



**SUPPLY NETWORK LIMITED**

ABN 12 003 135 680

1 Turnbull Close Pemulwuy NSW 2145

PO Box 3405 Wetherill Park NSW 2164

Telephone: 02 8624 8077

20 September 2019

The Manager  
ASX Market Announcements Office  
ASX Limited  
20 Bridge Street  
**SYDNEY NSW 2000**

Dear Sir,

**Re: 2019 Notice of Annual General Meeting**

Please find attached the following documents which are being sent to shareholders:

- 2019 Notice of Annual General Meeting and explanatory notes
- Proxy form
- Email to shareholders
- Letter to shareholders

Yours faithfully

A handwritten signature in black ink, appearing to read 'Peter Gill', written in a cursive style with a large loop at the end.

**Peter Gill**  
**Company Secretary**



## SUPPLY NETWORK LIMITED

ABN 12 003 135 680

### **2019 NOTICE OF ANNUAL GENERAL MEETING**

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Notice is hereby given that the Annual General Meeting of Supply Network Limited will be held at 2.00 pm on Tuesday 26 November 2019 at 2 Turnbull Close, Pemulwuy NSW 2145.

#### **BUSINESS**

1. **Financial Reports**

To receive and consider the Financial Statements and the Reports of Directors and Auditors for the year ended 30 June 2019.

2. **Remuneration Report**

To consider and if thought fit, pass the following resolution as an ordinary resolution:

“To adopt the Remuneration Report for the year ended 30 June 2019.”

*The vote on this resolution is advisory only and does not bind the Directors or the Company. A voting exclusion statement applies to this item of business (see the Voting Exclusions on page 2).*

3. **Election of Director**

To consider and if thought fit, pass the following resolution as an ordinary resolution:

“To re-elect Mr P W Gill as a Director who retires by rotation in accordance with the Company’s Constitution and, being eligible for re-election, has offered himself for re-election.”

*Biographical information on Mr Gill is set out in the explanatory notes to this notice.*

By order of the Directors

A handwritten signature in black ink, appearing to read 'Peter Gill', written over a light blue horizontal line.

**Peter Gill**  
**20 September 2019**

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## SUPPLY NETWORK LIMITED

ABN 12 003 135 680

### **2019 NOTICE OF ANNUAL GENERAL MEETING (continued)**

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#### **Voting Online**

If you are unable to attend the meeting we encourage you to submit your vote online at [www.investorvote.com.au](http://www.investorvote.com.au). For intermediary online subscribers only (custodians) [www.intermediaryonline.com](http://www.intermediaryonline.com).

#### **Proxies**

A shareholder entitled to vote is entitled to appoint a proxy to attend and vote instead of the shareholder. A suitable proxy form accompanies this Notice of Annual General Meeting. The person appointed a proxy need not be a shareholder of the Company.

Where the shareholder is entitled to cast two or more votes, the shareholder may appoint two proxies and may specify the proportion or number of votes each proxy is appointed to exercise.

To be effective, the instrument appointing a proxy (and the power of attorney or other authority, if any, under which it is signed or a certified copy of the power or authority) must be returned to Computershare Investor Services Pty Limited, either:

- by facsimile on 1800 783 447 (within Australia) or +61 3 9473 2555 (outside Australia);
- by post to GPO Box 242, Melbourne, VIC 3001; or
- by delivery to Level 3, 60 Carrington Street, Sydney.

**not less than 48 hours prior to the meeting.**

#### **Voting Exclusions**

##### **Item 2 - Remuneration Report**

The Company will disregard any votes cast in favour of this resolution by, or on behalf of:

- a member of the Key Management Personnel (KMP), as disclosed in the Remuneration Report; or
- an associate of those persons;

unless the vote is cast:

- by a person as proxy for a person who is entitled to vote in accordance with a direction on the Proxy Form; or
- by the Chairman of the Meeting as proxy for a person entitled to vote and the Chairman has received express authority to vote undirected proxies as the Chairman sees fit.



## **SUPPLY NETWORK LIMITED**

ABN 12 003 135 680

### **EXPLANATORY NOTES TO NOTICE OF ANNUAL GENERAL MEETING**

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#### **BUSINESS**

##### **Item 1: Financial Reports**

The business of the meeting will include receipt and consideration of the Financial Statements of the Company and the reports of the Directors and Auditors for the year ended 30 June 2019. Shareholders are not required to vote on these reports but will be given an opportunity to raise questions on the Reports at the meeting. The Auditors will be available at the meeting to answer any questions in relation to the Auditor's Report.

##### **Item 2: Remuneration Report**

The Board submits its Remuneration Report to shareholders for consideration and adoption by way of a non-binding ordinary resolution. The Remuneration Report is set out on pages 10 - 14 of the Company's 2019 Annual Report.

A reasonable opportunity will be provided for discussion of the Remuneration Report at the meeting.

**The Board recommends that shareholders vote in favour of this resolution.**

**Subject to the Voting Exclusion statement contained in this Notice, the Chairman of the Meeting intends to vote all undirected proxies in favour of the adoption of the Remuneration Report.**

##### **Item 3: Election of Director**

Mr P W Gill retires by rotation in accordance with clause 10.4 of the Company's Constitution and, being eligible for re-election, offers himself for re-election.

Mr Gill was the senior finance executive of the Company from April 1995 until his retirement from that role in October 2018. He was appointed to the Board in May 2008 as Finance Director and after his retirement remained on the Board as a Non-Executive Director. He is a Chartered Accountant with a Bachelor of Business degree and has over 40 years experience in accounting and finance in both commercial and professional fields. He is a Chartered Secretary and a Fellow of the Governance Institute of Australia.

**The Board (excluding Mr Gill who has abstained) recommends that shareholders vote in favour of this resolution.**

**The Chairman of the Meeting intends to vote all undirected proxies in favour of the re-election of Mr Gill.**



Supply Network Limited

ABN 12 003 135 680

## Need assistance?



**Phone:**

1300 850 505 (within Australia)  
+61 3 9415 4000 (outside Australia)



**Online:**

[www.investorcentre.com/contact](http://www.investorcentre.com/contact)



## YOUR VOTE IS IMPORTANT

For your proxy appointment to be effective it must be received by **2:00pm (AEDT) Sunday 24 November 2019**.

# Proxy Form

## How to Vote on Items of Business

All your securities will be voted in accordance with your directions.

### APPOINTMENT OF PROXY

**Voting 100% of your holding:** Direct your proxy how to vote by marking one of the boxes opposite each item of business. If you do not mark a box your proxy may vote or abstain as they choose (to the extent permitted by law). If you mark more than one box on an item your vote will be invalid on that item.

**Voting a portion of your holding:** Indicate a portion of your voting rights by inserting the percentage or number of securities you wish to vote in the For, Against or Abstain box or boxes. The sum of the votes cast must not exceed your voting entitlement or 100%.

**Appointing a second proxy:** You are entitled to appoint up to two proxies to attend the meeting and vote on a poll. If you appoint two proxies you must specify the percentage of votes or number of securities for each proxy, otherwise each proxy may exercise half of the votes. When appointing a second proxy write both names and the percentage of votes or number of securities for each in Step 1 overleaf.

**A proxy need not be a securityholder of the Company.s**

### SIGNING INSTRUCTIONS FOR POSTAL FORMS

**Individual:** Where the holding is in one name, the securityholder must sign.

**Joint Holding:** Where the holding is in more than one name, all of the securityholders should sign.

**Power of Attorney:** If you have not already lodged the Power of Attorney with the registry, 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 sign in the appropriate place to indicate the office held. Delete titles as applicable.

### ATTENDING THE MEETING

**If you are attending in person, please bring this form with you to assist registration.**

#### Corporate Representative

If a representative of a corporate securityholder or proxy is to attend the meeting you will need to provide the appropriate "Appointment of Corporate Representative" prior to admission. A form may be obtained from Computershare or online at [www.investorcentre.com](http://www.investorcentre.com) under the help tab, "Printable Forms".

## Lodge your Proxy Form:

**XX**

### Online:

Use your computer or smartphone to appoint your proxy and vote at [www.investorvote.com.au](http://www.investorvote.com.au) or scan your personalised QR code below using your smartphone.

Your secure access information is



For Intermediary Online subscribers (custodians) go to [www.intermediaryonline.com](http://www.intermediaryonline.com)

### By Mail:

Computershare Investor Services Pty Limited  
GPO Box 242  
Melbourne VIC 3001  
Australia

### By Fax:

1800 783 447 within Australia or  
+61 3 9473 2555 outside Australia



**PLEASE NOTE:** For security reasons it is important that you keep your SRN/HIN confidential.

**Change of address.** If incorrect, mark this box and make the correction in the space to the left. Securityholders sponsored by a broker (reference number commences with 'X') should advise your broker of any changes.

# Proxy Form

Please mark  to indicate your directions

## Step 1 Appoint a Proxy to Vote on Your Behalf

XX

I/we being a member/s of Supply Network Limited hereby appoint

the Chairman of the Meeting OR

**PLEASE NOTE:** Leave this box blank if you have selected the Chairman of the Meeting. Do not insert your own name(s).

or failing the individual or body corporate named, or if no individual or body corporate is named, the Chairman of the Meeting, as my/our proxy to act generally at the meeting on my/our behalf and 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 Annual General Meeting of Supply Network Limited to be held at 2 Turnbull Close, Pemulwuy NSW 2145 on Tuesday, 26 November 2019 at 2:00pm and at any adjournment or postponement of that meeting.

**Chairman authorised to exercise undirected proxies on remuneration related resolutions:** Where I/we have appointed the Chairman of the Meeting as my/our proxy (or the Chairman becomes my/our proxy by default), I/we expressly authorise the Chairman to exercise my/our proxy on Item 2 (except where I/we have indicated a different voting intention in step 2) even though Item 2 is connected directly or indirectly with the remuneration of a member of key management personnel, which includes the Chairman.

**Important Note:** If the Chairman of the Meeting is (or becomes) your proxy you can direct the Chairman to vote for or against or abstain from voting on Item 2 by marking the appropriate box in step 2.

## Step 2 Items of Business

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

	For	Against	Abstain
2 To adopt the Remuneration Report for the year ended 30 June 2019	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
3 To re-elect Mr P. W. Gill as a Director	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

The Chairman of the Meeting intends to vote undirected proxies in favour of each item of business. In exceptional circumstances, the Chairman of the Meeting may change his/her voting intention on any resolution, in which case an ASX announcement will be made.

## Step 3 Signature of Securityholder(s) *This section must be completed.*

Individual or Securityholder 1  Securityholder 2  Securityholder 3  / /  
 Sole Director & Sole Company Secretary Director Director/Company Secretary Date

**Update your communication details** (Optional)

Mobile Number  Email Address  By providing your email address, you consent to receive future Notice of Meeting & Proxy communications electronically

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**From:**

**Sent:**

**To:**

**Subject:**



Supply Network Limited  
ABN 12 003 135 680

Dear Securityholder,

## **Notice of Meeting**

The Supply Network Limited Annual General Meeting will be held at 2 Turnbull Close, Pemulwuy NSW 2145 on Tuesday, 26 November 2019 at 2:00pm.

### **How to vote**

You may vote on the items of business to be considered at the meeting either in person at the meeting or by completing a proxy form online through InvestorVote.

To appoint a representative or the Chairman as your proxy, click on the "Appoint your proxy" button below where you will be able to view the Notice of Meeting and other relevant meeting documentation and direct your proxy how to vote at the meeting.

## Appoint your proxy

Proxy appointments submitted through this site must be received by 2:00pm (AEDT) Sunday 24 November 2019.

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Alternatively, if you are having trouble accessing the above site, copy and paste the following web address into your browser:

<https://www.investorvote.com.au/login?cn=XXXX&p=NonActiveLink>

Please note that this is your personalised link to InvestorVote and should not be forwarded to anyone.

If you have further enquiries, please [click here](#) or alternatively call the numbers below, Monday to Friday 8:30am to 8:00pm AEDT.

Within Australia: 1300 850 505

Outside Australia: +61 3 9415 4000

Yours faithfully,

Supply Network Limited

You have received this message because you have elected to receive electronic securityholder communications. To change your preferences login to [Investor Centre](#), select the "Communication Preferences" option and follow the prompts. We may occasionally send marketing material about products and services. To opt-out of receiving these communications, reply with the word "unsubscribe".





**Supply Network Limited**  
ABN 12 003 135 680

**All Correspondence to:**

Computershare Investor Services Pty  
Limited GPO Box 2975 Melbourne  
Victoria 3001 Australia Enquiries (within  
Australia) 1300 850 505 (outside  
Australia) +61 3 9415 4000 Facsimile  
+61 3 9473 2500  
[www.computershare.com](http://www.computershare.com)

Dear Shareholder

I am pleased to invite you to attend our Annual General Meeting and have enclosed the Notice of Meeting which sets out the items of business. The meeting will be held at 2 Turnbull Close, Pemulwuy, NSW 2145 on Tuesday, 26 November 2019 at 2:00 pm (AEDT).

If you are attending this meeting, please bring this letter with you to facilitate registration into the meeting.

If you are unable to attend the meeting we encourage you to submit your voting instructions online at [www.investorvote.com.au](http://www.investorvote.com.au). Alternatively complete the enclosed proxy form which should be returned to our share registry in the envelope provided or by facsimile on 03 9473 2555 so that it received by 2:00pm (AEDT) on Sunday 24 November 2019.

The Annual Report is also now available on the Supply Network Limited website at [www.supplynetwork.com.au](http://www.supplynetwork.com.au). If you would prefer to receive your copy of the Annual Report electronically, please visit [www.investorcentre.com/au](http://www.investorcentre.com/au) and provide your email address. If you are new to the Investor Centre website, simply click "Access a Single Holding Enquiry" and enter your SRN/HIN and postcode.

Corporate shareholders will be required to complete a "Certificate of Appointment of Representative" to enable a person to attend on their behalf. A form of this certificate may be obtained from the Company's share registry.

I look forward to your attendance at the meeting.

Yours sincerely

A handwritten signature in black ink, appearing to read 'G Forsyth', written in a cursive style.

**Gregory Forsyth**  
Chairman