

**Orbx Investments Limited**  
**ACN 631 760 088**  
**(Company)**

**Notice of Annual General Meeting**

**THE 2020 ANNUAL GENERAL MEETING (AGM or Meeting) TO BE HELD AS A VIRTUAL MEETING AT 9.00 AM (AEDT) ON FRIDAY 26 MARCH 2021.**

**Section A - Notice of Annual General Meeting**

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**NOTICE IS HEREBY GIVEN** that an Annual General Meeting of Shareholders of Orbx Investments Limited ACN 631 760 088 (**Company**) will be held online as a virtual meeting accessible at <https://pigeonhole.at/HSBNFE> on Friday, 26 March 2021 at 9.00am (AEDT).

Due to the global COVID-19 pandemic, the Company has taken steps to ensure all shareholders can participate in the Meeting virtually online while maintaining their health and safety, and abiding by Federal and State Government requirements and guidelines.

Shareholders will not be able to attend the Meeting in person.

The Company is pleased to provide Shareholders with the opportunity to participate in the Meeting electronically through an online platform. Further information on how to participate in the Meeting electronically is set out in this Notice of Annual General Meeting (**Notice**) and the Virtual Meeting Guide appended to this Notice.

This Notice is an important document and should be read in its entirety. The Explanatory Notes to this Notice provide additional information on matters to be considered at the Annual General Meeting. The Explanatory Notes form part of this Notice.

**BUSINESS OF THE MEETING**

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**Item 1 - Financial Statements and Reports**

To receive and consider the Financial Statements, Directors' Report and Auditor's Report for the Company and its controlled entities for the year ended 30 June 2020.

**ENTITLEMENT TO VOTE**

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The Directors have determined pursuant to regulation 7.11.37 of the *Corporations Regulations 2001 (Cth)* that the persons eligible to vote at the Meeting are those who are registered Shareholders of the Company as at 9.00am (AEDT) on Wednesday 24 March 2021 (**Entitlement Time**).

This means that if you are not the registered holder of a share in the Company at the Entitlement Time, you will not be entitled to vote at the Meeting (if applicable).

**VIRTUAL PARTICIPATION**

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Due to risk of COVID-19, the Board has determined to conduct the Meeting as a virtual meeting using technology to facilitate shareholder participation.

If you choose to participate in the Meeting, you will be able to view the Meeting live at <https://pigeonhole.at/HSBNFE>, lodge a direct vote (if applicable) and ask questions online.

To assist with the functionality of this virtual meeting, we would appreciate shareholders registering their attendance by 8.30am AEDT on Friday, 26 March 2021.

[https://forms.office.com/Pages/ResponsePage.aspx?id=7ZEkpr9wTkC16JOSOH\\_twstmEP0cJmJGmk7LXcq-NqIUENXTkxUM09HV00xRIk2NFFTUkVSVFIVQS4u](https://forms.office.com/Pages/ResponsePage.aspx?id=7ZEkpr9wTkC16JOSOH_twstmEP0cJmJGmk7LXcq-NqIUENXTkxUM09HV00xRIk2NFFTUkVSVFIVQS4u)

An attendee code included in the confirmation email (received once shareholders register for the meeting) will be sent to registrants to access the virtual meeting.

Shareholders are also encouraged to submit questions in advance of the Meeting to the Company Secretary at [robyn.dicristoforo@emersonoperations.com.au](mailto:robyn.dicristoforo@emersonoperations.com.au). Your questions must be received by no later than 5.00pm (AEDT) on Friday 19 March 2021.

#### **VOTING OPTIONS AND PROXIES**

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No proxy form is enclosed with this Notice of Meeting as there are no resolutions on which to vote.

#### **OTHER BUSINESS**

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To deal with any other business which may be brought forward in accordance with the Constitution and the Corporations Act 2001 (Cth).

#### **BY ORDER OF THE BOARD**



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**Robyn Leigh Taylor Di Cristoforo**  
Company Secretary

3 March 2021

## Section B - Explanatory Memorandum

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### 1 Introduction

This Explanatory Memorandum forms part of the Notice convening the Annual General Meeting of Shareholders of Orbx Investments Limited (**Company**) to be held at 9.00am (AEDT) on Friday 26 March 2021. The meeting will be held as a virtual meeting accessible at <https://pigeonhole.at/HSBNFE>.

This Explanatory Memorandum is to assist Shareholders in understanding the background to, and the legal and other implications of, the Notice. Both documents should be read in their entirety and in conjunction with each other.

All capitalised terms are defined in the Glossary of this Explanatory Memorandum.

### 2 Background to Resolutions

#### Item 1 – Financial Statements

As required by section 317 of the *Corporations Act 2001* (Cth) (**Corporations Act**) the Financial Report, Directors' Report and Auditor's Report of the Company for the most recent financial year will be presented to the meeting. The financial report contains the financial statements of Orbx Investments Limited.

There is no requirement for a formal resolution on this item.

The Chair of the Meeting will allow a reasonable opportunity at the Meeting for Shareholders to ask questions about or make comments on the management of the Company. Shareholders will be given a reasonable opportunity at the meeting to ask the Company's auditor, Deloitte Touche Tohmatsu (**Deloitte**), questions about its auditor's report, the conduct of its audit of the Company's financial report for the year ended 30 June 2020, the preparation and content of its auditor's report, the accounting policies adopted by the Company in its preparation of the financial statements and the independence of Deloitte in relation to the conduct of the audit.

Shareholders are encouraged to submit questions relevant to the content of Deloitte's audit report or the conduct of the audit of the Company's financial report for the year ended 30 June 2020 in advance of the Meeting to the Company Secretary at [robyn.dicristoforo@emersonoperations.com.au](mailto:robyn.dicristoforo@emersonoperations.com.au) on or before Friday 19 March 2021.

## Section C - Glossary

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### Definitions

The following definitions are used in the Notice of Meeting and the Explanatory Memorandum:

**Annual General Meeting** means the Annual General Meeting of the Company to be held on Friday 26 March 2021 pursuant to the Notice of Meeting.

**Board** or **Board of Directors** means the board of Directors of Orbx Investments Limited.

**Company** means Orbx Investments Limited ACN 631 760 088.

**Constitution** means the constitution of the Company, as amended from time to time.

**Corporations Act or Act** means the *Corporations Act 2001* (Cth).

**Director** means a director of the Company.

**Explanatory Memorandum** means the explanatory memorandum set out in Section B of this document.

**Notice of Meeting** or **Notice** means the notice of Annual General Meeting set out in Section A of this document.

**Resolution** means a resolution passed by the requisite majority of members of the Company on a show of hands or by the requisite majority of votes given on a poll.

**Share** means a fully paid ordinary share in the capital of the Company.

**Shareholder** means a holder of a Share in the Company.

## Registration and Q&A Guide

1. Register your details at the link below:

Registration form – [here](#).

2. Enter your shareholding details.

Select:

- If you are a shareholder, Corporate Representative (including name of shareholder you are representing) or Visitor.

Enter:

- First and Last Name
- Email; and
- Mobile.

3. Click 'submit'

4. Once registered, you will receive a confirmation email containing an attendee code.

5. The virtual AGM will be accessible at <https://pigeonhole.at/HSBNFE> on Friday 26 March 2021 at 9am.

6. Enter attendee code and click on 'Presentation'.

7. To ask a question, please click on 'Q&A' on the right-hand side of the screen.