



# Washington H. Soul Pattinson and Company Limited

ABN 49 000 002 728

## Lodge your vote

### By Mail:

Advanced Share Registry Limited  
PO Box 1156  
Nedlands WA 6909

### By Fax:

(Within Australia) (08) 9262 3723  
(Outside Australia) +618 9262 3723

### Online:

[www.advancedshare.com.au](http://www.advancedshare.com.au)

## Other enquiries

### Phone:

(Within Australia) (08) 9389 8033  
(Outside Australia) +618 9389 8033

### Email:

[admin@advancedshare.com.au](mailto:admin@advancedshare.com.au)

# Proxy Form

For your vote to be effective it must be recorded before **12:00pm (AEDT) on 7 December 2016.**

## Instructions

1. Every shareholder has the right to appoint another person or company of their choice, who need not be a shareholder, to attend and act on their behalf at the Meeting. If you wish to appoint a person or company other than the Chairman, please insert the name of your proxyholder(s) in the space provided (see reverse).
2. If the securities are registered in the name of more than one owner (for example, joint ownership, trustees, executors, etc), then all those registered should sign this proxy. If you are voting on behalf of a corporation or another individual you may be required to provide documentation evidencing your power to sign this proxy with signing capacity stated.
3. This proxy should be signed by the shareholder/s as named on this proxy.
4. If a shareholder appoints two proxies, each proxy may be appointed to represent a specific proportion of the shareholder's voting rights. If such appointment is not made then each proxy may exercise half of the shareholder's voting rights. Fractions shall be disregarded.
5. Completion of a proxy form will not prevent individual shareholders from attending the Meeting in person if they wish.
6. To be effective, proxies must be lodged by shareholders prior to 12:00pm (AEDT) on 7 December 2016.  
Proxies may be lodged by using this form by:
  - mail to PO Box 1156, Nedlands, 6909, Western Australia;
  - facsimile to (08) 9262 3723; or
  - delivery to the Share Registry of the Company at 110 Stirling Hwy, Nedlands, Western Australia, 6009.Proxies may be lodged online at [www.advancedshare.com.au](http://www.advancedshare.com.au).
7. For the purposes of Regulation 7.11.37 of the Corporations Regulations the Company determines that shareholders holding shares at 7.00pm (AEDT) on 7 December 2016 will be entitled to attend and vote at the Meeting.
8. The Chairman intends to vote in favour of all resolutions set out in the Notice of Meeting.
9. This proxy confers discretionary authority in respect of amendments to matters identified in the Notice of Meeting or other matters that may properly come before the Meeting.
10. This proxy should be read in conjunction with the accompanying documentation provided by management of the Company.
11. The shares represented by this proxy will be voted or withheld from voting in accordance with the instructions of the shareholder on any poll that may be called.



### Website

[www.advancedshare.com.au](http://www.advancedshare.com.au)

- Check all holdings by using HIN/SRN
- Update your holding details
- Reprint various documents online

**Turn over to complete this form »**



# Washington H. Soul Pattinson and Company Limited

ABN 49 000 002 728

Name: .....

Reference Number: SRN/HIN.....

Address: .....

## Proxy Form

Please mark  to indicate your directions

### STEP 1 Appoint a Proxy to Vote on Your Behalf

PLEASE NOTE: This proxy is solicited on behalf of the management of Washington H Soul Pattinson and Company Limited ABN 49 000 002 728 (the "Company") for use at the Meeting of the shareholders of the Company to be held at Wesley Theatre, Wesley Conference Centre, 220 Pitt Street, Sydney NSW 2000 on 9 December 2016 at 12:00pm (AEDT) or any adjournment thereof (the "Meeting").

I/We being a member/s of Washington H Soul Pattinson and Company Limited hereby appoint

the Chairman of the meeting or

PLEASE NOTE: If you leave the section blank, the Chairman of the Meeting will be your proxy.

or failing the individual(s) or body corporate(s) named, or if no individual(s) or body corporate(s) is named, the Chairman of the Meeting, as my/our proxy to act generally at the Meeting 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 Meeting and at any adjournment or postponement of the Meeting.

**Chairman authorised to exercise undirected proxies on remuneration related resolutions:** Where I/we have appointed the Chairman of the Meeting as my/our proxy (or the Chairman becomes my/our proxy by default), I/we expressly authorise the Chairman to exercise my/our proxy on Items 2, 3, 5 and 6 (except where I/we have indicated a different voting intention below) even though these Items are connected directly or indirectly with the remuneration of a member(s) of key management personnel, which includes the Chairman.

**The Chairman of the Meeting intends to vote all undirected proxies available to him in favour of each Item of Business.**

With respect to any amendment or variations to the matters identified in the Notice of Meeting and any other matters which may properly come before the Meeting, I/we confer discretionary authority on the person voting on behalf of me/us to vote as that person sees fit. At the time of printing this Form of Proxy, management knows of no such amendment, variation or other matter.

### STEP 2 Items of Business

PLEASE NOTE: If you mark the abstain box for a particular item, you are directing your proxy not to vote on that item on a show of hands or on a poll and your votes will not be counted in computing the required majority on that item.

If you wish to direct how your proxy is to vote, please mark the appropriate boxes below.

		FOR	AGAINST	ABSTAIN
Item 2:	To adopt the Remuneration Report for the year ended 31 July 2016	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Item 3:	To increase the aggregate amount of fees which may be paid to non-executive Directors of the Company to \$2,000,000	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Item 4:	To re-elect Mr Robert D Millner as a Director of the Company	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Item 5:	Grant of Performance Rights to the Managing Director, Mr Todd J Barlow	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Item 6:	Grant of Performance Rights to the Finance Director, Ms Melinda R Roderick	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

### STEP 3 Signing by member

This section **must** be signed in accordance with the instructions overleaf to enable your directions to be implemented.

Individual or Shareholder 1

Shareholder 2 (if joint holding)

Shareholder 3 (if joint holding)

Sole Director and Sole Company Secretary

Director/Company Secretary

Director

Contact Name: .....

Date: / /