



NOTICE OF MEETING

2020 Annual General Meeting
Friday, 6 November 2020
2:30pm (Sydney time)

Letter from the Chairman

Dear Shareholder

I am pleased to invite you to participate in the 2020 Annual General Meeting (**AGM** or **meeting**) of Hills Limited (**Hills** or the **Company**) on **Friday, 6 November 2020 at 2:30pm (AEDT)**.

Virtual AGM

Having regard to the restrictions that have been introduced as a result of the COVID-19 pandemic, and to ensure the safety of all of our stakeholders, the Board has determined that the AGM will be held virtually via Link Market Services online platform.

Items of Business

At this year's AGM you will be asked to vote on the election of Mr David Chambers as a Director of the Company. You will also be asked to cast a non-binding vote in respect of the adoption of the Remuneration Report as set out in pages 18 to 29 of the 2020 Annual Report.

How to Participate

Shareholders will be able to participate in our AGM online by:

- joining the AGM in real time via the online platform at <https://agmlive.link/HIL20> and watching presentations given during the AGM by me, our Chief Executive Officer and Managing Director, David Lenz, and Mr David Chambers, the Director standing for election at the AGM; and
- asking questions of the Board (or the Company's external auditor) and voting on the resolutions to be considered at the AGM.

Questions

- You can ask questions either online at www.linkmarketservices.com.au so that they are received no later than 2.30pm (Sydney time) on Wednesday, 4 November 2020 or by completing the enclosed question form and returning it in the reply paid envelope to the share registry, Link Market Services or email it to info@hills.com.au so that it is received no later than 2.30pm (Sydney time) on Friday, 30 October 2020.
- We encourage you to submit questions for the Board (or the Company's external auditor) in advance of the AGM and we will endeavour to respond to them during the meeting.

We recommend logging onto our online platform at least 15 minutes prior to the scheduled start time for the meeting using the following instructions:

To log in:

1. Enter <https://agmlive.link/HIL20> into a web browser on a computer, mobile or other online device.
2. Enter your unique access details:
 - Shareholders will need their Securityholder Reference Number (SRN) or Holder Identification Number (HIN), which is printed at the top of the enclosed Voting/Proxy Form.
 - Proxyholders will need their proxy code which Link Market Services will provide via an email no later than 24 hours prior to the Meeting.

Notice of Meeting

This year we will be releasing the Notice of Meeting electronically online and by email to shareholders on **Friday, 2 October 2020**. A hardcopy is enclosed for those who have elected to receive the notice by mail.

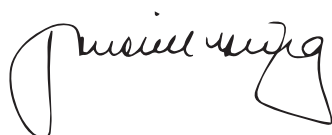
The Notice of Annual General Meeting (**Notice**) explains in detail the items of business you will be asked to consider at the AGM. You should carefully read the Notice and Explanatory Notes before deciding how to vote on the resolutions.

To review and download the Notice of Meeting, Explanatory Notes and Virtual Meeting Online Guide, please go to <https://corporate.hills.com.au/investors>.

If you are unable to participate in the AGM, you may vote directly or appoint a proxy to act on your behalf prior to the AGM. You may register voting instructions or appoint a proxy electronically at www.linkmarketservices.com.au or complete and return the enclosed voting form by facsimile or by using the reply paid envelope provided so that it is received by the Company no later than 2.30pm (Sydney time) on Wednesday, 4 November 2020.

We look forward to welcoming you at the 2020 AGM.

Yours sincerely



Jennifer Hill-Ling

Chairman

2 October 2020

Notice of meeting

Notice is hereby given that the 63rd Annual General Meeting (**2020 AGM or AGM**) of shareholders (**Shareholders**) of Hills Limited (ABN 35 007 573 417) (**Hills** or the **Company**) will be held via an online platform at <https://agmlive.link/HIL20> on **Friday, 6 November 2020, commencing at 2:30pm (AEDT)**, to conduct the items of business that follow.

Information on participating in the AGM is set out in the Virtual Meeting Online Guide which is available at <https://corporate.hills.com.au/investors>.

ITEMS OF BUSINESS

Ordinary Business

1. Receipt of Financial Statements and Reports

To receive and consider the Financial Report, the Directors' Report and the Auditor's Report for the Company for the financial year ended 30 June 2020.

2. Election of Mr David Chambers as a Director of the Company

Resolution 1: To consider and, if thought fit, pass the following as an ordinary resolution:

"That, Mr David Chambers, being a Director of the Company who was appointed by the Directors as an additional Director of the Company, being eligible for election, is elected as a Director of the Company".

3. Adoption of Remuneration Report

Resolution 2: To consider and, if thought fit, pass the following resolution as an ordinary resolution:

"That the Remuneration Report contained within the Annual Report of the Company, for the year ended 30 June 2020, be adopted."

Voting Exclusion Statement

In accordance with sections 250R(2) and 250BD(1) of the Corporations Act 2001 (Cth):

1. subject to paragraph (b), a vote must not be cast (in any capacity) on this resolution 2 by or on behalf of a member of the Company's key management personnel (**KMP**) (including the Directors), details of whose remuneration are included in the Remuneration Report, or their closely related parties, whether as a Shareholder or as a proxy. However, a vote may be cast on this resolution 2 by a KMP, or a closely related party of a KMP, if the vote is not cast on behalf of a KMP or a closely related party of a KMP and either:
 - (a) the vote is cast as a proxy appointed in writing that specifies how the proxy is to vote on this resolution 2; or
 - (b) you appoint the Chairman of the 2020 AGM as your proxy, and you do not direct your proxy how to vote on this resolution 2 on the voting form and the proxy appointment expressly authorises the Chairman of the 2020 AGM to exercise your proxy even if resolution 2 is connected directly or indirectly with the remuneration of a member of the KMP, which includes the Chairman of the 2020 AGM.

The Chairman of the 2020 AGM intends to vote undirected proxies able to be voted in favour of all resolutions.

By Order of the Board



David Fox

General Counsel and Company Secretary

2 October 2020

VOTING INSTRUCTIONS

Shareholders will not be able to attend the AGM at a physical venue.

Shareholders will be able to participate in our online AGM by:

- joining the AGM in real time via our online platform at <https://agmlive.link/HIL20>
- by asking questions of the Board (or the Company's external auditor):
 - before the AGM, using the AGM Question Form enclosed with the Notice of Meeting or by lodging questions online at www.linkmarketservices.com.au;
 - during the AGM via the online platform; and
- voting on the resolutions to be considered at the AGM either by lodging the Voting Form before the AGM or by voting online during or prior to the AGM,

or by a combination of these steps.

Shareholders who wish to vote during the AGM using the online platform will have the opportunity to lodge a direct vote on the Resolutions to be considered at the AGM at any time between the commencement of the AGM and the close of voting at the AGM as announced by the Chairman of the Meeting during the AGM.

Shareholders who have cast a vote on a Resolution before the AGM by lodging a valid Voting Form will be able to revoke their vote and submit a direct vote on that Resolution at the AGM.

More information on how to use the online platform for voting online during the AGM is provided in the Virtual Annual General Meeting Online Guide (**Online Guide**). Shareholders using the online platform may vote all or part of their holdings on each Resolution in accordance with the instructions in the Online Guide.

As there will be no physical meeting, direct online voting will be the only way in which Shareholders can vote during the AGM.

All resolutions will be by poll

Each resolution considered at the AGM will be voted on via a poll.

PROXY INSTRUCTIONS

Shareholders, who are unable to attend and vote at the 2020 AGM or any adjournment thereof, are entitled to appoint a proxy. Shareholders can appoint a body corporate or an individual as their proxy.

A Shareholder who is entitled to cast at least two or more votes at the 2020 AGM is entitled to appoint one or two proxies. Where a Shareholder is entitled to, and does, appoint more than one proxy, each proxy must be appointed to represent a specified portion of the Shareholder's voting rights. If a Shareholder appoints two proxies but does not specify how many votes each proxy may exercise, each proxy may exercise half

the votes. A proxy need not be a Shareholder of the Company.

Should a Shareholder desire to direct the proxy how to vote, the Shareholder should place a mark in the appropriate box, otherwise the proxy form will be deemed to constitute a direction to vote as the proxy decides.

Proxies will only be valid and accepted by the Company if they are received by the Share Registry of the Company by lodging the Voting Form electronically at www.linkmarketservices.com.au, by forwarding a hard copy to c/- Link Market Services, Locked Bag A14, Sydney South NSW 1235 Australia by fax +61 2 9287 0309 or by Hand to 1A Homebush Bay Drive, Rhodes, NSW 2138 or Level 12, 680 George Street, Sydney NSW 2000 so as to be received not later than **Wednesday, 4 November 2020, at 2:30pm (AEDT)**.

If the voting form is signed by an attorney, the original power of attorney under which the proxy form was signed (or a certified copy) must also be received by the Share Registry of the Company not later than **Wednesday, 4 November 2020, at 2:30pm (AEDT)** or at the time of any adjourned meeting, unless it has previously been provided to the Company's Share Registry.

If you appoint a proxy, you may still attend the 2020 AGM. However, your proxy's right to speak and vote are suspended while you are present. Accordingly, you will revoke your proxy if you register at the 2020 AGM.

If a representative of a corporation is to attend the 2020 AGM, an appropriate document appointing the representative should be sent to Link Market Services prior to the commencement of the meeting.

The Company has determined in accordance with regulation 7.11.37 of the Corporations Regulations 2001 and ASX Settlement and Operating Rule 5.6.1, that for the purpose of voting at the 2020 AGM, shares of the Company will be taken to be held by the persons who appear on the Company's share register as holding them at 7.00pm (Sydney time) on Wednesday, 4 November 2020.

DIRECT VOTING

As this year's AGM is being held virtually, votes may be cast directly by Shareholders either before or during the live meeting, or via proxy. If you would like to vote directly, you may do so in one of the following two ways:

- Lodge a voting form before the AGM, so that it is received no later than Wednesday, 4 November 2020, at 2:30pm (AEDT); or
- Lodge an online vote during the live AGM via the following link: <https://agmlive.link/HIL20>

Shareholders who cast a vote on a resolution before the AGM by lodging a valid voting form will still be entitled to lodge a further direct vote on that resolution online during the live meeting, with the later vote overriding the earlier vote.

Privacy

Please be advised that the AGM will be broadcast over the internet to the public. Your attendance and questions may be visible to others. By asking a question, you acknowledge that other persons viewing the AGM will be able to see that you have asked a question, and the Company is permitted to broadcast that question and its responses.

Explanatory Notes

The following Explanatory Notes explain the items of business to be considered at the 2020 AGM and form part of the Notice of Meeting. The Explanatory Notes are set out in the order of the items in the Notice of Meeting and should be read with the notice.

Ordinary Business

1. Consideration of Reports

Section 317(1) of the Corporations Act 2001 (Cth) (Corporations Act) requires a public company to lay before its Annual General Meeting the financial report, the Directors' report and the Auditor's report for the financial year that ended before the Annual General Meeting.

Shareholders may access a copy of the annual report, which includes the financial report, the Directors' report and the Auditor's report, on the Company's website at <http://www.corporate.hills.com.au/investors>.

There is no vote on this item.

2. Election of Mr David Chambers as a Director of the Company

Mr Chambers offers himself for election.

Mr Chambers was appointed by the Directors as a Director of the Company on 8 July 2020, pursuant to Rule 10.7 of the Constitution which allows the Board to appoint an additional Director, provided the total number of Directors does not exceed 10. Mr Chambers retires as a Director and offers himself for election. If Mr Chambers is not elected, he will cease to be a Director from the conclusion of the 2020 AGM.

Mr Chambers has more than 30 years of international experience in the healthcare and technology sectors and recently retired as the Managing Director of Asia Pacific operations at Allscripts Healthcare Solutions Inc., a Nasdaq-listed global leader in healthcare information technology.

He is a former chief executive of ASX-listed health software business Pro Medicus Limited and has worked in senior executive roles in Australia, the US, Europe and Asia. He is currently chairman of ASX-listed healthcare software provider Mach7 Technologies Ltd.

Recommendation

The Board (with Mr Chambers abstaining) unanimously recommends that Shareholders vote in favour of Mr Chamber's election, either by participating in the online 2020 AGM in person by submitting a "For" vote on your virtual voting card or by placing an "X" in the box marked "For" and submitting your voting form in accordance with the instructions in the note to the Notice of Meeting ("Voting and Proxy Instructions") (**Note**) and the instructions contained in the voting form.

3. Adoption of Remuneration Report (Non-binding resolution)

The Company's Remuneration Report for the 2020 financial year is set out in pages 18 to 29 of the 2020 Annual Report which is available at <https://corporate.hills.com.au/investors>. The Remuneration Report explains the Company's approach to executive remuneration, performance and remuneration outcomes for the Company and its Key Management Personnel (**KMP**) for the year ended 30 June 2020. The Remuneration Report has been audited as required by Section 308(3C) of the Corporations Act.

During this item of business, members as a whole will be given a reasonable opportunity to ask questions on the online platform about, and make comments on, the Remuneration Report.

Remuneration Policy and Practice

The Remuneration Report explains:

- the Board's policy in relation to the nature and amount of remuneration paid to Directors and Key Management Personnel;
- the relationship between the Board's remuneration policy and the Company's performance, including information about performance hurdles applicable to incentive components of the remuneration of Key Management Personnel, and
- details of the remuneration paid to each Director of the Company and to the Key Management Personnel of the Company for the financial year ended 30 June 2020.

Remuneration Policy and Practice

The Board has established a Remuneration Strategy that supports and drives the achievement of the Hills Business Strategy. The Board is confident that the remuneration framework aligns the remuneration of the senior executives with shareholder interests. Hills is a business that is heavily focused on key performance indicators (**KPIs**) and rewards its people at all levels on achievement of those KPIs.

Our Remuneration Policy is designed with the following guiding principles in mind:

1. Remuneration is positioned at the appropriate level relative to the market to be competitive and attract, and retain and reward employees;
2. Remuneration is structured to motivate employees to deliver business results and is fair and equitable in its application;
3. Remuneration directly links to individual and Company performance;
4. The remuneration structure is simple, and easily understood;
5. Remuneration and incentive outcomes are aligned with business goals and results including supporting the completion of the transformation and delivery of the growth strategy; and
6. The remuneration structure is understood by all stakeholders and employees.

REMUNERATION STRUCTURE

The structure of Hills' remuneration for the CEO and Managing Director, up to 30 June 2020 comprises the following components:

- fixed remuneration;
- a single variable incentive that is subject to performance conditions; and
- where performance conditions are satisfied, 50% of the variable incentive will be paid in cash and 50% in equity with the equity vesting over three years (unless the Board determines otherwise).

Details are as set out on page 21 of the Remuneration Report.

The variable incentive for FY20 adopted a balanced scorecard approach which was aligned to the Company's strategic plan. The balanced scorecard focused on the following key areas:

Element	Measure
Financial (80%)	Net Profit After Tax (NPAT) (Full Year)
	Deliver Technology Distribution Trading Profit in 1H and H2
	Reduction in Aged Inventory
Non-financial (20%)	Employee Engagement
	Board Discretion

Weighting is distributed across these measures.

Our first half FY20 results demonstrated a strong turnaround in NPAT, and our Distribution Business returned to profitability which resulted in a variable incentive payment to our CEO and CFO. Our second half and full year financial objectives were not met and as a result the Board and Management agreed that no second half bonuses or unpaid full year bonuses would be paid. Despite the challenges of FY20, the Board was extremely grateful for the tireless effort and leadership displayed by our executive team. Finally, there are no plans to amend the CEO base pay nor variable incentive components of his remuneration for FY21. These outcomes are reflected in the variable incentive plan results detailed in table 3.5 on page 23 of the Remuneration Report.

To strengthen the governance of the remuneration strategy, Hills has an executive remuneration Clawback Policy in place. The policy is designed to further align the remuneration outcomes of the Hills' senior executive team with the long term interests of Hills and its shareholders, to ensure that excessive risk taking is not rewarded, and to provide the Board with the ability to claw back incentives paid, where there has been a material misstatement in Hills Financial Statements.

Remuneration Policy and Practice (continued)

Members will be given a reasonable opportunity at the AGM to ask questions about, and make comments on, the Remuneration Report. The voting exclusion statement for this resolution is set out on page 4 of this Notice of Meeting. The Directors unanimously recommend that shareholders vote in favour of Resolution 2.

If at least 25% of the votes cast at two consecutive Annual General Meetings are against the adoption of the remuneration report, a resolution must be put to Shareholders at the second Annual General Meeting as to whether an extraordinary general meeting (called a Spill Meeting) should be held to consider the election of the Directors.

If that resolution is passed, the Directors (other than a Managing Director) who were Directors when the Remuneration Report considered at the second Annual General Meeting was approved by the Board will cease to hold office immediately before the end of the Spill Meeting but may stand for re-election at the Spill Meeting. Following the Spill Meeting, those persons whose election or re-election as Directors is approved will be the Directors of the Company.

The Remuneration Report resolution was passed with a vote of 87.46% in favour at the 2019 Annual General Meeting. A 25% 'no' vote at the 2020 AGM will not result in a spill meeting. However, if 25% or more votes are against the Remuneration Report at the 2020 Annual General Meeting, this will constitute a "first strike".

Voting

The vote on this resolution is advisory only and does not bind the Directors of the Company. The Board will take the outcome and comments made by shareholders into consideration when reviewing the remuneration practices and policies of the Company.

Recommendation

The Board unanimously recommends that Shareholders vote in favour of this resolution, either by participating in the online 2020 AGM in person by submitting a "For" vote on your virtual voting card or by placing an "X" in the box marked "For" and submitting your voting form in accordance with the instructions in the Note and the instructions contained in the voting form.

The Chairman of the meeting intends to vote all available proxies able to be voted in favour of the adoption of the Remuneration Report.


The logo for Hills, featuring the word "HILLS" in a bold, black, sans-serif font. The letter "I" is stylized with a solid black circle above it. A small trademark symbol (TM) is positioned to the upper right of the letter "S".


LODGE YOUR VOTE

 **ONLINE**
www.linkmarketservices.com.au

 **BY MAIL**
Hills Limited
C/- Link Market Services Limited
Locked Bag A14
Sydney South NSW 1235 Australia

 **BY FAX**
+61 2 9287 0309

 **BY HAND**
Link Market Services Limited
1A Homebush Bay Drive, Rhodes NSW 2138; or
Level 12, 680 George Street, Sydney NSW 2000

 **ALL ENQUIRIES TO**
Telephone: +61 1300 554 474



X99999999999


VOTING FORM

I/We being a member(s) of Hills Limited (the **Company**) and entitled to attend and vote at the meeting hereby appoint:

STEP 1 Please mark either A or B

A VOTE DIRECTLY

elect to lodge my/our vote(s) directly (mark box)

 in relation to the Annual General Meeting of the Company to be held at **2:30pm (Sydney time) on Friday, 6 November 2020**, and at any adjournment or postponement of the Meeting.

You should mark either "for" or "against" for each item. Do not mark the "abstain" box.

OR B APPOINT A PROXY

the Chairman of the Meeting (mark box)

OR if you are **NOT** appointing the Chairman of the Meeting as your proxy, please write the name and email of the person or body corporate you are appointing as your proxy. An email will be sent to your appointed proxy with details on how to access the virtual meeting.

Name

Email

or failing the person or body corporate named, or if no person or body corporate is named, the Chairman of the Meeting, as my/our proxy to act 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 the law, as the proxy sees fit) at the Annual General Meeting of the Company to be held at **2:30pm (Sydney time) on Friday, 6 November 2020** (the **Meeting**) and at any postponement or adjournment of the Meeting.

The Meeting will be conducted as a virtual meeting and you can participate by logging in online at <https://agmlive.link/HIL20> (refer to details in the Notice of Meeting and Virtual Meeting Online Guide).

Important for Resolution 2: If the Chairman of the Meeting is your proxy, either by appointment or by default, and you have not indicated your voting intention below, you expressly authorise the Chairman of the Meeting to exercise the proxy in respect of Resolution 2, even though the Resolution is connected directly or indirectly with the remuneration of a member of the Company's Key Management Personnel (KMP).

The Chairman of the Meeting intends to vote undirected proxies able to be voted in favour of each item of business.

VOTING DIRECTIONS

Proxies will only be valid and accepted by the Company if they are signed and received no later than 48 hours before the Meeting. Please read the voting instructions overleaf before marking any boxes with an

Resolutions

1 Election of Mr David Chambers as a Director

For Against Abstain*

<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
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2 Adoption of Remuneration Report

<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
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* If you mark the Abstain box for a particular Item, you are directing your proxy not to vote on your behalf on a poll and your votes will not be counted in computing the required majority on a poll.

STEP 2

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, either shareholder may 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).

STEP 3



HOW TO COMPLETE THIS SHAREHOLDER VOTING FORM

YOUR NAME AND ADDRESS

This is your name and address as it appears on the 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. **Please note: you cannot change ownership of your shares using this form.**

VOTING UNDER BOX A

If you ticked the box under Box A you are indicating that you wish to vote directly. Please only mark either "for" or "against" for each item. Do not mark the "abstain" box. If you mark the "abstain" box for an item, your vote for that item will be invalid.

If no direction is given on all of the items, or if you complete both Box A and Box B, your vote may be passed to the Chairman of the Meeting as your proxy.

Custodians and nominees may, with the Share Registrar's consent, identify on the Voting Form the total number of votes in each of the categories "for" and "against" and their votes will be valid.

The Chairman's decision as to whether a direct vote is valid is conclusive.

VOTING UNDER BOX B – APPOINTMENT OF PROXY

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

DEFAULT TO CHAIRMAN OF THE MEETING

Any directed proxies that are not voted on a poll at the Meeting will default to the Chairman of the Meeting, who is required to vote those proxies as directed. Any undirected proxies that default to the Chairman of the Meeting will be voted according to the instructions set out in this Voting Form, including where the Resolution is connected directly or indirectly with the remuneration of KMP.

VOTES ON ITEMS OF BUSINESS – PROXY APPOINTMENT

You may direct your proxy how to vote by placing a mark in 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 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 Voting Form may be obtained by telephoning the Company's share registry or you may copy this form and return them both together.

To appoint a second proxy you must:

- on each of the first Voting Form and the second Voting 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.

SIGNING INSTRUCTIONS

You must sign this form as follows in the spaces provided:

Individual: where the holding is in one name, the holder must sign.

Joint Holding: where the holding is in more than one name, either shareholder may sign.

Power of Attorney: to sign under Power of Attorney, you must lodge the Power of Attorney with the registry. If you have not previously lodged this document for notation, please attach 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 also sign alone. Otherwise this form must be signed by a Director jointly with either another Director or a Company Secretary. Please indicate the office held by signing in the appropriate place.

CORPORATE REPRESENTATIVES

If a representative of the corporation is to attend the Meeting virtually the appropriate "Certificate of Appointment of Corporate Representative" must be received at registrars@linkmarketservices.com.au prior to joining the meeting in accordance with the Notice of Annual General Meeting. A form of the certificate may be obtained from the Company's share registry or online at www.linkmarketservices.com.au.

LODGEMENT OF A VOTING FORM

This Voting Form (and any Power of Attorney under which it is signed) must be received at an address given below by **2:30pm (Sydney time) on Wednesday, 4 November 2020**, being not later than 48 hours before the commencement of the Meeting. Any Voting Form received after that time will not be valid for the scheduled Meeting.

Voting Forms may be lodged using the reply paid envelope or:



ONLINE

www.linkmarketservices.com.au

Login to the Link website using the holding details as shown on the Voting Form. Select 'Voting' and follow the prompts to lodge your vote. To use the online lodgement facility, shareholders will need their "Holder Identifier" - Securityholder Reference Number (SRN) or Holder Identification Number (HIN).



BY MAIL

Hills Limited
C/- Link Market Services Limited
Locked Bag A14
Sydney South NSW 1235
Australia



BY FAX

+61 2 9287 0309



BY HAND

delivering it to Link Market Services Limited*
1A Homebush Bay Drive
Rhodes NSW 2138
or
Level 12
680 George Street
Sydney NSW 2000

* During business hours (Monday to Friday, 9:00am–5:00pm)