



## Notice of Annual General Meeting

Notice is given that the 2020 Annual General Meeting of Redbubble Ltd (Company) will be held on Wednesday 28 October 2020, commencing at 5:00pm Melbourne time (AEDT). The meeting will be conducted using virtual meeting technology of the Company's Share Registry.

Shareholders may be present virtually and vote via the online platform at <https://agmlive.link/RBL20>

Further information on how to do this is set out in this Notice of Meeting and the Virtual Meeting Online Guide available on the Redbubble website, which has also been lodged with ASX.

The online platform will provide a reasonable opportunity for shareholders to participate, and the Meeting will operate on the basis that such participation will constitute Shareholders being present at the Meeting for all purposes.

Voting on all resolutions will occur by way of poll, and the online platform will enable Securityholders to lodge a vote in real time. Further information is detailed on page XX of this notice.

The explanatory statement which accompanies this notice describes the matters to be considered at the AGM.

### **AGENDA:**

- 1. CHAIR'S ADDRESS**
- 2. MANAGEMENT PRESENTATION**
- 3. ORDINARY BUSINESS:**

#### **Financial Statements and Reports:**

To receive and consider the Financial Report of the Company (being the audited financial report for the Company and its consolidated entities for the financial year ended 30 June 2020) and the reports of the Directors and the Auditor (Ernst & Young).

The Financial Report can be viewed on the Redbubble Investor Centre website at: [shareholders.redbubble.com](https://shareholders.redbubble.com) under the 'Investor Information' tab.



### **Resolution 1: Remuneration Report**

To consider, and if thought fit, pass the following resolution as a non-binding ordinary resolution:  
*'That the Remuneration Report for the year ended 30 June 2020 be adopted.'*

The Remuneration Report can be viewed on the Redbubble Investor Centre website at:  
[shareholders.redbubble.com](https://shareholders.redbubble.com) under the 'Investor Information' tab.

### **Resolution 2: Election of Mr Ben Heap as a Director**

To consider and, if thought fit, to pass the following resolution as an ordinary resolution:  
*'That, Mr Ben Heap who, having been appointed by the Board as a Director since the last AGM, retires in accordance with the Company's Constitution and ASX Listing Rules and being eligible offers himself for election as a Director of the Company, be elected as a Director of the Company.'*

### **Resolution 3: Election of Ms Anne Ward as a Director**

To consider and, if thought fit, to pass the following resolution as an ordinary resolution:  
*'That, Ms Anne Ward, who retires in accordance with the Company's Constitution and the ASX Listing Rules and being eligible offers herself for election as a Director of the Company, be elected as a Director of the Company.'*

### **SPECIAL BUSINESS:**

There is no special business at this meeting.

### **Voting exclusions**

The Company will disregard any votes cast on the resolutions above by certain persons. Details of the applicable voting exclusions are set out in the 'Voting exclusions' section of the Notes to this notice.

By order of the Board of Directors:

*Paul Gordon*  
\_\_\_\_\_  
**Paul Gordon**  
**Company Secretary**

25 September 2020  
**Dated**



## Notes

Regulation 7.11.37 of the *Corporations Regulations 2001* (Cth) permits the Company to specify a time, not more than 48 hours before a general meeting, at which a 'snap-shot' of shareholders will be taken for the purposes of determining shareholder entitlements to vote at the meeting.

### Eligibility to Vote

The Board has determined that the registered holders of shares at 7.00pm Melbourne time (AEDT) on Monday, 26 October 2020 will be taken to be holders of shares for the purposes of the meeting and accordingly, will be entitled to vote at the meeting.

### How to Vote

- By Mail:** Locked Bag A14 Sydney South NSW 1235
- By Fax:** +61 2 9287 0309
- By Hand:** Link Market Services Level 12, 680 George Street SYDNEY, NSW 2000
- Online:** [linkmarketservices.com.au](http://linkmarketservices.com.au)
- Step 1: Select Investor Login from the right hand menu.
- Step 2: Select Redbubble Limited as the Issuer.
- Step 3: Enter your Holder Identifier  
(which appears under the barcode on the front of your proxy form) and your postcode or Country.
- Step 4: Enter the security code, tick the box to accept the terms and conditions and click "Login"
- Step 5: Select "Voting" from the top menu and follow the prompts to lodge your Proxy.

### Voting Methods

#### How to vote prior to the meeting

Shareholder may lodge a direct vote or appoint a proxy online at [www.linkmarketservices.com.au](http://www.linkmarketservices.com.au) or by submitting a voting form to the share registry. Please note that your votes need to be received by no later than 5.00 pm Melbourne time (AEDT) on Monday, 26 October 2020.

Even if you plan to attend the Meeting, you are still encouraged to submit a directed proxy in advance of the Meeting so that your votes can still be counted if for any reason you cannot attend (for example, if there is an issue with your internet connection on the day of the meeting)

- To log in, you will need your holder identifier (SRN or HIN) and postcode.



### **How to be present virtually and vote at the meeting**

Securityholders will have the opportunity to be present virtually via a live webcast and will be able to vote electronically via an online platform (including lodging a vote in real time and asking questions online).

You can access the platform at **<https://agmlive.link/RBL20>**.

➤ To log in, you will need your holder identifier (SRN or HIN) and postcode.

Voting will be available between the registration open of the Meeting 4.30 pm Melbourne time (AEDT) on Wednesday, 28 October 2020. and the closure of voting as announced by the Chair during the meeting.

More information regarding online participation at the Meeting including how to vote and ask questions is available in the Virtual Meeting Online Guide. The Guide is available on the Redbubble website and has been lodged with the ASX.

### **Voting by proxy**

Please note that, in accordance with section 249L of the Corporations Act 2001 (*Cth*) and Rule 43 of the Company's Constitution:

- a shareholder entitled to attend and vote at a general meeting is entitled to appoint a proxy;
- a proxy need not be a shareholder of the Company; and
- a shareholder entitled to cast two or more votes may appoint two proxies and may specify the proportion or number of votes each proxy is appointed to exercise, but where the proportion or number is not specified, each proxy may exercise half of the votes. Where a shareholder has appointed more than one person as its proxy, representative or attorney, none of the proxies, representatives or attorneys is entitled to vote on a show of hands.

Instructions on how to complete and submit the proxy form (including on-line) are on the reverse of the proxy form attached to this notice.

The Chair intends to vote undirected proxy votes in favour of all resolutions (subject to the voting exclusions below).

### **Voting by corporate representative**

A shareholder or proxy that is a corporation and entitled to attend and vote at a general meeting may appoint an individual to act as its corporate representative to vote at the meeting. The appointment must comply with section 250D of the Corporations Act. The representative should bring to the meeting evidence of his or her appointment unless it has previously been provided to the Share Registry (Link Market Services Limited). A form of that certificate may be obtained online at [linkmarketservices.com.au](http://linkmarketservices.com.au). Select 'Investor Services' from the orange menu, then 'Forms' and download the pdf document titled '*Appointment of Corporate Representation*'.



### **Voting by attorney**

Any shareholder may, by properly executed power of attorney, appoint an attorney to act on the shareholder's behalf at a general meeting. An attorney need not themselves be a shareholder. The attorney may be authorised to appoint a proxy for the shareholder granting the power of attorney.

The power of attorney appointing the attorney must be signed and specify the name of each of the shareholder, the Company and the attorney, and also specify the meeting(s) at which the appointment may be used. The appointment may be a standing one.

A certified copy of a power of attorney must be lodged with the Share Registry not later than 48 hours before the commencement of the meeting.

### **Resolutions**

Resolutions 1 to 3 are all ordinary resolutions, which means that, to be passed, the item needs the approval of a simple majority of the votes cast by shareholders entitled to vote on the resolution.

### **Voting exclusions**

The Corporations Act and the ASX Listing Rules require that certain persons must not vote, and the Company must disregard any votes cast by or on behalf of certain persons, on one of the resolutions to be considered at the AGM (i.e. Resolution 1 and 3). These voting exclusions are described below.

For the purposes of all the voting exclusions below:

- The 'KMP' (or 'key management personnel') are those persons having authority and responsibility for planning, directing and controlling the activities of the consolidated group (the Company and its subsidiaries), either directly or indirectly. This includes all Directors, the Chief Executive Officer and the Chief Financial Officer. The KMP for the consolidated group during the year ended are listed in the Company's 2020 Remuneration Report.
- A closely related party of a KMP member means:
  - a spouse or child of the member; or
  - a child of the member's spouse; or
  - a dependant of the member or of the member's spouse; or
  - anyone else who is one of the member's family and may be expected to influence the member, or be influenced by the member, in the member's dealings with the entity; or
  - a company the member controls.



### **Resolution 1: Remuneration Report**

Votes may not be cast, and the Company will disregard any votes cast on, resolution 1:

- by or on behalf of a member of the Company's KMP named in the Company's Remuneration Report for the year ended 30 June 2020, or any of their closely related parties, regardless of the capacity in which the votes are cast; or
- by a person who is a member of the Company's KMP at the time the resolution is voted on at the AGM, or their closely related parties, as a proxy,

unless the votes are cast as a proxy for a person entitled to vote on resolution 1:

- in accordance with a direction in the proxy appointment; or
- by the Chair pursuant to an express authorisation in the proxy appointment to cast the vote even if the resolution is connected directly or indirectly with the remuneration of a member of a KMP member.

### **Resolution 2:**

*Election of Mr Ben Heap as a Director*

No voting exclusions apply in relation to resolution 2.

### **Resolution 3:**

*Election of Ms Anne Ward as a Director*

No voting exclusions apply in relation to resolution 3.

The Company will also apply all the voting exclusions above to persons appointed as attorney by a shareholder to attend and vote at the AGM under a power of attorney, as if they were appointed as a proxy.

### **Enquiries**

Shareholders are invited to contact Paul Gordon, Company Secretary, on +61 (0) 400 961 802 or at [paul.gordon@redbubble.com](mailto:paul.gordon@redbubble.com) if they have any queries in respect of the matters set out in this document.



## Explanatory Statement

This explanatory statement has been prepared for the information of shareholders in relation to the business to be conducted at the AGM. The purpose of this explanatory statement is to provide shareholders with all information known to the Company which is material to a decision on how to vote on the resolutions in the preceding notice. This explanatory statement should be read in conjunction with the preceding notice.

### Annual General Meeting

#### Financial statements and reports

The Company's Constitution provides that the business of an annual general meeting of the Company is to include the receipt and consideration of the accounts and reports required by the Corporations Act to be laid before shareholders at the meeting. The Financial Report for the financial year ended 30 June 2020 ("**Financial Report**") has been previously circulated to shareholders. The Financial Report can be viewed on the Redbubble Investor Centre website at: [shareholders.redbubble.com](https://shareholders.redbubble.com) under the '*Investor Information*' tab. There is no requirement for shareholders to approve the Financial Report and no vote will be taken on the Report. However, shareholders attending the AGM will be given a reasonable opportunity to ask the Company and the Auditor questions about, or make comments on, the Financial Report and the management of the Company.

#### Resolution 1: Remuneration Report

Shareholders are asked to adopt the Company's Remuneration Report for the financial year ended 30 June 2020 ("**Remuneration Report**"). The Remuneration Report can be viewed on the Redbubble Investor Centre website at: [shareholders.redbubble.com](https://shareholders.redbubble.com) under the '*Investor Information*' tab.

The Remuneration Report:

- outlines the key developments that impacted on the Company's remuneration strategy during the financial year ended 30 June 2020;
- explains the Board's policies in relation to the objectives and structure of remuneration;
- highlights the links between the Company's performance and the remuneration received by KMP;
- explains the components of remuneration for Directors and KMP, including relevant performance conditions; and
- sets out the remuneration details for the Directors and other KMP.

A reasonable opportunity for shareholders to ask questions about, or make comments on, the Remuneration Report will be provided at the AGM. The shareholder vote on the Remuneration Report is



advisory only and does not bind the Directors or the Company, in accordance with section 250R of the Corporations Act.

Voting exclusions apply in relation to this resolution - described in the notes relating to voting on page 5.

### **Board recommendation**

Noting that each Director has a personal interest in their own remuneration from the Company (as described in the Remuneration Report) and, that each Director (or any closely related party of a Director) is excluded from voting their shares on the resolution (as described in the 'Voting exclusions' section of the Notes to the notice), the Directors unanimously recommend that shareholders vote in favour of the adoption of the Remuneration Report.

### **Resolution 2: Election of Mr Ben Heap as a Director**

The Company's Constitution provides that any Director appointed as an addition to the Board under Rule 48(c) (other than an exempt Managing Director) may hold office only until the end of the next annual general meeting of the Company and is then eligible for election at that meeting without needing to give any prior notice of an intention to submit for election. Mr Ben Heap was appointed as an addition to the Board under Rule 48(c) of the Constitution and now stands for election at the meeting.

Brief biographical details for Mr Heap follow:

#### ***Mr Ben Heap***

*Mr Ben Heap is Chair of the Redbubble's People and Nomination Committee and a member of the Audit and Risk Committee. Mr Heap is a professional company director with a portfolio of public, private, government and non-for profit roles. In addition to Redbubble, Mr Heap is currently serving as a non-executive director of ASX100 company The Star Entertainment Group Limited (ASX:SGR). He is also a founding partner and chairman of H2 Ventures, a venture capital investment firm, and a member of the Commonwealth Government's Fintech Advisory Group. Mr Heap was previously CEO of UBS Global Asset Management in Sydney and a managing director with UBS in New York. Mr Heap has extensive experience in a range of sectors including asset management, digital & technology transformation, fintech & data science innovation and venture capital investment. He has a bachelor's degrees in science (Mathematics) and Commerce (Finance) from the University of NSW and is a graduate of the Australian Institute of Company Directors (GAICD).*

### **Board recommendation**

The Directors recommend (with Mr Heap abstaining) that shareholders vote in favour of resolution 2.





### **Resolution 3: Election of Ms Anne Ward as a Director**

Ms Anne Ward was elected a Director at the Company's 2018 AGM. Ms Ward became Chair of the Redbubble Board upon the retirement of Richard Cawsey in March 2020. Ms Ward submits herself for re-election as a Director at this meeting and, being eligible, now stands for election at the meeting.

Brief biographical details for Ms Ward follow:

#### ***Ms Anne Ward***

*Ms Anne Ward is Redbubble's Board Chair and a member of the People and Nomination Committee and Disclosure Committee. Ms Ward is a professional company director with extensive experience in business management, strategy, finance, risk and governance across a range of industries including banking, financial services, technology, healthcare, education, property and tourism. In addition to chairing Redbubble, Ms Ward is independent Chairman of Colonial First State Investments Ltd, a member of the Council at RMIT University, a Director of the Foundation for Imaging Research, and a Governor of the Howard Florey Neuroscience Institutes. Prior to becoming a professional director, Ms Ward was a commercial lawyer for 28 years and was General Counsel for Australia at the National Australia Bank. She holds a Bachelor of Laws and a Bachelor of Arts from the University of Melbourne, is admitted as a barrister and solicitor in the Supreme Court of Victoria and is a Fellow of the Australian Institute of Company Directors.*

#### **Board recommendation**

The Directors recommend (with Ms Ward abstaining) that shareholders vote in favour of resolution 3.



## LODGE YOUR VOTE

**ONLINE**  
[www.linkmarketservices.com.au](http://www.linkmarketservices.com.au)

**BY MAIL**  
Redbubble Limited  
C/- Link Market Services Limited  
Locked Bag A14  
Sydney South NSW 1235 Australia

**BY FAX**  
+61 2 9287 0309

**BY HAND**  
Link Market Services Limited  
1A Homebush Bay Drive, Rhodes NSW 2138; or  
Level 12, 680 George Street, Sydney NSW 2000

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

## VOTING FORM

I/We being a member(s) of Redbubble Limited (the **Company**) and entitled to attend and vote hereby appoint:

**STEP 1** Please mark either A or B

### A VOTE DIRECTLY

elect to lodge my/our vote(s) directly (mark box)

**i** in relation to the Annual General Meeting of the Company to be held at **5:00pm (AEDT) on Wednesday, 28 October 2020**, and at any adjournment or postponement of the Meeting.

You should mark either "for" or "against" for each item. Do not mark the "abstain" box.

OR

### B APPOINT A PROXY

the Chairman of the Meeting (mark box)

OR if you are **NOT** appointing the Chairman of the Meeting as your proxy, please write the name and email of the person or body corporate you are appointing as your proxy

Name

Email

or failing the person or body corporate named, or if no person or body corporate is named, the Chairman of the Meeting, as my/our proxy to act on my/our behalf (including to vote in accordance with the following directions or, if no directions have been given and to the extent permitted by the law, as the proxy sees fit) at the Annual General Meeting of the Company to be held at **5:00pm (AEDT) on Wednesday, 28 October 2020 (the Meeting)** and at any postponement or adjournment of the Meeting.

The Meeting will be conducted as a virtual meeting and you can participate by logging in: Online at <https://agmlive.link/RBL20> (refer to details in the Virtual Meeting Online Guide).

**Important for Resolution 1:** If the Chairman of the Meeting is your proxy, either by appointment or by default, and you have not indicated your voting intention below, you expressly authorise the Chairman of the Meeting to exercise the proxy in respect of Resolution 1, even though the Resolution is connected directly or indirectly with the remuneration of a member of the Company's Key Management Personnel (**KMP**).

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

## VOTING DIRECTIONS

Proxies will only be valid and accepted by the Company if they are signed and received no later than 48 hours before the Meeting.

Please read the voting instructions overleaf before marking any boxes with an

### Resolutions

For Against Abstain\*

1 Adopt the Remuneration Report

<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
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2 Election of Director – Mr Ben Heap

<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
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3 Election of Director – Ms Anne Ward

<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
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**i** \* If you mark the Abstain box for a particular Item, you are directing your proxy not to vote on your behalf on a poll and your votes will not be counted in computing the required majority on a poll.

## SIGNATURE OF SHAREHOLDERS – THIS MUST BE COMPLETED

Shareholder 1 (Individual)

Joint Shareholder 2 (Individual)

Joint Shareholder 3 (Individual)

Sole Director and Sole Company Secretary

Director/Company Secretary (Delete one)

Director

This form should be signed by the shareholder. If a joint holding, either shareholder may sign. If signed by the shareholder'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).



## HOW TO COMPLETE THIS SHAREHOLDER VOTING FORM

### YOUR NAME AND ADDRESS

This is your name and address as it appears on the Company's share register. If this information is incorrect, please make the correction on the form. Shareholders sponsored by a broker should advise their broker of any changes. **Please note: you cannot change ownership of your shares using this form.**

### VOTING UNDER BOX A

If you ticked the box under Box A you are indicating that you wish to vote directly. Please only mark either "for" or "against" for each item. Do not mark the "abstain" box. If you mark the "abstain" box for an item, your vote for that item will be invalid.

If no direction is given on all of the items, or if you complete both Box A and Box B, your vote may be passed to the Chairman of the Meeting as your proxy.

Custodians and nominees may, with the Share Registrar's consent, identify on the Voting Form the total number of votes in each of the categories "for" and "against" and their votes will be valid.

The Chairman's decision as to whether a direct vote is valid is conclusive.

### VOTING UNDER BOX B – APPOINTMENT OF PROXY

If you wish to appoint the Chairman of the Meeting as your proxy, mark the box in Step 1. If you wish to appoint someone other than the Chairman of the Meeting as your proxy, please write the name and email address of that individual or body corporate in Step 1. A proxy need not be a shareholder of the Company.

### DEFAULT TO CHAIRMAN OF THE MEETING

Any directed proxies that are not voted on a poll at the Meeting will default to the Chairman of the Meeting, who is required to vote those proxies as directed. Any undirected proxies that default to the Chairman of the Meeting will be voted according to the instructions set out in this Voting Form, including where the Resolution is connected directly or indirectly with the remuneration of KMP.

### VOTES ON ITEMS OF BUSINESS – PROXY APPOINTMENT

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

### 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 Form may be obtained by telephoning the Company's share registry or you may copy this form and return them both together.

To appoint a second proxy you must:

- (a) on each of the first Voting Form and the second Voting Form state the percentage of your voting rights or number of shares 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.

### SIGNING INSTRUCTIONS

You must sign this form as follows in the spaces provided:

**Individual:** where the holding is in one name, the holder must sign.

**Joint Holding:** where the holding is in more than one name, either shareholder may sign.

**Power of Attorney:** to sign under Power of Attorney, you must lodge the Power of Attorney with the registry. If you have not previously lodged this document for notation, please attach a certified photocopy of the Power of Attorney to this form when you return it.

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

### CORPORATE REPRESENTATIVES

If a representative of the corporation is to attend the Meeting virtually the appropriate "Certificate of Appointment of Corporate Representative" must be received at [registrars@linkmarketservices.com.au](mailto:registrars@linkmarketservices.com.au) prior to admission in accordance with the Notice of Annual General Meeting. A form of the certificate may be obtained from the Company's share registry or online at [www.linkmarketservices.com.au](http://www.linkmarketservices.com.au).

### LODGEMENT OF A PROXY FORM

This Proxy Form (and any Power of Attorney under which it is signed) must be received at an address given below by **5:00pm (AEDT) on Monday, 26 October 2020**, being not later than 48 hours before the commencement of the Meeting. Any Proxy Form received after that time will not be valid for the scheduled Meeting.

Proxy Forms may be lodged using the reply paid envelope or:



#### ONLINE

[www.linkmarketservices.com.au](http://www.linkmarketservices.com.au)

Login to the Link website using the holding details as shown on the Proxy Form. Select 'Voting' and follow the prompts to lodge your proxy. To use the online lodgement facility, shareholders will need their "Holder Identifier" (Securityholder Reference Number (SRN) or Holder Identification Number (HIN) as shown on the front of the Proxy Form).



#### BY MAIL

Redbubble Limited  
C/- Link Market Services Limited  
Locked Bag A14  
Sydney South NSW 1235  
Australia



#### BY FAX

+61 2 9287 0309



#### BY HAND

delivering it to Link Market Services Limited\*  
1A Homebush Bay Drive  
Rhodes NSW 2138  
  
or  
  
Level 12  
680 George Street  
Sydney NSW 2000

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

# Virtual Annual General Meeting Online Guide

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## Before you begin

Ensure your browser is compatible. You can easily check your current browser by going to the website: [whatismybrowser.com](http://whatismybrowser.com)

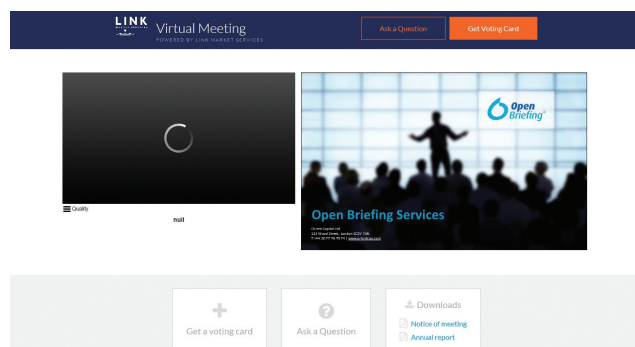
Supported browsers are:

- Chrome – Version 44 & 45 and after
- Firefox – 40.0.2 and after
- Safari – OS X v10.9 “Mavericks” & OS X v10.10 “Yosemite” and after
- Internet Explorer 9 and up (please note Internet Explorer 8 is not supported)

The virtual meeting is viewable from desktops and laptops. To attend and vote at the virtual annual general meeting you must have:

- ASX registered holders: Shareholder number and postcode

If you are an appointed proxy you will need your proxy number which will be provided by Link Market Services prior to the meeting. **Please make sure you have this information before proceeding.**



## Step 2

Login to the portal using your full name, email address, and company name (if applicable).

Please read and accept the terms and conditions before clicking on the ‘Register and Watch Annual General Meeting’ button. Once you have logged in you will see:

- On the left – a live video webcast of the Annual General Meeting
- On the right – the presentation slides that will be addressed during the Annual General Meeting.

Note: After you have logged in we recommend that you keep your browser open for the duration of the meeting. If you close your browser, your session will expire. If you attempt to log in again, you will be sent a recovery link via email for security purposes.

## Step 1

Open your web browser and go to <https://agmlive.link/RBL20> and select the relevant meeting.



## Navigating

At the bottom of the webpage under the webcast and presentation there are three boxes. Refer to each section below for operating instructions.

- 1 Get a voting card
- 2 Ask a Question
- 3 Downloads



Get a voting card



Ask a Question

Downloads

Notice of meeting  
Annual report

This will bring up a box which looks like this.

### Voting Card

Please provide your Shareholder or Proxy details

#### SHAREHOLDER DETAILS

Shareholder Number

Post Code

Outside Australia

**SUBMIT DETAILS AND VOTE**

OR

#### PROXY DETAILS

Proxy Number

**SUBMIT DETAILS AND VOTE**

If you are an individual or joint Shareholder you will need to register and provide validation by entering your details in the top section:

- ASX registered holders: Shareholder number and postcode

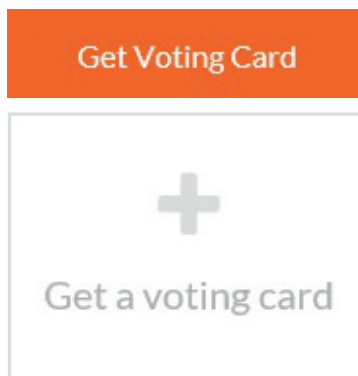
If you are an appointed Proxy, please enter the Proxy Number issued to you by Link Market Services in the PROXY DETAILS section. Once you have entered your appropriate details click the blue 'SUBMIT DETAILS AND VOTE' button.

Once you have registered, your voting card will appear with all of the resolutions to be voted on by Shareholders at the Annual General Meeting (as set out in the Notice of Meeting). You may need to use the scroll bar on the right hand side of the voting card to scroll up or down to view all resolutions.

Shareholders and proxies can either submit a Full Vote or a Partial Vote. You can move between the two tabs by clicking on 'Full Vote' or 'Partial Vote' at the top of the voting card.

## 1. Get a voting card

To register to vote - click on the 'Get a voting card' box at the top of the webpage or below the videos.



# Virtual Annual General Meeting Online Guide *continued*

The screenshot shows a 'Voting Card' interface for a user named JOHN SAMPLE. At the top right, there is a session ID 'I\*\*\*\*\*2700' and a close button 'X'. Below the header, the title 'Voting Card' is followed by instructions: 'Please complete your vote by selecting the required voting instruction (For, Against or Abstain) for each resolution. If you would like to complete a partial vote, please specify the number of votes for each resolution in the Partial Vote section. Proxy holder votes will only be applied to discretionary (undirected) votes. Directed votes will be applied as per the the shareholder's voting instructions.'

There are two tabs: 'Full Vote' (selected) and 'Partial Vote'. Below the tabs are four resolution cards:

- Resolution 1**: ADOPT THE REMUNERATION REPORT. Voting options: For (checked), Against, Abstain.
- Resolution 2**: ELECT DIRECTOR ONE. Voting options: For, Against, Abstain.
- Resolution 3**: ELECT DIRECTOR TWO. Voting options: For, Against, Abstain.
- Resolution 4**: ELECT DIRECTOR FOUR. Voting options: For, Against, Abstain.

## Full Votes

To submit a full vote on a resolution ensure you are in the 'Full Vote' tab. Place your vote by clicking on the 'For', 'Against', or 'Abstain' voting buttons.

## Partial Votes

To submit a partial vote on a resolution ensure you are in the 'Partial Vote' tab. You can enter the number of votes you would like to vote (for any or all) resolution/s. The total amount of votes that you are entitled to vote for will be listed under each resolution. When you enter the number of votes in a certain box it will automatically tally how many votes you have left.

Note: If you are submitting a partial vote and do not use all of your entitled votes, the un-voted portion will be submitted as No Instruction and therefore will not be counted.

Once you have finished voting on the resolutions scroll down to the bottom of the box and click the blue 'Cast Vote' or 'Cast Partial Vote' button.

**Note:** You are able to close your voting card during the meeting without submitting your vote at any time while voting remains open. Any votes you have already made will be saved for the next time you open up the voting card. The voting card will appear on the bottom left corner of the webpage. The message 'Not yet submitted' will appear at the bottom of the page.

You can edit your voting card at any point while voting is open by clicking on 'Edit Card'. This will reopen the voting card with any previous votes made.

If at any point you have submitted your voting card and wish to make a change while voting is still open you can do so by clicking the 'Edit Card' button and making the required change. Once you have completed your card select the blue 'Cast Vote' or 'Cast Partial Vote' button.

The voting card remains editable until the voting is closed at the conclusion of the Annual General Meeting. Once voting has been closed all voting cards, submitted and un-submitted, will automatically be submitted and cannot be changed.

At the conclusion of the Annual General Meeting a red bar with a countdown timer will appear at the top of the Webcast and Slide windows advising the remaining voting time available to shareholders. Please make any changes required to your voting cards at this point and submit your voting cards.

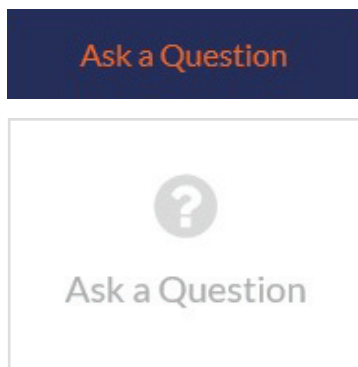
If an additional resolution is proposed during the meeting, there will be a short delay while the resolution is added to the voting card. Once the resolution has been added you will be notified by the Chairman during the meeting. In order to vote on the extra resolution you will need to reopen your voting card to cast your vote by clicking the 'Edit Card' button.

Note: Registration for the Annual General Meeting and voting opens 30 minutes before the meeting begins.

## 2. How to ask a question

Note: Only shareholders are eligible to ask questions.

You will only be able to ask a question after you have registered to vote. If you would like to ask a question, click on the 'Ask a Question' box either at the top or bottom of the webpage.



The 'Ask a Question' box will then pop up with two sections for completion.

### Ask a Question

We welcome any questions that you may have and will endeavour to answer all questions during the Meeting. To submit a question, please select what the question pertains to and type your question in the provided area. If you have multiple questions please submit each individually.

Regarding

Question

Type your question here...

Submit Question

In the 'Regarding' section click on the drop down arrow and select one of the following categories:

- General Business
- Resolution 2
- Resolution 3a
- Resolution 3b
- Resolution 4

After you have selected your question category, click in the 'Question' section and type your question.

When you are ready to submit your question - click the blue 'Submit Question' button. This will send the question to the Management/Board.

Note that not all questions are guaranteed to be answered during the Annual General Meeting, but we will do our best to address your concerns.

Once you have asked a question a 'View Questions' box will appear.

At any point you can click on '**View Questions**' and see all the questions you have submitted. Only you can see the questions you have asked.

Note: You can submit your questions by this method one hour before the meeting begins, if you have registered to vote. You can continue to submit questions up until the close of voting.

If your question has been answered and you would like to exercise your right of reply, you can do so by submitting another question.

### View questions

Your submitted questions can be viewed below. We will endeavour to answer all questions during the Meeting.

**Question 1**  
General Business

When will you be holding your next AGM?

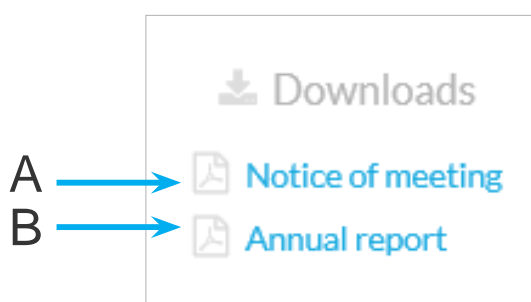
SUBMIT ANOTHER QUESTION



# Virtual Annual General Meeting Online Guide continued

## 3. Downloads

If you would like to see the Notice of Annual General Meeting or the Annual Report you can do so here.



- To download the Notice of Meeting – click A
- To download the Annual Report – click B

When you click on these links the file will open in another tab in your browser.

## Voting closing

Voting will close 5 minutes after the close of the Annual General Meeting.

At the conclusion of the Annual General Meeting a red bar with a countdown timer will appear at the top of the Webcast and Slide screens advising the remaining voting time. If you have not yet submitted your vote at this point, you will be required to do so now.

At the close of the meeting any votes you have placed will automatically be submitted.



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