

18 October 2024

Dear Shareholder,

NOTICE OF ANNUAL GENERAL MEETING

The Annual General Meeting (**AGM**) of the shareholders of Bentley Capital Limited (ASX:BEL) will be held at:

Bentley Capital Limited
Suite 1, Level 1,
680 Murray Street
West Perth, Western Australia

commencing


12:00 noon (Perth time)
Thursday, 28 November 2024


In relation to communication of the Notice of AGM and Explanatory Statement (**Notice of AGM**) and Annual Report to shareholders:


- (a) A hard-copy Notice of AGM and Annual Report will only be posted to those shareholders who have elected to receive a hard-copy by mail;
- (b) Shareholders who have registered their email with the Share Registry will receive emails containing a link to an Automatic Share Registry portal where they can download a copy of the Annual Report and the Notice of AGM (and vote online);
- (c) All other shareholders (ie. those who have not provided an email address or elected to receive a hard-copy) will receive only the attached personalised Proxy Form by mail and this Letter.
- (d) A copy of the Notice of AGM and Annual Report has been released on ASX and may be viewed and downloaded from the ASX website and the Company's website, as follows:
 - ASX: <https://www.asx.com.au/markets/trade-our-cash-market/announcements.bel>
 - Company: <http://www.bel.com.au/asx-market-announcements>
<http://www.bel.com.au/reports>


Shareholders are encouraged to lodge a directed Proxy Form so that it is received **not later than 12:00 noon (Perth time) on Tuesday, 26 November 2024** (48 hours before the commencement of the AGM).

To vote by proxy, please lodge your vote online via the Internet or complete and sign the (attached) Proxy Form and return it as soon as possible:

 **Online** - <https://investor.automic.com.au/#/loginsah> : Log into the Share Registry website with your Holder Number (Securityholder Reference Number (SRN) or Holder Identification Number (HIN)) as shown on your Proxy Form

 **By Facsimile:** +61 2 8583 3040 (Automic)

 **By Mail:** Automic, GPO Box 5193, Sydney NSW 2001, or

 **By Hand Delivery:** Automic, Level 5, 126 Philip Street, Sydney, New South Wales.



www.bel.com.au

BENTLEY CAPITAL LIMITED

A.B.N. 87 008 108 218

ASX: BEL

Suite 1, Level 1, 680 Murray Street, West Perth, Western Australia 6005
T | (08) 9214 9757

F | (08) 9214 9701

E | info@bel.com.au

Shareholders are also encouraged to register/check and update (if required) their email and Annual Report and Notice of Meeting communication preferences with Automic Share Registry via their Investor Login portal: <https://investor.automic.com.au>

If shareholders already have an online account with Automic	If shareholders do not have an online account with Automic and need to register
<p>(1) Visit https://investor.automic.com.au</p> <p>(2) Under "Investor sign in" enter your previously registered Username and Password to log in.</p> <p>(3) Once you have successfully logged in, select:</p> <p style="padding-left: 40px;">setting -> portfolio profile -> communication -> change method</p> <p>to update your Communication Details and Method.</p>	<p>(1) Visit https://investor.automic.com.au</p> <p>(2) Select 'Register' to sign up.</p> <p>(3) Start entering 'BEL' or 'Bentley Capital' in the 'Company You Hold Your Investment With' Name Field and Select 'BEL - Bentley Capital Limited'.</p> <p>(4) Enter your 'Holding Number' - either your HIN or SRN.</p> <p>(5) Enter your registered shareholder name in the 'Partial Holder Name' Field.</p> <p>(6) Enter your Postcode OR Country of Residence (if outside Australia).</p> <p>(7) Tick "I'm not a robot" box and then select "Next".</p> <p>(8) Enter your Email, Username and Password details and select 'Sign Up'.</p> <p>(9) Set-up 'Multi-Factor Authentication' via an Authenticator App or SMS/Text Message.</p> <p>(10) Once you have successfully logged in, select:</p> <p style="padding-left: 40px;">setting -> portfolio profile -> communication -> change method</p> <p>to update your Communication Details and Method.</p>

If you are unable to access the Notice of AGM or vote online, please contact:

- **Automic** T | 1300 288 664 (within Australia) or +61 2 9698 5414 (overseas)
E | meetings@automicgroup.com.au
- **Company Secretary** T | +61 8 9214 9757
E | cosec@bel.com.au

It is recommended that shareholders read the Notice of AGM in full and if there is any matter that you do not understand, you should contact your financial adviser, stockbroker or solicitor for advice.

Yours Sincerely,



Victor Ho
Company Secretary

T | (08) 9214 9757
E | cosec@bel.com.au

Your proxy voting instruction must be received by **12.00pm (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

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)

