique Username and Password provided by Boardroom. Select "Login".



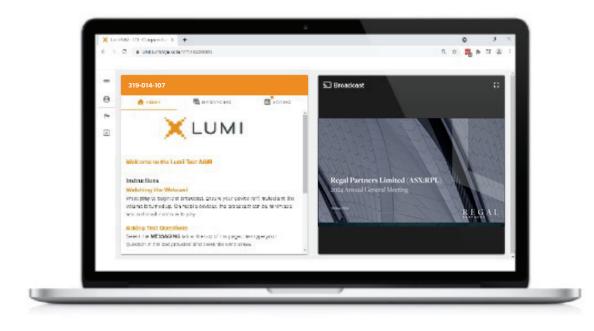
If you are not a Shareholder or Proxyholder, and have selected "Guest", you will be asked to enter your name and email details, then select "Continue". Please note, guests are not able to vote or ask questions at the meeting.



#### **NAVIGATING**

Having trouble logging in...? ✓

**Once you have registered**, you will be taken to the **homepage**  $\uparrow$  which displays your name and meeting information. Icons will be displayed in different areas depending on the device being used.



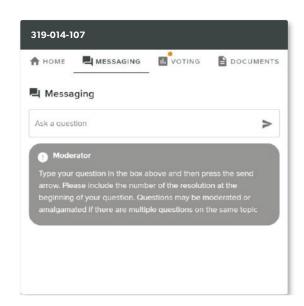
To activate the webcast, please click on the **Broadcast** button on the screen. You may have to click the play button in the window to initiate the broadcast. Once you select to view the webcast, it can take up to approximately 30 seconds for the live feed to appear on some devices. During the meeting, mobile users can minimise or maximise the webcast at any time by selecting the arrow by the **Broadcast** button. Computer users can watch the webcast in "full screen" mode by selecting the full screen icon

NOTE: We recommend once you have logged in, you keep your browser open for the duration of the meeting. If you close your browser, you will be asked to repeat the login process.

#### TO ASK A QUESTION (FOR SHAREHOLDERS AND APPOINTED PROXYHOLDERS ONLY)

#### **Asking a Question Online**

- 1. Select the messaging/question icon 📃.
- 2. Please type the resolution number first (if relevant) and then the question.
- 3. Select the send icon .
- 4. You will receive confirmation that your question has been received.



#### **Asking a Question By Phone**

- 1. Please call **1800 434 182** (within Australia) or **+61 2 8000 4164** (outside Australia). You will be asked for your "Voting Access Code", your name, and the name to which your holding is registered. If you are also logged into the online Lumi platform, please mute your webcast while on the phone.
- 2. You will be in a waiting room if you join before the AGM begins. At the start of the AGM, you will be admitted to the meeting and can listen to the proceedings. When it is time for questions for each item of business, please press \*1 to join the question queue for that item. When it is your turn, you will be introduced to the meeting, your line will be unmuted and you may start speaking. Your line will be muted again once your question is answered. To register a second question for that item of business, or to make a follow-up comment, please press \*1 again.
- 3. If you would like to cancel your question, please press \*2. If you need assistance from the operator, please press \*0.
- 4. Please note that you will not be able to vote by phone.

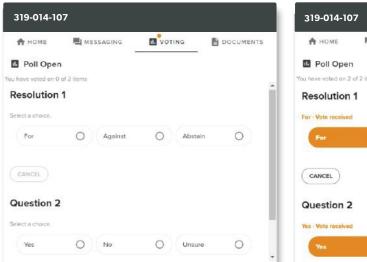
The Chairman will give all shareholders a reasonable opportunity to ask questions and will endeavour to answer all questions at the meeting. Questions that are similar may be grouped together and answered as one question.

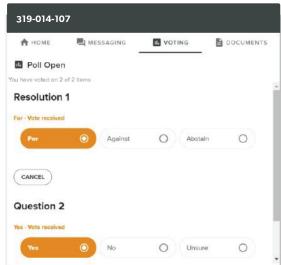
To ensure all shareholders are given a reasonable opportunity to participate, shareholders may be limited to asking two questions per item of business, or one question and one follow-up comment. The Chairman retains ultimate discretion to ensure equitable participation by all shareholders.

#### TO VOTE (FOR SHAREHOLDERS AND APPOINTED PROXYHOLDERS ONLY)

- 1. When the Chairman declares a poll open, the resolutions and voting choices will appear under the voting icon

- 2. Press the option corresponding with the way in which you wish to vote.
- 3. Once the option has been selected, the vote will be highlighted.
- 4. If you change your mind and wish to change your vote, simply press the new vote or cancel your vote at any time before the Chairman closes the poll.
- 5. The number of items you have voted upon (and the total to be voted) will be shown at the top of the screen. There is no need to press a "submit" or "send" button. Your vote is automatically counted.
- 6. Please note that on some devices the webcast may need to be minimised to vote. This can be done by selecting the arrow in the Broadcast bar. Audio will still be available during this time. To return to the webcast after voting, please select the arrow again.





Upon conclusion of the meeting, the home screen will be updated to state that the meeting has closed.

Need help? If you require any help using this system prior to or during the meeting, please call 1300 737 760 (within Australia) or +61 2 9290 9600 (outside Australia) so that the share registry (Boardroom Pty Ltd) can assist you.

#### **COUNTRY CODES**

For overseas shareholders, select your country code from the list below and enter it into the password field.

| ABW Aruba AFG Afghanistan AGO Angola AIA Anguilla ALA Aland Islands AIB Albania AND Andorra ANT Netherlands Antilles ARG Argentina ARG Argentina ARG Argentina ARG Anguilla ARG Andorra ANT Netherlands Antilles ARG Argentina ARG Articulas Barbuda ADB Antarctica ATG Antigua & Barbuda AUS Australia BDI Burundi BEL Belgium BEL Belgium BER Benin BER Burkina Faso BGR Bulgaria BHR Bahrain BLR Belarus BHM Bermuda BECOR Cook Cook Islands COR Cook Cook Islan |
|--|
| AGO Angola AIA Anguilla COL Colombia AIA Anguilla COM Comoros AIB Albania AND Andorra AND Andorra ANT Netherlands Antilles CYM Cayevan Islands ARG Argentina ARM Armenia CYP Cyprus ARM Antarctica AND Andorra AIF French Southern AIG Antigua & Barbuda AUS Australia AUS Australia BUI Belgium BEL Belgium BEN Benin BEN Benin BHR Bahrain BHR Bahrain BHR Bahrain BHR Bahrain BHR Bahrain BIA MADOR Andorra COM Comoros HMD Heard & Mcdonald Island HND Honduras HRV Croatia HRV Croatia HTH Haiti  ARV Croatia HND Honduras HRV Croatia HND Honduras HRV Croatia HND Honduras HRV Croatia HND Honduras HIN Island Island Island Island Island Island Island FER Island Is |
| AlA Anguilla ALA Aland Islands ALB Albania AND Andorra ANT Netherlands Antilles ARG Argentina ARM Armenia ARM American Samoa ALT Antarctica ANT Antarctica ANT Antigua & Barbuda AUT Austria AUT Austria BDI Burundi BDI Burundi BEL Belgium BEL Belgium BER Bahrain BHS Bahamas BIM St Barthelemy BLR Belarus BLA BAND Andorra CRI Costa Rica CPV Cape Verde HRV Croatia HHUD Honduras HRV Croatia HHUD Honduras HRV Croatia HRU Hungary Lorentia HUN Lorentia HUN Lorentia HUN Lorentia HUN Lorentia HUN L |
| ALA Aland Islands ALB Albania CPV Cape Verde CRI Costa Rica CRI Costa Rica CRI Cuba CUBa CUBa CUBa CUBA ARE United Arab Emirates ARG Argentina ASM Armenia CYP Cyprus ARE Antarctica ADEU Germany ATF French Southern ATG Antigua & Barbuda AUT Austria AUT Austria ADA Algeria BDI Burundi BEL Belgium BEL Belgium BEL Belgium BER Bahrain BHS Bahamas BIM St Barthelemy BIM Scota CPV Cyprus CRYP Cyprus CRYP Cyprus CYP Cyprus Cyprus CYP Cyprus Cyprus Comminded CYP Cyprus Comminded Co |
| ALB Albania AND Andorra CRI Costa Rica HTI Haiti Huny Hungary  ARE United Arab Emirates CXR Christmas Island CYM Cayman Islands IMN Isle Of Man ARM Armenia CYP Cyprus ASM American Samoa ATA Antarctica ATF French Southern ATG Antigua & Barbuda AUT Austria AUT Austria BDI Burundi BEL Belgium BEL Belgium BEN Benin BFA Burkina Faso BGD Bangladesh BGR Bulgaria BHR Bahrain BHR Bahrain BHS Bahamas BIM St Barthelemy BIR Belarus BIA CUB Cuba CUB Cuba CUB Cuba HUN Hungary CYP Cyprus IDN Indonesia IMN Isle Of Man IIND India IOT British Indian Oce. Territory IRL Ireland IRN Iran Islamic Republic of BIL Ireland IRN Iran Islamic Republic of IRN Iran Islamic Republic of ISL Iceland ISM Isle of Man ISM Isle o |
| AND Andorra ANT Netherlands Antilles CUB Cuba CUR Cuba CUB Cuprus Cubrus Cub Cuprus Cubrus  |
| ANT Netherlands Antilles ARE United Arab Emirates ARG Argentina ARM Armenia CYP Cyprus ARE Antarctica ATA Antarctica ATF French Southern ATG Antigua & Barbuda AUT Austria AZE Azerbaijan BBI Burundi BEL Belgium BEN Benin BEN Benin BER Bulgaria BFA Burkina Faso BGD Bangladesh BGR Bulgaria BHR Bahrain BHS Bahamas BHR Bahrain BHS Bahamas BIL Belgius BIL Belgiue BIL Belgius BFA Burkina Faso BFA Burkina  |
| ARE United Arab Emirates ARG Argentina ARM Armenia ARM Armenia ASM American Samoa ATA Antarctica ATF French Southern ATG Antigua & Barbuda AUT Austria AZE Azerbaijan BDI Burundi BEL Belgium BEN Benin BEN Be |
| ARG Argentina ARM Armenia ARM Armenia CYP Cyprus IND India Ind |
| ARM Armenia  ASM American Samoa  ATA Antarctica  ATF French Southern  ATG Antigua & Barbuda  AUT Austria  BDI DOM Dominican Republic  BCU Ecuador  B |
| ASM American Samoa ATA Antarctica DEU Germany  DII Djibouti DMA Dominica DOM Dominican Republic DISL Iceland DISC ISL Iceland DISC ISC ISC ISC ISC ISC ISC ISC ISC ISC  |
| ATA Antarctica  ATF French Southern  ATG Antigua & Barbuda  AUS Australia  AUT Austria  AZE Azerbaijan  BDI Burundi  BEL Belgium  BEN Benin  BFA Burkina Faso  BGD Bangladesh  BGR Bulgaria  BHR Bahrain  BHR Bahrain  BHR Bahamas  BIH Bosnia & Herzegovina  BLM St Bartlelemy  BLA Belize  DEU Germany  DJI Djibouti  IRL Ireland  IRN Iran Islamic Republic of  IRQ Iraq  Iraq  ISL Islend  ISL |
| ATFFrench SouthernDJIDjiboutiIRLIrelandATGAntigua & BarbudaDMADominicaIRNIran Islamic Republic ofAUSAustraliaDNKDenmarkIRQIraqAUTAustriaDOMDominican RepublicISLIcelandAZEAzerbaijanDZAAlgeriaISMIsle of ManBDIBurundiECUEcuadorISRIsraelBELBelgiumEGYEgyptITAItalyBENBeninERIEritreaJAMJamaicaBFABurkina FasoESHWestern SaharaJEYJerseyBGDBangladeshESPSpainJORJordanBGRBulgariaESTEstoniaJPNJapanBHRBahrainETHEthiopiaKAZKazakhstanBHSBahamasFINFinlandKENKenyaBHBBosnia & HerzegovinaFINFinlandKENKenyaBLMSt BarthelemyFLKFalkland Islands (Malvinas)KHMCambodiaBLZBelizeFROFaroe IslandsKNASt Kitts And Nevis  |
| ATG Antigua & Barbuda  AUS Australia  AUT Austria  AZE Azerbaijan  BDI Burundi  BEL Belgium  BEN Benin  BFA Burkina Faso  BGD Bangladesh  BGR Bulgaria  BHR Bahrain  BHR Bahrain  BHS Bahamas  BIH Bosnia & Herzegovina  BLM St Barthelemy  BLR Belarus  BLZ Belize  DMA Dominica  Dom Dominican Republic  DZA Algeria  BCU Ecuador  ISR Israel  ISM Isle of Man  ISR Israel  ITA Italy  JAM Jamaica  JEY Jersey  JEY Jersey  JOR Jordan  KEN Kenya  KEN Kenya  KEN Kenya  KEN Kenya  KEN Kenya  KEN Kenya  KHM Cambodia  KIR Kiribati  KIR Kiribati  KIR KIRIBATI SAN Nevis   |
| AUS Australia  AUT Austria  AZE Azerbaijan  BDI Burundi  BEL Belgium  BEN Benin  BFA Burkina Faso  BGD Bangladesh  BGR Bulgaria  BHR Bahrain  BHS Bahamas  BHR Bahrain  BHS Bahamas  BIH Bosnia & Herzegovina  BLM St Barthelemy  BLR Belarus  BLZ Belize  DMK Denmark  DoM Dominican Republic  ISL Iceland  ISM Isle of Man  ISR Israel  ITA Italy  ITA Italy  JAM Jamaica  JEY Jersey  JEY Jersey  JOR Jordan  JOR Jordan  JOR Jordan  JEST Estonia  JEN Japan  KAZ Kazakhstan  KEN Kenya  KEN Kenya  KHM Cambodia  KHM Cambodia  KIR Kiribati  KNA St Kitts And Nevis  KOR Maintenancia   |
| AUT Austria  AZE Azerbaijan  BDI Burundi  BEL Belgium  BEN Benin  BFA Burkina Faso  BGD Bangladesh  BGR Bulgaria  BHR Bahrain  BHS Bahamas  BHS Bahamas  BHS Bahamas  BIH Bosnia & Herzegovina  BLM St Barthelemy  BLR Belize  DOM Dominican Republic  DZA Algeria  BCU Ecuador  ECU Ecuador  ISR Israel  ITA Italy  JAM Jamaica  JEY Jersey  JEY Jersey  JOR Jordan  JOR Jordan  JPN Japan  KAZ Kazakhstan  KAZ Kazakhstan  KEN Kenya  KEN Kenya  KEN Kenya  KEN KENya  KHM Cambodia  KHM Cambodia  KHM Cambodia  KHM Cambodia  KHM Cambodia  KNA St Kitts And Nevis  FRO Faroe Islands  KON Kenya Republic of fereigness.  |
| AZE Azerbaijan  BDI Burundi  BEL Belgium  BEN Benin  BFA Burkina Faso  BGD Bangladesh  BGR Bulgaria  BHR Bahrain  BHS Bahamas  BIH Bosnia & Herzegovina  BLM St Barthelemy  BLR Belize  DZA Algeria  ECU Ecuador  ISR Israel  ITA Italy  JAM Jamaica  JEY Jersey  JOR Jordan  JOR Jordan  JOR Jordan  JOR Jordan  JOR Jordan  JEH Ethiopia  KAZ Kazakhstan  KEN Kenya  KEN Kenya  KEN Kenya  KEN Kenya  KIR Kiribati  KIR Kiribati  KIR Kiribati  KIR Kiribati  KOR Mannan  ISM Isle of Man  ISM Isle of Man  ISR Israel  ITA Italy  JAM Jamaica  JEY Jersey  Jordan  JOR Jordan  JOR Jordan  JEH Ethiopia  KAZ Kazakhstan  KEN Kenya  KEN Kenya  KEN Kenya  KEN Kenya  KIR Kiribati  KIR Kiribati  KIR Kiribati  KIR Kiribati   |
| BDI Burundi BEL Belgium BEN Benin BFA Burkina Faso BGD Bangladesh BGR Bulgaria BHR Bahrain BHS Bahamas BIH Bosnia & Herzegovina BLM St Barthelemy BLR Belize BCU Ecuador EGY Egypt ITA Italy JAM Jamaica JEY Jersey JOR Jordan JOR Jordan JPN Japan KAZ Kazakhstan KAZ Kazakhstan KEN Kenya KEN Kenya KGZ Kyrgyzstan KHM Cambodia KIR Kiribati KIR Kiribati KNA St Kitts And Nevis   |
| BELBelgiumEGYEgyptITAItalyBENBeninERIEritreaJAMJamaicaBFABurkina FasoESHWestern SaharaJEYJerseyBGDBangladeshESPSpainJORJordanBGRBulgariaESTEstoniaJPNJapanBHRBahrainETHEthiopiaKAZKazakhstanBHSBahamasFINFinlandKENKenyaBIHBosnia & HerzegovinaFJIFijiKGZKyrgyzstanBLMSt BarthelemyFLKFalkland Islands (Malvinas)KHMCambodiaBLRBelarusFRAFranceKIRKiribatiBLZBelizeFROFaroe IslandsKNASt Kitts And Nevis   |
| BEN Benin BFA Burkina Faso BGD Bangladesh BGR Bulgaria BHR Bahrain BHS Bahamas BIH Bosnia & Herzegovina BLR Belarus BLR Belize  ERI Eritrea  JAM Jamaica  JEY Jersey  JOR Jordan  JPN Japan  KAZ Kazakhstan  KAZ Kazakhstan  KEN Kenya  KEN Kenya  KGZ Kyrgyzstan  KHM Cambodia  KIR Kiribati  KIR Kiribati  KNA St Kitts And Nevis  |
| BGD Bangladesh BGR Bulgaria BHR Bahrain BHS Bahamas BIH Bosnia & Herzegovina BLM St Barthelemy BLR Belarus BLZ Belize  ESP Spain EST Estonia JOR Jordan JPN Japan KAZ Kazakhstan KAZ Kazakhstan KEN Kenya KGZ Kyrgyzstan KGZ Kyrgyzstan KHM Cambodia KIR Kiribati KIR Kiribati KNA St Kitts And Nevis  |
| BGD Bangladesh BGR Bulgaria BHR Bahrain BHS Bahamas BIH Bosnia & Herzegovina BLM St Barthelemy BLR Belarus BLZ Belize  ESP Spain JOR Jordan JPN Japan KAZ Kazakhstan KAZ Kazakhstan KEN Kenya KEN Kenya KGZ Kyrgyzstan KHM Cambodia KIR Kiribati KIR Kiribati KNA St Kitts And Nevis   |
| BGR Bulgaria BHR Bahrain BHS Bahamas BIH Bosnia & Herzegovina BLM St Barthelemy BLR Belarus BLZ Belize  EST Estonia JPN Japan KAZ Kazakhstan KEN Kenya KEN Kenya KGZ Kyrgyzstan KHM Cambodia KIR Kiribati KIR Kiribati KNA St Kitts And Nevis  |
| BHR Bahrain  BHS Bahamas  BIH Bosnia & Herzegovina  BLM St Barthelemy  BLR Belarus  BLZ Belize  ETH Ethiopia  KAZ Kazakhstan  KEN Kenya  KGZ Kyrgyzstan  KGZ Kyrgyzstan  KHM Cambodia  KHM Cambodia  KIR Kiribati  KNA St Kitts And Nevis  |
| BIH Bosnia & Herzegovina BLM St Barthelemy BLR Belarus BLZ Belize  FJI Fiji Fiji KGZ Kyrgyzstan KHM Cambodia KHM Cambodia KIR Kiribati KIR Kiribati KNA St Kitts And Nevis   |
| BLM St Barthelemy  BLR Belarus  BLZ Belize  FLK Falkland Islands (Malvinas)  FRA France  FRO Faroe Islands  KHM Cambodia  KIR Kiribati  KNA St Kitts And Nevis   |
| BLM       St Barthelemy       FLK       Falkland Islands (Malvinas)       KHM       Cambodia         BLR       Belarus       FRA       France       KIR       Kiribati         BLZ       Belize       FRO       Faroe Islands       KNA       St Kitts And Nevis   |
| BLZ Belize FRO Faroe Islands KNA St Kitts And Nevis  |
| DLZ Delize   |
| RMII Rormuda FSM Micronesia KOR Korea Republic of  |
| DIVIO Dell'Illuda  |
| BOL Bolivia KWT Kuwait   |
| BRA Brazil GBR United Kingdom LAO Laos   |
| BRB Barbados GEO Georgia LBN Lebanon   |
| BRN Brunei Darussalam GGY Guernsey LBR Liberia   |
| BTN Bhutan GHA Ghana LBY Libyan Arab Jamahiriya  |
| BUR Burma GIB Gibraltar LCA St Lucia   |
| BVT Bouvet Island GIN Guinea LIE Liechtenstein   |
| BWA Botswana GLP Guadeloupe LKA Sri Lanka  |
| CAF Central African Republic GMB Gambia LSO Lesotho  |
| CAN Canada GNB Guinea-Bissau LTU Lithuania   |
| CCK Cocos (Keeling) Islands GNQ Equatorial Guinea LUX Luxembourg   |
| CHE Switzerland GRC Greece LVA Latvia  |
| CHL Chile GRD Grenada MAC Macao  |
| CHN China GRL Greenland MAF St Martin  |
| CIV Cote D'ivoire GTM Guatemala MAR Morocco  |
| CMR Cameroon GUF French Guiana MCO Monaco  |

| MDA        | Republic Of Moldova            | REU        |
|------------|--------------------------------|------------|
| MDG        | Madagascar                     | ROU        |
| MDV        | Maldives                       | RUS        |
| MEX        | Mexico                         | RWA        |
| MHL        | Marshall Islands               | SAU        |
| MKD        | Macedonia Former               | SCG        |
|            | Yugoslav Rep                   | SDN        |
| MLI        | Mali                           | SEN        |
| MLT        | Mauritania                     | SGP        |
| MMR        | Myanmar                        | SGS        |
| MNE        | Montenegro                     | CLINI      |
| MNG        | Mongolia                       | SHN        |
| MNP        | Northern Mariana Islands       | SJM        |
| MOZ        | Mozambique                     | SLB        |
| MRT        | Mauritania                     | SLE        |
| MSR        | Montserrat                     | SLV<br>SMR |
| MTQ        | Martinique                     | SOM        |
| MUS        | Mauritius                      |            |
| MWI<br>MYS | Malawi                         | SPM        |
|            | Malaysia                       | SRB        |
| MYT<br>NAM | Mayotte                        | STP<br>SUR |
|            | Namibia<br>New Caledonia       |            |
| NCL<br>NER | New Caledonia<br>Niger         |            |
| NFK        | Norfolk Island                 |            |
| NGA        |                                | SWE<br>SWZ |
| NIC        | Nigeria<br>Nicaragua           | SYC        |
| NIU        | Niue                           | SYR        |
| NLD        | Netherlands                    | TCA        |
| NOR        | Norway Montenegro              | TCD        |
| NPL        | Nepal                          | TGO        |
| NRU        | Nauru                          | THA        |
| NZL        | New Zealand                    | TJK        |
| OMN        | Oman                           | TKL        |
| PAK        | Pakistan                       | TKM        |
| PAN        | Panama                         | TLS        |
| PCN        | Pitcairn Islands               |            |
| PER        | Peru                           | TON        |
| PHL        | Philippines                    |            |
| PLW        | Palau                          |            |
| PNG        | Papua New Guinea               |            |
| POL        | Poland                         | TUV        |
| PRI        | Puerto Rico                    | TWN        |
| PRK        | Korea Dem Peoples              | TZA        |
|            | Republic of                    | UGA        |
| PRT        | Portugal                       | UKR        |
| PRY        | Paraguay                       |            |
| PSE        | Palestinian Territory Occupied | URY        |
| PYF        | French Polynesia               | USA        |
| QAT        | Qatar                          | UZB        |
|            |                                |            |

| REU        | Reunion                           |
|------------|-----------------------------------|
| ROU        | Romania                           |
| RUS        | Russian Federation                |
| RWA        | Rwanda                            |
| SAU        | Saudi Arabia Kingdom Of           |
| SCG        | Serbia & Outlying                 |
| SDN        | Sudan                             |
| SEN        | Senegal                           |
| SGP        | Singapore                         |
| SGS        | Sth Georgia & Sth Sandwich<br>Isl |
| SHN        | St Helena                         |
| SJM        | Svalbard & Jan Mayen              |
| SLB        | Solomon Islands                   |
| SLE        | Sierra Leone                      |
| SLV        | El Salvador                       |
| SMR        | San Marino                        |
| SOM        | Somalia                           |
| SPM        | St Pierre And Miquelon            |
| SRB        | Serbia                            |
| STP        | Sao Tome And Principe             |
| SUR        | Suriname                          |
| SVK        | Slovakia                          |
| SVN        | Slovenia                          |
| SWE        | Sweden                            |
| SWZ        | Swaziland                         |
| SYC        | Seychelles                        |
| SYR        | Syrian Arab Republic              |
| TCA        | Turks & Caicos Islands            |
| TCD        | Chad                              |
| TGO        | Togo                              |
| THA        | Thailand                          |
| TJK        | Tajikistan                        |
| TKL        | Tokelau                           |
| TKM        | Turkmenistan                      |
| TLS<br>TMP | Timor-Leste                       |
| TON        | East Timor                        |
| TTO        | Tonga                             |
| TUN        | Trinidad & Tobago Tunisia         |
| TUR        | Turkey                            |
| TUV        | Tuvalu                            |
| TWN        | Taiwan                            |
| TZA        | Tanzania United Republic of       |
| UGA        | Uganda United Republic Of         |
| UKR        | Ukraine                           |
| UMI        | United States Minor               |
| URY        | Uruguay                           |
| USA        | United States of America          |
| UZB        | Uzbekistan                        |
| 725        | OLD CRIDICITI                     |

| VNM | Vietnam                      |
|-----|------------------------------|
| VUT | Vanuatu                      |
| WLF | Wallis & Futuna              |
| WSM | Samoa                        |
| YEM | Yemen                        |
| YMD | Yemen Democratic             |
| YUG | Yugoslavia Socialist Fed Rep |
| ZAF | South Africa                 |
| ZAR | Zaire                        |
| ZMB | Zambia                       |
| ZWE | Zimbabwe                     |