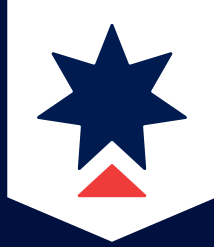




# Australian Military Bank Limited

## Notice of Annual General Meeting 2025

Notice is given that the 66<sup>th</sup> Annual General Meeting of Australian Military Bank Limited ('Bank') ABN 48 087 649 741 will be held on Thursday, 6 November 2025 commencing at 4:00pm (AEDT) at Level 1, 1 Bligh Street, Sydney, NSW 2000 and by live audio cast on the online platform accessible at [australianmilitarybank.com.au/agm2025](https://australianmilitarybank.com.au/agm2025)



## Our Purpose

Our members are our mission.

## Our Vision

The leading choice in banking for the Defence Community.

## Our Values

Members First.  
Placing members at the centre of every decision we make.



### **Members First**

Placing members at the centre of every decision we make.



### **Earn Admiration and Trust**

Doing what we say to instil trust and demonstrate reliability.



### **Display Moral Courage**

Having the strength of character to align words and actions to say and do what is right.



### **Demonstrate the Highest Standards**

Striving each day to be the best we can be and deliver quality in our work.



## Notice of Annual General Meeting 2025

Notice is given that the 66<sup>th</sup> Annual General Meeting of Australian Military Bank Limited ('Bank') ABN 48 087 649 741 will be held on Thursday, 6 November 2025 commencing at 4:00pm (AEDT) at Level 1, 1 Bligh Street, Sydney, NSW 2000. The Annual General Meeting will be held as a hybrid event to provide Members with alternative ways to attend and participate.

The Board welcomes Members to attend in person at the Bank's Head Office, located at Level 1, 1 Bligh Street, Sydney. Members who would prefer to participate virtually may do so via the live audio cast or by phone conference.

If you do not wish to attend in person or virtually, or are unable to attend the meeting, we encourage you to vote online or to appoint a proxy to vote on your behalf by following the instructions in this Notice of Meeting and the enclosed proxy form.

### You can participate in the meeting by:

- ▶ Attending in person, which will allow you to ask questions and vote during the meeting;
- ▶ Joining the live audio cast, which will allow you to ask questions and vote during the meeting via the link [australianmilitarybank.com.au/agm2025](https://australianmilitarybank.com.au/agm2025).
- ▶ Joining via phone conference on 1800 416 188 (in Australia toll free) or +61 9189 1107 (from overseas) which will allow you to ask questions during the meeting.
- ▶ Voting online or by appointing a proxy to vote on your behalf before the meeting via the link [australianmilitarybank.com.au/agm2025](https://australianmilitarybank.com.au/agm2025).
- ▶ Submitting a question online at least four business days prior to the meeting via the link [australianmilitarybank.com.au/agm2025](https://australianmilitarybank.com.au/agm2025).

Further information about participating in the meeting, voting, appointing a proxy and asking questions is set out in the accompanying Explanatory Notes and Information for Members.





## Agenda

### 1. Chair and CEO Presentations

The Chair and CEO will present their reports for the year ended 30 June 2025.

### 2. Minutes

To consider the minutes of the 65<sup>th</sup> Annual General Meeting held on 11 November 2024.

### 3. Financial Statements and Reports

To receive and consider the Bank's Financial Report, Directors' Report, and the Auditor's Report for the financial year ended 30 June 2025.

### 4. Re-Election of Director

#### Resolution 1 – Re-Election of Timothy Pike

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

"That, Timothy Pike be re-elected as an Elected Director of the Bank."

## Direct and Proxy Voting

If you are unable to attend the meeting and wish to vote, you can vote online or appoint a proxy to vote at the meeting on your behalf. Your proxy does not need to be a Member of the Bank.

You can lodge your vote or complete a proxy form via [australianmilitarybank.com.au/agm2025](https://australianmilitarybank.com.au/agm2025).

To be valid, your completed proxy form must be received by **4.00pm (AEDT) on Tuesday, 4 November 2025**.

### By Order of the Board

Nick Parkin  
Company Secretary  
3 October 2025





## Explanatory Notes

The Board encourages Members to read these Explanatory Notes which provide important information regarding the items of business to be considered at the Annual General Meeting. They form part of the Notice of Meeting and should be read in conjunction with it.

Your vote is important. By voting, you are involved in the future of our Bank.

### Agenda Item 2 – Minutes

This agenda item does not require a formal resolution to be put to the meeting. Members are given the opportunity to consider the minutes of the 2024 Annual General Meeting held on 11 November 2024, which are available at [australianmilitarybank.com.au/agm2025](https://australianmilitarybank.com.au/agm2025).

### Agenda Item 3 – Financial Statements and Reports

Section 317 of the *Corporations Act 2001* (Cth) ('Corporations Act') requires that the Financial Report, Directors' Report, and the Auditor's Report be presented at the Annual General Meeting.

Neither the Corporations Act nor the Bank's Constitution requires that Members vote to adopt these reports. However, the Directors believe that asking Members to receive and consider these reports is an important way to engage them on important issues affecting the Bank.

The 2025 Annual Report (containing the Financial Report, Directors' Report, and the Auditor's Report) is available at [australianmilitarybank.com.au/agm2025](https://australianmilitarybank.com.au/agm2025).

### Agenda Item 4 – Re-Election of Director

In accordance with the Bank's Constitution, a Director Nomination Period was held prior to the Annual General Meeting and one nomination was received. Separately, Timothy Pike, the incumbent Elected Director required to stand for re-election this year, indicated to the Board that he wished to continue to serve on the Board and would seek re-election.

The Director Nominations Committee and the Board carefully assessed the nomination against the relevant criteria in the Constitution, which includes a requirement to consider the Board's composition and the blend of skills, knowledge and diversity required to effectively lead the Bank. This year, the Board determined that they were particularly looking for nominees with at least advanced levels of understanding of the Bank's bond with the Australian Defence Force and at least advanced competency in technology and information security.

On the basis of the Director Nominations Committee and the Board assessment of the nomination, it was determined that the nominee did not possess the requisite competencies sought by the Board and for this reason was not eligible to serve as a Director and so could not be put forward as a candidate for election by Members. Timothy Pike, being the incumbent Elected Director seeking re-election, played no role in the assessment of the nominee given his interest in the matter.

As the number of candidates is equal to the number of positions to be filled, the pre-Annual General Meeting election process specified in the Bank's Constitution was discontinued and the incumbent Elected Director is put forward as a candidate for re-election by Members at the Annual General Meeting.

The candidate has been assessed and determined to be eligible to be a Director in accordance with the requirements of the Bank's policies and its Constitution. He played no role in this assessment given his interest in the outcome.





### **Resolution 1 – Re-Election of Timothy Pike**

Members are asked to vote on the re-election of the candidate by ordinary resolution at the Annual General Meeting. More information in relation to the candidate is included below.

Timothy Pike is an existing Elected Director of the Bank and has served in this capacity since August 2022. Timothy is a member of the Environmental, Social, Governance & Remuneration Committee.

The Bank's Constitution provides that an Elected Director serves for a term of three years before being required to stand for re-election by Members. Timothy was last re-elected by Members in 2022.

Timothy holds Masters degrees in Business, Military and Defence Studies and Cyber Security Operations and is a Member of the Australian Institute of Company Directors.

Timothy has served in the Australian Army for 26 years and is currently the Deputy Commander of the Defence Strategic Communications Branch that is responsible for the operation and cyber security of Defence's strategic and deployed networks. Prior to this, he attended the Australian War College's Defence and Strategic Studies Course and commanded the 7th Signal Regiment (Electronic Warfare). Timothy has served in a variety of locations around Australia and overseas working with soldiers, sailors and aviators with responsibility for information communications technology and cyber security operations.

During his initial three-year term, Timothy has made a significant contribution to the Board and the Bank, particularly in relation to the Bank's information technology security and cyber security preparedness. His deep understanding of the Bank's bond with the Australian Defence Force and the needs of serving and ex-serving Members has also proved invaluable.

Timothy has an interest in Resolution 1 and will refrain from voting or making any recommendation as to how Members should vote on the resolution. The Bank's remaining Directors recommend that Members vote in favour of Resolution 1 to re-elect Timothy Pike as an Elected Director.

### **Elected Directors' Remuneration**

At last year's Annual General Meeting, Members approved a resolution setting the maximum aggregate remuneration of Elected Directors at \$521,112 per financial year commencing in the financial year ending 30 June 2025, in accordance the relevant provisions of the Bank's Constitution.

This year no resolution is being put to Members to increase the maximum aggregate remuneration of Elected Directors as the current level of maximum aggregate remuneration remains sufficient to provide for the fees to be paid to Elected Directors in the financial year ending 30 June 2026.

The Bank's Constitution provides that, in the event that Members at an Annual General Meeting do not approve a resolution for the maximum aggregate remuneration of Elected Directors, such as this year when no such resolution is being put to Members, it will be the maximum aggregate remuneration approved in the prior period that will apply.

While no resolution in relation to Elected Director remuneration is put to this year's Annual General Meeting, the Board notes that it is likely in future years further resolutions to increase the maximum aggregate level of remuneration will be required in order to ensure that the fees paid to Elected Directors remain at an appropriate level having regard to benchmarking data and the then prevailing rate of inflation.





## Information for Members

### How to Participate

We encourage all Members to participate in the Annual General Meeting through attendance in person, online via the audio cast, via phone conference, or by voting online or appointing a proxy to vote on your behalf prior to the meeting.

### Attending in person

If you would like to attend the Annual General Meeting in person, you or your proxy are asked to arrive at Level 1, 1 Bligh Street, Sydney, prior to the commencement time of 4:00pm (AEDT) and register your attendance with the representatives of our AGM service provider, MUFG Corporate Markets, who will be present.

### Attending online

If you would like to attend the meeting virtually, you or your proxy may listen to the live audio cast of the Annual General Meeting accessible at [australianmilitarybank.com.au/agm2025](https://australianmilitarybank.com.au/agm2025). You will also be able to ask questions and vote. To attend virtually, you will need:

1. A desktop or mobile/tablet device with internet access; and
2. Your membership to be verified. You can do this by logging in prior to the 4.00pm (AEDT) meeting commencement time and entering your Member details and postcode.

Once you have logged in, you will be provided with details on how to vote and ask questions during the meeting.

Please note that online registration opens 30 minutes prior to the commencement of the meeting. We encourage you to log in as early as possible within this time window to ensure that you can join the meeting without any issues, and to allow time to familiarise yourself with the online platform.

### Attending via phone conference

If you would like to attend the meeting via the phone conference facility, you or your proxy may listen to the live audio cast of the Annual General Meeting. While you will not be able to vote via the phone conference facility, you will be able to ask questions during the meeting.

To attend via phone conference, you need to obtain your unique PIN prior to the meeting. Please contact MUFG Corporate Markets on +61 1800 990 363 (Australia and overseas) any time between 9:00am (AEDT) on 6 October 2025 and 5.00pm (AEDT) on 5 November 2025. You will need to advise your full name and your Member number to obtain your PIN.

We encourage you to log in to the phone conference facility at least 15 minutes prior to the commencement of the meeting using the instructions below:

1. Call toll free 1800 416 188 (in Australia) or from +61 9189 1107 (overseas); and
2. When prompted by the operator, enter your unique PIN followed by the hash (#) key, to be admitted to the meeting.

A step-by-step guide to using the AGM online platform and phone conference facility titled Online Meeting Guide is available at [australianmilitarybank.com.au/agm2025](https://australianmilitarybank.com.au/agm2025).





## How to ask questions

You are encouraged to submit questions prior to the meeting by completing the question form and submitting it online four business days prior to the meeting. Questions must be relevant to the business of the meeting, including matters arising from the Annual Report and general questions about the performance of the Bank.

While we may not be able to respond to each question individually, we will endeavour to respond to as many of the more commonly asked questions as possible during the meeting.

There will also be an opportunity to ask questions from the floor, online in writing on the audio cast platform or via the phone conference line, regarding relevant matters. To ensure all Members have an opportunity to ask questions during the meeting, we request that you observe the following guidelines when asking questions in person, online or via phone conference:

- ▶ Questions should be stated clearly and be relevant to the business of the meeting, including matters arising from the Annual Report, Directors' Report, Auditor's Report and the performance of the Bank.
- ▶ Members should not ask questions about fees, products or services in general or personal financial matters. If your questions are personal in nature, please direct them to our Member Engagement Centre on 1300 132 328.

## Prior to the Meeting

**Direct Voting** – you may vote online at least 48 hours prior to the meeting.

**Proxy** – you may appoint a proxy to participate in the meeting and vote on your behalf by lodging your completed proxy form online at least 48 hours prior to the meeting. Your proxy does not need to be a Member of the Bank.

**Question Form** – you are encouraged to submit questions and comments prior to the meeting by completing the question form and submitting it online four business days prior to the meeting.

**To vote, appoint a proxy or submit a question prior to the meeting:**

1. Go to: [australianmilitarybank.com.au/agm2025](https://australianmilitarybank.com.au/agm2025)
2. Log in by:
  - ▶ entering your Member number;
  - ▶ entering the postcode associated with your membership; and
  - ▶ correctly filling out the security box.
3. Then, follow the prompts to vote, to appoint a proxy or to complete a question form.

### Important Dates

- ▶ **Questions submitted via the question form online** – by 5.00pm (AEDT) on Friday, 31 October 2025.
- ▶ **Online direct voting and proxy appointments** – by 4.00pm (AEDT) on Tuesday, 4 November 2025.
- ▶ **Annual General Meeting** – 4:00pm (AEDT) on Thursday, 6 November 2025

### Contact Information

- ▶ **General enquiries** – [australianmilitarybank.com.au/agm2025](https://australianmilitarybank.com.au/agm2025).
- ▶ **Online or proxy enquiries** – MUFG Corporate Markets – 1300 554 474.
- ▶ **Personal banking matters** – Member Service Centre – 1300 132 328.
- ▶ **Meeting guide** – The Online Meeting Guide is available at [australianmilitarybank.com.au/agm2025](https://australianmilitarybank.com.au/agm2025).
- ▶ **Day of Meeting Issues** – MUFG Corporate Markets – 1800 990 363.



