

Appendix II  
Amended Bye-laws

Based on the recommendation of the Board of Directors of the Company, it is proposed that the Company's Bye-laws be amended by deleting Bye-law 38.5 in its entirety.

**38.5** ~~At any general meeting the Members may authorise the Board to fill any vacancy in their number left unfilled at a general meeting.~~

Pursuant to Bye-law 75, changes to the Bye-laws requires the affirmative vote of not less than two-thirds of the votes cast at the Annual General Meeting.