
ASSET RESOLUTION LIMITED ANNUAL GENERAL MEETING

23 OCTOBER 2019, 10:00 AM (AEDT)





RESOLUTIONS



ITEM 1 FINANCIAL STATEMENTS

- To receive and consider:
 - (a) the financial statements;
 - (b) the directors' report; and
 - (c) the auditor's report
- ... of ARL for the year ended 30 June 2019.
- These statements and reports are placed before the Shareholders for discussion and Shareholders will be given the opportunity to ask questions and make comments on these statements and reports.
- No voting is required on this matter.



RESOLUTION I REMUNERATION REPORT

ORDINARY RESOLUTION

- *“That, for the purpose of Section 250R(2) of the Corporations Act and for all other purposes, approval is given for the adoption of the Remuneration Report as contained in the Company’s Annual Report for the financial year ended 30th June 2019.”*
- Note: the vote on this Resolution is advisory only and does not bind the Directors or the Company under section 250R(2) of the Corporation Act. However, if the ‘No’ votes are greater than 25% for two successive years, then there are certain consequences, see Explanatory Memorandum for details.

PROXY SUMMARY

| FOR | OPEN | AGAINST | ABSTAIN |
|---------|--------|---------|---|
| 616,332 | 24,930 | 14,594 | 13,510 |
| 93.97% | 3.80% | 2.23% | Abstain votes are not counted in determining whether or not the required majority of votes were cast for or against that item |



RESOLUTION 2 ELECTION OF DIRECTOR: GRAHAM HOLDAWAY

ORDINARY RESOLUTION

- *“That Mr Graham Holdaway, a director retiring by rotation, being eligible, is re-elected as a director of ARL.”*

PROXY SUMMARY

| FOR | OPEN | AGAINST | ABSTAIN |
|---------|--------|---------|---|
| 776,027 | 24,768 | 10,609 | 14,799 |
| 95.64% | 3.05% | 1.31% | Abstain votes are not counted in determining whether or not the required majority of votes were cast for or against that item |



RESOLUTION 3 ON-MARKET BUY-BACK OF SHARES

ORDINARY RESOLUTION

- *“That, for the purposes of section 257C of the Corporations Act 2001 (Cth) and for all other purposes, Shareholders authorise and approve the on-market buy-back of up to 646,655 fully paid ordinary Shares in the Company (representing approximately 20% of the Company’s issued Shares as at 5 September 2019) in the 12 month period following the approval of this Resolution, pursuant to an On-Market Buy-Back conducted in accordance with the requirements of the Listing Rules and the Corporations Act (being over the 10/12 limit (as defined in section 257B(4)) and on the terms as described in the Explanatory Statement to this Notice of Meeting.”*

PROXY SUMMARY

| FOR | OPEN | AGAINST | ABSTAIN |
|---------|--------|---------|---|
| 779,713 | 22,515 | 12,244 | 11,731 |
| 95.73% | 2.76% | 1.5% | Abstain votes are not counted in determining whether or not the required majority of votes were cast for or against that item |



RESOLUTION 4 APPROVAL OF NON-EXECUTIVE SHARE PLAN

SPECIAL RESOLUTION

- *“For the purposes of NSX Listing Rule 6.44 and for all other purposes, Shareholders approve the establishment and implementation of the Non-Executive Share Plan and the issue of securities under that plan in the form to be tabled by the Chairman at the meeting in accordance with the requirements of the Corporations Act and the NSX Listing Rules on the terms and conditions set out in the Explanatory Statement.”*

PROXY SUMMARY

| FOR | OPEN | AGAINST | ABSTAIN |
|---------|--------|---------|---|
| 610,852 | 26,008 | 20,222 | 12,284 |
| 92.96% | 3.96% | 3.08% | Abstain votes are not counted in determining whether or not the required majority of votes were cast for or against that item |



RESOLUTION 5 SHARE ISSUE TO GILES CRAIG 2020

SPECIAL RESOLUTION

- *“That, for all purposes, including the requirements of NSX Listing Rules 6.25 and 6.44 (if applicable), approval is given for the Board to allot and issue up to 17,241 Shares to Giles Craig (being a Non-Executive Director of the Company) and/or their nominees under the Non-Executive Share Plan on the terms and conditions set out in the Explanatory Statement.”*

PROXY SUMMARY

| FOR | OPEN | AGAINST | ABSTAIN |
|---------|--------|---------|---|
| 608,495 | 29,654 | 19,232 | 11,985 |
| 92.56% | 4.51% | 2.93% | Abstain votes are not counted in determining whether or not the required majority of votes were cast for or against that item |



RESOLUTION 6 SHARE ISSUE TO SARINA ROPPOLO 2020

SPECIAL RESOLUTION

- *“That, for all purposes, including the requirements of NSX Listing Rules 6.25 and 6.44 (if applicable), approval is given for the Board to allot and issue up to 17,241 Shares to Sarina Roppolo (being a Non-Executive Director of the Company) and/or their nominees under the Non-Executive Share Plan on the terms and conditions set out in the Explanatory Statement.”*

PROXY SUMMARY

| FOR | OPEN | AGAINST | ABSTAIN |
|---------|--------|---------|---|
| 764,949 | 30,542 | 18,727 | 11,985 |
| 93.95% | 3.75% | 2.30% | Abstain votes are not counted in determining whether or not the required majority of votes were cast for or against that item |



RESOLUTION 7 SHARE ISSUE TO GRAHAM HOLDAWAY 2020

SPECIAL RESOLUTION

- *“That for all purposes, including the requirements of NSX Listing Rules 6.25 and 6.44 (if applicable), approval is given for the Board to allot and issue up to 17,241 Shares to Graham Holdaway (being a Non-Executive Director of the Company) and/or their nominees under the Non-Executive Share Plan on the terms and conditions set out in the Explanatory Statement.”*

PROXY SUMMARY

| FOR | OPEN | AGAINST | ABSTAIN |
|---------|--------|---------|---|
| 764,311 | 31,430 | 18,477 | 11,985 |
| 93.87% | 3.86% | 2.27% | Abstain votes are not counted in determining whether or not the required majority of votes were cast for or against that item |



QUESTIONS



QUESTIONS

- Prior to asking your question, please state your name so that it can be reflected in the minutes of the meeting.