



17 October 2024

Dear Shareholder,

Please find enclosed the notice of Auswide Bank Ltd's ("**Auswide**") 2024 Annual General Meeting ("**Notice of Meeting**") to be held on Monday, 18 November 2024 at 11.00am (Queensland time) ("**Meeting**"). Shareholders and other persons will have the option of attending the meeting in person at Christie Spaces Conference Centre, Level 1, 320 Adelaide Street, Brisbane, Queensland 4000 or online at <https://meetnow.global/MSKJDZM>. Any shareholder who wishes to attend the Meeting in person is requested to confirm their intention to do so by email to [auswide@auswidebank.com.au](mailto:auswide@auswidebank.com.au) by 11.00am (Queensland time) on Monday, 11 November 2024. Registration for online attendance at the Meeting will commence at 10.00am (Queensland time) on Monday, 18 November 2024.

The Notice of Meeting outlines the items of business to be considered at the Meeting which, in addition to the consideration of Auswide's financial statements and reports for the financial year ended 30 June 2024 include:

- (a) the proposed re-election of Ms Sandra Birkenleigh;
- (b) the proposed re-election of Mr Grant Murdoch;
- (c) the proposed re-election of Ms Jacqueline Korhonen; and
- (d) the adoption of Auswide's Remuneration Report for the financial year ended 30 June 2024.

A separate general meeting of the Company is proposed to be convened at which shareholders will be asked to consider and vote on Auswide's proposed merger with MyState Limited (announced on 19 August 2024) ("**Scheme Meeting**"). Subject to the Court granting orders convening the Scheme Meeting, it is currently anticipated that the Scheme Meeting will be held in December 2024.

Further details in relation to how to attend and participate in the physical or online meeting (including how to vote and ask questions in real time) are set out in the Notice of Meeting.

An Online Meeting Guide is available on Auswide's website at <http://www.auswidebank.com.au> under the Corporate > Shareholder Information > Notice of Meetings tab. The Online Meeting Guide provides detailed instructions on how to log in to, view, participate, vote and ask questions (in writing or orally) in real time at the Meeting.

*Small things. Big difference.*

Shareholders are encouraged to vote prior to the Meeting by completing the proxy form enclosed with the Notice of Meeting in accordance with the instructions on the form and by returning it to Auswide's share registry in the manner set out in the Notice of Meeting. **To be effective, completed proxy forms must be received by Auswide's share registry by 11.00am (Queensland time) on Saturday, 16 November 2024**, being 48 hours before the commencement of the Meeting.


Shareholders who will be attending the Meeting in person and who will not be appointing a proxy are asked to bring the proxy form enclosed with this Notice of Meeting to assist with registration.

Shareholders are also invited and encouraged to submit questions in advance of the Meeting by email to [auswide@auswidebank.com.au](mailto:auswide@auswidebank.com.au) or otherwise in the manner set out in the Notice of Meeting.

Our full 2024 Annual Report, including the Chairman's Report, has been lodged with the Australian Securities Exchange and is now available on our website at <http://www.auswidebank.com.au> under the Corporate > Results and Reporting > Annual Reports tab. Printed copies of the 2024 Annual Report will be sent to Shareholders who have requested a copy.

Should you have any questions in relation to the Meeting please contact our share registry, Computershare, on 1300 850 505. Alternatively, if you have any queries in respect of the Notice of Meeting or information contained in the Annual Report, please contact our Company Secretary, Bill Schafer on 07 4150 4075.

Yours faithfully


A handwritten signature in black ink, appearing to be 'DS', written over a large, faint circular watermark or stamp.


Doug Snell  
Managing Director

ABA

MR SAM SAMPLE  
FLAT 123  
123 SAMPLE STREET  
THE SAMPLE HILL  
SAMPLE ESTATE  
SAMPLEVILLE VIC 3030

## 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 **11.00am (Queensland time)** on **Saturday, 16 November 2024**.

# 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.**

## 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.

## PARTICIPATING IN THE MEETING

### Attending the Meeting

If you wish to attend the meeting online, please use the details provided in this form. Alternatively, if you are attending the meeting in person, please bring this form with you to assist registration.

### Corporate Representative

If a representative of a corporate securityholder or proxy is to participate in the meeting you will need to provide the appropriate "Appointment of Corporate Representative". A form may be obtained from Computershare or online at [www.investorcentre.com/au](http://www.investorcentre.com/au) and select "Printable Forms".

## Lodge your Proxy Form:

**XX**

### Online:

Lodge your vote online at [www.investorvote.com.au](http://www.investorvote.com.au) using your secure access information or use your mobile device to scan the personalised QR code.

Your secure access information is



**Control Number: 999999**

**SRN/HIN: I9999999999**

**PIN: 99999**

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

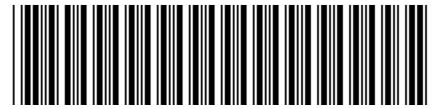


**PLEASE NOTE:** For security reasons it is important that you keep your SRN/HIN confidential.

You may elect to receive meeting-related documents, or request a particular one, in electronic or physical form and may elect not to receive annual reports. To do so, contact Computershare.

MR SAM SAMPLE  
FLAT 123  
123 SAMPLE STREET  
THE SAMPLE HILL  
SAMPLE ESTATE  
SAMPLEVILLE VIC 3030

**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.



I 9999999999

I ND

# 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 Auswide Bank Ltd ("Company") hereby appoint

the Chairperson of the Meeting **OR**

**PLEASE NOTE:** Leave this box blank if you have selected the Chairperson 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 Chairperson of the Meeting, as my/our proxy to act generally 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 the Company to be held at Christie Spaces Conference Centre, Level 1, 320 Adelaide Street, Brisbane, Queensland 4000 and online at <https://meetnow.global/MSKJDZM> on Monday, 18 November 2024 at 11.00am (Queensland time) ("Meeting") and at any adjournment or postponement of the Meeting.

If you appoint someone other than the Chairperson of the Meeting as your proxy you will need to advise your proxy of their appointment and, if your proxy will attend the Meeting online, ask them to contact the Company's share registry, Computershare Investor Services on +61 3 9415 4024 Monday to Friday during business hours to arrange their login details so they may attend the Meeting, vote, and ask questions on your behalf via the Computershare AGM online platform.

**Chairperson authorised to exercise undirected proxies on remuneration related resolutions:** Where I/we have appointed the Chairperson of the Meeting as my/our proxy (or the Chairperson becomes my/our proxy by default), I/we expressly authorise the Chairperson to exercise my/our proxy on Resolution 4 (except where I/we have indicated a different voting intention in Step 2) even though Resolution 4 is connected directly or indirectly with the remuneration of a member of key management personnel, which includes the Chairperson.

**Important Note:** If the Chairperson of the Meeting is (or becomes) your proxy you can direct the Chairperson to vote for or against or abstain from voting on Resolution 4 by marking the appropriate box in Step 2.

### Comments and Questions:

If you have any comments or questions for the Company, please write them on a separate sheet of paper and return with this form or otherwise in accordance with the instructions set out in the Notice of Meeting.

## 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 poll and your votes will not be counted in computing the required majority.

|              |  | For                      | Against                  | Abstain                  |
|--------------|--|--------------------------|--------------------------|--------------------------|
| Resolution 1 | Re-election of Director (Ms S Birkenleigh) | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
| Resolution 2 | Re-election of Director (Mr G Murdoch)     | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
| Resolution 3 | Re-election of Director (Ms J Korhonen)    | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
| Resolution 4 | Remuneration Report                        | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |

The Chairperson of the Meeting intends to vote undirected proxies in favour of each item of business. In exceptional circumstances, the Chairperson 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

Sole Director & Sole Company Secretary

Securityholder 2

Director

Securityholder 3

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

A B A

3 1 2 4 4 1 A



Computershare



Notice is hereby given that the **Annual General Meeting (“Meeting”)** of Auswide Bank Ltd ABN 40 087 652 060 (**“Company”**) will be held on Monday, 18 November 2024 at 11.00am (Queensland time). Shareholders and other persons will have the option of attending the Meeting in person at Christie Spaces Conference Centre, Level 1, 320 Adelaide Street, Brisbane, Queensland 4000 or online at <https://meetnow.global/MSKJDZM>. For those attending in person, parking is available at the Cathedral Square car park located at 410 Ann Street, Brisbane, Queensland 4000.

A separate general meeting of the Company is proposed to be convened at which shareholders will be asked to consider and vote on Auswide’s proposed merger with MyState Limited (announced on 19 August 2024) (**“Scheme Meeting”**). Subject to the Court granting orders convening the Scheme Meeting, it is currently anticipated that the Scheme Meeting will be held in December 2024.

Any shareholder who wishes to attend the Meeting in person is requested to confirm their intention to do so by email to [auswide@auswidebank.com.au](mailto:auswide@auswidebank.com.au) by 11.00am (Queensland time) on Monday, 11 November 2024. Registration for online attendance at the Meeting will commence at 10.00am (Queensland time) on Monday, 18 November 2024.

If it is necessary or appropriate for the Company to make alternative arrangements for the Meeting, information in relation to any alternative arrangements will be announced via ASX.

## **ORDINARY BUSINESS:**

### **Financial Statements and Reports**

To receive and consider the financial statements and reports of the Directors and Auditor for the financial year ended 30 June 2024.

*There is no requirement for shareholders to approve these reports or statements. Accordingly, there will be no vote on this item of business.*

#### **Resolution 1 – Re-election of Director (Ms S Birkenleigh)**

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

“That Ms S Birkenleigh, who retires by rotation in accordance with rule 13.6 of the Company’s Constitution and being eligible, be re-elected as a Director of the Company.”

*Information about the candidate appears in the accompanying Explanatory Memorandum.*

#### **Resolution 2 – Re-election of Director (Mr G Murdoch)**

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

“That Mr G Murdoch, who retires by rotation in accordance with rule 13.6 of the Company’s Constitution and being eligible, be re-elected as a Director of the Company.”

*Information about the candidate appears in the accompanying Explanatory Memorandum.*

#### **Resolution 3 – Re-election of Director (Ms J Korhonen)**

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

“That Ms J Korhonen, who retires by rotation in accordance with rule 13.6 of the Company’s Constitution and being eligible, be re-elected as a Director of the Company.”

*Information about the candidate appears in the accompanying Explanatory Memorandum.*

#### **Resolution 4 – Remuneration Report**

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

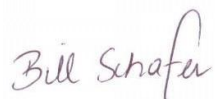
“That the Remuneration Report for the financial year ended 30 June 2024, as set out in the Company’s 2024 Annual Report, be adopted.”

*The vote on this resolution is advisory only and does not bind the Directors of the Company or the Company.*

*A voting exclusion applies to this resolution. Please refer to the accompanying Explanatory Memorandum for more information.*

***Dated 17 October 2024***

By order of the Board

A handwritten signature in blue ink that reads "Bill Schafer". The signature is written in a cursive, slightly slanted style.

William R. Schafer

Company Secretary

## ENTITLEMENT TO VOTE

Pursuant to regulation 7.11.37 of the *Corporations Regulations 2001* (Cth) and ASX Settlement Operating Rule 5.6.1, the Company has determined that for the purposes of the Meeting, all ordinary shares in the Company shall be taken to be held by the persons who are registered as shareholders of the Company as at 7.00pm (Sydney time) on Saturday, 16 November 2024 (“**Entitlement Time**”).

All holders of ordinary shares in the Company as at the Entitlement Time (“**Eligible Shareholder**”) are entitled to vote and ask questions at the Meeting (subject to any restrictions on voting described in the Explanatory Memorandum). Alternatively, holders of ordinary shares may appoint a proxy or proxies to vote and ask questions on their behalf (for further information see “Voting by Proxy”, below).

## ALL RESOLUTIONS TO BE DETERMINED BY POLL

Voting on each of the proposed resolutions at the Meeting will be determined by poll. On a poll, every Eligible Shareholder has one vote for each fully paid share in the Company held by them (subject to any restrictions on voting described in the Explanatory Memorandum).

The Computershare AGM online platform will facilitate online voting for all shareholders and proxy holders attending the Meeting online via the Computershare AGM online platform in real time.

The results of the voting on resolutions requiring a shareholder vote at the Meeting will be announced to the ASX promptly after the Meeting.

## CONDUCT OF THE MEETING

The Company is committed to ensuring that its shareholder meetings are conducted in a manner which provides shareholders (or their proxy holders or representatives) who attend the Meeting with the opportunity to participate in the business of the Meeting and to ask questions about, and comment on, matters relevant to the business of the Meeting or the Company generally.

The Chairperson of the Meeting will exercise their powers as the Chairperson to ensure that the Meeting is conducted in an orderly and timely fashion, in the interests of all attending shareholders.

In the event that technical issues arise, the Company will have regard to the impact of the technical issues on shareholders participating and casting votes online, and the Chairperson of the Meeting may, in exercising their powers as the Chairperson, issue any instructions for resolving the issue and may continue the Meeting if it is appropriate to do so.

## ATTENDING THE MEETING

Shareholders are encouraged to lodge a completed proxy form prior to the Meeting. Further, any shareholder who wishes to attend the Meeting in person is requested to confirm their intention to do so by email to [auswide@auswidebank.com.au](mailto:auswide@auswidebank.com.au) by 11.00am (Queensland time) on Monday, 11 November 2024. Registration for online attendance at the Meeting will commence at 10.00am (Queensland time) on Monday, 18 November 2024.

In the event that it is necessary or appropriate for the Company to make alternative arrangements for the Meeting, information in relation to any alternative arrangements will be announced via ASX.

## PARTICIPATION IN THE MEETING

The Meeting will be held at **11.00am (Queensland time) on Monday, 18 November 2024**. There are a number of ways shareholders, proxy holders and corporate representatives can participate in the Meeting:

- **in person:** shareholders, proxy holders and corporate representatives may attend the Meeting in person at Christie Spaces Conference Centre, Level 1, 320 Adelaide Street, Brisbane, Queensland 4000. Shareholders who will be attending the Meeting in person and who will not be appointing a proxy are asked to bring the proxy form enclosed with this Notice of Meeting to assist with registration; or
- **online:** shareholders, proxy holders and corporate representatives may view and participate online in real time at the Meeting through the Computershare AGM online platform (via a computer) by entering the following URL into their browser: <https://meetnow.global/MSKJDZM>, (or via a smartphone, tablet or other online device). The latest version of Chrome, Safari, Edge or Firefox is required when using the Computershare AGM online platform.

Detailed instructions on how to log in to, view, participate, vote and ask questions (in writing and orally) online in real time at the Meeting are set out in the Online Meeting Guide available on the Company’s website at: <http://www.auswidebank.com.au> under the Corporate > Shareholder Information > Notice of Meetings tab.

We recommend logging in to the Computershare AGM online platform at least 15 minutes prior to the scheduled start time for the Meeting. Online registration for the Meeting will open 1 hour before the start of the Meeting.

## VOTING USING THE COMPUTERSHARE AGM ONLINE PLATFORM

To log in to, view and participate, including to submit votes and ask questions (in writing and orally) in real time during the Meeting, Eligible Shareholders will need their Shareholder Reference Number (SRN) or Holder Identification Number (HIN) and password (which is the postcode of your registered address in Australia or, for overseas residents, is your 3 character country code as set out in the Online Meeting Guide available on the Company's website at: <http://www.auswidebank.com.au/> under the Corporate > Shareholder Information > Notice of Meetings tab).

Proxyholders will need their unique username and password which may be obtained by contacting Computershare Investor Services on +61 3 9415 4024 Monday to Friday during business hours.

The link for the Meeting is: <https://meetnow.global/MSKJDZM>.

Voting will be open until the Chairperson of the Meeting declares the poll closed.

## VOTING BY PROXY

An Eligible Shareholder who is entitled to vote or ask questions at the Meeting is entitled to appoint no more than two proxies to act on their behalf at the Meeting. A proxy need not be a shareholder of the Company. An Eligible Shareholder who appoints two proxies must specify the proportion or number of votes each proxy is appointed to exercise. If an Eligible Shareholder appoints two proxies and the appointment does not specify the proportion or number of the Eligible Shareholder's votes each proxy may exercise, then each proxy may exercise half of the votes.

A proxy form, which includes further instructions, is enclosed with this Notice of Meeting. To be valid, the completed proxy form (together with the original or a certified copy of any Power of Attorney under which the proxy form is signed, if applicable) must be received by the Company's share registry at the following address:

- Computershare Investor Services Pty Limited  
GPO Box 242  
Melbourne Victoria 3001  
Australia
- Or by fax:  
Within Australia: 1800 783 447  
Outside Australia: +61 3 9473 2555

Alternatively, you may lodge a proxy electronically at: [www.investorvote.com.au](http://www.investorvote.com.au).

**Eligible Shareholders are encouraged to lodge their completed proxy form ahead of the Meeting.**

To be effective, a completed proxy form must be received by the Company's share registry by **11.00am (Queensland time) on Saturday, 16 November 2024**, being 48 hours before the commencement of the Meeting.

An Eligible Shareholder who appoints a proxy may still attend the Meeting in person and vote and ask questions, or attend the Meeting online, and submit votes and questions (in writing and orally) in real time during the Meeting. If an Eligible Shareholder decides to attend the Meeting after appointing a proxy to do so on their behalf, the Eligible Shareholder will not need to vote at the Meeting if they have already appointed a proxy to vote at the Meeting on their behalf. However, if the Eligible Shareholder wishes to vote or change their vote at the Meeting, any prior vote cast by the Eligible Shareholder (including by their proxy) will be revoked.

## QUESTIONS FROM SHAREHOLDERS

Eligible Shareholders will have the opportunity to ask questions at the Meeting to the Chairperson of the Meeting or the Company's Auditor, either:

- in person; or
- online in real time (in writing or orally) via the Computershare AGM online platform at: <https://meetnow.global/MSKJDZM>

Written questions to the Chairperson of the Meeting about the management of the Company may also be submitted before the Meeting to:

The Company Secretary  
Auswide Bank Ltd  
Level 3, 16-20 Barolin Street  
Bundaberg QLD 4670  
Email: [auswide@auswidebank.com.au](mailto:auswide@auswidebank.com.au)

and must be received by the Company by **5.00pm (Queensland time) on Monday, 11 November 2024**. More frequently asked questions received before the Meeting will be attempted to be addressed in the Chairperson's and the Managing Director and Chief Executive Officer's addresses at the Meeting.

## CHANGE OF ELECTION FOR SHAREHOLDER COMMUNICATIONS AND ANNUAL REPORT

The Company's Annual Reports and Financial Statements are made available online at <https://www.auswidebank.com.au/> under the Corporate > Results and Reporting > Annual Reports tab. Please note that the default option for receiving your 2024 Annual Report is via the Company's website. You have the choice of receiving an email when the Company's 2024 Annual Report becomes available online or electing to receive a printed copy of the Company's 2024 Annual Report. To change your current Annual Report election, please update your details online by visiting [www.investorcentre.com/au](http://www.investorcentre.com/au). If you do not have internet access, please call 1300 308 185 and follow the voice instructions.



## **Explanatory Memorandum**

This Explanatory Memorandum has been prepared to assist shareholders and provides additional information on the resolutions to be considered at the Annual General Meeting (“**Meeting**”) of Auswide Bank Ltd ABN 40 087 652 060 (“**Company**”) to be held on Monday, 18 November 2024 at 11.00am (Queensland time). Shareholders and other persons will have the option of attending the Meeting in person at Christie Spaces Conference Centre, Level 1, 320 Adelaide Street, Brisbane, Queensland 4000 or online at: <https://meetnow.global/MSKJDZM>. This Explanatory Memorandum forms part of the Notice of Meeting.

### **Ordinary Business:**

#### **Financial Statements and Reports**

The *Corporations Act 2001* (Cth) (“**Corporations Act**”) requires that the Directors’ Report, the Auditor’s Report and the Financial Statements of the Company for the financial year ended 30 June 2024 be laid before the Meeting. In addition, the Company’s Constitution provides for these Reports and Financial Statements to be received and considered at the Meeting. Apart from the matters involving the remuneration of members of the Company’s Key Management Personnel (“**KMP**”) which are required to be voted upon, neither the Corporations Act nor the Company’s Constitution require a vote of shareholders at the Meeting on such Reports or Financial Statements.

Shareholders will be given a reasonable opportunity to ask the Company’s Auditor questions about the conduct of the audit and the preparation and content of the Auditor’s Report, the accounting policies adopted by the Company in its preparation of the Financial Statements and the independence of the Auditor in relation to the conduct of the audit, at the Meeting.

The Chairperson of the Meeting will also give shareholders a reasonable opportunity to ask questions about, or comment on, the management of the Company. In addition to taking questions at the Meeting, written questions to the Chairperson of the Meeting about the management of the Company may be submitted to:

The Company Secretary  
Auswide Bank Ltd  
Level 3, 16-20 Barolin Street  
Bundaberg QLD 4670  
Email: [auswide@auswidebank.com.au](mailto:auswide@auswidebank.com.au)

and must be received by the Company by **5.00pm (Queensland time) on Monday, 11 November 2024**.

*There is no requirement for shareholders to approve these Reports or Financial Statements. Accordingly, there will be no vote on this item of business.*

#### **Resolution 1 – Re-election of Director (Ms Sandra C Birkenleigh)**

Ms Birkenleigh was appointed to the Board on 2 February 2015, and was appointed Chair on 1 January 2021. Ms Birkenleigh was a partner at PricewaterhouseCoopers for 16 years until her retirement in 2013. During her career, her predominant industry focus has been Financial Services (Banking and Wealth Management). Ms Birkenleigh has also advised on risk management in other sectors such as retail and consumer goods, retail and wholesale electricity companies, resources, and education sectors. Ms Birkenleigh is currently a non-executive Director of the Tasmanian Finance Corporation, Adore Beauty Limited and Horizon Oil Limited. She was recently appointed as Chair of BBO Investments Pty Limited and Channel Investment Management Limited. She is Deputy Chancellor of the University of the Sunshine Coast, a member of its Council and Chair of its Audit and Risk Management Committee.

Ms Birkenleigh serves as Chairperson of the Board, is a member of the Board Audit Committee and attends the Board Remuneration Committee and Board Risk Committee by invitation.

The Board considers that Ms Birkenleigh, if re-elected, will qualify as an independent Director of the Company.

*The Board of the Company (with Ms Birkenleigh abstaining) recommends that shareholders vote in favour of Resolution 1.*

## **Resolution 2 – Re-election of Director (Mr Grant B Murdoch)**

Mr Murdoch was appointed to the Board on 1 January 2021. Mr Murdoch is a Chartered Accountant with over 37 years of experience and has previously served as a partner with both Ernst & Young and Deloitte. Mr Murdoch has extensive experience in providing advice on M&A, corporate restructures, share issues, pre-acquisition due diligence and expert reports for capital raisings and IPOs. Mr Murdoch is currently a non-executive Director of Lynas Rare Earths Ltd and serves as a Senator of the University of Queensland where he is also an Adjunct Professor at the School of Business, Economics and Law. Mr Murdoch was appointed as a non-executive Director of the following companies from 1 April 2021: Kiwicare Holdings Ltd, Kiwicare Corporation Ltd, Amalgamated Hardware Merchants Ltd, Burnets Horticulture Ltd, McGregor's Horticulture Ltd, and Amalgamated Hardware Merchants (Australia) Pty Ltd. Mr Murdoch was also recently appointed Chair of Eagle Street Associates Pty Ltd.

Mr Murdoch is Chair of the Board Audit Committee, and a member of the Board Remuneration Committee and the Board Risk Committee.

The Board considers that Mr Murdoch, if re-elected, will qualify as an independent Director of the Company.

*The Board of the Company (with Mr Murdoch abstaining) recommends that shareholders vote in favour of Resolution 2.*

## **Resolution 3 – Re-election of Director (Ms Jacqueline Korhonen)**

Ms Korhonen was appointed to the Board on 1 April 2021. Ms Korhonen's career spans more than 35 years and encompasses executive roles with several multi-national technology companies including over 25 years at IBM. Ms Korhonen is an independent non-executive Director of MLC Life Insurance and a non-executive Director of Nuix. Ms Korhonen is also a non-executive Director of the Civil Aviation Safety Authority (CASA).

Ms Korhonen is Chair of the Board Remuneration Committee, and a member of the Board Audit Committee and the Board Risk Committee.

The Board considers that Ms Korhonen, if re-elected, will qualify as an independent Director of the Company.

*The Board of the Company (with Ms Korhonen abstaining) recommends that shareholders vote in favour of Resolution 3.*

## **Resolution 4 – Remuneration Report**

Shareholders are asked to adopt the Remuneration Report. The Remuneration Report is set out on pages 36 to 47 of the Company's 2024 Annual Report. The Chairperson of the Meeting will give shareholders a reasonable opportunity to ask questions about, and comment on, the Remuneration Report at the Meeting.

The vote on this resolution is advisory only and does not bind the Directors of the Company or the Company. The Directors will consider the outcome of the vote and comments made by shareholders on the Remuneration Report when reviewing the Company's remuneration policies.

While the resolution is not binding on the Company, under the Corporations Act, if the resolution on the Company's remuneration report receives votes against of 25% or more at two consecutive Annual General Meetings, a resolution must then be put to shareholders at the second Annual General Meeting as to whether another meeting should be held within 90 days at which all Directors of the Company (other than a Managing Director) who were in office at the date of approval of the applicable Directors' report must stand for re-election.

### **Voting Exclusion Statement:**

In accordance with section 250R(4) of the Corporations Act, a vote on Resolution 4 must not be cast (in any capacity) by or on behalf of either a member of the Key Management Personnel ("KMP") of the Company (which includes the Directors of the Company) whose remuneration details are included in the Remuneration Report, or a closely related party (such as close family members and any entities the KMP controls) of such a person, unless:

- (a) it is cast by the person who is appointed in writing as a proxy for a shareholder who is entitled to vote, and the proxy form specifies the way the proxy is to vote on the resolution; or
- (b) it is cast by the Chairperson of the Meeting as proxy for a shareholder who is entitled to vote, and the proxy form does not specify the way the proxy is to vote on the resolution and expressly authorises the Chairperson of the Meeting to exercise the proxy even if the resolution is connected directly or indirectly with the remuneration of a member of the KMP of the Company.

**If the Chairperson of the Meeting is your proxy, and you fail to provide a voting direction in respect of Resolution 4 on the proxy form (which you may do by marking the 'For', 'Against' or 'Abstain' box opposite Resolution 4 on the proxy form), you are expressly authorising the Chairperson of the Meeting to vote in favour of Resolution 4 even if that resolution is connected directly or indirectly with the remuneration of Directors or members of the KMP of the Company. Subject to any applicable laws or voting exclusions, the Chairperson of the Meeting intends to vote all available proxies in favour of the resolutions in this Notice of Meeting (including Resolution 4).**

*Noting that each Director has a personal interest in their own remuneration from the Company, as described in the Remuneration Report, the Board of the Company recommends that shareholders vote in favour of Resolution 4.*

# ONLINE MEETING GUIDE

## GETTING STARTED

If you choose to participate online you will be able to view a live webcast of the meeting, ask the Directors questions online and submit your votes in real time. To participate online visit <https://meetnow.global/au> on your smartphone, tablet or computer. You will need the latest versions of Chrome, Safari, Edge or Firefox. Please ensure your browser is compatible.

## TO LOG IN, YOU MUST HAVE THE FOLLOWING INFORMATION:

### Australian Residents

SRN or HIN and postcode of your registered address.

### Overseas Residents

SRN or HIN and country of your registered address.

### Appointed Proxies

Please contact Computershare Investor Services on +61 3 9415 4024 to request your unique email invitation link prior to the meeting day.

## PARTICIPATING AT THE MEETING

To participate in the online meeting, visit <https://meetnow.global/au>. Then enter the company name in the 'Search for meeting' field. Select and click on the displayed meeting.

### Search for meeting

Please enter Company or Meeting Name. Enter 3 or more characters. e.g. Computershare

Or select the country where the company is based.

Australia

### To register as a shareholder

Select 'Shareholder', enter your SRN or HIN and select your country. If Australia, also enter your postcode.

Shareholder   Invitation   Guest

If you are a shareholder or an appointed corporate representative, please enter the required details below.

SRN/HIN

eg. X1234567890

Country

Australia

Post Code

eg. 0123

**SIGN IN**

### or To register as a proxyholder

To access the meeting click on the link in the invitation e-mail sent to you. Or select 'Invitation' and enter your invite code provided in the e-mail.

Shareholder   Invitation   Guest

If you have received an email invitation for this meeting, please enter your invite code below.

Invite Code

Enter your invite code. e.g. G-ABCDEFG or ABCD

**SIGN IN**

### or To register as a guest

Select 'Guest' and enter your details.

Shareholder   Invitation   Guest

If you would like to attend the meeting as a Guest please provide your details below.

First Name \*

Last Name \*

Email

Company Name

**SIGN IN**



### Broadcast

The webcast will appear automatically once the meeting has started. If the webcast does not start automatically press the play button and ensure the audio on your computer or device is turned on.

The screenshot shows the top navigation bar with 'Broadcast' selected. Below it, the user's name 'MR JOHN CITIZEN' and '500 Votes' are displayed. There are 'Clip' and 'Slides' buttons. The main area shows a video player with a slide titled 'Corporate Responsibility highlights'.



### Vote

When the Chair declares the poll open, select the 'Vote' icon and the voting options will appear on your screen.

To vote, select your voting direction. A tick will appear to confirm receipt of your vote.

To change your vote, select 'Click here to change your vote' and press a different option to override.

The screenshot shows the 'Vote' tab selected. Under 'Items of Business', there are two items: '2A Re-elect Mr John Brown as a Director' and '2B Re-elect Mr Peter Nolan as a Director'. Each item has three buttons: 'FOR', 'AGAINST', and 'ABSTAIN'.



### Q & A

To ask a question select the 'Q & A' icon, select the topic your question relates to. Type your question into the chat box at the bottom of the screen and press 'Send'.

To ask a verbal question, follow the instructions on the virtual meeting platform.

The screenshot shows the 'Q & A' tab selected. There is a text input field with the placeholder 'Your questions(s)'. Below it is a dropdown menu showing '3 Adoption of Remuneration Report'. At the bottom, there is another text input field with the placeholder 'Enter your question here' and a 'Send' button. A character count '24 character(s)' is visible.



### Documents

To view meeting documents select the 'Documents' icon and choose the document you wish to view.

The screenshot shows the 'Documents' tab selected. There are two document options listed: 'Notice of Meeting' and 'Online User Guide'.

## FOR ASSISTANCE

If you require assistance before or during the meeting please call +61 3 9415 4024.

## Need assistance?



**Phone:**

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



**Online:**

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

ABA

MR SAM SAMPLE  
FLAT 123  
123 SAMPLE STREET  
THE SAMPLE HILL  
SAMPLE ESTATE  
SAMPLEVILLE VIC 3030

## Auswide Bank Ltd Annual General Meeting

The Auswide Bank Ltd Annual General Meeting will be held on Monday, 18 November 2024 at 11.00am (Queensland time). You are encouraged to participate in the meeting using the following options:



### MAKE YOUR VOTE COUNT

To lodge a proxy, access the Notice of Meeting and other meeting documentation visit [www.investorvote.com.au](http://www.investorvote.com.au) and use the below information:



**Control Number: 999999**

**SRN/HIN: I9999999999**

**PIN: 99999**

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

For your proxy appointment to be effective it must be received by 11.00am (Queensland time) on Saturday, 16 November 2024.



### ATTENDING THE MEETING ONLINE

To log into, view and participate, including to submit votes and ask questions in real time during the meeting, please visit: <https://meetnow.global/MSKJDZM>

For instructions refer to the Online Meeting Guide [www.computershare.com.au/virtualmeetingguide](http://www.computershare.com.au/virtualmeetingguide)



### ATTENDING THE MEETING IN PERSON

The meeting will be held at:

Christie Spaces Conference Centre, Level 1, 320 Adelaide Street, Brisbane, Queensland 4000

You may elect to receive meeting-related documents, or request a particular one, in electronic or physical form and may elect not to receive annual reports. To do so, contact Computershare.