

# ASX ANNOUNCEMENT

24 October 2024

ASX:SW1



Dear Shareholder,

## Annual General Meeting Addendum - Proxy Form

Swift Networks Group (ASX: SW1) (Company) gives notice to its shareholders that, in relation to the Notice of Annual General Meeting (AGM) released to ASX on 15 October 2024 (NOM), in respect of the proposed AGM detailed below, the Directors have determined to issue an addendum to the NOM (Addendum) in relation to the appointment of the Company's auditor, BDO Audit Pty Ltd.

The time and date of the AGM remains the same, as **Thursday, 28 November 2024 at 9:30am** (AWST) as a physical meeting at the Company's registered office, 1060 Hay Street, West Perth WA 6005.

The Addendum amends the NOM by including a new Resolution 6 seeking shareholder approval for the appointment of BDO Audit Pty Ltd as the Company's auditor (Addendum Resolution).

The Addendum is supplemental to the NOM and should be read in conjunction with the NOM. Apart from the Additional Resolution, all Resolutions and the Explanatory Statement in the original NOM remain unchanged. The specific amendments to the NOM are provided in the Addendum.

A copy of the NOM and addendum are available through the Company's website at <https://investor.swiftnetworks.com.au/>.

Shareholders are encouraged to vote online by scanning the QR code in the Proxy Form or by visiting <https://investor.automic.com.au/#/loginsah> to vote directly online or by returning a physical version of the proxy form to:

**post to:** Automic, GPO Box 5193, Sydney, NSW 2001

**by email** to [meetings@automicgroup.com.au](mailto:meetings@automicgroup.com.au)

Your proxy voting instruction must be received by 9.30am (WST) on 26 November 2024 being not less than 48 hours before the commencement of the Meeting. Any proxy voting instructions received after that time will not be valid for the Meeting.

If you have any difficulties obtaining a copy of the Notice or the Addendum, please contact the Company on [investor@swiftnetworks.com.au](mailto:investor@swiftnetworks.com.au) or +61 (8) 6103 7595.

Yours faithfully

Suzie Foreman  
Company Secretary



## Addendum to Notice of Annual General Meeting

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With respect to the Annual General Meeting (**Meeting**), scheduled to be held at 4:00pm (AWST) on Thursday, 28 November 2024 of Swift Networks Group Limited (ACN 006 222 395) (**Company**), the Directors of the Company have resolved to include an additional resolution with respect to the appointment of the Company's auditor as set out in the Explanatory Statement.

As such, the Directors have resolved to add Resolution 6 (**Additional Resolution**) as set out below, and to supplement the information contained in the Explanatory Statement with this addendum (**Addendum**).

The numbering used in this Addendum is a continuation of the numbering used in the Notice of Annual General Meeting and the Explanatory Statement. Furthermore, capitalised terms used in the Addendum have the same meaning as set out in the Notice of Annual General Meeting unless otherwise defined in this Addendum.

Attached to this Addendum is a replacement proxy form (**Replacement Proxy Form**), which replaces the Proxy Form that was attached to the Notice of Annual General Meeting (**Original Proxy Form**).

Shareholders are advised to follow the below instructions if you have already submitted a proxy vote:

- If you wish to vote on the Additional Resolution or change your vote on Resolutions 1 to 5, you can submit your proxy either using the Replacement Proxy Form or online (see instructions below).
- If you do not wish to vote on the Additional Resolution or change your original vote on Resolutions 1 to 5, you do not need to take any action. The Original Proxy Form that you have already returned will remain valid for Resolutions 1 to 5 (unless you submit a Replacement Proxy Form) and you will be deemed to have abstained from Resolution 6.

Replacement Proxy Forms (including any instruments under which they have been executed) and powers of attorney granted by Shareholders can be lodged with the Company:

- by post to Automic, GPO Box 5193, Sydney, NSW 2001;
- online by scanning the QR code in the Proxy Form or visiting <https://investor.automic.com.au/#/loginsah>;
- in person at Automic, Level 5, 126 Phillip Street, Sydney NSW 2000; or
- by facsimile to +61 2 8583 3040,

so that they are received no later than 48 hours before the commencement of the Meeting.

This Addendum should be read in its entirety. If Shareholders are in doubt as to how they should vote, they should seek advice from their professional advisors prior to voting. Should you wish to discuss the matters set out in this Addendum, please contact the Company in accordance with the details set out in the Notice of Meeting.

The Chair intends to exercise all available proxies in favour of Resolution 6 unless the Shareholder has expressly indicated a different voting intention.

## Additional Resolution

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### 6 Resolution 6 – Appointment of Auditor

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To consider and, if thought fit, to pass, with or without amendment, the following resolution as an **ordinary resolution**:

*"That, for the purposes of section 327B of the Corporations Act and for all other purposes, BDO Audit Pty Ltd, having been nominated and having consented in writing to act as auditor of the Company, be appointed as auditor of the Company with effect on and from the close of the Meeting."*

## Authorisation

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By order of the Board.

**Suzie Foreman**  
Company Secretary

22 October 2024

## Explanatory Statement

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This Explanatory Statement sets out the information which the Directors believe is material to Shareholders in deciding whether or not to pass the Resolutions.

The Explanatory Statement forms part of the Notice which should be read in its entirety. The Explanatory Statement contains the terms and conditions on which the Resolutions will be voted.

### 8 Resolution 6 – Appointment of Auditor

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#### 8.1 General

As announced on 11 April 2024, the Company appointed BDO Audit Pty Ltd (**BDO Audit**) as the new auditor of the Company, following the resignation of BDO Audit (WA) Pty Ltd (**BDO WA**) after it had received consent from ASIC to resign as the Company's auditor in accordance with section 329(5) of the Corporations Act.

The change to the Company's auditor is a result of BDO WA restructuring its audit practice whereby the Company's audits will be conducted through BDO Audit, an authorised audit company, rather than BDO WA.

Under section 327C(2) of the Corporations Act, any auditor appointed under section 327C(1) of the Corporations Act holds office until the Company's next annual general meeting. The Company is therefore required to appoint an auditor of the Company to fill the vacancy in the office of auditor at this Meeting pursuant to section 327B of the Corporations Act.

Section 328B(1) of the Corporations Act requires that written notice of nomination of a new auditor be received from a member of the Company. The Company has received such a nomination from Mr Ryan Sofoulis, in his capacity as a shareholder of the Company. A copy of the nomination (**Nomination Letter**) is attached to the Explanatory Statement as Attachment 1.

BDO Audit has given its written consent to act as the Company's auditor.

Resolution 6 seeks Shareholder approval to appoint BDO Audit as the Company's auditor under section 327B of the Corporations Act, which requires Shareholder approval for the appointment of a new auditor to fill a vacancy at the Company's annual general meeting.

If Resolution 6 is passed, BDO Audit will continue to act as the Company's auditor following the Meeting.

If Resolution 6 is not passed there will be a vacancy in respect of the Company's auditor, which the Directors will be obliged to fill within one month, in accordance with section 327C of the Corporations Act.

#### 8.2 Board recommendation

The Board recommends that Shareholders vote in favour of Resolution 6.

## Attachment 1 – Nomination Letter

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21 October 2024

Swift Networks Group Limited  
1060 Hay Street  
West Perth WA 6005

Dear Directors

### Nomination of BDO Audit Pty Ltd as Auditor

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In accordance with section 328B(1) of the *Corporations Act 2001* (Cth) (**Corporations Act**), I, Ryan Sofoulis, being a shareholder of Swift Networks Group Limited (**Company**), hereby nominates BDO Audit Pty Ltd to fill the office of auditor of the Company.

I consent to the distribution of copies of this nomination as required by section 328B(3) of the Corporations Act.

Yours faithfully

A handwritten signature in black ink, appearing to be 'RS' with a stylized flourish.

**Ryan Sofoulis**



Swift Networks Group Limited | ABN 54 006 222 395

# Proxy Voting Form

If you are attending the Meeting in person, please bring this with you for Securityholder registration.

Your proxy voting instruction must be received by **09.30am (AWST) on Tuesday, 26 November 2024**, being **not later than 48 hours** before the commencement of the Meeting. Any Proxy Voting instructions received after that time will not be valid for the scheduled Meeting.

## SUBMIT YOUR PROXY

Complete the form overleaf in accordance with the instructions set out below.

### YOUR NAME AND ADDRESS

The name and address shown above is as it appears on the Company's share register. If this information is incorrect, and you have an Issuer Sponsored holding, you can update your address through the investor portal: <https://investor.automic.com.au/#/home> Shareholders sponsored by a broker should advise their broker of any changes.

### STEP 1 – APPOINT A PROXY

If you wish to appoint someone other than the Chair of the Meeting as your proxy, please write the name of that Individual or body corporate. A proxy need not be a Shareholder of the Company. Otherwise if you leave this box blank, the Chair of the Meeting will be appointed as your proxy by default.

### DEFAULT TO THE CHAIR OF THE MEETING

Any directed proxies that are not voted on a poll at the Meeting will default to the Chair of the Meeting, who is required to vote these proxies as directed. Any undirected proxies that default to the Chair of the Meeting will be voted according to the instructions set out in this Proxy Voting Form, including where the Resolutions are connected directly or indirectly with the remuneration of Key Management Personnel.

### STEP 2 - VOTES ON ITEMS OF BUSINESS

You may direct your proxy how to vote by marking one of the boxes opposite each item 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 item 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 the items of business, your proxy may vote as he or she chooses. If you mark more than one box on an item your vote on that item will be invalid.

### APPOINTMENT OF SECOND PROXY

You may appoint up to two proxies. If you appoint two proxies, you should complete two separate Proxy Voting Forms and specify the percentage or number each proxy may exercise. If you do not specify a percentage or number, each proxy may exercise half the votes. You must return both Proxy Voting Forms together. If you require an additional Proxy Voting Form, contact Automic Registry Services.

### SIGNING INSTRUCTIONS

**Individual:** Where the holding is in one name, the Shareholder must sign.

**Joint holding:** Where the holding is in more than one name, all Shareholders should sign.

**Power of attorney:** If you have not already lodged the power of attorney with the registry, please attach a certified photocopy of the power of attorney to this Proxy Voting Form when you return it.

**Companies:** To be signed in accordance with your Constitution. Please sign in the appropriate box which indicates the office held by you.

**Email Address:** Please provide your email address in the space provided.

**By providing your email address, you elect to receive all communications despatched by the Company electronically (where legally permissible) such as a Notice of Meeting, Proxy Voting Form and Annual Report via email.**

### CORPORATE REPRESENTATIVES

If a representative of the corporation is to attend the Meeting the appropriate 'Appointment of Corporate Representative' should be produced prior to admission. A form may be obtained from the Company's share registry online at <https://automicgroup.com.au>.

### Lodging your Proxy Voting Form:

#### Online

Use your computer or smartphone to appoint a proxy at <https://investor.automic.com.au/#/loginsah> or scan the QR code below using your smartphone

**Login & Click on 'Meetings'. Use the Holder Number as shown at the top of this Proxy Voting Form.**



#### BY MAIL:

Automic  
GPO Box 5193  
Sydney NSW 2001

#### IN PERSON:

Automic  
Level 5, 126 Phillip Street  
Sydney NSW 2000

#### BY EMAIL:

[meetings@automicgroup.com.au](mailto:meetings@automicgroup.com.au)

#### BY FACSIMILE:

+61 2 8583 3040

#### All enquiries to Automic:

##### WEBSITE:

<https://automicgroup.com.au>

##### PHONE:

1300 288 664 (Within Australia)  
+61 2 9698 5414 (Overseas)

