



# **AQUIS ENTERTAINMENT LIMITED**

**ACN 147 411 881**

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**NOTICE OF ANNUAL GENERAL MEETING**

**AND**

**EXPLANATORY MEMORANDUM**

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# NOTICE OF ANNUAL GENERAL MEETING

Notice is given that the Annual General Meeting (**AGM** or **Meeting**) of shareholders of Aquis Entertainment Limited (**Aquis** or **Company**) will be held:

Date: Wednesday, 31 May 2023  
Time: 11:00am (Brisbane time)  
Venue: Aquis Australia  
Level 2  
2-4 Miami Key  
Broadbeach Waters QLD 4218

The Explanatory Memorandum accompanying this Notice of Meeting provides additional information on matters to be considered at the AGM. The Explanatory Memorandum, Entitlement to Attend and Vote section and Proxy Form are part of this Notice of Meeting.

The Directors recommend Shareholders read the Notice of Meeting, the accompanying Explanatory Memorandum and the proxy form in full before making any decision in relation to the Resolutions.

Capitalised terms not otherwise defined in this Notice have the meaning given in the Interpretation or Explanatory Memorandum which accompanies this Notice. References to the "Corporations Act" are to the *Corporations Act 2001* (Cth), unless the context requires otherwise.

## **Entitlement to attend and vote**

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In accordance with regulation 7.11.37 of the Corporations Regulations 2001 (Cth), the Board has determined that persons who are registered holders of shares of the Company as at 7:00 pm (Brisbane time) on Monday, 29 May 2023 will be entitled to attend and vote at the AGM as a shareholder.

If more than one joint holder of shares is present at the AGM (whether personally, by proxy or by attorney or by representative) and tenders a vote, only the vote of the joint holder whose name appears first on the register will be counted.

### *Appointment of Proxy*

If you are a shareholder entitled to attend and vote, you may appoint an individual or a body corporate as a proxy. If a body corporate is appointed as a proxy, that body corporate must ensure that it appoints a corporate representative in accordance with section 250D of the Corporations Act 2001 (Cth) (the **Act**) to exercise its powers as proxy at the AGM.

A proxy need not be a shareholder of the Company.

A shareholder may appoint up to two proxies and specify the proportion or number of votes each proxy may exercise. If the shareholder does not specify the proportion or number of votes to be exercised, each proxy may exercise half of the shareholder's votes.

To be effective, the proxy must be received at the Share Registry of the Company no later than 11:00am (Brisbane time) on Monday, 29 May 2023, being 48 hours before the AGM. Proxies must be received before that time by one of the following methods:

- (Preferred) by voting online at: [www.votingonline.com.au/aqsagm2023](http://www.votingonline.com.au/aqsagm2023)
- by post at:  
Share Registry – Boardroom Pty Limited  
GPO Box 3993  
Sydney NSW 2001

- by personal delivery during normal business hours and subject to public health orders and restrictions at:  
Share Registry – Boardroom Pty Limited  
Level 8, 210 George St  
Sydney NSW
- by facsimile: +61 2 9290 9655

To be valid, a proxy form must be received by the Company in the manner stipulated above. The Company reserves the right to declare invalid any proxy not received in this manner.

#### *Power of Attorney*

A proxy form and the original power of attorney (if any) under which the proxy form is signed (or a certified copy of that power of attorney or other authority) must be received by the Company no later than 11:00am (Brisbane time) on Monday, 29 May 2023 being 48 hours before the AGM.

#### *Corporate Representatives*

A body corporate which is a shareholder, or which has been appointed as a proxy, is entitled to appoint any person to act as its representative at the AGM. The appointment of the representative must comply with the requirements under section 250D of the Act. The representative should bring to the AGM a properly executed letter or other document confirming its authority to act as the company's representative. A "Certificate of Appointment of Corporate Representative" form may be obtained from the Company's share registry or online at <https://boardroomlimited.com.au/>

**IMPORTANT:** If you appoint the Chairman of the Meeting as your proxy, or the Chairman becomes your proxy by default, and you do not direct your proxy how to vote on resolution 1, then by submitting the proxy form you will be expressly authorising the Chairman to exercise your proxy on the relevant resolution, even though the resolutions are connected, directly or indirectly, with the remuneration of the KMP.

#### *Voting at the Meeting by way of Poll*

As required by legislation, voting on each of the proposed resolutions at this Meeting will be conducted by a poll, rather than on a show of hands.

#### **ENCLOSURES**

Enclosed are the following documents:

- A. proxy form to be completed if you would like to be represented at the AGM by proxy. Shareholders are encouraged to use the online voting facility that can be accessed on Boardroom's share registry's website at Boardroom Pty Limited ([boardroomlimited.com.au](https://boardroomlimited.com.au/)) to ensure the timely and cost effective receipt of your proxy;
- B. an AGM Question Form to be completed if you would like a specific question to be addressed by the Chairman or RSM (our external auditor) at the AGM; and
- C. a reply paid envelope for you to return either or both the proxy form and AGM Question Form.

#### **QUESTIONS AND COMMENTS**

Following consideration of the Reports, the Chair will give Shareholders a reasonable opportunity to ask questions about, or comment on, the management of the Company.

The Chair will also give Shareholders a reasonable opportunity to ask the Auditor questions relevant to:

- a. the conduct of the audit;
- b. the preparation and content of the Independent Auditor's Report;
- c. the accounting policies adopted by the Company in relation to the preparation of the financial statements; and
- d. the independence of the Auditor in relation to the conduct of the audit.

The Chair will also give the Auditor a reasonable opportunity to answer written questions submitted by Shareholders that are relevant to the content of the Independent Auditor's Report or the conduct of the audit. All Shareholders will have a reasonable opportunity to ask questions during the AGM.

Shareholders who prefer to register questions in advance of the AGM are invited to do so. Please email any questions to: [Allison.Gallaugh@casinocanberra.com.au](mailto:Allison.Gallaugh@casinocanberra.com.au) or please complete the enclosed shareholder question form and return to Boardroom. To allow time to collate questions and prepare answers, please submit any questions no later than 24 May 2023 being five Business Days before the meeting.

Questions received in advance by email or mail will be collated and, during the AGM, the Chair will seek to address as many of the more frequently raised topics as possible. However, there may not be sufficient time available at the AGM to address all topics raised. Please note that individual responses will not be sent to Shareholders. Shareholders will also have the opportunity to ask questions during the AGM.

## ORDINARY BUSINESS

### Item 1: Financial Statements and Reports

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The first item of business is to receive and consider the Financial Report, the Directors' Report, and the Independent Auditor's Report of the Company for the financial year ended 31 December 2022.

All shareholders can view the Company's Annual Report which contains the Financial Report, the Directors' Report and the Independent Auditor's Report of the Company for the year ended 31 December 2022 on the Company's website at <https://aquisentertainment.com/reports.html>.

Shareholders are not required to vote on this item. However, during this item, shareholders will be given an opportunity to ask questions about, and make comments on, Aquis Entertainment Limited 2022 Annual Report.

### Item 2: Remuneration Report

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#### Resolution 1: Remuneration Report

To consider and if thought fit, pass the following as a non-binding ordinary resolution of the Company:

*"That the Company's Remuneration Report for the financial year ended 31 December 2022, as set out in the Directors' Report, is adopted."*

The Remuneration Report is contained in the 2022 Annual Report (available at <https://aquisentertainment.com/reports.html>). Please note that, in accordance with section 250R(3) of the Corporations Act 2001 (Cth) (Act), the vote on this resolution is advisory only and does not bind the Directors or the Company.

#### Voting Exclusion Statement

A vote on Resolution 1 must not be cast (in any capacity) by, or on behalf of, the following persons:

- (i) a member of the Key Management Personnel (KMP) whose remuneration details are included in the 2022 Remuneration Report; or
- (ii) a closely related party of such a KMP (including close family members and companies the KMP controls).

However, a person described above may cast a vote on Resolution 1 as a proxy if the vote is not cast on behalf of a person described above and either:

- (i) the proxy appointment is in writing that specifies the way the proxy is to vote (e.g. for, against, abstain) on the resolution; or
- (ii) the vote is cast by the chair of the Meeting and the appointment of the chair as proxy;
- (iii) does not specify the way the proxy is to vote on the resolution; and
- (iv) expressly authorises the chair to exercise the proxy even if the resolution is connected directly or indirectly with the remuneration of a member of the KMP.

"Key management personnel" and "closely related party" have the same meaning as set out in the Corporations Act 2001 (Cth).

In accordance with section 250BD of the Corporations Act 2001 (Cth), a vote must not be cast on Resolution 1 as a proxy by a member of the KMP at the date of the AGM, or a closely related party of those persons, unless it is cast as proxy for a person entitled to vote in accordance with their directions. This restriction on voting undirected proxies does not apply to the Chairman of the Meeting where the proxy appointment expressly authorises the Chairman of the Meeting to exercise undirected proxies even if the resolution is connected, directly or indirectly, with the remuneration of the KMP.

**Item 3: Election of Director**

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**Resolution 2: Election of Director – Mr. Tom Pickett**

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

*“That Mr. Tom Pickett, who was appointed by the Board in accordance with clause 7.2(e) of the Company’s Constitution and being eligible for election, is elected as a Director of the Company.”*

**Item 4: Election of Director**

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**Resolution 3: Election of Director – Mr. Simon Chan**

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

*“That Mr. Simon Chan, who was appointed by the Board in accordance with clause 7.2(e) of the Company’s Constitution and being eligible for election, is elected as a Director of the Company.”*

**Item 4: Re-election of Director**

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**Resolution 4: Re- election of Director – Mr. Russell Shields**

To consider and, if thought fit, to pass the following Ordinary Resolution:

*“That Mr. Russell Shields, who retires by rotation in accordance with Clause 7.2(f)(i)(A) of the Company’s Constitution, and being eligible offers himself for re-election, be re-elected as a Director of the Company with effect from the close of the Meeting.”*

**By order of the Board**



Anna Sandham  
Company Secretary  
28 April 2023

# EXPLANATORY MEMORANDUM

This Explanatory Memorandum is provided to Shareholders to explain the Resolutions to be put to Shareholders at the Annual General Meeting to be held at **11:00am (Brisbane time) on Wednesday 31 May 2023 at the offices of Aquis Australia, Level 2, 2-4 Miami Key, Broadbeach Waters QLD 4218.**

The purpose of this Explanatory Memorandum is to provide Shareholders with information that is reasonably required by Shareholders to decide how to vote upon the resolutions.

Subject to the abstentions noted below, the Directors unanimously recommend Shareholders vote in favour of all Resolutions. The Chairman of the Meeting intends to vote all available undirected proxies in favour of each resolution.

Resolution 1, relating to the Remuneration Report, is advisory and does not bind the Directors or the Company. Resolutions 2 - 4 are ordinary resolutions, which require a simple majority of votes cast by Shareholders present and entitled to vote on the resolutions.

Terms used in this Explanatory Memorandum are defined in the Interpretation Section below.

## Item 1 Financial Statements and Reports

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The Company's Annual Report is placed before the Shareholders for discussion. In accordance with the Corporations Act and the Company's corporate governance policies, Shareholders will be given a reasonable opportunity at the meeting to ask questions or make comments on Company matters.

A representative of the Company's auditor, RSM Australia, will be present and will answer written questions submitted to the Company no later than 24 May 2023 being five Business Days before the meeting. The auditor will also be available to answer questions from Shareholders relevant to the conduct of the audit, the preparation and content of the auditor's report, the accounting policies adopted by the Company in relation to the preparation of the financial statements, and the independence of the auditor in relation to the conduct of the audit.

No voting is required for this item.

## Item 2 Remuneration Report

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### **Resolution 1 - Remuneration Report**

Section 250R(2) of the Corporations Act 2001 (Cth) (the **Act**) requires that the section of the Directors' Report dealing with the remuneration of directors and key management personnel (**KMP**) of the Company (**Remuneration Report**) be put to the vote of shareholders for adoption by way of a non-binding vote. The vote on this resolution is advisory only and does not bind the Directors or the Company. However, the Board will take the outcome of the vote into account in setting remuneration policy for future years.

Shareholders can view the full Remuneration Report in the Annual Report which is available on Aquis Entertainment Limited's website at <https://aquisentertainment.com/reports.html>.

Following consideration of the Remuneration Report, the Chairman of the Meeting will give shareholders a reasonable opportunity to ask questions about, or make comments on, the Remuneration Report.

### **Directors' Recommendation**

*The Directors abstain, in the interests of good corporate governance, from making a recommendation in relation to Resolution 1.*

## Item 3 Election of Director – Tom Pickett

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### **Resolution 2 – Election of Director – Tom Pickett**

The Board appointed Tom Pickett as a non-independent non-executive Director of the Company pursuant to clause 7.2(d) of the Constitution on 3 January 2023. In accordance with clause 7.2(e) of the Constitution, retires from office at the conclusion of the AGM and is eligible for election as a Director of the Company. If

shareholders do not approve the election of Tom Pickett, then Tom Pickett will cease to be a Director at the conclusion of the Meeting.

ASX Listing Rule 14.4 provides that a director appointed to fill a casual vacancy or as an addition to the board must not hold office (without re-election) past the next annual general meeting of the entity.

Prior to Tom Pickett's appointment, the Company completed several background and screening checks including in relation to Tom Pickett's character's experience and qualifications, criminal history, bankruptcy, and clearance from the gaming and racing commission with no adverse findings.

The Board also considered whether Tom Pickett had any interest, position or relationship that may interfere with each of his independence as a Director, having regard to the relevant factors as set out in the ASX Corporate Governance Council Principles & Recommendations (4th edition) (ASX Principles). Given Mr Pickett was nominated by its majority shareholder, Aquis Canberra Holdings (Aus) Pty Ltd (ACH) and has other relationships with ACH, Mr Pickett is not considered to be an independent director.

Mr Pickett has broad experience in the mining industry and has held a number of corporate roles in the mining and finance industries. Mr Pickett was appointed as a Non-Executive Director of Austin Metals Limited (ASX: AYT) (previously Silver City Minerals Limited ASX: SYC) in 2019 and has previously held roles as Chairman of Dynasty Resources Limited and as a Non-Executive Director of Discovery Resources Limited (ASX: DIS), Red Gum Resources Limited (ASX: RGX) and CuDeco Ltd (ASX: CDU). He was a director of Piccadilly Gold Mine Holdings Limited (now a 100% owned subsidiary of Cannindah Resources Limited) and Diversified Mining Pty Ltd, a privately held exploration entity, resigning from both in 2015. Mr Pickett is currently the Executive Chairman of Cannindah Resources Limited. Mr Thomas Pickett holds a Bachelor of Law and was admitted as a solicitor of the Supreme Court of Queensland in 1996.

Prior to submitting himself/herself for election, Tom Pickett has confirmed that he would continue to have sufficient time to properly fulfil his duties and responsibilities to the Company.

The Board supports the election of Tom Pickett as he will contribute to the Board significant experience in the areas of anti-money laundering, finance, audit, risk and compliance and corporate governance.

#### ***Directors' Recommendation***

For the reasons set out above, the Directors, with Tom Pickett abstaining, unanimously recommend Shareholders vote in favour of Resolution 2.

## **Item 4 Election of Director – Simon Chan**

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### ***Resolution 3 – Election of Director – Simon Chan***

The Board appointed Simon Chan as a non-independent non-executive Director of the Company pursuant to clause 7.2(d) of the Constitution on 3 January 2023. In accordance with clause 7.2(e) of the Constitution, Simon Chan retires from office at the conclusion of the AGM and is eligible for election as a Director of the Company. If shareholders do not approve the election of Simon Chan, then Simon Chan will cease to be a Director at the conclusion of the Meeting.

ASX Listing Rule 14.4 provides that a director appointed to fill a casual vacancy or as an addition to the board must not hold office (without re-election) past the next annual general meeting of the entity.

Prior to Simon Chan's appointment, the Company completed several background and screening checks including in relation to Simon Chan's character's experience and qualifications, criminal history, bankruptcy, and clearance from the gaming and racing commission with no adverse findings.

The Board also considered whether Simon Chan had any interest, position or relationship that may interfere with each of his independence as a Director, having regard to the relevant factors as set out in the ASX Corporate Governance Council Principles & Recommendations (4th edition) (ASX Principles). Given Mr Chan was nominated by its majority shareholder, ACH and has other relationships with ACH, Mr Chan is not considered to be an independent director.

The Board considers that Simon Chan (if elected), will continue to be a non-independent Director.

Simon Chan has extensive experience in all areas of law relevant to property acquisition, development, leasing and sale. This ranges from drafting contracts for the initial site acquisition through to preparation of off the plan sale contracts and disclosure documents. His expertise includes negotiation and drafting of



complex construction contracts, shareholder agreements, joint venture agreements and development agreements. He advises on body corporate and titling structure, construction and finance documents, marketing agreements and the leasing of commercial and retail centres. His substantive experience also extends to transactions involving the sale or purchase of major hotels operated by internationally renowned hotel chains, including the negotiation and drafting of hotel management agreements. Mr Simon Chan holds a Bachelor of Law and was admitted as a solicitor of the Supreme Court of Queensland in 1996.

Simon Chan has confirmed that he would continue to have sufficient time to properly fulfil his duties and responsibilities to the Company.

The Board supports the election of Simon Chan as he will contribute to the Board significant legal experience, specialising in property law.

***Directors' Recommendation***

For the reasons set out above, the Directors, with Simon Chan abstaining, unanimously recommend Shareholders vote in favour of Resolution 3.

## **Item 5 Re-election of Director – Russell Shields**

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### ***Resolution 4. Re-election of Director – Russell Shields***

Russell Shields was appointed as an independent non-executive Director of the Company on 7 August 2015. In accordance with clause 7.2(f)(i)(A) of the Constitution, Russell Shields retires from office at the conclusion of the AGM and is eligible for re-election as a Director of the Company. If shareholders do not approve the election of Russell Shields then Russell Shields will cease to be a Director at the conclusion of the Meeting.

ASX Listing Rule 14.4 provides that a director of an entity must not hold office (without re-election) past the third annual general meeting following the director's appointment or 3 years, whichever is longer.

The Board considered whether Russell Shields had any interest, position or relationship that may interfere with each of his/her independence as a Director, having regard to the relevant factors as set out in the ASX Corporate Governance Council Principles & Recommendations (4th edition) (ASX Principles). The Board considers that Russell Shields (if re-elected), will continue to be an independent Director.

Russell Shields is a member of the Audit and Risk Committee.

Russell Shields is a senior non-executive director with more than 35 years' experience in the financial services industry. He was Chairman of the Queensland and Northern Territory division of ANZ Bank for 6 years. Prior to joining ANZ, Mr Shields held senior executive roles with HSBC including Managing Director Asia Pacific - Transport, Construction and Infrastructure and State Manager Queensland, HSBC Bank Australia. He is currently also a non-executive director of ASX-listed Eclix Group.

Prior to submitting himself for re-election, Mr Shields has confirmed that he would continue to have sufficient time to properly fulfil his duties and responsibilities to the Company.

The Board supports Mr Shields re-election as a Non-Executive Director as Mr Shields provides a valuable contribution to the Board and Company, specifically in relation to Financial and Risk management matters, and therefore is recommended to shareholders for re-election.

***Directors' Recommendation***

For the reasons set out above, the Directors, with Russell Shields abstaining, unanimously recommend Shareholders vote in favour of Resolution 4.

## Interpretation

The following terms used in the Notice of Meeting and the Explanatory Memorandum are defined as follows:

**AGM** means annual general meeting;

**Annual Report** means the Directors' Report, the Financial Report, and Auditor's Report, in respect of the period ended 31 December 2022;

**ASX** means the ASX Limited;

**Auditor's Report** means the auditor's report on the Financial Report, in respect of the period ended 31 December 2022;

**Chair** means the person chairing the Meeting;

**Closely Related Party** (as defined in the Corporations Act) of a member of the Key Management Personnel for an entity means:

- (a) a spouse or child of the member; or
- (b) a child of the member's spouse; or
- (c) a dependant of the member or the member's spouse; or
- (d) anyone else who is one of the member's family and may be expected to influence the member, or be influenced by the member, in the member's dealings with the entity; or
- (e) a company the member controls; or
- (f) a person prescribed by the regulations for the purposes of the definition of closely related party;

**Company** means Aquis Entertainment Limited ACN 147 411 881 (ASX: AQS);

**Constitution** means the constitution of the Company from time to time;

**Corporations Act** means the *Corporations Act 2001* (Cth);

**Directors** mean the board of Directors of the Company as at the date of the Notice of Meeting being Messrs Russell Shields, Mark Purtill, Simon Chan and Tom Pickett;

**Directors' Report** means the annual directors' report prepared under Chapter 2M of the Corporations Act for the Company and its controlled entities, in respect of the year ended 31 December 2022;

**Explanatory Memorandum** means the explanatory statement accompanying this Notice;

**Financial Report** means the annual financial report prepared under Chapter 2M of the Corporations Act for the Company and its controlled entities, in respect of the period ended 31 December 2022;

**Key Management Personnel** or **KMP** has the meaning in section 9 of the Corporations Act;

**Listing Rules** means the official listing rules of the ASX as amended from time to time;

**Meeting** means the Annual General Meeting to be held on **Wednesday, 31 May 2023 at 11:00am** Brisbane time as convened by the accompanying Notice of Meeting;

**Notice of Meeting** or **Notice** means the notice of meeting giving notice to shareholders of the Meeting, accompanying this Explanatory Memorandum;

**Ordinary Resolution** means a resolution passed by more than 50% of the votes cast at a general meeting of shareholders;

**Related Party** has the meaning in section 228 of the Corporations Act;

**Remuneration Report** means the section of the Directors' Report in the Financial Report dealing with the remuneration of the Directors and senior executives, described as the 'Remuneration Report';

**Resolutions** means the resolutions set out in the Notice of Meeting; and

**Shareholder** means a shareholder of the Company.

## All Correspondence to:

- ✉ **By Mail** Boardroom Pty Limited  
GPO Box 3993  
Sydney NSW 2001 Australia
- 📠 **By Fax:** +61 2 9290 9655
- 💻 **Online:** [www.boardroomlimited.com.au](http://www.boardroomlimited.com.au)
- ☎ **By Phone:** (within Australia) 1300 737 760  
(outside Australia) +61 2 9290 9600

## YOUR VOTE IS IMPORTANT

For your vote to be effective it must be recorded **before 11:00am on Monday 29 May 2023.**

### 🖥 TO VOTE ONLINE

**STEP 1: VISIT** <https://www.votingonline.com.au/aqsagm2023>

**STEP 2: Enter your Postcode OR Country of Residence (if outside Australia)**

### 📱 BY SMARTPHONE



Scan QR Code using smartphone  
QR Reader App

### TO VOTE BY COMPLETING THE PROXY FORM

#### STEP 1 APPOINTMENT OF PROXY

Indicate who you want to appoint as your Proxy.

If you wish to appoint the Chair of the Meeting as your proxy, mark the box. If you wish to appoint someone other than the Chair of the Meeting as your proxy please write the full name of that individual or body corporate. If you leave this section blank, or your named proxy does not attend the meeting, the Chair of the Meeting will be your proxy. A proxy need not be a securityholder of the company. Do not write the name of the issuer company or the registered securityholder in the space.

#### Appointment of a Second Proxy

You are entitled to appoint up to two proxies to attend the meeting and vote. If you wish to appoint a second proxy, an additional Proxy Form may be obtained by contacting the company's securities registry or you may copy this form.

To appoint a second proxy you must:

- (a) complete two Proxy Forms. On each Proxy Form state the percentage of your voting rights or the number of securities applicable to that form. If the appointments do not specify the percentage or number of votes that each proxy may exercise, each proxy may exercise half your votes. Fractions of votes will be disregarded.
- (b) return both forms together in the same envelope.

#### STEP 2 VOTING DIRECTIONS TO YOUR PROXY

To direct your proxy how to vote, mark one of the boxes opposite each item of business. All your securities will be voted in accordance with such a direction unless you indicate only a portion of securities are to be voted on any item by inserting the percentage or number that you wish to vote in the appropriate box or boxes. If you do not mark any of the boxes on a given item, your proxy may vote as he or she chooses. If you mark more than one box on an item for all your securities your vote on that item will be invalid.

#### Proxy which is a Body Corporate

Where a body corporate is appointed as your proxy, the representative of that body corporate attending the meeting must have provided an "Appointment of Corporate Representative" prior to admission. An Appointment of Corporate Representative form can be obtained from the company's securities registry.

#### STEP 3 SIGN THE FORM

The form **must** be signed as follows:

**Individual:** This form is to be signed by the securityholder.

**Joint Holding:** where the holding is in more than one name, all the securityholders should sign.

**Power of Attorney:** to sign under a Power of Attorney, you must have already lodged it with the registry. Alternatively, attach a certified photocopy of the Power of Attorney to this form when you return it.

**Companies:** this form must be signed by a Director jointly with either another Director or a Company Secretary. Where the company has a Sole Director who is also the Sole Company Secretary, this form should be signed by that person. **Please indicate the office held by signing in the appropriate place.**

#### STEP 4 LODGEMENT

Proxy forms (and any Power of Attorney under which it is signed) must be received no later than 48 hours before the commencement of the meeting therefore by 11:00am **on Monday, 29 May 2023.** Any Proxy Form received after that time will not be valid for the scheduled meeting.

Proxy forms may be lodged using the enclosed Reply Paid Envelope or:

- 🖥 **Online** <https://www.votingonline.com.au/aqsagm2023>
- 📠 **By Fax** + 61 2 9290 9655
- ✉ **By Mail** Boardroom Pty Limited  
GPO Box 3993,  
Sydney NSW 2001 Australia
- 👤 **In Person** Boardroom Pty Limited  
Level 8, 210 George Street  
Sydney NSW 2000 Australia

#### Attending the Meeting

If you wish to attend the meeting please bring this form with you to assist registration.

# Aquis Entertainment Limited

ABN 48 147 411 881

## Your Address

This is your address as it appears on the company's share register. If this is incorrect, please mark the box with an "X" and make the correction in the space to the left. Securityholders sponsored by a broker should advise their broker of any changes.

**Please note, you cannot change ownership of your securities using this form.**

## PROXY FORM

### STEP 1 APPOINT A PROXY

I/We being a member/s of **Aquis Entertainment Limited** (Company) and entitled to attend and vote hereby appoint:

the **Chair of the Meeting** (mark box)

**OR** if you are **NOT** appointing the Chair of the Meeting as your proxy, please write the name of the person or body corporate (excluding the registered securityholder) you are appointing as your proxy below

or failing the individual or body corporate named, or if no individual or body corporate is named, the Chair of the Meeting as my/our proxy at the Annual General Meeting of the Company to be held at Aquis Australia, Level 2, 2-4 Miami Key, Broadbeach Waters QLD 4218 on **Wednesday, 31 May, 2023 at 11:00am** and at any adjournment of that meeting, to act on my/our behalf and to vote in accordance with the following directions or if no directions have been given, as the proxy sees fit.

The Chair of the Meeting intends to vote undirected proxies in favour of each of the items of business.

Chair of the Meeting authorised to exercise undirected proxies on remuneration related matters: If I/we have appointed the Chair of the Meeting as my/our proxy or the Chair of the Meeting becomes my/our proxy by default and I/we have not directed my/our proxy how to vote in respect of Resolution 1, I/we expressly authorise the Chair of the Meeting to exercise my/our proxy in respect of this Resolution even though Resolution 1 is connected with the remuneration of a member of the key management personnel for the Company.

The Chair of the Meeting will vote all undirected proxies in favour of all Items of business (including Resolution 1). If you wish to appoint the Chair of the Meeting as your proxy with a direction to vote against, or to abstain from voting on an item, you must provide a direction by marking the 'Against' or 'Abstain' box opposite that resolution.

### STEP 2 VOTING DIRECTIONS

\* If you mark the Abstain box for a particular item, you are directing your proxy not to vote on your behalf on a show of hands or on a poll and your vote will not be counted in calculating the required majority if a poll is called.

		For	Against	Abstain*
Resolution 1	Remuneration Report	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Resolution 2	Election of Director – Mr. Tom Pickett	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Resolution 3	Election of Director – Mr. Simon Chan	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Resolution 4	Re- election of Director – Mr. Russell Shields	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

### STEP 3 SIGNATURE OF SECURITYHOLDERS

This form must be signed to enable your directions to be implemented.

Individual or Securityholder 1

Sole Director and Sole Company Secretary

Securityholder 2

Director

Securityholder 3

Director / Company Secretary

Contact Name.....

Contact Daytime Telephone.....

Date / / 2023