

# ASX Announcement

27 October 2023

## Results of 2023 Annual General Meeting

Navigator Global Investments Limited ( 'the Company' ) advises that the following resolutions contained in the Notice of Meeting dated 26 September 2023 were passed by the requisite majority of shareholders at today' s Annual General Meeting:

<b>Resolution 2</b>	That the Remuneration Report of the Company for the financial year ended 30 June 2023 be adopted.
<b>Resolution 3(a)</b>	That Mr Michael Shepherd, who retires by rotation in accordance with rule 8.1(d) of the Constitution, be re-elected as a Director.
<b>Resolution 3(b)</b>	That Mr Suvan de Soysa, who retires by rotation in accordance with rule 8.1(d) of the Constitution, be re-elected as a Director.
<b>Resolution 4</b>	That the proportional takeover provisions in rule 6 of the Constitution be renewed for a further three years from the date of this AGM in accordance with section 648G(4) of the Corporations Act.
<b>Resolution 5</b>	That, for the purposes of ASX Listing Rule 7.2 (Exception 13(b)) and for all other purposes, the terms of the Navigator Global Investments Limited Employee Performance Rights Plan (the Performance Rights Plan) and the grant of performance rights and fully paid ordinary shares pursuant to the terms of the Performance Rights Plan (as an exception to ASX Listing Rule 7.1), be approved on the terms and conditions set out in the Explanatory Memorandum.
<b>Resolution 6</b>	Approval is given, for the purposes of the section 611, Item 7 of the Corporations Act, for Dyal Trust and its Associates to acquire a Relevant Interest, and acquire voting power, in Navigator of up to 46.5% as a result of the Proposed Transaction.
<b>Resolution 7</b>	Approval is given, for the purposes of ASX Listing Rule 7.1, for Navigator to issue Shares and 2023 Convertible Notes, to Dyal Trust under the Proposed Transaction.
<b>Resolution 8</b>	Approval is given, for the purposes of ASX Listing Rule 10.1, for Navigator to acquire indirectly the Class II Units held by the GP Strategic Capital Sellers in NGI Strategic Holdings A and NGI Strategic Holdings B as part of the implementation of the Proposed Transaction.

**For further information please contact:**

Amber Stoney  
 Chief Financial Officer & Company Secretary  
 07 3218 6200

**Authorised by:** Amber Stoney, Company Secretary



ANNUAL GENERAL MEETING  
Friday, 27 October, 2023

As required by section 251AA(2) of the Corporations Act 2001 (Commonwealth) the following statistics are provided in respect of each resolution on the agenda.

Resolution Voted on at the meeting			Proxy Votes (as at proxy close)				Direct vote (as at proxy close):		Total votes cast in the poll (where applicable)			Result
No	Short Description	Strike Y/N/NA	For	Against	Discretionary (open votes)	Abstain	For	Against	For	Against	Abstain **	
2	ADOPTION OF THE REMUNERATION REPORT	N	125,836,243 97.62%	233,782 0.18%	327,867 0.25%	3,136,644	593,881 0.46%	1,907,750 1.48%	126,937,991 98.34%	2,145,650 1.66%	3,136,644	Carried
3A	RE-ELECTION OF DIRECTOR - MR MICHAEL SHEPHERD	NA	151,398,089 96.34%	4,208,129 2.68%	366,307 0.23%	4,499,674	894,436 0.57%	290,532 0.18%	153,173,324 97.15%	4,498,661 2.85%	4,694,944	Carried
3B	RE-ELECTION OF DIRECTOR - MR SUVAN DE SOYSA	NA	158,452,451 98.97%	90,279 0.06%	366,307 0.23%	1,563,162	894,436 0.56%	290,532 0.18%	160,422,956 99.76%	380,811 0.24%	1,563,162	Carried
4	RENEWAL OF PROPORTIONAL TAKEOVER PROVISIONS	NA	155,510,122 98.96%	59,713 0.04%	366,307 0.23%	4,524,057	1,015,066 0.65%	191,781 0.12%	157,601,257 99.84%	251,494 0.16%	4,524,057	Carried
5	APPROVAL OF PERFORMANCE RIGHTS PLAN	NA	135,983,299 97.84%	193,788 0.14%	357,867 0.26%	3,139,912	475,460 0.34%	1,977,066 1.42%	136,996,626 98.44%	2,174,972 1.56%	3,139,912	Carried
6	APPROVAL FOR DYAL TRUST'S AND ITS ASSOCIATES' ACQUISITION OF A RELEVANT INTEREST OF UP TO 46.5% IN NAVIGATOR	NA	104,991,038 93.02%	4,925,765 4.36%	432,442 0.38%	48,774,879	2,234,582 1.98%	281,150 0.25%	108,367,824 95.42%	5,206,915 4.58%	48,774,879	Carried
7	APPROVAL FOR THE ISSUE OF SHARES AND 2023 CONVERTIBLE NOTES TO DYAL TRUST	NA	104,966,643 93.00%	4,946,765 4.38%	432,442 0.38%	48,775,274	2,194,590 1.94%	324,142 0.29%	108,303,437 95.36%	5,270,907 4.64%	48,775,274	Carried
8	APPROVAL FOR NAVIGATOR'S ACQUISITION OF THE CLASS II UNITS HELD BY THE GP STRATEGIC CAPITAL SELLERS	NA	105,001,875 93.07%	4,914,928 4.36%	432,442 0.38%	48,841,435	2,361,476 2.09%	103,890 0.09%	108,505,555 95.58%	5,018,818 4.42%	48,841,435	Carried

\*\* - Note that votes relating to a person who abstains on an item are not counted in determining whether or not the required majority of votes were cast for or against that item