

## APPOINTMENT OF PROXY

Orange Credit Union Limited

ABN 34 087 650 477

### YOUR VOTE IS IMPORTANT

You can appoint a Proxy to vote on your behalf at the Annual General Meeting of members to be held by virtual webinar via Zoom on Thursday, 25 November 2021 at 6.00pm by completing and signing this form. This form only applies to the Annual General Meeting and any adjournment of that meeting. For your appointment to be effective the Appointment of Proxy form must reach the credit union's registered office by 6.00pm Tuesday, 23 November 2021.

Please read all instructions carefully before completing this Appointment of Proxy form.

### A. WHO DO YOU WANT TO APPOINT AS YOUR PROXY?

If you want the Chairman of the Annual General Meeting to be your Proxy, mark the box opposite. The Chairman intends to vote all undirected Proxy appointments in favour of all resolutions.

If you appoint the Chairman as your Proxy and direct the Chairman how to vote, the Chairman must vote on a poll and must vote in the way you direct.

I appoint as my Proxy the Chairman of the Annual General meeting.

Please mark here

OR

If you want to appoint someone else to be your Proxy, print their name and address in the space opposite.

If you do not provide a name, you will be taken to have appointed the Chairman as your Proxy.

Please note that if you direct your Proxy how to vote on a resolution on which a poll is called and your Proxy does not attend the meeting or does not vote on the resolution, then the Chairman must act as your Proxy and vote as you directed

I appoint as my Proxy:

Name

Address

**Chairman authorised to exercise proxies on remuneration related matters:** If you have appointed the Chairman of the Meeting as Proxy (or the Chairman becomes your proxy by default), you expressly authorise the Chairman of the Meeting to exercise your proxy in respect of the resolution - Remuneration of Directors even though the Chairman is a member of the key management personnel for the Credit Union, and that item is connected directly or indirectly with the remuneration of members of key management personnel for the Credit Union.

If you appoint as your Proxy any member of the Credit Union's key management personnel other than the Chairman, then your Proxy is not permitted to vote on your behalf on the resolution - Remuneration of Directors unless you direct the Proxy how to vote.

### B. HOW DO YOU WANT YOUR PROXY TO VOTE?

You can direct your Proxy how to exercise your vote at the Annual General Meeting by completing the directions below. If you do not direct the Proxy on how to vote on a resolution the Proxy can exercise your vote at the Proxy's discretion.

Direction

I direct my Proxy to vote in relation to the resolutions to be considered at the Annual General Meeting as follows:

Remuneration of Directors:-

That the maximum aggregated Member Elected Directors' Remuneration is set at \$180,100 (excluding "Employer Superannuation Contribution") until the end of the next Annual General Meeting.

In favour

Against

Abstain

Appointment of Directors Eligible for election:-

That Sarah Ryan is appointed as a Member Elected Director of Orange Credit Union until the end of the 2024 Annual General Meeting

In favour

Against

Abstain

Appointment of Directors Eligible for election:-

That Gary Bargwanna is appointed as a Member Elected Director of Orange Credit Union until the end of the 2024 Annual General Meeting

In favour

Against

Abstain

#### Resolution on circular resolutions of the board

1. It is resolved as a special resolution that Rule 15.5 of the Constitution is amended so that the introductory paragraph of Subrule (1) is replaced with the following:

The **board** may pass a resolution without a **board** meeting if all of the **directors** entitled to vote on the resolution (other than any **director** on leave with the approval of the **board**) either:

In favour

Against

Abstain

#### C. YOUR DETAILS AND SIGNATURE

##### **Members who are not bodies corporate**

Member number

Date

For your Appointment of Proxy to be valid, you must sign below and print your name and address. If you have appointed someone else as your attorney, your attorney can sign this Appointment of Proxy on your behalf.

Signature (or your Attorney's signature)

Print name

Member's address

##### **Member's that are bodies corporate**

Member number

Date

For the Appointment of Proxy to be valid, the name, ACN/ABN, and the address of the registered office of the body corporate must be printed. A body corporate member must sign this Appointment of Proxy form in accordance with its Constitution.

Body Corporate Name

ACN/ABN

Address of Registered Office

#### D. WHAT DO I DO NEXT?

Once you have completed this Appointment of Proxy form you may give it to the credit union by:

- Emailing [ocu@orangeecu.com.au](mailto:ocu@orangeecu.com.au)
- Hand delivering it to 288 Summer Street, Orange NSW 2800 (registered office)
- Posting it to the credit union at PO Box 992, Orange NSW 2800

This completed form must reach the Credit Union by 6:00pm on Tuesday, 23 November 2021.

**If your attorney signed this form, you must also send us the original or a certified copy of the Power of Attorney. If an authorized person signed this form for a body corporate member, the original or a certified copy of the authorization must also be sent to us.**