

# 2023 Annual General Meeting

## Appointment of Proxy

Australian Mutual Bank Ltd ABN 93 087 650 726

The 2023 Annual General Meeting (AGM) of Australian Mutual Bank Ltd (AMBL) will be held on Wednesday, 29 November 2023 at 3.00pm (AEDT) as a virtual meeting online at <https://amb.verovoting.com.au>. Vero Voting has been engaged as Returning Officer and to facilitate the AMBL virtual electronic meeting and provide a capacity for online direct voting both prior to and during the AGM.

A member who is entitled can vote by the Direct Online Voting process prior to the meeting. All members who are eligible to vote and are not attending the online meeting are encouraged to vote by this method. A member who is entitled to vote may appoint a proxy to vote on their behalf as an alternative to using the Vero Voting platform. This manual Appointment of Proxy form may be used by members who choose not to use the online meeting and voting platform. This proxy only applies to the AGM and any adjournment of that meeting.

**The AGM will be held as a virtual online meeting by electronic means. There will not be a physical meeting where members can attend. Members are invited to participate in the AGM online using the Vero Voting link above. Members may do this by using a compatible web browser on a desktop, laptop or mobile device.**

**YOUR VOTE IS IMPORTANT:** Please read the instructions carefully before completing this Appointment of Proxy form. You are encouraged to use Section D (on the reverse side of this form) to direct your proxy how to vote on each resolution.

### **A** YOUR DETAILS

Membership in the Name(s) of:	
Membership Number:	For Body Corporate Members – please provide your ACN/ABN:
Address:	

### **B** WHO DO YOU WANT TO APPOINT AS YOUR PROXY?

If you appoint the Chair as your proxy and direct the Chair how to vote, the Chair **must** call a poll on that vote and **must** vote the way you direct. You may also elect to appoint someone other than the Chair as your proxy.

**If you do not instruct your proxy how to vote your proxy will vote as he or she sees fit** (with discretion as to any business not referred to below).

**Proxy appointments in favour of the Chair of the meeting which do not contain a direction will be voted in support of the resolutions listed below.**

Please note that if the person you appoint as your proxy does not attend the meeting or is absent when a vote is taken, your proxy vote **will not be counted**. Therefore, if you appoint someone other than the Chair, you should make sure that they are going to attend the virtual AGM.

#### **I APPOINT AS MY PROXY (tick one (1) box only):**

<input type="checkbox"/> <b>The CHAIR of the Annual General Meeting.</b> If I have appointed the Chair, I expressly authorise the Chair to exercise the proxy even if the resolution is directly or indirectly connected with the remuneration of a member of the key management personnel of the Bank and I have not directed the Chair how to vote on such a resolution.	<b>OR</b>	<input type="checkbox"/> <b>The following PERSON:</b> Name: .....
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## C YOUR SIGNATURE

If you are a member jointly with someone else, only the 'primary (first named) joint member' needs to sign. If you have appointed someone else as your attorney, your attorney can sign this Appointment of Proxy on your behalf.	<b>Individual Member or Primary Joint Member</b>  ..... Your Signature (or Attorney's Signature)
<b>Members that are Bodies Corporate</b>  A body corporate member must sign this Appointment of Proxy form in accordance with its Constitution.  ..... Signature of Director*/Sole Director and Secretary*/Authorised Person*  Signature of Director*/Secretary*/Authorised Person*  <i>(Delete whichever is not applicable*)</i>	

## D TICK THE APPROPRIATE BOX

GENERAL RESOLUTION			
COMPLETE THIS SECTION TO DIRECT YOUR PROXY HOW TO VOTE ON THESE RESOLUTIONS			
<b>Item 5: Determine the remuneration of Elected Directors</b> To consider and if thought fit pass the following Ordinary Resolution:			
<b>Ordinary Resolution 1</b> <i>"The annual remuneration to be paid to Elected Directors from the 2023 Annual General Meeting be a lump sum of up to \$530,000 with payment to individual Elected Directors from that lump sum to be at the discretion of the Board and such amounts to include superannuation commitments payable"</i>	<b>FOR</b>	<b>AGAINST</b>	<b>ABSTAIN</b>
	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
<b>Item 6: Constitution Amendment</b> To consider and if thought fit pass the following Special Resolution:			
<b>Special Resolution 1</b> <i>"That the Constitution of Australian Mutual Bank Ltd is amended by deleting paragraph Rule 9.2(f) and making grammatical changes to Rule 9.2 to reflect that deletion."</i>	<b>FOR</b>	<b>AGAINST</b>	<b>ABSTAIN</b>
	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
<b>Explanatory Notes were provided with the Notice of Meeting</b> If you mark the ABSTAIN box, you are directing your proxy not to vote at the Annual General Meeting and your vote will not be counted when calculating whether the required majority has passed the resolution.			

## E WHAT DO I DO NEXT?

Once you have completed and signed this Appointment of Proxy form it must be forwarded to the Returning Officer by:

- scanning the completed form and emailing it to the Returning Officer at support@verovoting.com.au;  
or
- hand-delivering it to any Australian Mutual Bank office so it can be directed to the Returning Officer;  
or
- posting it direct to the Returning Officer in the Reply Paid envelope included in the AGM pack;  
or
- posting it direct to the Returning Officer, Unit 5, 100 Railway Road, Daglish, WA, 6008.

If your attorney signed this Appointment of Proxy, you must also send us the original or a certified copy of the Power of Attorney. If an authorised person signed this Appointment of Proxy for a body corporate member, the original or a certified copy of the authorisation must also be sent to us.

**IMPORTANT:** For your appointment to be valid this Appointment of Proxy must reach the Returning Officer by **no later than 3.00pm (AEDT) Monday, 27 November 2023**. Please note that the appointed Returning Officer, Vero Voting, is located in Perth, WA. If you intend to mail the Appointment of Proxy to the Returning Officer, it is recommended that it be posted early to allow additional time for it to be delivered.