AMPOL LIMITED ACN 004 201 307

29-33 BOURKE ROAD ALEXANDRIA NSW 2015

ASX Release

2022 Annual General Meeting Addresses and Presentation

Thursday 12 May 2022

Authorised for release by: the Disclosure Officers of Ampol Limited

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AMPOL LIMITED ANNUAL GENERAL MEETING 2022

ADDRESSES

Good morning and welcome to the 2022 Annual General Meeting of Ampol Limited.

We would like to begin by acknowledging the Traditional Owners of the land on which we meet today, the Gadigal people of the Eora nation and pay our respects to Elders past and present.

My name is Steven Gregg and I have the honour of being your Chairman. As a result of the proxies I hold as Chairman, we have a guorum present, so I declare this meeting open.

I will now outline the technology and procedural matters for the meeting. Today's meeting is being held both in person at The Mint in Sydney and online via the Lumi platform. The Lumi platform allows Shareholders, Proxyholders and Guests to attend the meeting virtually. In addition to receiving votes and taking questions from the room here in Sydney, shareholders and proxyholders joining through Lumi also have the ability to ask questions and submit votes. There is also a teleconference number for shareholders and proxyholders to dial, listen, and ask questions here today. Our AGM online guide for today's meeting is available on the Ampol Investor Centre - AGM Website.

For attendees who have joined via telephone, if you would like to verbally ask a question, press *1 on your keypad to "raise your hand" to ask a question and you will be placed in a queue. Your line will be unmuted when it is time to ask your question. You may "lower your hand" by pressing *2 on your keypad.

Online attendees can submit questions at any time. To ask a written question, select the messaging tab at the top of the Lumi platform. Type your question in the box towards the top of the page and press the arrow symbol to send. A copy of your submitted questions, along with any written responses from our meeting team, can be viewed by selecting "my messages".

To ask your question verbally, *pause* the broadcast on the Lumi platform and then call the phone number 1800 416 188 (within Australia) or ±61.2 9189 1107 (outside Australia) to register with the

number 1800 416 188 (within Australia) or +61 2 9189 1107 (outside Australia) to register with the operator.

For questions online, Jeff Etherington, our Deputy CFO, is here with me today and will read out the name of the shareholder and their question. We will undertake best efforts to honour and address all questions, however in the interest of the limited time we have, we may choose to merge some online questions together where there is duplication in subject matter. If we do run out of time, we will look to provide direct responses to outstanding questions and post these responses on our website for all shareholders.



Voting today will be conducted by way of a poll on all items of business. In order to provide you with enough time to vote, I will shortly open voting for all resolutions.

At that time, if you are eligible to vote at this meeting, a new voting tab will appear. Selecting this tab will bring up a list of resolutions and present you with voting options. To cast your vote simply select one of the options. There is no need to hit a submit or enter button as the vote is automatically recorded.

You do however have the ability to change your vote, up until the time I declare voting closed.

To view documents relevant to today's meeting, select the documents tab. A list of all available documents will appear. When selected, the document will open within the Lumi platform, you will still be able to listen to the meeting while viewing the documents.

In room attendees wishing to ask a question can press the microphone icon on your handsets followed by the green square to confirm you wish to join the queue.

When it is your turn to speak, your microphone will turn on and 'Talk now" will be displayed on screen. At this time, you may ask your question.

To leave the queue, press the microphone button followed by the green square to confirm.

Once voting opens, in room attendees will be presented with the list of today's resolutions on screen. Select the item you wish to vote on using the scroll wheel and green square to select.

Your selected item will appear on screen, press the green square to bring up the voting options.

Press 1 to vote FOR the item, 2 for AGAINST or 3 to ABSTAIN

Use the green square to move on to the next item, or press the red triangle to return to the full list of items.

For each item of business, we will start with questions from the room and then move to those submitted through our online portal and via telephone.

I now declare voting open on all items of business. For online attendees, the voting tab will soon appear, please submit your votes at any time. I will give you a warning before I move to close voting.

Let me start the meeting today with some introductions.



With me on stage is our Managing Director & Chief Executive Officer, Matt Halliday. Also joining me in the room today are Non-Executive Directors Penelope Winn, Melinda Conrad, Mark Chellew, Gary Smith, Mike Ihlein and Elizabeth Donaghey.

Today, myself and Penelope Winn are seeking re-election, and Elizabeth Donaghey is seeking election as Non-Executive Directors of Ampol.

We also have our Company Secretary, Mike Abbott and representatives of our external auditor KPMG in attendance.

All the members of the Ampol Leadership Team are also here today.

I would like to specifically make mention of the recent appointments to the team, including Meaghan Davis, who joined us earlier this year as Executive General Manager, People and Culture, Kate Thomson, who was recently appointed as Executive General Manager, Retail Australia, and Mike Bennetts as Executive General Manager, Z Energy.

Before we progress with today's agenda, I will provide a review of 2021 performance, and then hand over to our Managing Director and CEO Matt Halliday. Matt will provide an update on key strategic initiatives from 2021, including our ongoing rebrand and the launch of our Future Energy and Decarbonisation strategy. Matt will also provide an update on the recent completion of our transaction to acquire Z Energy in New Zealand and an update on trading performance over the first four months of the year.

I will now provide an update of 2021 performance.

2021 was a successful and transformational year for Ampol. Despite the ongoing uncertainty created by COVID-19, the company delivered strong financial and operational performance, and importantly ongoing improvements in safety outcomes. We also made further progress executing our established growth strategies, continued our exciting Ampol rebrand and put the foundations in place to transform our business as energy markets evolve.

There were many highlights from the past 12 months. We achieved record total sales volumes of 22.04 billion litres, delivered significant growth in volumes and earnings in our International business and opened 20 new Ampol Woolworths Metro sites as we continued to execute our Convenience Retail growth strategy.

We also remained focused on cost and capital discipline and on delivering on our commitments to shareholders. Our \$300 million Off-market Buy-back was completed in January 2021, we made strong progress on ongoing cost-out initiatives, and we maximised value from the decision to



continue refining operations at Lytton, supporting the dual objectives of fuel security and energy transition in partnership with government.

The release of our Future Energy and Decarbonisation strategy put the foundations in place to evolve our business for the future. We have a well thought out and considered pathway to achieve our ambition of net zero emissions from operations by 2040 and are taking steps to build new energy solutions for customers.

Late in the year, we also announced a binding agreement to acquire Z Energy in New Zealand, demonstrating significant progress towards our strategic objective of regional market leadership. I am very pleased that this transaction has recently completed.

Ampol delivered strong financial performance in 2021, with our highest replacement cost of sales earnings before interest and tax result since 2018. In 2021 we recorded EBITDA of \$1.1 billion and the RCOP EBIT result was \$631.2 million, up 57% on 2020. Our record total sales volume of 22.04 billion litres represents a significant achievement given ongoing uncertainty in global markets and the substantial demand interruptions caused by COVID-19.

Significant growth in international sales volumes more than offset the impact that COVID-19 and competitor supply chain decisions had on Australian sales volumes. International volumes were up 38% on 2020 and RCOP EBIT for Fuels and Infrastructure International increased 31% to a record \$110 million, demonstrating the strong progress we have made on our strategy to diversify and grow internationally.

Elsewhere in Fuels and Infrastructure, safe and reliable operations at the Lytton refinery drove increased production in an improving refiner margin environment, with our Lytton team delivering an RCOP EBIT of \$158.7 million and total volumes of 6.14 billion litres. We also completed our refinery review and made the decision to continue operating in partnership with government.

Ampol was pleased that this outcome delivers value for shareholders and supports the government's priorities in energy security, while providing a path forward for our valued employees at Lytton and preserving manufacturing skills that will be critical for success in the energy transition.

Convenience Retail recorded RCOP EBIT of \$253.7 million with total volumes falling by 4.9%. COVID-19 impacts affected most of the second half and offset positive trends in first half fuel volumes, shop sales and earnings. Rapidly rising crude and product prices also put pressure on fuel margins – particularly diesel margins that take longer to respond – but showed improvement towards the end of the year. Despite this, we have delivered a cumulative \$52.6 million of our non-fuel earnings uplift target to date and are on track to achieving our target of \$85 million in earnings



uplift by 2024. We also continued our focus on reducing labour costs, waste and shrinkage in this part of our business.

The safety of our people and our customers is always a priority and in 2021 we delivered strong improvement in our safety performance. This was particularly pleasing given the impacts and disruption caused by COVID-19, and we are proud of the way our people responded to these challenges and maintained operational excellence throughout the year.

Across the year, we delivered a considerable reduction in recordable injuries and in injuries requiring time away from work. This improvement was the result of our ongoing focus on safety leadership and culture, and our efforts to deliver targeted programs to improve safety practices and procedures.

In Fuels and Infrastructure, we delivered a 59% reduction in our Total Recordable Injury Frequency Rate and a 27% reduction in our Days Away from Work Injury Frequency Rate. We also delivered our annual T&I at the Lytton refinery incident-free. In Convenience Retail, our Total Recordable Injury Frequency Rate reduced by 54% and our Days Away from Work Injury Frequency Rate reduced by 50%.

In 2021, we also made several important appointments to the Ampol Board and leadership team and continued our work to build the right workplace culture to support the success of our business. In September, Elizabeth Donaghey was appointed to the Ampol Board as an Independent Non-executive Director. Betsy brings significant experience in the energy and oil and gas sectors to Ampol and has already made a strong contribution to the execution of our strategy. This appointment followed the retirement of Barbara Ward as a Non-executive Director of Ampol after six years on the Board.

We also appointed Greg Barnes as Group Chief Financial Officer in July and in November welcomed Meaghan Davis as Executive General Manager, People and Culture. Recently, Kate Thomson was appointed as Executive General Manager, Retail Australia following the departure of Joanne Taylor and Mike Bennetts has also joined our leadership team following the completion of our acquisition of Z Energy. These appointments further bolster our experienced leadership team and we are confident we have the skills in place to successfully execute our strategy.

In 2021 we also continued to implement programs to further build a culture of high performance and to remove barriers to more courageous thinking in how we make decisions. A key milestone late in 2021 was the opening of our new Sydney head office in Alexandria, a modern and purposebuilt space which will support our teams to work more closely and collaboratively. We also delivered our annual engagement survey, which showed a pleasing improvement in employee



engagement. Engagement levels rose 9 points to 72%, showing we are on the right track to building the culture required to support the delivery of our strategy

In 2021 I was pleased we again made excellent progress delivering on our commitments to shareholders.

Over the calendar year, Ampol has delivered \$479 million in capital returns and released \$196 million in franking credits, including our fully franked total dividend of 93 cents per share. Our balance sheet remains strong, which has enabled Ampol to weather market interruptions and lockdowns, to operate safely and to progress the implementation of our strategy.

Several capital initiatives were completed in 2021. In December, we successfully raised A\$500 million from an issue of subordinated notes to wholesale investors in the domestic fixed income market. We also announced the sale of a further 20 core freehold Convenience Retail sites to an unlisted trust in which Ampol maintains a controlling interest, expecting to release \$48 million in net proceeds. Both of these initiatives ensure our balance sheet is positioned well to support our operational priorities and growth strategies.

In October 2021, we were excited to announce the execution of a scheme implementation agreement to acquire Z Energy in New Zealand. Z Energy is a logical growth opportunity for Ampol, and a natural fit with our established international growth strategy. This acquisition, which formally reached completion this week, is a significant step in expanding our regional presence towards market leadership.

Ampol and Z Energy have similar operating models, underpinned by market-leading infrastructure, deep customer bases and knowledge of local supply chains. A combined entity will create a Trans-Tasman leader in transport fuels and convenience retail, with significant additional scale. Through this acquisition we will leverage our knowledge of the transition to a fuel import market through our established trading and shipping capabilities and we believe this capability will also play an important role in supporting fuel security in New Zealand.

Ampol's established trading and shipping capabilities, regional supply chain and broader fuels infrastructure in Australia will strengthen fuel security as the Marsden Point oil refinery transitions and New Zealand moves to a fuel import market. A combined entity will also create a new and larger platform to accelerate the energy transition from a position of strength, building on the existing work of both organisations in Australia and New Zealand.

We look forward to working together with the Z Energy team on our joint priorities and updating shareholders on our success as we move forward.



In summary, it has been a year of significant achievements and milestones for Ampol. Amidst extraordinary levels of volatility, the COVID-19 pandemic and supply chain interruptions, the Company has delivered on its strategy.

On behalf of the Board, I would again like to extend our thanks to Matt and his leadership team. I would also like to extend our thanks to all employees for their efforts to deliver for customers and shareholders in an ongoing uncertain environment.

I would also like to thank shareholders for their continued support of Ampol as we move forward to execute our strategy for the medium and long term. I will now hand over to our Managing Director and Chief Executive Officer Matt Halliday to address the meeting.

Thank you Chairman and good morning everyone.

2021 was a significant year for Ampol as we continued to deliver strong financial and operational performance, while making progress on key strategic initiatives that provide the foundations for our success in the future.

I want to cover off two of these initiatives today – our ongoing Ampol rebrand and the launch of our Future Energy and Decarbonisation strategy.

Our exciting Ampol rebrand continued to gather positive momentum in 2021.

880 sites across our network had been rebranded at the end of 2021 and as of today, we now have 1215 sites rebranded across our 1900 branded store network.

Customer feedback demonstrates that the iconic Australian brand is resonating strongly with customers. Our rebranded sites have outperformed control sites on all key performance indicators, including measures of total transactions as well as volume measures such as total fuel, premium petrol and AmpolCard.

We have also delivered ongoing improvement in prompted and unprompted customer awareness of the Ampol brand among all demographic segments. Across the year, we continued to introduce our new brand and purpose to customers and partners. Our 'far and wide' multichannel brand campaign launched nationally in April to showcase how our business connects and is a part of the fabric of Australian life. This campaign was supported by our major partnerships, including with the National Rugby League as the naming rights sponsor of the Ampol State of Origin and with Red Bull Ampol Racing.

We also continued to build on our important work in local communities through the Ampol Foundation, with a total contribution to community programs of \$3.17 million across the year.



Increased employee volunteering, and the delivery of major fundraising campaigns for The Smith Family and Surf Life Saving Australia, were two milestones throughout the year.

In 2021, we released our Future Energy and Decarbonisation strategy, including our ambition to achieve net zero emissions operations by 2040 and to invest more than \$100 million in future energy projects by 2025.

Ampol is uniquely positioned to play a key role in the energy transition. Our integrated supply chain capabilities and privileged assets, Australian brand, customer relationships and industry knowledge, when combined with our financial strength, set us apart from our competitors and will put us at the forefront of building new energy solutions to support change across the Australian economy. The flexibility to repurpose our market-leading infrastructure and distribution networks for multiple uses will support the most efficient pathway for our customers' decarbonisation ambitions and underpins our competitive advantage to participate in new energy opportunities.

Our decarbonisation efforts and new initiatives to extend our customer value proposition will be executed with capital discipline to deliver sustainable returns for shareholders over the long term.

As technology and policy continues to evolve, we expect the most commercially viable alternative fuel solutions to include a combination of electricity, hydrogen, biofuels and carbon offsets. We will focus our efforts on developing our customer value proposition in these key areas and seek to position Ampol as a partner of choice for industry, government and our communities.

To begin the execution of this strategy, in 2021 we announced a funding agreement with the Australian Renewable Energy Agency (ARENA) to commence the development of a national electric vehicle (EV) fast-charging network of over 200 bays across more than 100 sites and our first sites will be operational, under our new AmpCharge brand, over the coming months.

In 2021 we also finalised a partnership with Endua to support the delivery of a green hydrogen-powered off-grid clean energy solution, and launched a carbon neutral fuel pilot program for our business customers. We also commissioned our three-site virtual power plant (VPP) pilot in Adelaide, which includes on-site solar panels and Tesla Powerwall batteries. This project has already showed good results in reducing Scope 2 emissions from retail operations.

In the first part of 2022 we have continued to make strong progress with our future energy strategy. This includes the launch of our new electric vechicle charging solution, AmpCharge. AmpCharge will service customers both at home and on the road at both forecourts and destinations, leveraging existing Ampol infrastructure and customer relationships to ensure Australians can recharge wherever and whenever they need to. At-home branded charging infrastructure is also



expected to be developed under AmpCharge, with offers to be made available to consumers as part of a broader home energy offer.

Finally, as we continue to execute our future energy strategy, we look forward to working with the Z Energy business to accelerate progress towards a low carbon future. This includes through our commitment to invest \$125 million from 2023-2028 to support New Zealand's energy transition, including through investment in e-mobility solutions, infrastructure to support the distribution of biofuels and other terminal infrastructure.

We look forward to updating our shareholders as we progress these important strategic initiatives.

Late last month Ampol updated the market on trading conditions and performance in the first quarter of 2022. I am pleased to say that we have delivered a strong first quarter result during a period of turbulent operating conditions.

On a replacement cost of sales basis, Ampol's earnings before interest and tax for the first quarter were up 44 per cent to \$189.1 million compared to the same period last year. Our refining margins improved 93 per cent compared to the first quarter of 2021 and we also successfully continued to execute our growth strategies in Fuels & Infrastructure and Convenience Retail.

The result again demonstrates the quality and resilience of the Ampol integrated supply chain. The business has successfully managed the short-term impacts of Omicron, significant flooding events and the unprecedented volatility caused by the Russia and Ukraine conflict.

In particular, I am proud of how the Ampol team has responded to deliver such strong operational and financial performance during some of the most challenging conditions in our history while, at the same time, progressing our strategic priorities. We have now completed the acquisition of Z Energy and I am excited by the potential of our two companies coming together and look forward to further welcoming Z Energy into the Ampol family over the months ahead.

On Thursday 7 April the wastewater separators at our Kurnell terminal overflowed due to heavy rain. The overflow caused a discharge of approximately 700 litres of hydrocarbon residues included with the storm water onto Captain Cook Drive and surrounding areas, including local waterways in Kurnell.

At Ampol, we are committed to being a positive contributor in local communities and understand the importance of reducing our impact on the environment. Events like this are unacceptable.

We have acknowledged our responsibility for the overflow and are currently investigating the incident to ensure it does not happen again. Today we again apologise to the Kurnell community for the impacts and ongoing disruptions as we deliver remediation works.



We continue to work with the NSW EPA, local council and the community to address all of the issues that have been raised and also to provide the resources required to clean up the area, both in the immediate and long-term.

Finally, while there continues to be uncertainty over the timing of the ongoing economic recovery, in 2022 we will focus on strong operational performance and continue to execute our strategy to improve returns and deliver growth for shareholders.

This will include the expansion of our international operations toward regional market leadership, as we integrate and work with the Z Energy team in New Zealand following the completion of this important acquisition.

We will also continue to execute our Convenience Retail growth strategy, and further strengthen our position as a proud and independent Australian company through the Ampol rebrand. Finally, we will continue to progress our work to decarbonise our operations and support the energy transition. Ampol has always been about ensuring Australians can get where they need to go – to move around, to do business, to transport goods from one place to another, to stay connected. That will remain central to our purpose as we move forward and will underpin the development of new energy solutions for customers.

On behalf of the leadership team, we would like to thank our employees for their resilience and performance in a tough environment over the past year. Our financial and operational results reflect the skill, commitment, and passion that our team shows each day to operate safely and deliver for customers. We also thank our business partners, suppliers and contractors that have worked with us to deliver safely and reliably for our customers. We would also like to thank Ampol shareholders for their continued support. We look forward to another successful year in 2022 as we continue to build on the proud legacy of this great Australian company.











How to ask verbal questions over the phone

1

Dial the teleconference number

1800 416 188 (within Australia) or +61 2 9189 1107 (outside Australia) 2

Verify your Voting Access Code (VAC) 3

Dial *1 to be placed in the queue

When the Chair calls for questions, press *1 on your keypad to 'raise your hand' to ask a question and you will be placed in a queue 4

Ask your question

The moderator will introduce you to the meeting, your line will be unmuted and you can start speaking. Note, if you no longer wish to ask your question, you can 'lower your hand' by pressing *2 on your keypad

5

Remain logged into the Lumi online platform to vote



How to ask questions using the Lumi online platform

1

Click the Q&A icon

This will appear at the top of the app when the question function is available



2

Compose your question

Click in the 'Ask a question' box, and type your question

3

Select the send icon



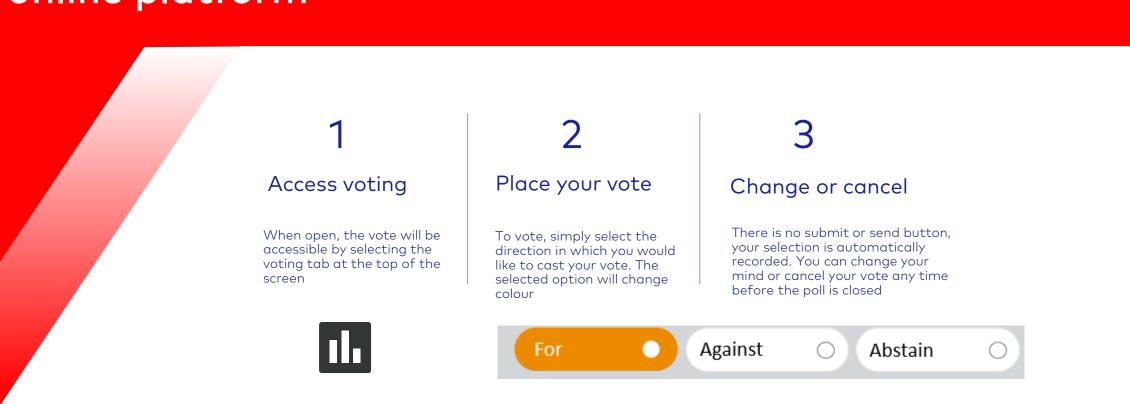
4

Your question will be sent immediately for review

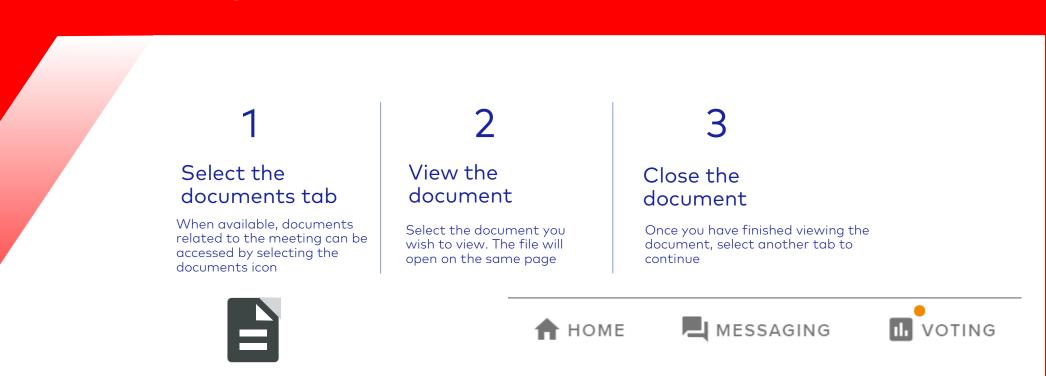




How to vote using the Lumi online platform



Accessing documents using the Lumi online platform





How to ask questions in the room

1

Join the queue

To join the queue, press the microphone icon on the left of the device followed by the Green square to confirm





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How to vote in the room



Board of Directors and Company Secretary



Steven Gregg Chairman



Matthew Halliday
Managing Director and CEO



Mark Chellew Non-executive Director



Melinda Conrad
Non-executive Director



Michael Abbott
Company Secretary



Elizabeth (Betsy) Donaghey Non-executive Director



Michael Ihlein
Non-executive Director



Gary SmithNon-executive Director



Penny WinnNon-executive Director



Ampol Leadership Team



Matthew Halliday
Managing Director and CEO



Michael Abbott Executive General Manager, Governance and Risk



Greg BarnesGroup Chief Financial Officer



Mike Bennetts Executive General Manager, Z Energy



Andrew Brewer
Executive General Manager, Fuel Supply



Meaghan DavisExecutive General Manager, People and Culture



Brent Merrick
Executive General Manager,
International and New Business



Alan Stuart-Grant
Executive General Manager, Growth
and Development



Kate ThomsonExecutive General Manager, Retail
Australia







Strong and resilient financial performance

\$631.2m RCOP EBIT Up 57% on 2020 22.04
Rillion litres

Billion litres
Record total sales
volumes

38%

Uplift in International volumes on 2020

~\$300m

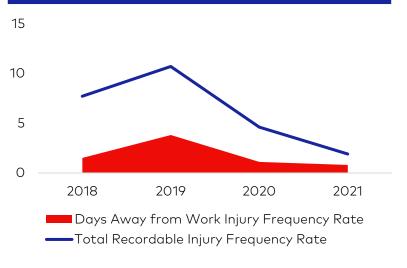
Lytton RCOP EBIT uplift compared with the \$144.8m loss in 2020 \$52.6m

Convenience

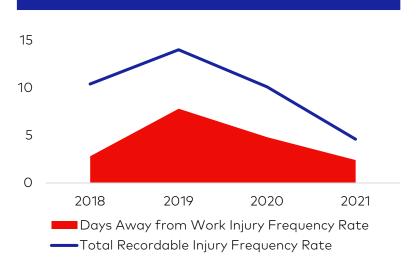
Retail EBIT uplift
Non-fuel cumulative
uplift delivered in 2020
and 2021

Safety performance continues to improve

Fuels and Infrastructure personal safety



Convenience Retail personal safety







Delivering on our promises and maintaining a strong balance sheet













880

Sites rebranded at end 2021

\$3.17m

Contributed to communities in 2021



Foundations for future energy

Future energy

- \$100m in future energy and decarbonisation projects by 2025
- Commitment to invest a total of NZ\$125 million from FY 2023 to FY 2028 to support New Zealand's energy transition
- Partnership with ARENA announced to begin roll out of national EV fast charging network to over 100 sites

Decarbonisation

- By 2040 net zero emissions from operations (scope 1 and 2) with interim targets for 2025 and 2030 goals
- Commissioned solar and battery pilot sites in South Australia, identified early learnings, VPP opportunity pending
- Linking climate objectives to executive remuneration from 2022





Update on Kurnell environmental incident





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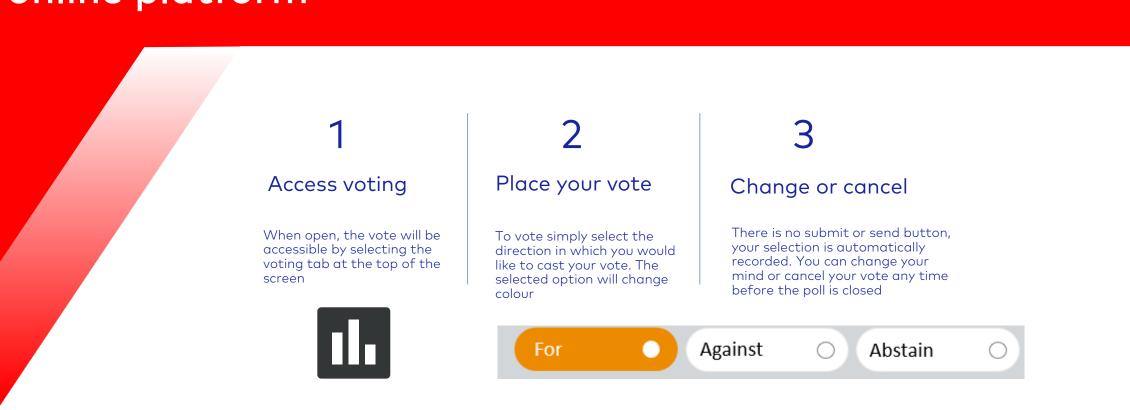
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How to vote using the Lumi online platform





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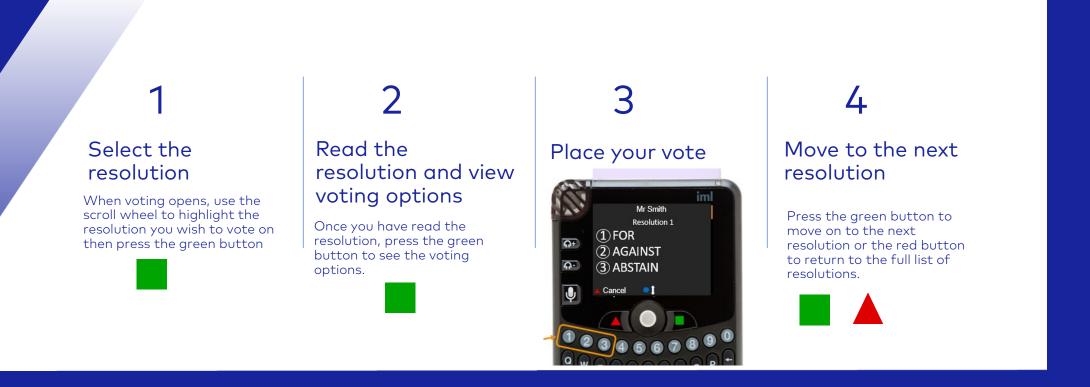








How to vote in the room



Items of business

- 1. Annual Reports
- 2. Adoption of Remuneration Report
- 3. (a) Re-election of Steven Gregg as a Director
- 3. (b) Re-election of Penny Winn as a Director
- 3. (c) Election of Elizabeth Donaghey as a Director
- Grant of 2022 Performance Rights to the
 Managing Director and Chief Executive Officer
- 5. Reinsertion of Proportional Takeover Provisions





2. Remuneration Report





Remuneration Report

For	174,505,740	96.14%
Against	6,552,986	3.61%
Open	450,180	0.25%
Abstain	171,491	





За.

Re-election of Steven Gregg





Re-election of Steven Gregg

For	175,250,447	96.49%
Against	5,924,758	3.26%
Open	450,514	0.25%
Abstain	62,398	





3b.

Re-election of Penny Winn





Re-election of Penny Winn

For	175,593,652	96.68%
Against	5,574,620	3.07%
Open	452,580	0.25%
Abstain	67,265	





3c.

Election of Elizabeth Donaghey





Election of Elizabeth Donaghey

For	180,805,102	99.58%
Against	313,413	0.17%
Open	452,532	0.25%
Abstain	117,070	





4.

Grant of 2022 Performance

Rights to the Managing

Director and Chief

Executive Officer



Grant of 2022 Performance Rights to the Managing Director and Chief Executive Officer

For	178,756,164	98.54%
Against	2,205,563	1.22%
Open	432,444	0.24%
Abstain	293,946	



5

Reinsertion of Proportional Takeover Provisions





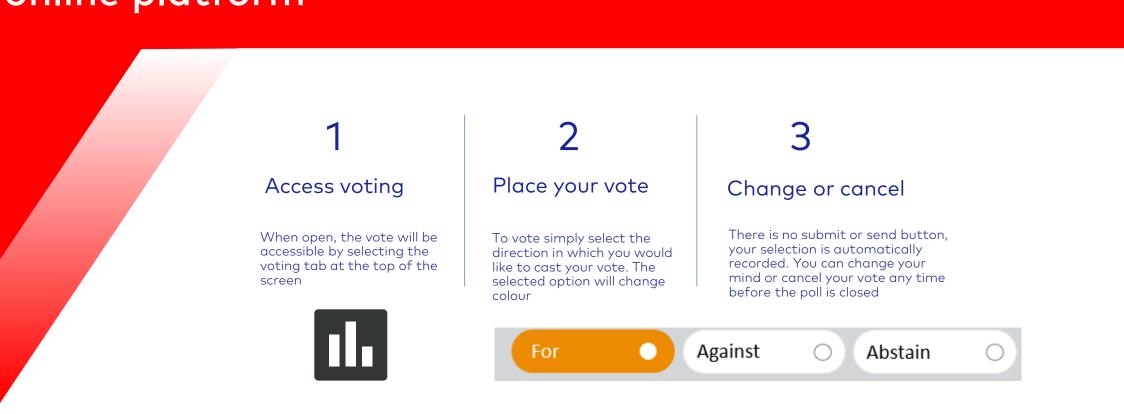
Reinsertion of Proportional Takeover Provisions

For	179,733,760	98.99%
Against	1,365,640	0.75%
Open	470,349	0.26%
Abstain	118,368	





How to vote using the Lumi online platform



How to vote in the room





