



# ASX Announcement

9 November 2018

## Reasons for this Addendum to the Notice of Meeting

It has come to the attention of Navigator Global Investments Limited (**Navigator** or **the Company**) that there is an error in the wording relating to the Explanatory Notes for Resolution 4 in the Notice of Meeting for the Company's upcoming Annual General Meeting. Attached is an Addendum to the Notice of Meeting to amend the wording regarding the performance condition for the proposed grant of Performance Rights to Navigator's Chief Executive Officer.

The intent of the performance condition is to set EBITDA targets at the end of the three year performance period which must be met for vesting of the performance rights to occur. The wording of the Explanatory Notes is amended to clarify that the performance condition is determined as the EBITDA per share achieved at the end of the performance period as compared with the defined EBITDA per share targets calculated using the Company's current 162,147,897 shares on issue.

There is no change to the wording of Resolution 4.

## Proxy votes

Shareholder who have already submitted proxy forms (either online or via post) with a direction as to how to vote on Resolution 4 and who wish to change their direction as a result of the Addendum to the Notice of Meeting should re-submit their proxy form by no later than 10.00am (AEDT) on Monday, 26 November 2018.

Online: Shareholders may recast their direction online at [www.linkmarketservices.com.au](http://www.linkmarketservices.com.au) which will then supersede their previous proxy direction.

By post, fax or in person: Shareholders should contact the share registry, Link Market Services, on +61 1300 554 474 to request a replacement proxy form.

## Queries

Shareholders are requested to contact Amber Stoney, CFO & Company Secretary on +61 7 3218 6203 if they have any queries in respect of the matters set out in the Addendum to the Notice of Meeting.

## Addendum to the Notice of Meeting

Navigator Global Investments Limited (ACN 101 585 737) (**the Company**), hereby gives notice to shareholders of the Company that, in relation to the Notice of General Meeting dated 23 October 2018 (**Notice of Meeting**) in respect of a general meeting of members to be held at 10.00am (AEDT) on 28 November 2018 at the Bligh Room, Level 15, 1 Farrer Place, Sydney NSW 2000, the directors have determined to issue this addendum to the Notice of Meeting (**Addendum to Notice of Meeting**) as set out below.

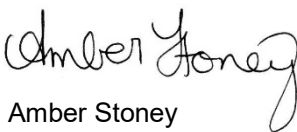
Defined terms in the Notice of Meeting have the same meaning in this Addendum to the Notice of Meeting.

### Amended Explanatory Notes for Resolution 4

In relation to Resolution 4, the section of the table on page 5 of the Notice of Meeting labelled "Performance Condition" is amended as follows:

PERFORMANCE CONDITION	The number of Performance Rights that vest and, therefore, the number of shares that Mr McGould may acquire, are subject to a performance condition.	
	Performance Rights will vest depending on a single performance condition, being <b>EBITDA</b> <sup>1</sup> per share based on the Company's shares on issue at the end of the performance period ( <b>Achieved EBITDA</b> ).	
	The performance condition is measured over a 3 year performance period commencing from 1 July 2018. The number of Performance Rights that vest at the end of that period will be determined by comparing the Achieved EBITDA against the following targets:	
	EBITDA per share <sup>2</sup> of:	<b>Performance Rights Vesting</b>
	less than USD45 million	0%
	between USD45 million and USD55 million	Straight-line vesting between 0% and 100% of total grant
	greater than USD55 million	100% of total grant

By order of the Board



Amber Stoney  
Company Secretary  
9 November 2018

<sup>1</sup> **EBITDA** means Earnings Before Interest, Tax, Depreciation and Amortisation and any expense related to any grant of Performance Rights under the Plan for the year ended 30 June 2021 for Navigator Global Investments Limited and its controlled entities.

<sup>2</sup> Calculated based on the stated EBITDA amount divided by the Company's current 162,147,897 shares on issue.