

ASX Release, 27 October 2023

NOTICE OF 2023 ANNUAL GENERAL MEETING

BNK Banking Corporation Limited (ASX: **BBC**) ("**BNK**" or the "**Company**"), the brokers' bank with over 40 years of experience, attaches the following documents for its 2023 Annual General Meeting (**AGM**), to be held on Wednesday, 29 November 2023, commencing 12:30 pm (AEDT) / 9.30am (AWST):

- Notice of Meeting
- Sample Proxy Form
- Online Meeting Guide

The AGM will be held as a hybrid meeting, being a meeting conducted both in-person and via an online virtual meeting platform.

This announcement has been authorised for release by the Company Secretary on behalf of the Board.

Investor Enquiries

Michelle Loh
Cannings Strategic Communication
Email: mloh@canningscomms.com.au
Telephone: +61 497 834 937

Media Enquiries

Belinda Tasker
Cannings Strategic Communication
Email: btasker@canningscomms.com.au
Telephone: +61 434 056 724

27 October 2023

Dear Shareholder

2023 Annual General Meeting – 29 November 2023

The 2023 Annual General Meeting (**AGM** or **Meeting**) of BNK Banking Corporation Limited ACN 087 651 849 (**BNK** or the **Company**) will be on **Wednesday, 29 November 2023 at 12:30pm (AEDT) / 9:30am (AWST)**. The AGM will be held as a 'hybrid meeting' at Dentons, Level 16, 77 Castlereagh Street, Sydney, NSW and via live webcast at <https://www.advancedshare.com.au/Dashboard/Virtual-Meeting-Centre-Login> for those who cannot attend in person.

A copy of the Notice of Meeting can be viewed and downloaded from the Company's website: <https://bnk.com.au/investor-centre/>. A copy of the Notice of Meeting has also been posted on the Company's ASX market announcements page (ASX:BBC).

The Notice of Meeting includes information on the business to be considered at the Meeting and how to participate in the Meeting.

The Company encourages Shareholders to submit their votes in advance of the Meeting to assist with the efficient conduct of the Meeting by appointing a proxy using the enclosed proxy form. Proxy forms must be received by the Company's share registry by 12:30pm (AEDT) / 9:30am (AWST) on Monday, 27 November 2023. Details on how to submit votes by proxy are included on the enclosed proxy form. Votes may also be submitted during the Meeting, either in person or online via the Virtual Meeting Portal.

If you have provided an email address and have elected to receive electronic communications from the Company, you will also receive an email to your nominated email address with a link to an electronic copy of the important Meeting documents.

Virtual Participation in the Meeting

If you are a Shareholder and wish to virtually attend the Meeting (which will be broadcast as a live webcast) you will need to connect via the Advanced Share Registry Virtual Meeting Portal.

Please login to the Meeting at <https://www.advancedshare.com.au/Dashboard/Virtual-Meeting-Centre-Login> using your Meeting ID and Personalised Shareholder ID. The Meeting ID and Personalised Shareholder ID **can be found on the enclosed proxy form**.

Shareholders will be able to vote and ask questions using the Virtual Meeting Portal. For detailed information on how to use the Virtual Meeting Portal, please refer to the Online Meeting Guide available from the Company's website: <https://bnk.com.au/investor-centre/>. A copy of the Online Meeting Guide has also been posted on the Company's ASX market announcements page (ASX:BBC) together with the Notice of Meeting.

How to vote live online

When live voting for the virtual meeting is open, click on the “Poll” button at the bottom of the screen and follow the steps.

Shareholders with multiple holdings will either need to login at the Virtual Meeting Portal separately under each Shareholder ID to cast their vote while the poll is open during the Meeting or cast their votes by lodging a proxy form by the submission date specified.

How to ask questions during the Meeting

Shareholders who wish to ask a question at the Meeting using the Virtual Meeting Portal can click on the “Ask a question” button at the bottom of the screen and submit the question in writing. Shareholders who attend the AGM in person will also be given the opportunity to ask questions at the Meeting. We also welcome questions from Shareholders before the Meeting. Questions can be emailed to the Company Secretary at danny.davies@bnk.com.au. Written questions (including questions to the Auditor) should be submitted no later than the fifth business day before the AGM, being Wednesday, 22 November 2023.

Questions should relate to matters relevant to the business of the Meeting (including matters arising from the Financial Report, the Director’s Report or the content of the auditor’s report), general questions regarding the performance, business or management of the Company, and relevant questions of the auditor regarding the conduct of the audit.

As a valued Shareholder of the Company, we welcome your attendance to our 2023 Annual General Meeting.


Jon Denovan

Jon Denovan
Chairman

BNK Banking Corporation Limited

ABN 63 087 651 849

Notice of 2023 Annual General Meeting

Wednesday, 29 November 2023

Notice is given that the 2023 Annual General Meeting of BNK Banking Corporation Limited will be held at 12:30 pm (AEDT) / 9:30 am (AWST) on 29 November 2023.

Details on how to participate in the AGM

The BNK Banking Corporation Limited (**Company**) Annual General Meeting (**AGM**) will be held at 12:30 pm (AEDT) / 9:30 am (AWST) on Wednesday, 29 November 2023.

The Meeting will be a hybrid meeting and Shareholders will be able to:

- attend the meeting in person at Dentons, Level 16, 77 Castlereagh Street, Sydney; or
- participate in the AGM online, including being able to ask questions and vote using an online system.

Voting Entitlements

Pursuant to regulation 7.11.37 of the *Corporations Regulations 2001 (Cth)*, the Directors have determined that the shareholding of each Shareholder for the purpose of ascertaining voting entitlements for the AGM will be as it appears in the Company's share register on Monday, 27 November 2023 at 7:00 pm (AEDT) / 4:00 pm (AWST).

Participating in the AGM online

To give Shareholders a reasonable opportunity to participate, Shareholders may attend the AGM virtually using the online platform at <https://www.advancedshare.com.au/Dashboard/Virtual-Meeting-Centre-Login>

The online platform enables Shareholders to:

- see the AGM presentation materials and listen to the AGM live;
- vote online during the AGM; and
- ask questions and make comments online (either orally or by written submissions) during the AGM.

You will be able to participate in the AGM online using your computer and/or your mobile phone.

Important: To participate and vote online you will need a Meeting ID and Shareholder ID which can be found in the personalised proxy form despatched to each Shareholder separately.

To participate online, Shareholders should register at least 15 minutes before the meeting.

For detailed information on how to use the online platform, please refer to the Online Meeting Guide

available from the Company's website: <https://bnk.com.au/investor-centre/>.

Asking Questions Online – Before and at the AGM

You can submit questions before or at the AGM by clicking the Q&A tab on the meeting portal. You can also submit questions in advance of the AGM by emailing questions to Mr Danny Davies, Company Secretary at danny.davies@bnk.com.au. Written questions (including questions to the Auditor) should be submitted no later than the fifth business day before the AGM, being Wednesday, 22 November 2023. Written questions to the Auditor should relate to the content of the Auditor's Report and the conduct of the Audit. The Auditor will also be in attendance at the AGM.

You may also submit your questions and comments online (either orally or by written submissions) during the AGM via the online platform at <https://www.advancedshare.com.au/Dashboard/Virtual-Meeting-Centre-Login> (if you are participating online by computer or mobile).

The Chairman of the AGM will endeavour to address as many of the more frequently raised relevant questions and comments as possible during the course of the AGM. However, there may not be sufficient time available at the AGM to address all of the questions and comments raised.

Please note that individual responses will not be sent to Shareholders.

Voting at the AGM

Voting on all resolutions will be conducted by a poll.

You may vote at the AGM in one of three ways:

- in person at the venue during the AGM;
- live and online during the AGM using the online portal (if you are participating online) at: <https://www.advancedshare.com.au/Dashboard/Virtual-Meeting-Centre-Login>; or
- in advance of the AGM, by appointing a proxy such that the appointment is received by the Company no later than 12:30 pm (AEDT) / 9:30 am (AWST) on Monday, 27 November 2023 (see page 3 for how to appoint a proxy).

Details on how to participate in the AGM (continued)

The Chairman of the AGM will announce at the commencement of the AGM when the poll is open and the poll will remain open until declared closed at the end of the Meeting.

Voting by Proxy

Certain categories of persons (including Directors and the Chairman of the AGM) are excluded from voting on Resolutions relating to the remuneration of Key Management Personnel, including as proxy, in some circumstances and such votes will be disregarded (as per the Voting Exclusion Statement).

If you are appointing a proxy, to ensure that your vote counts, please read the instructions on the proxy form carefully.

1. On a poll, Shareholders have one vote for every fully paid ordinary share held.
2. A member entitled to attend and vote is entitled to appoint not more than two proxies.
3. A proxy need not be a member of the Company. A proxy may be either an individual or a body corporate.
4. If you wish to appoint a body corporate as your proxy, you must specify on the proxy form:
 - the full name and title of the body corporate appointed as proxy; and
 - the full name or title of the individual representative of the body corporate to attend the meeting.
5. Where more than one proxy is appointed, each proxy may be appointed to represent a specified proportion or number of the member's voting rights and neither proxy is entitled to vote on a show of hands if more than one proxy attends. If it is desired to appoint two proxies, you must specify the percentage of votes or number of securities for each proxy, otherwise each proxy may exercise half of the votes. When appointing a second proxy, write both names and the percentage of votes or number of securities for each proxy.
6. Proxy forms must be signed by a member or the member's attorney or, if a corporation, executed

under seal or in accordance with section 127 of the Corporations Act or signed by an authorised officer or agent.

7. Proxy forms (and if the appointment is signed by the appointer's attorney, the original authority under which the appointment was signed or a certified copy of the authority) must be returned so that they are received by the Company no later than 12:30 pm (AEDT) / 9:30 am (AWST) on Monday, 27 November 2023 using one of the methods below:

By mail or in person to Advanced Share Registry Limited, 110 Stirling Highway, Nedlands WA 6009

By mail to Advanced Share Registry Ltd, PO Box 1156, Nedlands WA 6909

Please allow sufficient time for the form to reach Advanced Share Registry.

By facsimile on (08) 6370 4203 (within Australia) or +618 6370 4203 (outside Australia)

Online at www.advancedshare.com.au/investor-login

8. Appointed proxies will need to contact Advanced Share Registry to obtain a username and password to vote online.

Enquiries

Please contact Advanced Share Registry:

- By telephone on (08) 9389 8033 (within Australia) or +61 8 9389 8033 (overseas)
- By email: admin@advancedshare.com.au

Further Alternative Arrangements

If it becomes necessary to make further alternative arrangements for holding the AGM, we will give Shareholders as much notice as practicable.

BNK Banking Corporation Limited

Notice of Annual General Meeting 2023

BNK's AGM will be held at 12:30 pm (AEDT) / 9:30 am (AWST) on Wednesday, 29 November 2023 as a hybrid meeting. Shareholders can choose to attend the AGM in person or virtually. Shareholders can view and participate in the AGM via the online platform at <https://www.advancedshare.com.au/Dashboard/Virtual-Meeting-Centre-Login>. Further information on how to participate is set out in this Notice of Meeting and available on our website.

Items of Business

Financial statements and reports

To discuss the Company's Annual Financial Report for the year ended 30 June 2023, together with the Directors' Report and Auditor's Report as set out in the 2023 Annual Report.

No resolution is required to be moved for this item.

Resolution 1 - Adoption of the remuneration report

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

"That the Remuneration Report for the year ended 30 June 2023 be adopted."

Note: This resolution is advisory only and does not bind the Directors or the Company.

Voting Exclusion Statement

The following voting restrictions apply to this resolution.

A vote on resolution 1 must not be cast:

- by or on behalf of a member of the Key Management Personnel whose remuneration details are included in the Remuneration Report, or a Closely Related Party of such member; or
- by a person appointed as a proxy, where that person is either a member of the Key Management Personnel or a Closely Related Party of such member.

However, votes will not be disregarded if:

- they are cast as a proxy for a person entitled to vote on resolution 1 in accordance with a direction as to how to vote on the proxy; or
- the vote is cast by the Chair of the Meeting, acting as proxy for a person entitled to vote on resolution 1, and the proxy appointment expressly authorises the

Chair of the Meeting to exercise undirected proxies (even though the resolution is connected directly or indirectly with the remuneration of a member of the Key Management Personnel).

Resolution 2 - To re-elect Mr David Gration as a Director

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

"That Mr David Gration, being a Director of the Company who retires in accordance with Article 48(c) of the Company's constitution and Listing Rule 14.4, and being eligible, be re-elected as a Director."

Other Business

To transact any other business that may be properly brought before the AGM in accordance with the Company's Constitution or the law.

By order of the Board


Jon Denovan

Jon Denovan

Chairman

27 October 2023

Explanatory Notes

Additional information for Shareholders

The items of business should be read in conjunction with the Explanatory Notes on pages 5 to 6. The Explanatory Notes form part of this Notice. Terms and abbreviations used in this Notice and Explanatory Notes are defined in the definitions section of the Explanatory Notes.

These Explanatory Notes have been prepared for Shareholders to outline information concerning the resolutions, and to assist Shareholders to assess the merits of approving the resolutions contained in the Notice.

The Directors recommend that Shareholders read these explanatory notes in full before making any decision in relation to the resolutions.

Terms and abbreviations used in these explanatory notes are defined in the definitions section.

Financial statements and reports

In accordance with the Corporations Act, the Financial Report and the Directors' and Auditor's Reports for the year ended 30 June 2023 will be put before the Annual General Meeting. These reports are contained within the Company's 2023 Annual Financial Report.

The 2023 Annual Financial Report is available at <https://bnk.com.au/investor-centre/>.

There is no requirement for a formal resolution on this matter. Accordingly, there will be no formal resolution put to this Meeting.

Shareholders will be given a reasonable opportunity at the Meeting to raise questions on these reports or make comments on company matters.

Resolution 1 – Adoption of the Remuneration Report

The Company's remuneration report for the year ended 30 June 2023 is set out on pages 13 to 21 of its 2023 Annual Financial Report.

The remuneration report contains information about the remuneration policy of the Company and the remuneration of non-executive Directors, the Chief Executive Officer and other Key Management Personnel for the financial year ended 30 June 2023.

At the meeting, the Chairman will give Shareholders a reasonable opportunity to ask questions about and make comments on the remuneration report.

The vote on this resolution is advisory only and does not bind the Company or its Directors. However, the Board will actively consider the outcome of the vote and comments made by Shareholders on the remuneration report at the meeting when reviewing the Company's future remuneration policies and practices.

Board Recommendation – The Board recommends that Shareholders vote FOR this resolution.

The Chair intends to vote undirected proxies FOR resolution 1.

Resolution 2 – Re-election of Mr David Gration as a Director

Listing Rule 14.4 and article 48(c) of the Constitution provides that a Director of the Company appointed by the Board holds office only until the next following annual general meeting and is then eligible for re-election by Shareholders at the meeting.

Mr David Gration, having been appointed on 27 April 2023 by the Board, will retire in accordance with Listing Rule 14.4 and article 48(c) of the Constitution and seeks re-election from Shareholders.

The following information is provided in accordance with Recommendation 1.2 of the ASX Corporate Governance Principles and Recommendations:

a) Independence and Term of Office

Mr Gration was first appointed a Director by the Board on 27 April 2023. This is his first time standing for election by Shareholders. Mr Gration is the nominee Director of Firstmac Limited, a major Shareholder of the Company holding (together with associated entities) 19.9% of the Shares. Accordingly, Mr Gration is not considered by the Board to be an independent director.

b) Biographical Details

David Gration is a highly-experienced financial services manager with over 30 years of retail banking experience, including senior management roles at National Australia Bank, Suncorp and Firstmac.

Most recently, David was a senior member of the Firstmac executive for over 10 years in a number of roles, with his last executive role being General Manager, Sales and Operations. In that role, he had primary day-to-day oversight of Retail and Third Party Sales, Sales Support, Product, Contact Centre, IT, Group Operations, Legal and Collection teams and business functions.

David is currently Chair of the Credit Committee and a member of the Risk Committee and Remuneration Committee.

David has Law and Science degrees from Monash University and a Diploma in Financial Planning.

c) Material Directorships & Appointments

David is currently a Director of Firstmac Limited, appointed April 2023.

d) Background Checks

The Company has conducted appropriate background and other checks in respect of Mr Gratton's appointment, and such checks have not returned any information of concern.

Board Recommendation – On the basis of Mr Gratton's skills, qualifications and experience, particularly in the areas of banking and financial services, the Board (other than Mr Gratton) recommends that Shareholders vote FOR this resolution.

The Chair intends to vote undirected proxies FOR resolution 2.

Definitions

In the Notice and the Explanatory Notes:

Words importing the singular include the plural.

\$ means Australian dollars.

AEDT means Eastern Standard Daylight Time, being the time in Sydney, NSW.

AWST means Western Standard Daylight Time, being the time in Perth, WA.

AGM and **Meeting** means the Company's annual general meeting the subject of the Notice.

Annual Report means the Directors' Report, the Financial Report and the Auditor's Report in respect to the financial year ended 30 June 2023.

ASX means ASX Limited (ABN 98 008 624 691) and, where the context permits, the Australian Securities Exchange operated by ASX Limited.

Auditor's Report means the auditor's report on the Financial Report.

Board means the board of Directors of BNK.

Chairperson means the person appointed to chair the Meeting or any part of the Meeting.

Closely Related Party has the meaning given in section 9 of the Corporations Act.

Company or **BNK** means BNK Banking Corporation Limited ABN 63 087 651 849.

Constitution means the constitution of the Company.

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

Director means a director of the Company and **Directors** means all of them.

Financial Report means the annual financial report (prepared under chapter 2M of the Corporations Act) of the Company and its controlled entities for the financial year ended 30 June 2023.

Key Management Personnel means persons having authority and responsibility for planning, directing and controlling the activities of the Company, directly or indirectly, including any Director (whether executive or otherwise).

Listing Rules means the listing rules of ASX.

Notice means the notice of general meeting which these Explanatory Notes accompany.

Proxy Form means the proxy form in relation to the Meeting.

Remuneration Report means the remuneration report of the Company contained in the Directors' Report.

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

Shareholder means a holder of a Share.



LODGE YOUR PROXY APPOINTMENT ONLINE



ONLINE PROXY APPOINTMENT

www.advancedshare.com.au/investor-login



MOBILE DEVICE PROXY APPOINTMENT

Lodge your proxy by scanning the QR code below, and enter your registered postcode.

It is a fast, convenient and a secure way to lodge your vote.

Important Note: The Company has determined that Shareholders will be able to attend and participate in the meeting through an online platform provided by Advanced Share Registry.

ANNUAL GENERAL MEETING PROXY FORM

I/We being shareholder(s) of BNK Banking Corporation Limited and entitled to attend and vote hereby:

APPOINT A PROXY

☐ 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) named, the Chairman of the Meeting, as my/our proxy to act generally at the Meeting on my/our behalf, including 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 Annual General Meeting of the Company to be held at **Dentons, Level 16, 77 Castlereagh Street, Sydney and virtually on Wednesday, 29 November 2023 at 12:30 pm (AEDT)** and at any adjournment or postponement of that Meeting.

Chairman's voting intentions in relation to undirected proxies: The Chairman intends to vote all undirected proxies in favour of all Resolutions. In exceptional circumstances, the Chairman may change his/her voting intentions on any Resolution. In the event this occurs, an ASX announcement will be made immediately disclosing the reasons for the change.

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 Resolution 1 (except where I/we have indicated a different voting intention below) even though this resolution is connected directly or indirectly with the remuneration of a member(s) of key management personnel, which includes the Chairman.

VOTING DIRECTIONS

Resolutions	For	Against	Abstain*
1 Adoption of the Remuneration Report	☐	☐	☐
2 To Re-elect Mr David Gratton as a Director	☐	☐	☐

* If you mark the Abstain box for a particular Resolution, you are directing your proxy not to vote on your behalf on a show of hands or on a poll and your votes will not be counted in computing the required majority on a poll.

SIGNATURE OF SHAREHOLDERS – THIS MUST BE COMPLETED

Shareholder 1 (Individual)	Joint Shareholder 2 (Individual)	Joint Shareholder 3 (Individual)
Sole Director and Sole Company Secretary	Director/Company Secretary (Delete one)	Director

This form should be signed by the shareholder. If a joint holding, all the shareholders should sign. If signed by the shareholder's attorney, the power of attorney must have been previously noted by the registry or a certified copy attached to this form. If executed by a company, the form must be executed in accordance with the company's constitution and the Corporations Act 2001 (Cth).

Email Address

☐ Please tick here to agree to receive communications sent by the Company via email. This may include meeting notifications, dividend remittance, and selected announcements.

BNK BANKING CORPORATION LIMITED - ANNUAL GENERAL MEETING

The Company has determined that Shareholders will be able to attend and participate in the Meeting through an online platform provided by Advanced Share Registry. To facilitate such participation, voting on each Resolution will occur by a poll rather than a show of hands.

A live webcast and electronic voting via www.advancedshare.com.au/virtual-meeting will be offered to allow Shareholders to attend the Meeting and vote online.

Please refer to the Meeting ID and Shareholder ID on the proxy form to login to the website.

Shareholders may submit questions ahead of the Meeting via the portal.

HOW TO COMPLETE THIS SHAREHOLDER PROXY FORM

**IF YOU WOULD LIKE TO ATTEND AND VOTE AT THE MEETING, PLEASE BRING THIS FORM WITH YOU.
THIS WILL ASSIST IN REGISTERING YOUR ATTENDANCE.**

CHANGE OF ADDRESS

This form shows your address as it appears on Company's share register. If this information is incorrect, please make the correction on the form. Shareholders sponsored by a broker should advise their broker of any changes.

APPOINTMENT OF A PROXY

If you wish to appoint the Chairman as your proxy, mark the box in Step 1. If you wish to appoint someone other than the Chairman, please write that person's name in the box in Step 1. A proxy need not be a shareholder of the Company. A proxy may be an individual or a body corporate.

DEFAULT TO THE CHAIRMAN OF THE MEETING

If you leave Step 1 blank, or if your appointed proxy does not attend the Meeting, then the proxy appointment will automatically default to the Chairman of the Meeting.

VOTING DIRECTIONS – PROXY APPOINTMENT

You may direct your proxy on how to vote by placing a mark in one of the boxes opposite each resolution of business. All your shares will be voted in accordance with such a direction unless you indicate only a portion of voting rights are to be voted on any resolution by inserting the percentage or number of shares you wish to vote in the appropriate box or boxes. If you do not mark any of the boxes on a given resolution, your proxy may vote as they choose to the extent they are permitted by law. If you mark more than one box on a resolution, your vote on that resolution will be invalid.

PROXY VOTING BY KEY MANAGEMENT PERSONNEL

If you wish to appoint a Director (other than the Chairman) or other member of the Company's key management personnel, or their closely related parties, as your proxy, you must specify how they should vote on Resolution 1, by marking the appropriate box. If you do not, your proxy will not be able to exercise your vote for Resolution 1.

PLEASE NOTE: If you appoint the Chairman as your proxy (or if they are appointed by default) but do not direct them how to vote on a resolution (that is, you do not complete any of the boxes "For", "Against" or "Abstain" opposite that resolution), the Chairman may vote as they see fit on that resolution.

APPOINTMENT OF A SECOND PROXY

You are entitled to appoint up to two persons as proxies to attend the Meeting and vote on a poll. If you wish to appoint a second proxy, an additional Proxy Form may be obtained by telephoning Advanced Share Registry Limited or you may copy this form and return them both together.

To appoint a second proxy you must:

- on each Proxy Form state the percentage of your voting rights or number of shares 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; and
- return both forms together.

COMPLIANCE WITH LISTING RULE 14.11

In accordance with Listing Rule 14.11, if you hold shares on behalf of another person(s) or entity/entities or you are a trustee, nominee, custodian or other fiduciary holder of the shares, you are required to ensure that the person(s) or entity/entities for which you hold the shares are not excluded from voting on resolutions where there is a voting exclusion. Listing Rule 14.11 requires you to receive written confirmation from the person or entity providing the voting instruction to you and you must vote in accordance with the instruction provided.

By lodging your proxy votes, you confirm to the company that you are in compliance with Listing Rule 14.11.

CORPORATE REPRESENTATIVES

If a representative of a nominated corporation is to attend the Meeting the appropriate "Certificate of Appointment of Corporate Representative" should be produced prior to admission in accordance with the Notice of Meeting. A Corporate Representative Form may be obtained from Advanced Share Registry.

SIGNING INSTRUCTIONS ON THE PROXY FORM

Individual:

Where the holding is in one name, the security holder must sign.

Joint Holding:

Where the holding is in more than one name, all of the security holders should sign.

Power of Attorney:

If you have not already lodged the Power of Attorney with Advanced Share Registry, please attach the original or a certified photocopy of the Power of Attorney to this form when you return it.

Companies:

Where the company has a Sole Director who is also the Sole Company Secretary, this form must be signed by that person. If the company (pursuant to section 204A of the Corporations Act 2001) does not have a Company Secretary, a Sole Director can sign alone. Otherwise this form must be signed by a Director jointly with either another Director or a Company Secretary. Please sign in the appropriate place to indicate the office held.

LODGE YOUR PROXY FORM

This Proxy Form (and any power of attorney under which it is signed) must be received at an address given below by 12:30 pm (AEDT) on 27 November 2023, being not later than 48 hours before the commencement of the Meeting. Proxy Forms received after that time will not be valid for the scheduled Meeting.



ONLINE PROXY APPOINTMENT

www.advancedshare.com.au/investor-login



BY MAIL

Advanced Share Registry Limited
110 Stirling Hwy, Nedlands WA 6009; or
PO Box 1156, Nedlands WA 6909



BY FAX

+61 8 6370 4203



BY EMAIL

admin@advancedshare.com.au



IN PERSON

Advanced Share Registry Limited
110 Stirling Hwy, Nedlands WA 6009



ALL ENQUIRIES TO

Telephone: +61 8 9389 8033

ONLINE MEETING GUIDE 2023

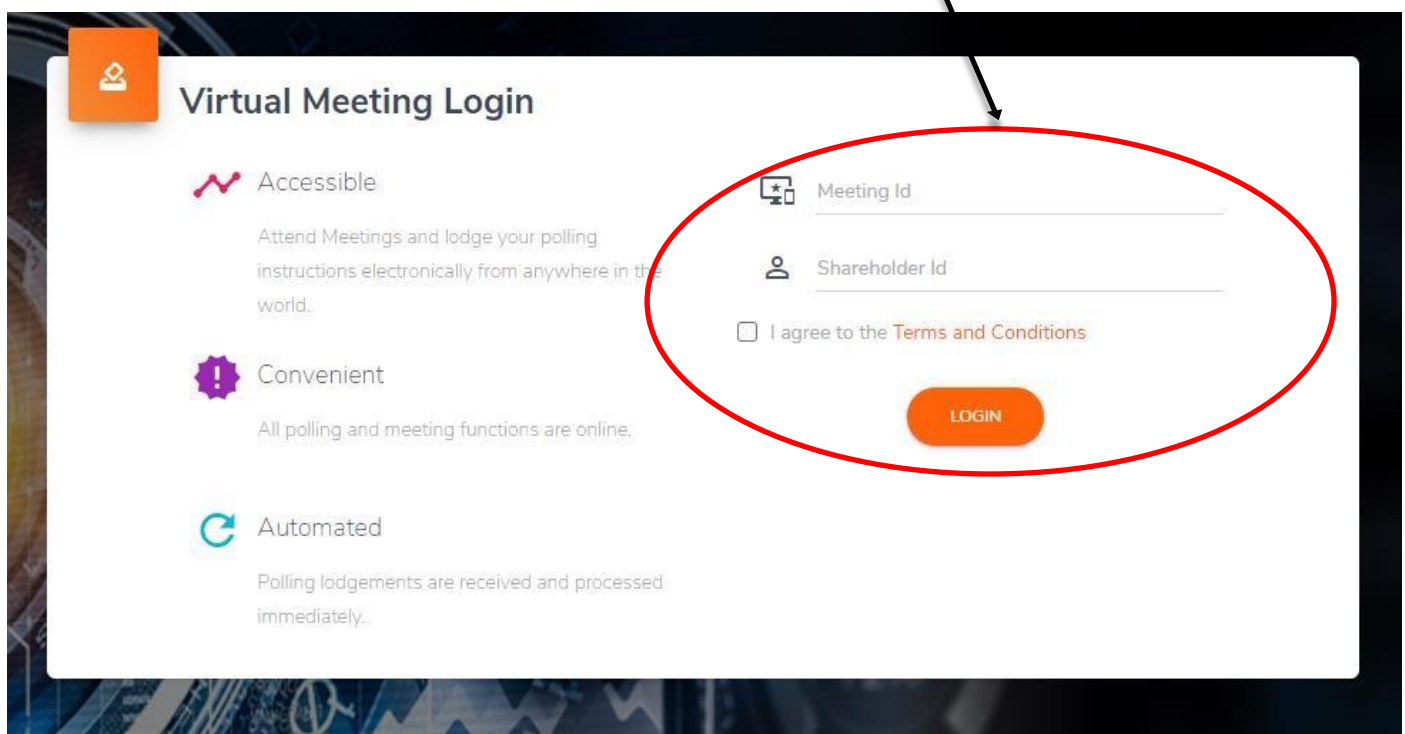
By participating in the Meeting online, you will be able to view a live webcast of the Meeting, ask questions, and submit your vote in real time.

To access the Meeting, login to the Company's share registry website at

www.advancedshare.com.au/virtual-meeting with your Meeting ID and Shareholder ID (found on your personalised proxy form)

- Open your internet browser on your smartphone, tablet or PC and go to <https://www.advancedshare.com.au/Dashboard/Virtual-Meeting-Centre-Login>
- Login with your Meeting ID and Shareholder ID and click "Login."

Once you access the website, the sign in page appears as follows:



Shareholders who do not have a Meeting ID and Shareholder ID or have not received their personalised proxy form should contact Advanced Share Registry on the following numbers as soon as possible and well in advance of the Meeting to avoid any delays on the day of the Meeting:

- 1300 113 258 (within Australia); or
- +61 8 9389 8033 (overseas).

For visitors or members of the public who do not hold any BNK Banking Corporation Limited Shares by the register cut off time, please view the Meeting at:

AGM Meeting

<https://www.advancedshare.com.au/Dashboard/Meeting-Casting-Control?meetingid=BBC0011>



After the Meeting ID and the unique Shareholder ID are entered, you will enter the Virtual Meeting Portal.

You can now directly lodge questions, join the meeting, and enter poll instructions. Shareholders will also gain access to the Notice of Meeting.

The screenshot shows the 'Virtual Meeting Information' screen in the MRS portal. The header includes the MRS logo and links for 'MESSAGES' and 'LOGOUT'. The main content area is titled 'Virtual Meeting Information' and contains a table with the following details:

Company	YYY PTY LTD
Meeting Type	DEMO - PANCONTINENTAL OIL & GAS NL
Meeting Venue	TO BL - ...
Meeting Date/Time	Wed, 18 Nov 2020 2:30 PM WST
Meeting Status	Pre I
Questions & Answers	ASK NOW
Meeting Casting	JOIN NOW

Below the table, there is a 'Documents' section with two buttons: 'NOTICE OF MEETING' and 'FINANCIAL REPORT'.

The Chair will open the poll shortly after the Meeting commences and you will be able to vote at any time during the Meeting and for 10 minutes afterwards.

Once the Chair has declared the poll open for voting, click on "Polling TAB" to be taken to the voting screen.

The screenshot shows the 'Meeting Poll Instruction' screen. The header includes the title 'Meeting Poll Instruction' and a navigation bar with four tabs: 'TERMS', 'ALLOCATION', 'LODGE' (highlighted in orange), and 'POLL INSTRUCTIONS REVIEW'. The main content area is titled 'Resolution Selection' and contains the following information:

Shareholder: JOHN SMITH
Proxyholder: Jones William
Your total holding is **10,000**.

You have selected to cast the total votes of your holding on each resolution. Please choose/review your poll intention below.

If you mark the Abstain box for an item, your votes will not be counted in computing the required majority.

If you are a member of the Company's key management personnel, certain voting exclusions apply to you in relation to remuneration related resolutions. Please refer to the Notice of Meeting for details.

Below this information, there is a 'Voting Selection' table with the following columns: 'Resolution' and 'Direction'.

Resolution	Direction
ADOPTION OF REMUNERATION REPORT	☒ For ☐ Against ☐ Abstain ☐ No Change
RE-ELECTION OF MR JOHN SMITH AS A DIRECTOR	☐ For ☒ Against ☐ Abstain ☐ No Change
APPO	☐ For ☐ Against ☒ Abstain ☐ No Change

At the bottom of the screen, there are three buttons: 'CANCEL', 'BACK', and 'CONTINUE' (highlighted in orange).

Select your voting direction and click "confirm" to submit your vote.

You can lodge a question verbally or in writing and it will be instantly visible to the Company.

×

Ask a Question

 VERBAL

 WRITE

It is recommended that you register to use the share registry website well in advance of the Meeting to save time on the day of the Meeting.

Should you have any difficulties, you can contact the share registry by telephone on 1300 113 258 (within Australia) and +61 8 9389 8033 (overseas).

Frequently Asked Questions

1. **What do I need to do before the day of the Meeting?**

If you wish to participate in the Meeting, please read the Online Meeting Guide (**Guide**) in advance.

Prior to the Meeting, please check that you have a desktop or mobile/tablet device with internet access and your Shareholder ID and Meeting ID.

If you do not have a Meeting ID and Shareholder ID or have not received your personalised proxy form, please contact Advanced Share Registry by telephone as soon as possible and well in advance of the Meeting to avoid any delays on the day of the Meeting:

- 1300 113 258 (within Australia) or +61 8 9389 8033 (overseas).

2. **How do I register for the Meeting?**

You must log into the online portal at www.advancedshare.com.au/virtual-meeting with your Meeting ID and Shareholder ID (found on your personalised proxy form). For further details please refer to the Guide.

3. **I can't log into the online portal. What do I do?**

Please call the Company's share registry, Advance Share Registry, by telephone on the following numbers:

- 1300 113 258 (within Australia) or +61 8 9389 8033 (overseas).

For general enquiries and enquiries on the notice of meeting, please call the Company Secretary on +61 2 9105 1106.

4. **What if I am disconnected from the online portal during the Meeting?**

You can log back into the online portal using the steps outlined in the Guide. Alternatively, please call the enquiry telephone numbers set out above.

5. **I don't have a (reliable) internet connection – what are my options?**

You will need to have a reliable internet connection to participate in the Meeting via the online portal.

If you do not have an internet connection, or are concerned about its reliability, we encourage you to submit your proxy form, as well as any questions you would like to ask, prior to the Meeting.

Further details on how you can do this, including deadline, is set out in the questions below/above.

6. **Can I participate in the Meeting by telephone?**

No. The only way to participate is via the online portal.

7. **Can I vote prior to the Meeting?**

No. If you are not available to attend the Meeting, we encourage you to submit your proxy form 48 hours before the Meeting Time. Refer to the proxy form for more information. As all resolutions in the Meeting will be conducted by poll, your vote submitted by proxy will be counted in the poll result.

8. **Can I vote during the Meeting?**

Yes, you can vote during the Meeting via the online portal.

Once you have logged into the online portal simply select your voting direction from the options shown on screen. The Chair will enable voting at the beginning of the Meeting.

For detailed instructions, please refer to the Guide.

9. **Can I appoint a proxy to vote at the Meeting for me?**

You can appoint a proxy to vote on your behalf but must do so prior to the Meeting. You can appoint a proxy either online or in writing using the proxy form. Refer to the proxy form for more detailed instructions.

To be effective, proxy appointments must be received 48 hours before the Meeting Time.

10. **Can I ask questions prior to the Meeting?**

Yes. You can ask questions prior to the Meeting by emailing the Company Secretary on bnkcosec@bnk.com.au.

11. **Can I ask questions during the Meeting?**

Yes, you can ask questions during the Meeting via the online portal.

Further details on asking questions via the online portal are set out in the Guide.

12. **Can others see me if I participate in the Meeting via the online portal?**

No.

13. **What if I lose connection with the online portal and miss my opportunity to ask a question or vote?**

You will need to be logged in to the online portal to ask questions and vote at the Meeting. If you lose connection with the online portal, you may miss your opportunity to vote or ask a question.

14. **When will voting be closed?**

Online voting will remain open for 10 minutes after the close of the Meeting.

15. **Can I watch the Meeting if I'm not a shareholder?**

For visitors or members of the public who do not hold any BNK Banking Corporation Limited shares by the register cut off time, please view the Meeting at:

AGM Meeting

<https://www.advancedshare.com.au/Dashboard/Meeting-Casting-Control?meetingid=BBC0011>