

ASX/PNGX announcement



19 May 2020

ASX Markets Announcement Office
Exchange Centre
20 Bridge Street
Sydney NSW 2000

BY ELECTRONIC LODGEMENT

2020 Annual General Meeting Slide Deck

Please find attached for release to the market, the Slide Deck for Kina Securities Limited's 2020 Annual General Meeting to be held at 8:00am this morning

-ENDS-

This Presentation was authorised for release by Kina Securities Limited's Board of Directors

For further information:

Greg Pawson
Chief Executive Officer and Managing Director
Email: greg.pawson@kinabank.com.pg

Chetan Chopra
Chief Financial Officer and Company Secretary
Email: Chetan.chopra@kinabank.com.pg

Annual General Meeting 2020



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General Business

Adoption of 2019 AGM Minutes

To receive, consider and accept the minutes of the previous Annual General Meeting dated 21 May 2019, as a correct record of the Meeting.

Ordinary Business

Receipt and consideration of reports

To receive the Annual Report 2019, including Receipt the Financial Statements, Directors' Report and the Independent Auditor's Report for the Company and its subsidiaries for the financial year ended 31 December 2019.

Resolution 1

Re-election of Director - Karen Smith-Pomeroy

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

“That Karen Smith-Pomeroy, who retires in accordance with Article 70.6 of the Constitution and being eligible, hereby offers herself for re-election, is re-elected as a Director of the Company.”

Resolution 1

Proxy Results

FOR	57,085,276	99.64%
AGAINST	128,613	0.22%
OPEN	78,074	0.14%
ABSTAIN	1,482,357	

Resolution 2

Appointment of Auditor

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

*“That, in accordance with Section 190 of the Papua New Guinea Companies Act 1997 (**Companies Act**) and for all other purposes, Deloitte Touche Tohmatsu (**Deloitte**) be appointed as the Auditor of the Company commencing at the end of this Meeting until the next Annual General Meeting of the Company, and being eligible to do so, offer themselves for reappointment and that, in accordance with Section 191 of the Companies Act, the Directors be authorised to fix the remuneration and expenses of the Auditor.”*

Resolution 2

Proxy Results

FOR	56,974,761	99.73%
AGAINST	73,937	0.13%
OPEN	78,074	0.14%
ABSTAIN	1,647,548	

Resolution 3

Ratification of Placement

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

*“That, the Share Subscription Agreement dated 3 December 2019 between the Company and Asian Development Bank to issue up to a total of 10,751,916 fully paid ordinary shares in Kina Securities Limited (**Shares**) at an issue price of \$1.373 per Share, on the terms and conditions set out in the Explanatory Memorandum accompanying this Notice, is approved under and for the purposes of ASX Listing Rule 7.4 and PNGX Listing Rule 7.4.”*

Resolution 3 Proxy Results

FOR	46,285,869	99.70%
AGAINST	60,030	0.13%
OPEN	81,074	0.17%
ABSTAIN	12,325,387	

Resolution 4

Grant of Performance Rights to MD&CEO for FY2019

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

“That, for the purposes of ASX Listing Rule 10.14 and for all other purposes, the issue of 187,550 Performance Rights under the Kina Performance Rights Plan - Short Term Incentive Award and 206,099 Performance Rights under the Kina Performance Rights Plan - Long Term Incentive Award to the Managing Director and Chief Executive Officer, Mr Gregory Pawson, for the financial year ended 31 December 2019, in accordance with the rules of the Kina Performance Rights Plan and on the terms described in the Explanatory Notes which forms part of this Notice of Meeting, is approved.”

Resolution 4

Proxy Results

FOR	56,720,614	99.02%
AGAINST	424,957	0.74%
OPEN	134,574	0.23%
ABSTAIN	1,484,995	

Resolution 5

Grant of Performance Rights to MD&CEO for FY2020

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

“That, for the purposes of ASX Listing Rule 10.14 and for all other purposes, the issue of Performance Rights up to the value of A\$310,433 under the Kina Performance Rights Plan - Short Term Incentive Award and Performance Rights up to the value of A\$295,650 under the Kina Performance Rights Plan - Long Term Incentive Award to the Managing Director and Chief Executive Officer, Mr Gregory Pawson, for the financial year ending 31 December 2020, in accordance with the rules of the Kina Performance Rights Plan and on the terms described in the Explanatory Notes which forms part of this Notice of Meeting, is approved.”

Resolution 5 Proxy Results

FOR	56,717,714	99.02%
AGAINST	427,857	0.75%
OPEN	134,574	0.23%
ABSTAIN	1,484,995	

Resolution 6

Kina Performance Rights Plan

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

“That for the purpose of ASX Listing Rule 7.2, exception 13 and all other purposes, the Kina Performance Rights Plan, as described in the Explanatory Memorandum which forms part of this Notice of Meeting, be approved for the issue of securities under the Kina Performance Rights Plan.”

Resolution 6 Proxy Results

FOR	56,588,789	99.19%
AGAINST	325,857	0.57%
OPEN	134,574	0.24%
ABSTAIN	1,582,595	

Resolution 7

Issue of Rights under the Kina Performance Rights Plan

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

“That for the purpose of ASX Listing Rule 10.14 and all other purposes, the issue of 897,350 Unquoted Performance Rights to Key Management Personnel under the Kina Performance Rights Plan, on the terms described in the Explanatory Memorandum which forms part of this Notice of Meeting, is approved.”

Resolution 7

Proxy Results

FOR	56,584,289	99.01%
AGAINST	431,547	0.76%
OPEN	137,074	0.24%
ABSTAIN	1,484,995	

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