

**Perth Markets Limited ACN 608 334 989**

**Proxy form for Company General Meeting**

**STEP 1: APPOINT A PROXY TO VOTE ON YOUR BEHALF**

Full name of shareholder(s):

.....

Address:

.....

I/We being a member/s of Perth Markets Limited ACN 608 334 989 (**Company**) and entitled to attend and vote at the company general meeting of the Company to be held at 8:30am on 19 September 2019 appoint:

the Chair of the meeting.

**OR**

.....

(Full name of proxy or the office of the proxy)

(mark  
box)

(mark  
box)

or if the person or body corporate named above fails to attend the meeting, or if no person/body corporate is named, the Chair of the meeting as my/our proxy to attend that meeting and vote on my/our behalf at that meeting and any adjournment or postponement of that meeting in accordance with the following directions (or if no directions have been given, as the proxy sees fit). If two proxies are appointed, the proportion of voting rights this proxy represents is .....%.

If the Chair of the meeting is appointed as your proxy, or may be appointed by default and you do **not** wish to direct your proxy how to vote as your proxy in respect of each resolution, please place a mark in the box.

By marking this box, you acknowledge that the Chair of the meeting may exercise your proxy even if he or she has an interest in the outcome of the resolution(s) and that votes cast by the Chair of the meeting for those resolution(s) other than as a proxy holder will be disregarded because of that interest.

If you do not mark this box, and you have not directed your proxy how to vote, the Chair will not cast your votes on the resolution and your votes will not be counted in calculating the required majority if a poll is called on the resolution.

The Chair intends to vote undirected proxies in favour of all agenda items.

**STEP 2: VOTING DIRECTIONS ON ITEMS OF BUSINESS**

I direct that my proxy vote in the following manner (please mark relevant boxes with (✕) to indicate your directions):

**Item**

**Special Resolution**

**For**

**Against**

**Abstain\***

Item	Special Resolution	For	Against	Abstain*
1	That, subject to and conditional on, the Company Scheme becoming Effective, the Unstapling of the PML Shares and the PMLT Units in accordance with the terms of the PML Constitution, the PMLT Constitution and the Cooperation and Coordination Deed be approved.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

\* Please note if you mark **abstain**, you are directing your proxy not to vote on that resolution.

**STEP 3: SIGNATURE OF SHAREHOLDER(S)**

Individual or Shareholder 1

Shareholder 2

Shareholder 3

Sole Director and Sole  
Company Secretary

Director

Director/Company Secretary

Date:

/ /

/ /

/ /

In addition to signing this Proxy Form, please provide the following information in case we need to contact you:

Contact  
name

Contact  
daytime  
telephone

**STEP 4: LODGING YOUR PROXY FORM**

You must lodge your Proxy Form by 8.30am on 17 September 2019. Please read carefully and follow the instructions overleaf.

## How to complete this Proxy Form

For your proxy vote to be effective, your completed Proxy Form must be received by 8.30am on 17 September 2019.

### Step 1: Appointing a proxy

If you are entitled to attend and vote at the meeting, you may appoint a proxy to attend the meeting and vote on your behalf. A proxy can be an individual or a body corporate and need not be a shareholder. You may select the Chair of the meeting as your proxy.

*Appointing a second proxy:* You can appoint up to two proxies. If you appoint two proxies, you must specify the proportion or number of votes each proxy may exercise. If no proportion is specified, each proxy may exercise half of your votes (disregarding fractions) on a poll. If you appoint two proxies, neither is entitled to vote on a show of hands if more than one proxy attends the meeting. A separate Proxy Form must be used for each proxy.

*Additional Proxy Forms:* You can obtain additional Proxy Forms by telephoning the Company or you may copy this Form. Please lodge both Proxy Forms together.

### Step 2: Voting directions

You may direct your proxy how to vote by placing a mark (✕) in one of the boxes opposite each item of business. All your shares will be voted in accordance with your directions. If you mark the "Abstain" box for an item, you are directing your proxy not to vote on that item. If you mark more than one box for an item, your vote on that item will be invalid.

*Voting a portion of your holding:* You may indicate that only a portion of your voting rights are to be voted on any item by inserting a percentage or the number of shares you wish to vote in the appropriate box or boxes. The total of votes cast, or the percentage for or against, an item must not exceed your voting entitlement or 100%.

*No directions:* If you do not mark any of the boxes on a given item, your proxy may vote as he or she chooses.

### Step 3: Signing instructions

*Individual:* The Proxy Form must be signed by the shareholder personally or by power of attorney (see below).

*Joint holding:* The Proxy Form must be signed by each of the joint shareholders personally or by power of attorney (see below).

*Power of attorney:* To sign under power of attorney or other authority, you must lodge, or have already lodged, the relevant power of attorney or written authority with the Company. If you have not previously lodged that document, please attach a certified copy to this Proxy Form when you return it to the Company.

*Companies:* For a corporate shareholder, if the company has a sole director who is also the sole company secretary, that person must sign this Proxy Form. If the company does not have a company secretary (under section 204A of the *Corporations Act 2001* (Cth) (**Act**)), its sole director must sign this Proxy Form. Otherwise, a director must sign jointly with either another director or a company secretary in accordance with section 127 of Act. Please indicate the office held by the signatory by signing in the appropriate place.

*Corporate representative:* If a representative of a corporate shareholder or proxy is to attend the meeting:

- an appropriately executed letter or certificate authorising the person to act as the company's or proxy's representative in accordance with the company's constitution; or
- a copy of the resolution appointing the representative, certified by a company secretary or director,

must be produced before the meeting.

#### **Step 4: Lodging your Proxy Form**

This Proxy Form must be received by the Company by 8.30am on 17 September 2019. Any Proxy Form received after that time will not be effective. You can return this Proxy Form (and any authority under which it is signed):

- **by post to: Perth Markets Limited**  
280 Bannister Road,  
Canning Vale WA 6155
- **by fax to +618 9456 9222**
- **by email to [pcampbell@perthmarket.com.au](mailto:pcampbell@perthmarket.com.au).**