



9 October 2020

Company Announcements Office  
Australian Securities Exchange Limited  
20 Bridge Street  
SYDNEY NSW 2000

### **2020 NOTICE OF ANNUAL GENERAL MEETING**

Seven West Media Limited (ASX: SWM) attaches a copy of the 2020 Notice of Annual General Meeting ("AGM") and Proxy Form which will be dispatched to shareholders along with the 2020 Annual Report today.

The 2020 Annual Report was lodged separately with ASX on 25 August 2020.

SWM also attaches a Virtual Meeting Guide. The Notice of Meeting and Virtual Meeting Guide include details on how shareholders can participate in the AGM, including viewing the meeting, voting and asking questions.

Ends.

This release has been authorised to be given to ASX by the Company Secretary of SWM.

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Seven West Media

# Notice of Annual General Meeting

**Notice is hereby given that the Annual General Meeting ("AGM") of Seven West Media Limited ("the Company") will be held at on Thursday, 12 November 2020 at 11.00am (Sydney time).**

The Company is closely monitoring the impact of the unprecedented COVID-19 virus in Australia. The Company is following guidance from the Federal and State Governments. In light of the social distancing requirements of the Australian and New South Wales governments currently in place and the temporary changes in legislation allowing the convening of online, rather than face-to-face, meetings, the Board has decided in the interests of the health and safety of shareholders, staff and other stakeholders to hold this year's meeting virtually. There will not be a physical meeting where shareholders can attend.

Details of how to attend the AGM virtually are set out below.

In addition, the AGM will be webcast live. Details for accessing the webcast will be posted on the Company's website ([www.sevenwestmedia.com.au](http://www.sevenwestmedia.com.au)) in advance of the meeting.



## How to participate in the AGM

Seven West Media Limited's AGM will be held at 11:00 am (AEST) on Thursday, 12 November 2020 as a virtual meeting. There are a number of ways to participate in the AGM:

- > online: shareholders and proxyholders are encouraged to participate in the AGM online, which will allow them to view the meeting, ask questions in writing and vote.
- > webcast: for viewing the meeting live however it does not provide for asking questions or voting.

## Live online participation (including voting)

Shareholders and proxyholders will be able to participate in the meeting online by:

- > visiting [web.lumiagm.com](http://web.lumiagm.com) on a smartphone, tablet or computer (using the latest version of Chrome, Safari, Internet Explorer 11, Edge or Firefox) and entering the 9 digit meeting ID detailed below; or
- > downloading the Lumi AGM app from the Apple App or Google Play Stores by searching for Lumi AGM.

Online registration will open at 10:00 am (AEST) on Thursday, 12 November 2020 (one hour before the meeting). Information on how to log on, ask questions and vote online are set out below.

## Proxy voting and proxyholder participation

The Company encourages all shareholders to submit a proxy vote online ahead of the meeting. Proxy votes can be lodged online at [www.votingonline.com.au/swmagm2020](http://www.votingonline.com.au/swmagm2020) or in hard-copy no later than 11.00 am (Sydney time) on Tuesday, 10 November 2020.



Further information on lodging a proxy vote ahead of the meeting is available on page 8 of this Notice of Meeting booklet.

Proxyholders will need to contact the Company's share registry, Boardroom Pty Limited (Boardroom), on 1300 737 760 or +61 2 9290 9600 to obtain their login details to participate live online. Shareholders can obtain a hard-copy proxy form by contacting Boardroom.

## Webcast

The meeting will be webcast live on the Company's website. Non-shareholders may view the webcast by registering online as a guest. The webcast is 'view only', those viewing the webcast through the Company website will not be able to vote or ask questions.

## Questions for the Company

Please note only shareholders may ask questions online during the meeting through the Lumi platform by clicking the question icon , composing your question and then clicking on the send icon .

Shareholders may also submit written questions in advance of the AGM where indicated on the Proxy Form, and then returning to the Company's share registry, or by emailing their questions prior to the meeting to [enquiries@boardroomlimited.com.au](mailto:enquiries@boardroomlimited.com.au) by 11:00 am (AEST) on Tuesday, 10 November 2020. The Chair will endeavour to address as many of the more frequently raised relevant questions as possible. It may not be possible to respond to all questions. Please note that individual responses will not be sent to any shareholder.

## Questions for the auditor

Shareholders may submit written questions to the Company's auditor regarding the content of the auditor's report for the year ended 27 June 2020 or the conduct of its audit of the annual financial report for the year ended 27 June 2020.

Written questions must be received by the Company by no later than 5:00 pm (AEST) Thursday, 5 November 2020. Please send any written questions to: [enquiries@boardroomlimited.com.au](mailto:enquiries@boardroomlimited.com.au).

## How to participate live online

### Login:

Shareholders and proxyholders are encouraged to watch and participate in the AGM virtually via the online platform by using:

**Computer:** Enter the following URL in your browser: <https://web.lumiagm.com> or

**Mobile device:** Use the Lumi AGM app

The meeting ID for the Company's AGM is: **359769139**

You will then need to enter your username and password. Your username is your Voting Access Code which is on your Proxy Form or Notice of Meeting email.

Your password is your postcode registered on your holding if you are an Australian shareholder. For overseas shareholders your password will be your "country code" which can be found in the online User Guide available at [www.sevenwestmedia.com.au](http://www.sevenwestmedia.com.au).

Proxyholders will need to contact the Company's share registry, Boardroom, on 1300 737 760 or +61 2 9290 9600 to obtain their login details to participate live online.

Non-shareholders may login using the guest portal on the Lumi AGM platform.

### Voting online

Once polls are open, shareholders and proxyholders can vote by clicking on the bar chart icon .

### Technical difficulties

Technical difficulties may arise during the course of the online meeting. The Chairman has discretion as to whether and how the online meeting should proceed in the event that a technical difficulty arises. In exercising his discretion, the Chairman will have regard to the number of shareholders impacted and the extent to which participation in the business of the meeting is affected. Where he considers it appropriate, the Chairman may continue to hold the online meeting and transact business, including conducting a poll and voting in accordance with valid proxy instructions.

In the event that it is necessary for the Company to give further updates, information will be provided on the Company's website and lodged with the Australian Securities Exchange (ASX).

# Agenda

## Items of Business

### Financial Statements

1. To receive and consider the financial statements of the Company and the entities it controlled for the year ended 27 June 2020, together with the Directors' and Auditor's reports for that period.

**Notes:**

*There is no requirement for members to approve these statements or reports, and therefore no vote will be held on this item.*

### Re-election of Directors

2. To consider and, if thought fit, pass the following ordinary resolution:  
That Mr Kerry Stokes AC (who, in accordance with the Company's Constitution retires by rotation and, being eligible, offers himself for re-election), be re-elected as a Director of the Company.
3. To consider and, if thought fit, pass the following ordinary resolution:  
That Ms Teresa Dyson (who, in accordance with the Company's Constitution retires by rotation and, being eligible, offers herself for re-election), be re-elected as a Director of the Company.
4. To consider and, if thought fit, pass the following ordinary resolution:  
That Mr Michael Ziegelaar (who, in accordance with the Company's Constitution retires by rotation and, being eligible, offers himself for re-election), be re-elected as a Director of the Company.

### Remuneration Report

5. To consider and, if thought fit, pass the following non-binding resolution:  
That the Remuneration Report for the year ended 27 June 2020 be adopted.

**Notes:**

- > *The vote on this resolution is advisory only and does not bind the Directors or the Company.*
- > *The Directors will consider the outcome of the vote and comments made by members on the Remuneration Report at the meeting when reviewing the Company's remuneration policies.*
- > *A voting exclusion statement applies to this Item of Business and is set out in full in the Explanatory Notes for Item 5.*

### Grant of Performance Rights to Managing Director and Chief Executive Officer

6. To consider and, if thought fit, pass the following ordinary resolution:  
That approval be given under ASX Listing Rules 6.23.2, 10.14 and for all other purposes for the grant of Performance Rights to the Managing Director and Chief Executive Officer ("MD & CEO"), Mr James Warburton, under the Seven West Media Equity Incentive Plan, on the terms summarised in the Explanatory Notes.

**Note:**

- > *A voting exclusion statement applies to this Item of Business and is set out in full in the Explanatory Notes for Item 6.*

Refer to the Explanatory Notes for further information on the proposed resolutions.

BY ORDER OF THE BOARD

**Warren Coatsworth**  
Company Secretary

9 October 2020

# Explanatory Notes

## to the Notice of Annual General Meeting to be held on Thursday, 12 November 2020

The Explanatory Notes are presented to members to provide them with information concerning each of the resolutions to be considered at the Company's 2020 Annual General Meeting.

Each of the resolutions to be considered by members are ordinary resolutions, requiring the approval of more than 50% of the votes cast by members who are entitled to vote and are present in person, or by an attorney, representative or proxy at the Annual General Meeting.

### Item 1 – Financial Statements

The Corporations Act requires the Annual Financial Report of the Company for the year ended 27 June 2020 (which includes the financial statements, notes to the financial statements and Directors' declaration), and Directors' Report and the Auditor's Report to be laid before the Annual General Meeting.

Neither the Corporations Act nor the Company's Constitution requires a vote of shareholders on the reports. However, shareholders will be given an opportunity to raise questions or comments on the management of the Company.

A reasonable opportunity will also be given to shareholders as a whole at the Annual General Meeting to ask the Company's auditor questions 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.

Shareholders can access a copy of the 2020 Annual Report on the Company's website at [www.sevenwestmedia.com.au/investors/annual-reports/](http://www.sevenwestmedia.com.au/investors/annual-reports/)

### Items 2 to 4 – Re-Election of Directors

For the reasons set out later in these Explanatory Notes, the Board, excluding the Director to whom each resolution relates, unanimously recommends that members vote in favour of the re-election of Mr Kerry Stokes AC, Ms Teresa Dyson and Mr Michael Ziegelaar.

In accordance with the Company's Constitution, at every Annual General Meeting, the following of the Company's Directors must retire from office and are eligible for re-election:

- > one third of the Directors (rounded down to the nearest whole number), excluding Directors appointed since the last Annual General Meeting and the Managing Director and Chief Executive Officer; and
- > any Director who, if he or she does not retire, will at the conclusion of the meeting have been in office for three or more years and for three or more Annual General Meetings since he or she was last elected.

On this basis of Mr Kerry Stokes AC, Ms Teresa Dyson and Mr Michael Ziegelaar retire, and offer themselves for re-election (see, respectively, Items 2, 3 and 4 under 'Items of Business').

As Managing Director and Chief Executive Officer, Mr James Warburton is not required to stand for election under the Constitution or the ASX Listing Rules.

*Set out below are short biographies of the Directors standing for re-election.*

#### Mr Kerry Stokes AC

##### Chairman and Non-Executive Director

Mr Stokes was appointed to the Board on 25 September 2008, and became Chairman of Seven West Media Limited (formerly West Australian Newspaper Holdings Ltd) on 11 December 2008.

Mr Stokes is the Executive Chairman of Seven Group Holdings Limited (the Company's largest shareholder), a company with a market-leading presence in the resources services sector in Australia and formerly in north east China and a significant investment in energy and also in media in Australia through Seven West Media. Mr Stokes has held this position since April 2010. He is also Chairman of Australian Capital Equity Pty Limited, which has substantial interests in media and entertainment, resources, energy, property, pastoral and industrial activities.

Mr Stokes' board memberships include Council Member for the Paley Group (formerly the International Council for Museum & Television); Chairman and Fellow (since November 2015) for the Australian War Memorial (previously a Council Member); and a former Chairman of the National Gallery of Australia. Mr Stokes holds professional recognitions which include an Honorary Doctorate in Commerce at Edith Cowan University and an Honorary Fellow of Murdoch University.

Mr Stokes has, throughout his career, been the recipient of awards, including Life Membership of the Returned Services League of Australia; 1994 Paul Harris Rotary Fellow Award; 1994 Citizen of Western Australia for Industry & Commerce; 2002 Gold Medal award from the AIDC for Western Australian Director of the Year; 2007 Fiona Stanley Award for outstanding contribution to Child Health Research; 2009 Richard Pratt Business Arts Leadership Award from the Australian Business Arts Foundation; and 2011 Charles Court Inspiring Leadership Award; 2013 West Australian of the Year; 2014 Awarded Keys to the City of Perth and 2014 Awarded Keys to the City of Melbourne.

Mr Stokes was awarded Australia's highest honour, the Companion in the General Division in the Order of Australia (AC) in 2008. In 1995, he was recognised as Officer in the General Division of the Order of Australia (AO).

It is the Board's view that Mr Stokes is the most appropriate person to lead the Board as its Chairman given his experience and skills, particularly with regard to his long-term association with various media businesses of the Group. His leadership attributes, experience, business relationships and insights are considered to be invaluable to the Group.

#### Ms Teresa Dyson

##### Independent Non-Executive Director

Ms Dyson was appointed to the Board on 2 November 2017. She is Chairman of the Audit and Risk Committee.

Ms Dyson is an experienced company director, with a broad range of experience across public and private sectors. Ms Dyson has been closely involved in strategic decision making in business and organisational structuring, covering the financial services, transport, energy and resources sectors, as well as infrastructure projects.

Ms Dyson is currently a director of Power & Water Corporation (NT), Energy Queensland, Shine Justice Limited, Genex Power Limited, Gold Coast Hospital and Health Board, Energy Super, Fare Limited, and is a member of the Foreign Investment Review Board and the Takeovers Panel. She is a former director of UN Women National Committee Australia Ltd, Consolidated Tin Mines and Opera Queensland. Ms Dyson holds a Masters of Applied Finance from Macquarie University. She graduated with a Bachelor of Laws (Honours), a Bachelor of Arts and Masters of Taxation from the University of Queensland and is a graduate of the Australian Institute of Company Directors.

Ms Dyson brings skills and experience in financial, regulatory, legal matters as well as in governance and risk management to the Board. As Ms Dyson is principally based in Queensland she gives the Board insights to issues and conditions impacting the Company's performance in that market.

## Mr Michael Ziegelaar

### Independent Non-Executive Director

Mr Ziegelaar was appointed to the Board on 2 November 2017. He is a member of the Audit & Risk Committee.

Mr Ziegelaar is a senior partner of global law firm Herbert Smith Freehills ("HSF"), where he is the Co-Head of Australian Equity Capital Markets. He specialises in corporate, equity capital markets and M&A transactions and has acted for a wide range of clients across various industries.

HSF provides certain legal services to the Company. The legal services provided by HSF are not considered material having regard to the Company's disclosed quantitative materiality threshold and given that Mr Ziegelaar is not involved in providing the services.

As disclosed in the Company's Corporate Governance Statement, the Board is satisfied that Mr Ziegelaar's role with HSF does not interfere with the exercise of his judgment as a Non-Executive Director of the Company.

Mr Ziegelaar is a Non-Executive Director of the Burnet Institute.

He holds a Bachelor of Laws (Hons), a Bachelor of Economics (majoring in Accounting and Corporate Finance) and a Master of Laws (majoring in Commercial Law) from Monash University.

Mr Ziegelaar is a highly credentialed corporate lawyer with deep legal and commercial experience gained through advising on many of Australia's largest corporate transactions. He contributes broad skills in law, mergers and acquisitions, fundraising, governance, finance and business development to the Board and connects the Company to the business community in Victoria where he is based.

*The Chairman intends to vote all available proxies in favour of all of the above Items of Business.*

## Item 5 – Remuneration Report

The Board unanimously recommends that members vote in favour of adopting the Remuneration Report.

The Corporations Act requires listed companies to put the Remuneration Report for each financial year to a resolution of members at their Annual General Meeting. The Remuneration Report for the year ended 27 June 2020 can be found on pages 48 to 70 of the Company's Annual Report and covers director and executive remuneration. Under the Corporations Act, the vote on the Remuneration Report is advisory only and does not bind the Directors or the Company, and does not affect the employment arrangements in place for employees of the Company and its subsidiaries.

The Board will consider the outcome of the vote and comments made by members on the Remuneration Report at the meeting when reviewing the Company's remuneration policies. A reasonable opportunity will be provided for discussion of the Remuneration Report at the meeting.

In summary, the Remuneration Report:

- > explains the Board's policy for determining the nature and amount of remuneration of Directors and Key Management Personnel ("KMP") of the Company;
- > explains the relationship between the Board's Remuneration Policy and the Company's performance;
- > details and explains any performance conditions applicable to the remuneration of Directors and KMP of the Company; and
- > sets out remuneration details for the KMP of the Company, which includes each Director.

This year, in the Chairman's letter to shareholders and in the Remuneration Report (refer pages 48 to 49 of the 2020 Annual Report), we outline revisions to our short-term and long-term incentive programs that will take full effect during FY21. These changes place greater emphasis on executive remuneration being aligned to shareholder returns. Details of the proposed changes to the Company's Long Term Incentive ("LTI") Plan is covered in Item 6 below.

### Voting Exclusion Statement

The Company will disregard any votes cast on Item 5:

- > by or on behalf of a Director or other key management personnel of the Company named in the Remuneration Report for the year ended 27 June 2020, or any of their respective closely related parties (as that term is defined in the Corporations Act, which includes certain of their family members, dependents and companies they control) ("Closely Related Parties") regardless of the capacity in which the vote is cast; or
- > as a proxy by a person who is a member of the key management personnel of the Company at the date of the meeting or any of their Closely Related Parties.

The only circumstances in which a vote cast on Item 5 by a member of the key management personnel of the Company or their Closely Related Parties will be counted is if that person votes as a proxy for a member who is entitled to vote on Item 5 and either the proxy:

- > votes in accordance with the member's direction as to how to vote, as set out on the proxy form; or
- > is the Chairman of the meeting and votes pursuant to an express authorisation to vote as the proxy as he sees fit, even though Item 5 is connected with the remuneration of the KMP.

*The Chairman intends to vote all available proxies in favour of this Item of Business.*

## Item 6 – Grant of Performance Rights to the MD and CEO

The Board, excluding Mr James Warburton, unanimously recommends that members vote in favour of the grant of Performance Rights to the MD and CEO.

### Approvals Sought

Shareholders are asked to approve the grant of 11,250,000 Performance Rights to Mr Warburton as part of the Company's LTI offer for 2021 ("FY21 LTI Grant") to be made under the Seven West Media Equity Incentive Plan (the "Plan") on the terms and conditions summarised in these Explanatory Notes.

ASX Listing Rule 10.14 requires the Company to obtain shareholder approval for the issue of securities to a Director under an employee incentive scheme, and the Company wishes to have flexibility to satisfy Performance Rights by way of issuing new shares or acquiring shares on-market. ASX Listing Rule 10.14 requires shareholder approval to be obtained before a Director can be issued Performance Rights under an employee incentive scheme, but shareholder approval is not required if the terms of the scheme require the Shares to be purchased on market to satisfy any Performance Rights that vest.

It is currently intended that Shares will be acquired on market to satisfy any Performance Rights that vest. However, approval is being sought under ASX Listing Rule 10.14 to provide flexibility for the Company to satisfy Performance Rights under the Plan with new Shares, if that is considered appropriate in the future.

Approval of this resolution under Listing Rule 10.14 will also result in the Performance Rights granted to Mr Warburton being included as an exception to ASX Listing Rule 7.1. This means the Performance Rights granted to Mr Warburton, and any Shares issued for the purpose of the FY21 LTI Grant, will not use up part of the Company's 15 per cent available under ASX Listing Rule 7.1.



## Cancellation of the FY20 LTI Grant

Shareholders are being asked to approve the cancellation of the FY20 LTI Grant (approved at the 2019 AGM), which had a grant value of \$4.05 million (equivalent to three years' annual LTI grant). It will be replaced with annual grants, commencing with the FY21 LTI Grant. This means that none of the FY20 LTI Grant will remain on foot and Mr Warburton will forfeit his LTI for the FY20 performance year.

The decision to cancel the FY20 LTI Grant and commence annual grants reflects:

- > the Company's decision to focus on the growth of SWM and value to shareholders, regardless of the broader market and other companies' movements;

- > better alignment with the Company's strategy and financial circumstances in its critical turnaround phase; and
- > the Board's determination that the Communications Services Index is no longer an appropriate peer group given the broad range of constituent companies (including several large telecommunications companies operating under different market conditions).

Under Listing Rule 6.23.2 shareholder approval is required to cancel a performance right for consideration. If shareholder approval is not obtained, the FY20 LTI Grant will remain on foot and will be tested in the ordinary course.

## Key Terms of the FY21 LTI Grant

Key Terms	Description										
<b>Number of Performance Rights and other details of the FY21 LTI Grant</b>	<p>The Board proposes to grant Mr Warburton 11,250,000 Performance Rights to acquire shares in the Company based on a FY21 LTI Grant value of \$1.35 million.</p> <p>This grant represents the annual long-term incentive component of Mr Warburton's remuneration package for the 2021 financial year.</p> <p>The maximum grant of 11,250,000 Performance Rights has been calculated as follows:</p> $\text{FY21 LTI Grant value of \$1.35 million (being 100\% of Mr Warburton's fixed remuneration)} \\ \text{divided by} \\ \text{The five-day volume weighted average price ("VWAP") of a Company share following release of FY20 full-year results (\$0.12).}$										
<b>LTI Plan Vehicle</b>	<p>Each Performance Right is a right to acquire one fully paid ordinary share in the Company at no cost upon satisfaction of the vesting conditions. The performance rights are granted at no cost as they form part of Mr Warburton's remuneration.</p> <p>Performance Rights will vest subject to Mr Warburton's continued employment with the Company until the relevant vesting date and satisfaction of the performance hurdles in accordance with the following schedule:</p> <ul style="list-style-type: none"> <li>&gt; 100 per cent of Mr Warburton's Performance Rights will vest following the announcement of the FY23 financial results subject to meeting performance conditions over a three-year period (1 July 2020 to 30 June 2023).</li> <li>&gt; Following vesting, shares will be subject to a minimum one-year holding lock. Mr Warburton can elect (at the time the Performance Rights are granted) for a longer holding lock to apply for up to a further three years.</li> </ul> <p>Details of the performance hurdles applicable to Mr Warburton's Performance Rights are set out below.</p> <p>Performance Rights do not carry any dividend or voting rights.</p> <p>Performance Rights are used as the LTI vehicle because they create share price alignment between Mr Warburton and shareholders but do not provide the full benefit of share ownership (such as dividend and voting rights) unless the performance hurdles and employment vesting condition are satisfied.</p>										
<b>Date of Grant</b>	If shareholder approval is obtained, Performance Rights will be granted to Mr Warburton shortly after the meeting but, in any event, within 12 months after the date of the meeting.										
<b>Performance Hurdles</b>	<p>Performance Rights are subject to continued employment with the Company and an absolute Total Shareholder Return compound annual growth rate ("ATSR CAGR") performance hurdle over a three-year period (1 July 2020 to 30 June 2023).</p> <p>The proportion of Performance Rights available to vest following testing of ATSR CAGR performance over the performance period is summarised in the following table:</p> <table> <tr> <th>SWM's ATSR CAGR over the Performance Period</th><th>Proportion of Performance Rights available to vest (%)</th></tr> <tr> <td>Less than 15%</td><td>Nil</td></tr> <tr> <td>15%</td><td>50%</td></tr> <tr> <td>Greater than 15% but less than 25%</td><td>On a straight-line pro-rata basis between 50% and 100%</td></tr> <tr> <td>Equal to or greater than 25%</td><td>100%</td></tr> </table>	SWM's ATSR CAGR over the Performance Period	Proportion of Performance Rights available to vest (%)	Less than 15%	Nil	15%	50%	Greater than 15% but less than 25%	On a straight-line pro-rata basis between 50% and 100%	Equal to or greater than 25%	100%
SWM's ATSR CAGR over the Performance Period	Proportion of Performance Rights available to vest (%)										
Less than 15%	Nil										
15%	50%										
Greater than 15% but less than 25%	On a straight-line pro-rata basis between 50% and 100%										
Equal to or greater than 25%	100%										
<b>Performance Period</b>	The performance period for Mr Warburton's Performance Rights is three years commencing 1 July 2020 and ending on 30 June 2023.										
<b>Testing of Performance Hurdles</b>	<p>Testing of the performance hurdles is expected to occur in August 2023 shortly after the announcement of the Company's full-year results for the financial years ending 30 June 2023.</p> <p>In assessing performance against the performance hurdles, the Remuneration &amp; Nomination Committee, in its absolute discretion, may make any adjustments having regard to any matters that it considers relevant, including adjusting for abnormal or unusual factors that are outside of management's control.</p>										
<b>Allocation of Shares</b>	<p>Following testing of the performance hurdles and determination of the level of vesting of Performance Rights, one Share in the Company will be allocated for each Performance Right that vests.</p> <p>It is the present intention of the Board that no new Shares will be issued to satisfy the Company's obligation to allocate Shares on vesting.</p>										

Key Terms	Description								
<b>Trading Restrictions</b>	<p>Any shares allocated on vesting of Performance Rights will be subject to an additional trading restriction for a period of 12 months following vesting.</p> <p>During this trading restriction period, Mr Warburton will not be able to sell or otherwise deal in the Shares.</p> <p>Mr Warburton is able to elect that any Shares allocated on vesting be subject to an additional trading restriction for up to a further three years beyond the vesting date.</p> <p>The trading restriction will be lifted earlier upon cessation of employment or in other circumstances approved by the Board.</p>								
<b>Price Payable for Securities</b>	<p>No amount will be payable by Mr Warburton in respect of the grant of Performance Rights, nor in respect of any Shares allocated upon vesting of the Performance Rights.</p>								
<b>Cessation of Employment</b>	<p>If Mr Warburton ceases employment with the Company before the Performance Rights vest, his entitlement to the unvested Performance Rights (if any) will depend on the circumstances of cessation.</p> <p>All unvested Performance Rights will lapse if Mr Warburton ceases employment by way of gross misconduct, termination for cause, or for any other reason (which would normally include resignation) determined by the Board.</p> <p>If Mr Warburton ceases employment for any other reason, unless the Board determines otherwise, his unvested Performance Rights will remain "on-foot" and will be tested at the end of the performance period, based on the original performance hurdles.</p> <p>The Board has discretion to determine another treatment that it deems appropriate in the circumstances including that:</p> <ul style="list-style-type: none"> <li>&gt; all or a portion of Mr Warburton's unvested Performance Rights lapse at cessation; or</li> <li>&gt; a pro-rata number of Performance Rights vest based on the time worked during the performance period and the extent to which the performance hurdles have been achieved at the time of ceasing employment.</li> </ul>								
<b>Change of Control</b>	<p>In the event of:</p> <ul style="list-style-type: none"> <li>&gt; a takeover bid being made, recommended by the Board or becoming unconditional;</li> <li>&gt; a merger, scheme of arrangement, reconstruction or winding up of the Company being put to shareholders; or</li> <li>&gt; any other transaction, event or state of affairs that the Board reasonably expects will result in a change in control of the Company,</li> </ul> <p>some or all of Mr Warburton's Performance Rights may vest at the Board's discretion, having regard to the nature of the change of control and the extent to which performance has been (or deemed to have been achieved), and the period that has elapsed.</p>								
<b>Adjustments</b>	<p>In the event the Company undertakes a corporate action or capital reconstruction (including, for example, a bonus or rights issue, or a capital reorganisation), the Board, having regard to the ASX Listing Rules, may adjust the terms of Performance Rights in order to ensure that no material advantage or disadvantage accrues to the holder.</p>								
<b>Preventing Inappropriate Benefits</b>	<p>The Plan provides the Board with the ability to apply malus and clawback and forfeit Performance Rights or Shares in certain circumstances, including fraud and gross misconduct.</p>								
<b>Other Information</b>	<p>Mr Warburton is a Director of the Company. No other director in the Company other than Mr Warburton is eligible to participate in the FY21 LTI Grant to be made under the Plan.</p> <p>Any additional persons for whom approval is required under ASX Listing Rule 10.14 to participate in the Plan after this resolution was approved and who were not named in the Notice of Meeting, will not participate until approval is obtained in accordance with ASX Listing Rule 10.14.</p> <p>Details of any Performance Rights issued under the Plan will be published in the Annual Report relating to the period in which they were issued, along with a statement that approval for the issue was obtained under Listing Rule 10.14.</p> <p><b>MD &amp; CEO's Total Remuneration Opportunity for FY21</b></p> <p>Under his employment agreement, Mr Warburton's current total remuneration consists of:</p> <table> <tr> <th>Remuneration Element</th><th>Opportunity</th></tr> <tr> <td>Fixed Remuneration (inclusive of superannuation and salary sacrifice benefits)</td><td>\$1,350,000</td></tr> <tr> <td>Short-term Incentive (50% deferred)</td><td>\$1,350,000 at target, \$2,025,000 at maximum</td></tr> <tr> <td>Long-term Incentive</td><td>\$1,350,000</td></tr> </table> <p>Further details of Mr Warburton's executive remuneration package can be found on pages 48 to 70 of the 2020 Annual Report.</p> <p>10,945,945 Performance Rights have been granted to Mr Warburton under the Plan in prior years. These Performance Rights were granted for no cost.</p> <p>No loan will be made by the Company in relation to the acquisition of Performance Rights or Shares under the Plan.</p> <p>If the resolution is not passed, the Board will consider alternative arrangements to appropriately remunerate and incentivise Mr Warburton.</p>	Remuneration Element	Opportunity	Fixed Remuneration (inclusive of superannuation and salary sacrifice benefits)	\$1,350,000	Short-term Incentive (50% deferred)	\$1,350,000 at target, \$2,025,000 at maximum	Long-term Incentive	\$1,350,000
Remuneration Element	Opportunity								
Fixed Remuneration (inclusive of superannuation and salary sacrifice benefits)	\$1,350,000								
Short-term Incentive (50% deferred)	\$1,350,000 at target, \$2,025,000 at maximum								
Long-term Incentive	\$1,350,000								



## Voting exclusion statement

The Company will disregard any votes on Item 6:

- > cast in favour of the resolution by or on behalf of the MD & CEO or any of his associates (regardless of the capacity in which the vote is cast); or
- > cast as a proxy by any of the Company's key management personnel at the date of the meeting or their Closely Related Parties.

Unless the vote is cast on Item 6:

- > as proxy or attorney for a person entitled to vote on the resolution in accordance with a direction given to the proxy or attorney to vote on the resolution in that way; or
- > by the Chairman of the meeting as proxy for a person entitled to vote on the resolution, pursuant to an express authorisation in the proxy form to exercise the proxy as the Chairman decides; or
- > by a holder acting solely in a nominee, trustee, custodial or other fiduciary capacity on behalf of a beneficiary provided the following conditions are met:
  - the beneficiary provides written confirmation to the holder that the beneficiary is not excluded from voting, and is not an associate of a person excluded from voting, on the resolution; and
  - the holder votes on the resolution in accordance with directions given by the beneficiary to the holder to vote in that way.

*The Chairman intends to vote all available proxies in favour of this Item of Business.*

### Notes

1. A member entitled to attend and vote has a right to appoint a proxy. A member who is entitled to cast two or more votes is entitled to appoint up to two proxies. If two proxies are appointed by a member, that member may specify the proportion or number of votes each proxy is appointed to exercise. If a member appoints two proxies and the appointment does not specify the proportion or number of the member's votes each proxy may exercise, each proxy may exercise half the votes. If a member appoints the Chairman of the meeting or another Director of the Company as proxy and does not direct that person how to vote on an item of business, the Chairman or other Director intends to vote available proxies in favour of each of the proposed resolutions set out in this Notice of Annual General Meeting.
2. Voting exclusions apply to Item 5 (Remuneration Report) and to Item 6 (Grant of Performance Rights to the MD & CEO), details of which are set out in the Explanatory Notes.  
Unless the Chairman of the meeting is your proxy, members of the key management personnel of the Company (including the Directors) and their Closely Related Parties (as defined under the Corporations Act 2001, which includes spouses, dependents and companies they control) will not be able to vote as a proxy on Item 5 or Item 6 unless you direct them how to vote on the proxy form. If you intend to appoint one of these individuals as your proxy, you should ensure that you direct that person how to vote on Item 5 and Item 6.

If you appoint the Chairman of the meeting as your proxy, or if the Chairman is appointed as your proxy by default, you may:

- > direct the Chairman how to vote on Item 5 and Item 6 by marking either "For", "Against" or "Abstain" on the section of the proxy form corresponding to Item 5 and Item 6, in accordance with the directions on that form; or
- > not direct the Chairman how to vote on Item 5 and Item 6, in which case, by submitting the proxy form, you will be expressly authorising the Chairman to vote the undirected proxy as he sees fit even though these Items are connected with the remuneration of the key management personnel of the Company.

3. For the purpose of determining a person's entitlement to vote at the meeting, a person will be recognised as a member and the holder of shares if that person is registered as a holder of those shares at 7.00 pm (Sydney time) on Tuesday, 10 November 2020.
4. A proxy need not be a member of the Company.
5. Duly completed proxy forms must be returned to the Secretary, Seven West Media Limited, either at:
  - > Company Secretariat, Level 5, 8 Central Avenue, Eveleigh NSW 2015 or fax number: 02 8777 7192; or
  - > Boardroom Pty Limited, Level 12, Grosvenor Place, 225 George Street, Sydney NSW 2000 or fax number: 02 9290 9655; or
  - > completed online at [www.votingonline.com.au/swmagm2020](http://www.votingonline.com.au/swmagm2020)

in each case by no later than 11.00 am (Sydney time) on Tuesday, 10 November 2020.

Any power of attorney or authority under which a proxy form is signed (or a copy of that power of attorney or authority certified as a true copy by statutory declaration) must accompany the proxy form.

6. All resolutions will be decided by poll. On a poll, if your proxy either does not attend the meeting or registers but does not vote on the resolution in accordance with your directions, your proxy votes will automatically default to the Chairman of the meeting for that resolution. The Chairman is required to vote any directed proxies in the manner directed and may otherwise vote as the Chairman sees fit.
7. The Chairman intends to vote all available proxies in favour of all Items of Business.
8. A body corporate that is a shareholder, or which has been appointed as a proxy, may appoint an individual to act as its representative at the meeting. The appointment must comply with the requirements of section 250D of the Corporations Act. The representative must ensure that the Company has received evidence of his or her appointment, including any authority under which it has been signed in advance of the meeting, unless it has previously been given to the Company.
9. A shareholder entitled to attend and vote may appoint an attorney to act on his or her behalf at the Annual General Meeting. An attorney may but need not be a member of the Company.
10. The Explanatory Notes form part of this Notice of Meeting. Members should read these documents in full.



#### 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 AEDT on Tuesday 10 November 2020.**

### 🖥 TO VOTE ONLINE

- STEP 1: VISIT** <https://www.votingonline.com.au/swmagm2020>
- STEP 2: Enter your Postcode OR Country of Residence (if outside Australia)**
- STEP 3: Enter your Voting Access Code (VAC):**

### 📱 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 or does not vote in accordance with your instructions, 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

If you are entitled to cast two or more votes, 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:

- 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.
- 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, to the extent permitted by law. 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 the meeting. An Appointment of Corporate Representative form can be obtained from the Company's securities registry.

#### Voting restrictions for KMP

Please note that if you appoint a member of the Company's key management personnel (KMP) (which includes each of the directors) or one of their closely related parties as your proxy, they will not be able to cast your votes on Items 5 or 6, unless you direct them how to vote or the Chair of the Meeting is your proxy. If you appoint the Chair of the Meeting as your proxy or the Chair of the Meeting is appointed as your proxy by default, but you do not mark a voting box for Item 5 or 6, by completing and submitting this Proxy Form you will be expressly authorising the Chair of the Meeting to exercise your proxy in respect of the relevant Item, even though the Item is indirectly or directly connected with the remuneration of the KMP.

#### 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 (AEDT) on Tuesday, 10 November 2020.** 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** [www.votingonline.com.au/swmagm2020](https://www.votingonline.com.au/swmagm2020)
- 📠 **By Fax** + 61 2 9290 9655
- ✉ **By Mail** Boardroom Pty Limited  
GPO Box 3993,  
Sydney NSW 2001 Australia
- 👤 **In Person** Boardroom Pty Limited  
Level 12, 225 George Street,  
Sydney NSW 2000 Australia

☐ 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 **Seven West Media** (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 **virtually on Thursday, 12 November, 2020 at 11:00am AEDT** 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.

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 Items 5 and 6, I/we expressly authorise the Chair of the Meeting to exercise my/our proxy in respect of this Item even though Items 5 and 6 are 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 Items 5 and 6). 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 Item.

**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*
Item 2	Re-elect and elect as a Director - Mr Kerry Stokes AC	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Item 3	Re-elect and elect as a Director - Ms Teresa Dyson	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Item 4	Re-elect and elect as a Director - Mr Michael Ziegelaar	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Item 5	Adoption of the Remuneration Report	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Item 6	Grant of Performance Rights to Managing Director and Chief Executive Officer	<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 / / 2020

**OPTIONAL QUESTIONS FOR THE CHAIRMAN OR AUDITOR**

We aim to provide shareholders with the best opportunity to ask questions about the Company and its external audit at the Annual General Meeting. We will seek to respond to as many of the frequently asked questions as possible

# Virtual Meeting User Guide

## Getting Started

In order to participate in the meeting, you will need to download the App onto your smartphone device. This can be downloaded from the Google Play Store™ or the Apple® App Store by searching by app name “Lumi AGM”.

Alternatively, **Lumi AGM** can be accessed using any web browser on a PC, tablet or smartphone device. To use this method, please go to <https://web.lumiagm.com>.

To log in to the portal, you will need the following information:

**Meeting ID: 359-769-139**

### Australian Residents

**Username - Voting Access Code (VAC\*)** and **Password** (postcode of your registered address) \*Voting Access Code (VAC) can be located on the first page of your proxy form or on your notice of meeting email.

### Overseas Residents

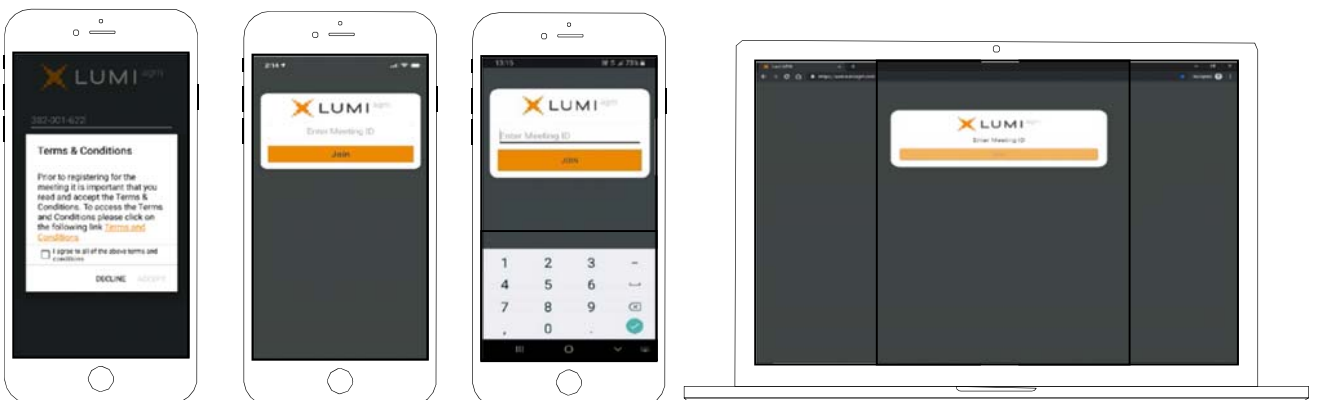
**Username - Voting Access Code (VAC\*)** and **Password** (three character country code e.g. New Zealand – NZL. A full list of country codes can be found at the end of this guide.)

\*Voting Access Code (VAC) can be located on the first page of your proxy form or on your notice of meeting email. A full list of country codes can be found at the end of this guide.

### Appointed Proxy

To receive your Username and Password, please contact our share registry, Boardroom Pty Ltd on **1300 737 760** or **+61 2 9290 9600** between 8:30am to 5:30pm (Sydney time) Monday to Friday the day before the meeting.

**To join the meeting**, you will be required to enter the above unique 9 digit meeting ID and select ‘Join’. To proceed to registration, you will be asked to read and accept the terms and conditions.



If you are a Shareholder, select 'I have a login' and enter your Username VAC (Voting Access Code) and Password (postcode or country code). If you are a Proxyholder you will need to enter the unique Username and Password provided by Boardroom and select 'Login'.

If you are not a Shareholder, select 'I am a guest'. You will be asked to enter your name and email details, then select 'Enter'. Please note, guests are not able to ask questions at the meeting.



## Navigating

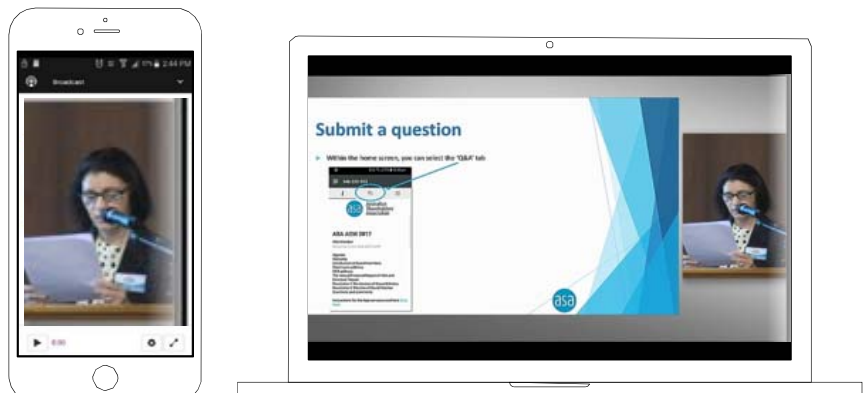
Once you have registered, you will be taken to the homepage which displays your name and meeting information.



To activate the webcast, please click on the **Broadcast bar** at the bottom of the screen. If prompted you may have to click the play button in the window to initiate the broadcast.



Once you select to view the webcast from a smartphone it can take up to approximately 30 seconds for the live feed to appear on some devices. If you attempt to log into the app before the Meeting commences, a dialog box will appear.

NOTE: We recommend once you have logged in, you keep your browser open for the duration of the meeting. If you close your browser you will be asked to repeat the log in process.

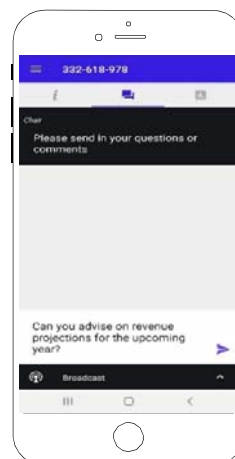


## To ask a Question

If you would like to ask a question:

1. Select the question icon 
2. Compose your question.
3. Select the send icon 
4. You will receive confirmation that your question has been received.

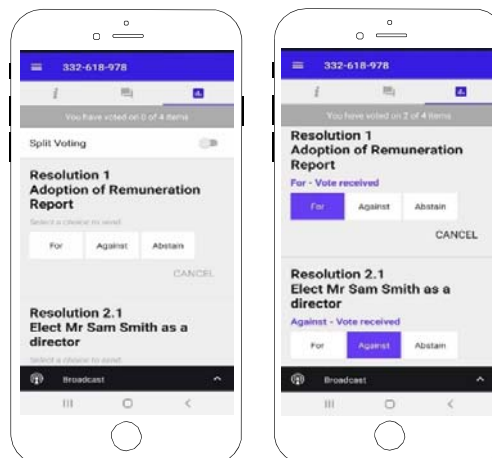
The Chair will give all Shareholders a reasonable opportunity to ask questions and will endeavor to answer all questions at the Meeting.



## To Vote

If you would like to cast a vote:

1. When the Chair declares the polls open, the resolutions and voting choices will appear.
2. Press the option corresponding with the way in which you wish to vote.
3. Once the option has been selected, the vote will appear in blue.
4. If you change your mind and wish to change your vote, you can simply press the new vote or cancel your vote at any time before the Chair closes the polls.
5. Upon conclusion of the meeting the home screen will be updated to state that the meeting is now closed.



**Need help?** If you require any help using this system prior to or during the Meeting, please call **1300 737 760** or **+61 2 9290 9600** so we can assist you



# Country Codes

For overseas shareholders, select your country code from the list below and enter it into the password field.

<b>ABW</b>	Aruba
<b>AFG</b>	Afghanistan
<b>AGO</b>	Angola
<b>AIA</b>	Anguilla
<b>ALA</b>	Aland Islands
<b>ALB</b>	Albania
<b>AND</b>	Andorra
<b>ANT</b>	Netherlands Antilles
<b>ARE</b>	United Arab Emirates
<b>ARG</b>	Argentina
<b>ARM</b>	Armenia
<b>ASM</b>	American Samoa
<b>ATA</b>	Antarctica
<b>ATF</b>	French Southern
<b>ATG</b>	Antigua & Barbuda
<b>AUS</b>	Australia
<b>AUT</b>	Austria
<b>AZE</b>	Azerbaijan
<b>BDI</b>	Burundi
<b>BEL</b>	Belgium
<b>BEN</b>	Benin
<b>BFA</b>	Burkina Faso
<b>BGD</b>	Bangladesh
<b>BGR</b>	Bulgaria
<b>BHR</b>	Bahrain
<b>BHS</b>	Bahamas
<b>BIH</b>	Bosnia & Herzegovina
<b>BLM</b>	St Barthelemy
<b>BLR</b>	Belarus
<b>BLZ</b>	Belize
<b>BMU</b>	Bermuda
<b>BOL</b>	Bolivia
<b>BRA</b>	Brazil
<b>BRB</b>	Barbados
<b>BRN</b>	Brunei Darussalam
<b>BTN</b>	Bhutan
<b>BUR</b>	Burma
<b>BVT</b>	Bouvet Island
<b>BWA</b>	Botswana
<b>CAF</b>	Central African Republic
<b>CAN</b>	Canada
<b>CCK</b>	Cocos (Keeling) Islands
<b>CHE</b>	Switzerland
<b>CHL</b>	Chile
<b>CHN</b>	China
<b>CIV</b>	Cote D'ivoire
<b>CMR</b>	Cameroon
<b>COD</b>	Democratic Republic of Congo
<b>COK</b>	Cook Islands
<b>COL</b>	Colombia
<b>COM</b>	Comoros
<b>CPV</b>	Cape Verde
<b>CRI</b>	Costa Rica
<b>CUB</b>	Cuba
<b>CYM</b>	Cayman Islands
<b>CYP</b>	Cyprus
<b>CXR</b>	Christmas Island
<b>CZE</b>	Czech Republic
<b>DEU</b>	Germany
<b>DJI</b>	Djibouti
<b>DMA</b>	Dominica
<b>DNK</b>	Denmark
<b>DOM</b>	Dominican Republic

<b>DZA</b>	Algeria
<b>ECU</b>	Ecuador
<b>EGY</b>	Egypt
<b>ERI</b>	Eritrea
<b>ESH</b>	Western Sahara
<b>ESP</b>	Spain
<b>EST</b>	Estonia
<b>ETH</b>	Ethiopia
<b>FIN</b>	Finland
<b>FJI</b>	Fiji
<b>FLK</b>	Falkland Islands (Malvinas)
<b>FRA</b>	France
<b>FRO</b>	Faroe Islands
<b>FSM</b>	Micronesia
<b>GAB</b>	Gabon
<b>GBR</b>	United Kingdom
<b>GEO</b>	Georgia
<b>GGY</b>	Guernsey
<b>GHA</b>	Ghana
<b>GIB</b>	Gibraltar
<b>GIN</b>	Guinea
<b>GLP</b>	Guadeloupe
<b>GMB</b>	Gambia
<b>GNB</b>	Guinea-Bissau
<b>GNQ</b>	Equatorial Guinea
<b>GRC</b>	Greece
<b>GRD</b>	Grenada
<b>GRL</b>	Greenland
<b>GTM</b>	Guatemala
<b>GUF</b>	French Guiana
<b>GUM</b>	Guam
<b>GUY</b>	Guyana
<b>HKG</b>	Hong Kong
<b>HMD</b>	Heard & Mcdonald Islands
<b>HND</b>	Honduras
<b>HRV</b>	Croatia
<b>HTI</b>	Haiti
<b>HUN</b>	Hungary
<b>IDN</b>	Indonesia
<b>IMN</b>	Isle Of Man
<b>IND</b>	India
<b>IOT</b>	British Indian Ocean Territory
<b>IRL</b>	Ireland
<b>IRN</b>	Iran Islamic Republic of
<b>IRQ</b>	Iraq
<b>ISM</b>	Isle of Man
<b>ISL</b>	Iceland
<b>ISR</b>	Israel
<b>ITA</b>	Italy
<b>JAM</b>	Jamaica
<b>JEY</b>	Jersey
<b>JOR</b>	Jordan
<b>JPN</b>	Japan
<b>KAZ</b>	Kazakhstan
<b>KEN</b>	Kenya
<b>KGZ</b>	Kyrgyzstan
<b>KHM</b>	Cambodia
<b>KIR</b>	Kiribati
<b>KNA</b>	St Kitts And Nevis
<b>KOR</b>	Korea Republic of
<b>KWT</b>	Kuwait
<b>LAO</b>	Laos
<b>LBN</b>	Lebanon

<b>LBR</b>	Liberia
<b>LBY</b>	Libyan Arab Jamahiriya
<b>LCA</b>	St Lucia
<b>LIE</b>	Liechtenstein
<b>LKA</b>	Sri Lanka
<b>LSO</b>	Lesotho
<b>LTU</b>	Lithuania
<b>LUX</b>	Luxembourg
<b>LVA</b>	Latvia
<b>MAC</b>	Macao
<b>MAF</b>	St Martin
<b>MAR</b>	Morocco
<b>MCO</b>	Monaco
<b>MDA</b>	Republic Of Moldova
<b>MDG</b>	Madagascar
<b>MDV</b>	Maldives
<b>MEX</b>	Mexico
<b>MHL</b>	Marshall Islands
<b>MKD</b>	Macedonia Former Yugoslav Rep
<b>MLI</b>	Mali
<b>MLT</b>	Mauritania
<b>MMR</b>	Myanmar
<b>MNE</b>	Montenegro
<b>MNG</b>	Mongolia
<b>MNP</b>	Northern Mariana Islands
<b>MOZ</b>	Mozambique
<b>MRT</b>	Mauritania
<b>MSR</b>	Montserrat
<b>MTQ</b>	Martinique
<b>MUS</b>	Mauritius
<b>MWI</b>	Malawi
<b>MYS</b>	Malaysia
<b>MYT</b>	Mayotte
<b>NAM</b>	Namibia
<b>NCL</b>	New Caledonia
<b>NER</b>	Niger
<b>NFK</b>	Norfolk Island
<b>NGA</b>	Nigeria
<b>NIC</b>	Nicaragua
<b>NIU</b>	Niue
<b>NLD</b>	Netherlands
<b>NOR</b>	Norway Montenegro
<b>NPL</b>	Nepal
<b>NRU</b>	Nauru
<b>NZL</b>	New Zealand
<b>OMN</b>	Oman
<b>PAK</b>	Pakistan
<b>PAN</b>	Panama
<b>PCN</b>	Pitcairn Islands
<b>PER</b>	Peru
<b>PHL</b>	Philippines
<b>PLW</b>	Palau
<b>PNG</b>	Papua New Guinea
<b>POL</b>	Poland
<b>PRI</b>	Puerto Rico
<b>PRK</b>	Korea Dem Peoples Republic of
<b>PRT</b>	Portugal
<b>PRY</b>	Paraguay
<b>PSE</b>	Palestinian Territory Occupied
<b>PYF</b>	French Polynesia
<b>QAT</b>	Qatar
<b>REU</b>	Reunion

<b>ROU</b>	Romania
<b>RUS</b>	Russian Federation
<b>RWA</b>	Rwanda
<b>SAU</b>	Saudi Arabia Kingdom Of
<b>SDN</b>	Sudan
<b>SEN</b>	Senegal
<b>SGP</b>	Singapore
<b>SGS</b>	Sth Georgia & Sth Sandwich Isl
<b>SHN</b>	St Helena
<b>SJM</b>	Svalbard & Jan Mayen
<b>SLB</b>	Solomon Islands
<b>SCG</b>	Serbia & Outlying
<b>SLE</b>	Sierra Leone
<b>SLV</b>	El Salvador
<b>SMR</b>	San Marino
<b>SOM</b>	Somalia
<b>SPM</b>	St Pierre And Miquelon
<b>SRB</b>	Serbia
<b>STP</b>	Sao Tome And Principe
<b>SUR</b>	Suriname
<b>SVK</b>	Slovakia
<b>SVN</b>	Slovenia
<b>SWE</b>	Sweden
<b>SWZ</b>	Swaziland
<b>SYC</b>	Seychelles
<b>SYR</b>	Syrian Arab Republic
<b>TCA</b>	Turks & Caicos Islands
<b>TCO</b>	Chad
<b>TGO</b>	Togo
<b>THA</b>	Thailand
<b>TJK</b>	Tajikistan
<b>TKL</b>	Tokelau
<b>TKM</b>	Turkmenistan
<b>TLS</b>	Timor-Leste
<b>TMP</b>	East Timor
<b>TON</b>	Tonga
<b>TTO</b>	Trinidad & Tobago
<b>TUN</b>	Tunisia
<b>TUR</b>	Turkey
<b>TUV</b>	Tuvalu
<b>TWN</b>	Taiwan
<b>TZA</b>	Tanzania United Republic of
<b>UGA</b>	Uganda
<b>UKR</b>	Ukraine
<b>UMI</b>	United States Minor
<b>URY</b>	Uruguay
<b>USA</b>	United States of America
<b>UZB</b>	Uzbekistan
<b>VNM</b>	Vietnam
<b>VUT</b>	Vanuatu
<b>WLF</b>	Wallis & Futuna
<b>WSM</b>	Samoa
<b>YEM</b>	Yemen
<b>YMD</b>	Yemen Democratic
<b>YUG</b>	Yugoslavia Socialist Fed Rep
<b>ZAF</b>	South Africa
<b>ZAR</b>	Zaire
<b>ZMB</b>	Zambia
<b>ZWE</b>	Zimbabwe