

# VGX LIMITED

(Incorporated in the British Virgin Islands)  
BVI Co. No. 1915974 | ARBN 612 834 572

## LODGE YOUR PROXY APPOINTMENT ONLINE



### ONLINE PROXY APPOINTMENT

[www.advancedshare.com.au/investor-login](http://www.advancedshare.com.au/investor-login)



### MOBILE DEVICE PROXY APPOINTMENT

Lodge your proxy by scanning the QR code below, and enter your registered postcode.

It is a fast, convenient and a secure way to lodge your vote.

## 2020 EXTRAORDINARY GENERAL MEETING VOTING INSTRUCTION FORM

This extraordinary general meeting will be held online by way of a video conference, the log-in details which are as follows:

URL: <https://zoom.us/join>

Meeting ID: 7037290392 | Password: VGXL

I/We being CHES Depositary Interests (CDIs) holder(s) of VGX Limited and entitled to attend and vote hereby instruct CHES Depositary Nominees Pty Ltd to:

### APPOINT A PROXY



The Chairman of  
the meeting

OR



**PLEASE NOTE:** If you leave the section blank, the Chairman of the Meeting will be your proxy.

or failing the individual(s) or body corporate(s) named, or if no individual(s) or body corporate(s) are named, the Chairman of the Meeting, as my/our proxy to act generally at the meeting 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 law, as the proxy sees fit), at the Extraordinary General Meeting of the Company to be held **online by way of a video conference on 11 May 2020 at 10:00am (WST)** and at any adjournment or postponement of that Meeting.

### CHAIRMAN'S VOTING INTENTION IN RELATION TO UNDIRECTED PROXIES:

The Chairman intends to vote undirected proxies in favour of the Resolution. In exceptional circumstances the Chairman may change his/her voting intention on the Resolution. In the event this occurs an NSX announcement will be made immediately disclosing the reasons for the change.

### VOTING DIRECTIONS

#### Resolution

1 Approval for disposal of a substantial asset to related parties

For

Against

Abstain\*



\* If you mark the Abstain box for a particular Resolution, you are directing your proxy not to vote on your behalf on a show of hands or on a poll and your votes will not be counted in computing the required majority on a poll.

### SIGNATURE OF CDI HOLDERS – THIS MUST BE COMPLETED

CDI holder 1 (Individual)



Joint CDI holder 2 (Individual)



Joint CDI holder 3 (Individual)



Sole Director and Sole Company Secretary

Director/Company Secretary (Delete one)

Director

This form should be signed by the CDI holder. If a joint holding, all the CDI holder should sign. If signed by the CDI holder'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).

Email Address



Please tick here to agree to receive communications sent by the company via email. This may include meeting notifications, dividend remittance, and selected announcements.

## HOW TO COMPLETE THIS VOTING INSTRUCTION FORM

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

### CHANGE OF ADDRESS

This form shows your address as it appears on Company's share register. If this information is incorrect, please make the correction on the form. CDI holders sponsored by a broker should advise their broker of any changes.

### APPOINTMENT OF A PROXY

If you wish to appoint the Chairman as your proxy, mark the box in Step 1. If you wish to appoint someone other than the Chairman, please write that person's name in the box in Step 1. A proxy need not be a CDI holder of the Company. A proxy may be an individual or a body corporate.

### DEFAULT TO THE CHAIRMAN OF THE MEETING

If you leave Step 1 blank, or if your appointed proxy does not attend the Meeting, then the proxy appointment will automatically default to the Chairman of the Meeting.

### VOTING DIRECTIONS – PROXY APPOINTMENT

You may direct your proxy on how to vote by placing a mark in one of the boxes opposite the resolution of business. All your CDIs 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 CDIs you wish to vote in the appropriate box or boxes. If you do not mark any of the boxes on the given resolution, your proxy may vote as they choose to the extent they are permitted by law. If you mark more than one box on the resolution, your vote on that resolution will be invalid.

**PLEASE NOTE:** If you appoint the Chairman as your proxy (or if he is appointed by default) but do not direct him how to vote on the resolution (that is, you do not complete any of the boxes "For", "Against" or "Abstain" opposite the resolution), the Chairman may vote as he sees fit on the resolution.

### APPOINTMENT OF A SECOND PROXY

You are entitled to appoint up to two persons as proxies to attend the meeting and vote on a poll. If you wish to appoint a second proxy, an additional Voting Instruction Form may be obtained by telephoning Advanced Share Registry Limited or you may copy this form and return them both together.

To appoint a second proxy you must:

- On each Voting Instruction Form state the percentage of your voting rights or number of CDIs 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.

### COMPLIANCE WITH LISTING RULE 14.11

In accordance with Listing Rule 14.11, if you hold CDIs on behalf of another person(s) or entity/entities or you are a trustee, nominee, custodian or other fiduciary holder of the CDIs, you are required to ensure that the person(s) or entity/entities for which you hold the CDIs are not excluded from voting on the resolution where there is a voting exclusion. Listing Rule 14.11 requires you to receive written confirmation from the person or entity providing the voting instruction to you and you must vote in accordance with the instruction provided.

By lodging your proxy votes, you confirm to the company that you are in compliance with Listing Rule 14.11.

### CORPORATE REPRESENTATIVES

If a representative of a nominated corporation is to attend the meeting the appropriate "Certificate of Appointment of Corporate Representative" should be produced prior to admission in accordance with the Notice of Meeting. A Corporate Representative Form may be obtained from Advanced Share Registry.

### SIGNING INSTRUCTIONS ON THIS FORM

#### Individual:

Where the holding is in one name, the CDI holder must sign.

#### Joint Holding:

Where the holding is in more than one name, all of the CDI holders should sign.

#### Power of Attorney:

If you have not already lodged the Power of Attorney with Advanced Share Registry, please attach the original or a certified photocopy of the Power of Attorney to this form when you return it.

#### Companies:

Where the company has a Sole Director who is also the Sole Company Secretary, this form must be signed by that person. If the company (pursuant to section 204A of the Corporations Act 2001) does not have a Company Secretary, a Sole Director can sign alone. Otherwise this form must be signed by a Director jointly with either another Director or a Company Secretary. Please sign in the appropriate place to indicate the office held.

### LODGE YOUR VOTING INSTRUCTION FORM

This Voting Instruction Form (and any power of attorney under which it is signed) must be received at an address given below by 10:00AM (WST) on 9 May 2020, being not later than 48 hours before the commencement of the Meeting. Voting Instruction Forms received after that time will not be valid for the scheduled meeting.



#### ONLINE PROXY APPOINTMENT

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#### BY MAIL

Advanced Share Registry Limited  
110 Stirling Hwy, Nedlands WA 6009; or  
PO Box 1156, Nedlands WA 6909  
or  
C-710 Kelana Square, No. 17 Jalan SS7/26, Kelana Jaya  
47301 Petaling Jaya, Selangor, Malaysia



#### BY FAX

+61 8 6370 4203  
or  
+603 7490 5333



#### BY EMAIL

[admin@advancedshare.com.au](mailto:admin@advancedshare.com.au)  
or  
[ir@vgxlimited.com](mailto:ir@vgxlimited.com)



#### IN PERSON

Advanced Share Registry Limited  
110 Stirling Hwy, Nedlands WA 6009  
or  
C-710 Kelana Square, No. 17 Jalan SS7/26, Kelana Jaya  
47301 Petaling Jaya, Selangor, Malaysia



#### ALL ENQUIRIES TO

Telephone: +61 8 9389 8033