



STEAMSHIPS

TRADING COMPANY LIMITED

INCORPORATED IN PAPUA NEW GUINEA ARBN 055 836952

NOTICE OF ANNUAL GENERAL MEETING

Notice is hereby given that the 100th Annual General Meeting of Shareholders will be held on Thursday 13th June 2024 at 12:00 p.m. and shall be conducted by way of ZOOM audio participation (instructions to participate by way of Zoom audio as set out in Annexure 'A') to consider the following items of business.

1. To receive the Directors' report and accounts for the year ended 31st December 2023.
2. To re-elect director G.L. Cundle who retires as a director in accordance with Clause 15.3(c) of the Constitution and being eligible, offers himself for re-election.
3. To re-elect director L.M. Bromley who retires as a director in accordance with Clause 15.3(c) of the Constitution and being eligible, offers herself for re-election.
4. To re-elect director J.B. Rae-Smith who retire as a director in accordance with Clause 15.3(c) of the Constitution and being eligible, offers himself for re-election.
5. To re-elect director P. Aitsi who retires as a director in accordance with Clause 15.3(c) of the Constitution and being eligible, offers himself for re-election.
6. To re-elect director C. Kasou who retires as a director in accordance with Clause 15.3(a) of the Constitution and being eligible, offers herself for re-election.
7. To elect A. Mistroni as a director effective as and from 1 July 2024 in accordance with Clause 15.10 of the Constitution, being a person recommended by the Board for such appointment (refer to Explanatory Note in Annexure 'B').
8. To re-appoint the auditors and to fix their fees. PricewaterhouseCoopers, the retiring auditors, offer themselves for re-appointment.
9. To carry out any other business that may be brought before the Meeting in conformity with the Constitution.

By order of the Board

M.R. Scantlebury, Company Secretary

Port Moresby

28 March 2024

PROXY



SEE OVERLEAF



STEAMSHIPS

TRADING COMPANY LIMITED

INCORPORATED IN PAPUA NEW GUINEA ARBN 055 836952

PROXY FORM

**The Secretary
Steamships Trading Company Limited
PO Box 1, Port Moresby, National Capital District, Papua New Guinea**

I/We, (full names)

of (address)

a member of Steamships Trading Company Limited appoint G.L. Cundle, Chairman of Directors and the nominee for casting votes, or failing him the Chairman of the Meeting as my/our proxy to vote for me/us and on my/our behalf at the Annual General Meeting of the Company to be held at 12:00 p.m. on the 13th June 2024 and at any adjournment thereof.

Dated this day of 2024

Signed

A member entitled to attend, and vote is entitled to appoint a proxy who need not be a member of the Company. Proxies must be received at the Registered Office of the Company at least 48 hours before the time of the meeting. Should you desire to direct your proxy how to vote, please place a mark in the appropriate box. The Chairman vote in favour of all intends to resolutions for any undirected votes.

	For	Against	Abstain
1. To receive the report and accounts.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
2. To re-elect director G.L. Cundle who retires as director in accordance with Clause 15.3(c) of the Constitution.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
3. To re-elect director L.M. Bromley who retires as director in accordance with Clause 15.3(c) of the Constitution.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
4. To re-elect director J.B. Rae-Smith who retires as director in accordance with Clause 15.3(c) of the Constitution.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
5. To re-elect director P. Aitsi who retires as director in accordance with Clause 15.3(c) of the Constitution.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
6. To re-elect director C. Kasou who retires as director in accordance with Clause 15.3(c) of the Constitution.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
7. To elect director A. Mistrone as a director.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
8. To Re-appoint PricewaterhouseCoopers as auditors and fix their fees.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>



STEAMSHIPS

TRADING COMPANY LIMITED

INCORPORATED IN PAPUA NEW GUINEA ARBN 055 836952

ANNEXURE 'A'

ZOOM AUDIO VIRTUAL ANNUAL GENERAL MEETING GUIDE

1. Introduction

Due to the uncertainty as to whether Shareholders will be able to travel to Papua New Guinea and personally attend the June 2024 Annual General Meeting of Shareholders to be held on Thursday 13th June 2024 at 12:00 p.m. the Directors have resolved to offer as an alternative to personal attendance and appointment of a Proxy, the option to attend via ZOOM Audio.

For those Stockholder who wish to participate via ZOOM Audio, please follow the directions below.

2. Directions for Participation via ZOOM Audio

Step 1 is to download the ZOOM APP on your phone, laptop, or tablet device.

Step 2 is to set up your account and test its operation as set out here: <https://zoom.us/freesignup/>

Step 3 is to follow the link or other dial-in instructions for the Annual General Meeting as set out below.

Topic: Steamships Trading Company Limited Annual General Meeting

Time: Jun 13, 2024 12:00 PM Guam, Port Moresby

Join Zoom Meeting

<https://us06web.zoom.us/j/89591750247>

Meeting ID: 895 9175 0247

Passcode: 467273

Find your local number: <https://us06web.zoom.us/u/kLyNU0e8Z>

If you intend to join the AGM, you must email: **STC_Legal_AsstCompanySec@steamships.com.pg** in advance and meet certain identification requirements (as a bona fide Shareholder). You will then be given a **Holder Identification Number (HIN)**. Please dial into the meeting at 11.45 a.m. on 13th June 2024. You will firstly enter a "waiting room". You will be asked to repeat the HIN. You will then be admitted into the AGM.

Step 4 Upon joining the Annual General Meeting, please wait for further instructions from the Chairman of the Board of Directors in order to participate in the AGM.

3. Help on the Day

If you have any technical difficulties in connecting on the day, please call Randy Ordon +675 7008 6466 or Steamships Help Desk +675 322 0351 and you will be provided with assistance and/or of how you can participate on via telephone by calling +675 7091 9731 (latter may include a participation in the meeting calling you back and placing you on speaker phone so that you can hear and be heard).



STEAMSHIPS

TRADING COMPANY LIMITED

INCORPORATED IN PAPUA NEW GUINEA ARBN 055 836952

ANNEXURE 'B'

EXPLANATORY NOTE

1. Pursuant to Clause 15.6 of the Company's Constitution the Board may appoint any person as a director either to fill a casual vacancy or as an addition to the Board. On 1 March 2024, the Board appointed **Ms Christine Kasou** as a Director. The Constitution further requires any Board appointed Director to automatically retire at the next AGM and if eligible, such person may stand for re-election.

Below is a short BIO of Ms Kasou's experience:

NON-EXECUTIVE DIRECTOR

Christine began her career in private practice in 2001 as a commercial lawyer with Gadens Lawyers (now Dentons) in Port Moresby. In 2006, Christine joined Oil Search (PNG) Limited, now a subsidiary of Santos Limited. She has over 17 years of experience in Papua New Guinea's oil and gas industry working extensively in the organization's contracting and procurement functions, legal and compliance department, gas projects development and people and culture function. Christine has substantial experience in corporate governance and regulatory responsibilities within the jurisdiction and is currently the Senior Commercial Manager, PNG. Christine holds a Bachelor of Laws from the University of Papua New Guinea.

2. Pursuant to Clause 15.10 of the Company's Constitution, the Board may recommend that a person be appointed as a Director. The Board recommends that the Shareholders consider **Mr Alessandro Mistrone** be appointed as a Director, effective as and from 1 July 2024. Mr Mistrone is employed by the Company as a Corporate Finance Manager.

The Board further advises the Shareholders that **Mr Michael Scantlebury** intends to retire and therefore resign as a Director and as the Company Secretary of the Company on 30 June 2024. The Board intends to appoint Mr Mistrone to take on the role of Company Secretary as and from 1 July 2024.

The Board acknowledges the contribution of Mr. Scantlebury to the success of the Company since joining in June 2016 and wishes him well in retirement.

Below is a short BIO of Mr Mistrone's experience:

Alessandro began his career in UK with Smiths Group Plc; he has over 20 years' experience in financial leadership roles across Europe, Middle East and Asia in both private and public listed companies.

In his previous roles he was responsible for business turnaround, digital transformation, financial planning, liquidity management. He holds a Bachelor's Degree from University of East London and he is a Fellow of Chartered Institute of Management Accountants of England and Wales as well as CPA Australia.