

# PRITCHARD EQUITY LIMITED

ABN 80 100 517 404

## NOTICE OF ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that the eleventh annual general meeting of Pritchard Equity Limited will be held at 10 Murray Street, Hamilton, NSW 2303 on 22 November 2013 at 2:30 pm.

### BUSINESS

**1. Financial Statements and Reports**

To consider the Directors' Report, Financial Statements and Independent Audit Report for the year ended 30 June 2013.

**2. Adoption of Remuneration Report**

To adopt the Remuneration Report for the year ended 30 June 2013.

**3. Re-election of Director**

Gordon Elkington retires by rotation in accordance with the provisions of the constitution and, being eligible, offers himself for re-election.

**4. Appointment of new auditor**

To consider and if thought fit, pass the following as an ordinary resolution of the Company.

"That Forsythes Assurance & Risk having consented in writing to act as auditor of the Company be appointed auditor effective from the date of the meeting.

**5. Issue of B ordinary shares to Steven Pritchard**

That Steven Pritchard be issued with 5,000 B ordinary shares in the capital of the company in lieu of directors fees.

**6. Issue of B ordinary shares to Enzo Pirillo**

That Enzo Pirillo be issued with 5,000 B ordinary shares in the capital of the company in lieu of directors fees.

**7. Issue of B ordinary shares to Gordon Elkington**

That Gordon Elkington be issued with 5,000 B ordinary shares in the capital of the company in lieu of directors fees.

**8. General Business.**

To transact any other business which may be properly brought forward.

The company has determined that, for the purpose of voting at the meeting, shares will be taken to be held by those persons recorded on the company's register on 20 November 2013 at 2:30 pm.



Steven Pritchard  
Director  
22 October 2013

# EXPLANATORY NOTES – BUSINESS OF THE MEETING

## 1. Financial Statements and Reports

During this item there will be an opportunity for shareholders to ask questions and comment on the Directors' Report, Financial Statements and Independent Audit Report for the financial year ended 30 June 2013. No resolution is required to be passed on this item.

## 2. Adoption of Remuneration Report

During this item there will be an opportunity for shareholders to comment on and ask questions about the Remuneration Report on page 7 of the company's annual report.

Note that the vote on this item is advisory only and does not bind the directors of the company.

## 3. Re-election of Director

Gordon Elkington

Dr Elkington was appointed a director on 12 December 2005. He is a director of Hamilton Securities Limited, Winpar Holdings Limited and Stokes (Australasia) Limited.

## 4. Appointment of new auditor

Mr David Gallery from the current auditor Nexia Forsythes has advised the Company that he wishes to retire.

Mr Steven Pritchard a member of the Company has nominated Forsythes Assurance & Risk as the replacement auditor for Nexia Forsythes.

## 5. Issue of B ordinary shares to Steven Pritchard, Enzo Pirillo and Gordon Elkington

The company has not paid any remuneration to its directors since it was listed on the National Stock Exchange of Australia Limited on 27 April 2006. Currently the remuneration approved by shareholders for non-executive directors is set at a maximum of \$80,000 per annum.

The company proposes to ask shareholders at the forthcoming Annual General Meeting to approve an issue of 5,000 B ordinary shares to each of the directors in lieu of directors' fees. Based upon the last sale price of \$1.10 per B ordinary share this is equivalent to \$5,500.00 per director.

None of the directors will vote any shares in which they have a relevant interest in respect of any of resolutions 5, 6 and 7.

## Notes relating to proxies

1. A member entitled to attend and vote at this meeting is entitled to appoint not more than two proxies (who need not be members of the company) to attend and vote in the member's place. Where a member appoints more than one representative, proxy or attorney, the appointees are entitled to vote on a poll but not on a show of hands.
2. A member who appoints two proxies may specify a proportion or number of the member's votes which each proxy is appointed to exercise. A single proxy exercises all the members votes.

3. Proxy forms may be delivered in person, by mail or by facsimile to the company's registered office. Proxy forms must be completed, signed and received no later than 48 hours before the meeting.
4. The company's registered office details are as follows.

Pritchard Equity Limited  
10 Murray Street  
Hamilton NSW 2303

PO Box 413  
Hamilton NSW 2303

Telephone +61 2 4920 2877  
Facsimile +61 2 4920 2878

# PRITCHARD EQUITY LIMITED

ABN 80 100 517 404

Registered Office: 10 Murray Street, Hamilton, NSW 2303

Telephone 02 4920 2877 Facsimile 02 4920 2878

## PROXY FORM

I/We

of

being a member of Pritchard  
Equity Limited hereby appoint

of

or in his/her absence

of

or in his/her absence, the Chairman of the Meeting, as my/our general/special proxy to vote on my/our behalf at the Annual General Meeting of the company to be held 22 November 2013 or at any adjournment of that meeting.

Signature of shareholder

Date

Unless otherwise instructed the proxy will vote as he or she thinks fit, or abstain from voting. If the chairman is appointed proxy, he will vote all undirected proxies in favour of all resolutions. Should the member wish to direct the proxy how to vote, the following should be completed.

Agenda item		FOR	AGAINST	ABSTAIN
2.	Adoption of the Remuneration Report (non-binding resolution).	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
3.	Re-election of director – Gordon Elkington	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
4.	Appointment of new auditor	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
5.	Issue of B ordinary shares to Steven Pritchard	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
6.	Issue of B ordinary shares to Enzo Pirillo	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
7.	Issue of B ordinary shares to Gordon Elkington	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

22 October 2013

The Company Secretary  
Pritchard Equity Limited  
10 Murray Street  
HAMILTON NSW 2303

Dear Sir

I Steven Shane Pritchard, being a member of Pritchard Equity Limited, hereby nominate Forsythes Assurance & Risk as the auditor of the company.

Yours faithfully

A handwritten signature in blue ink, appearing to read 'Steven Pritchard', with a stylized flourish at the end.

Steven Pritchard