

# APPOINTMENT OF PROXY

Gateway Bank Limited ABN 47 087 650 093

## Annual General Meeting

If you cannot attend the Annual General Meeting to be held on Thursday 25 November 2021 at 5.30pm as a virtual event and you are entitled to vote at the Annual General Meeting, you may appoint a proxy to vote on your behalf. This proxy applies only to the Annual General Meeting, and any adjournment of that meeting.

### YOUR VOTE IS IMPORTANT

Please read the instructions carefully before completing this Appointment of Proxy form.

You are encouraged to use Section D to direct your proxy as to 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

Member's Address

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

I appoint as my proxy (tick one box only):

Chair of the Annual General Meeting  
(including any adjournment of the meeting)

OR

the following person:

Name

Address

If you appoint the Chair as your proxy and direct the Chair how to vote, if a poll is called the Chair **must** cast your vote and **must** vote the way you direct. If you do not direct the Chair how to vote on key management personnel remuneration resolutions the Chair can vote as he or she sees fit.

If you want to appoint someone else, give their name and address. If you do not provide a name, you will be taken to have appointed the Chair as your proxy.

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 Annual General Meeting.

### C YOUR SIGNATURE

#### Individual Member or Primary Joint Member

If you have appointed someone else as your attorney, your attorney can sign this Appointment of Proxy on your behalf.

If you are a member jointly with someone else, only the 'primary joint member' needs to sign. You are the primary joint member if the notice of Annual General Meeting was addressed to you.

Your Signature (or Attorney's Signature)

## Members that are Body Corporates

A body corporate member must sign this Appointment of Proxy form in accordance with its Constitution.

Signature of Director/Sole Director &  
Secretary/Authorised Person

Signature of Director/Secretary/Authorised Person

## **D** HOW DO YOU WANT YOUR PROXY TO VOTE?

You can direct your proxy on how to vote at the Annual General Meeting. Your proxy can decide how to vote himself or herself on any business at the Annual General Meeting in relation to which you do not provide any direction as to how to vote on the items of business below (including the resolution dealing with the remuneration of key management personnel and other votes such as procedural motions).

Tick the appropriate box if you want to direct your proxy on how to vote:

<b>Resolution 1</b> To appoint Mr P. Schiller as a Director for three years	FOR	AGAINST	ABSTAIN
	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
<b>Resolution 2</b> To appoint Dr H. Maimbo as a Director for three years	FOR	AGAINST	ABSTAIN
	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
<b>Resolution 3</b> To appoint Mr B. White as a Director for three years	FOR	AGAINST	ABSTAIN
	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
<b>Resolution 4</b> To approve the remuneration of Directors	FOR	AGAINST	ABSTAIN
	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
<b>Special Resolution 1</b> To approve the proposed amendments to the Constitution of Gateway Bank Ltd, other than the amendments noted in agenda item 7.2, contained in the document tabled at the AGM.	FOR	AGAINST	ABSTAIN
	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
<b>Special Resolution 2</b> To approve the proposed amendments to the Constitution of Gateway Bank Ltd to allow for the issuance of mutual capital instruments by making the amendments marked as "Mutual capital instruments amendments", contained in the document tabled at the AGM.	FOR	AGAINST	ABSTAIN
	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

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?

- email a signed and scanned copy to [AGM@gatewaybank.com.au](mailto:AGM@gatewaybank.com.au) OR
- deliver or post this form to our registered office at Level 10, 68 York Street Sydney NSW 2000

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 – In order for your appointment to be valid, this Appointment of Proxy must reach Gateway Bank by no later than 48 hours before the start of the Annual General Meeting.**