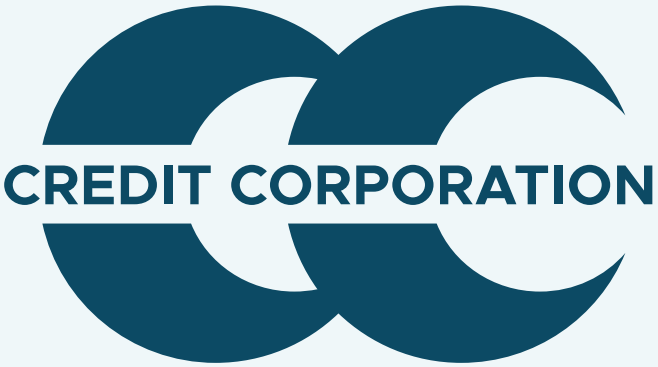


Credit Corporation (PNG) Limited

2025
Annual General Meeting

20 May 2025

Dear Shareholder,

CCP 2025 ANNUAL GENERAL MEETING

On behalf of the Board of Credit Corporation (PNG) Limited, I am pleased to inform you that the 2025 Annual General Meeting (**AGM**) will be held on **Friday, 20 June 2025** commencing at **10:00 am (PGT)** at the Banquet Hall, Hilton Hotel, Wards Road, Hohola NCD, Papua New Guinea and by virtual meeting facility.

The Board has again elected to use a hybrid approach for the delivery of the AGM so Shareholders can participate by attending either in person **OR** virtually, using a smartphone, tablet or computer with stable internet connection and a compatible web browser via the MUFG Corporate Markets online platform at https://meetings.openbriefing.com/CCP25.

Through the online platform, Shareholders will be able to view the AGM in real time, vote at the meeting, and ask questions of the Board, Senior Management, and the Company's Auditor during the meeting. Information on how to attend, participate, vote and ask questions virtually is set out in the MUFG Corporate Markets Online Meeting Guide.

Whether you are attending the Meeting online or in person, you are encouraged to:

- Read the Notice of Meeting and the Explanatory Memorandum thoroughly prior to voting on the resolutions;
- Return the enclosed Proxy Form no later than **10:00am (PGT)** on **Wednesday, 18 June 2025** by one of the ways specified in the Proxy form; and
- Email the Company Secretary at cosec@creditcorporation.com.pg prior to the meeting if you have any questions, noting that Shareholders in attendance will also have the opportunity to ask questions during the meeting.

Thank you for your continued support of Credit Corporation (PNG) Limited and we look forward to your participation and the opportunity to engage with you.

Yours faithfully,



Amanda Libitino
Company Secretary

NOTICE OF ANNUAL GENERAL MEETING

Credit Corporation (PNG) Limited (1-6856)

Notice is hereby given that the 2025 Annual General Meeting (**AGM**) of Shareholders of Credit Corporation (PNG) Limited (the **Company**) will be held on:

Date: **Friday, 20 June 2025**
Time: **10.00am (PGT)**
Venue: **Banquet Halls 1 and 2, Hilton Hotel, Wards Road, Hohola, NCD and Online at** https://meetings.openbriefing.com/CCP25

An Explanatory Memorandum containing additional information in relation to each of the following Resolutions to be considered at the AGM is attached to this Notice of Meeting. The Explanatory Memorandum, and Proxy Form all form part of this Notice of Meeting.

GENERAL BUSINESS

Minutes of the Previous Meeting held on 21 June 2024

To receive, consider, and accept the Minutes of the previous AGM dated 21 June 2024 as a correct record of the meeting.

ORDINARY BUSINESS

Item 1: 2024 Annual Report including the Financial Statements for the year ending 31 December 2024

To receive and consider the Annual Report, including Financial Statements, Directors' Report, and the Independent Auditor's Report of the Company for the year ended 31 December 2024.

All shareholders can view the Company's Annual Report, which contains the Financial Report, the Directors' Report and the Independent Auditor's Report of the Company for the year ended 31 December 2024 at https://www.creditcorporation.com.pg/investors/annual-report/.

Item 2: Re-election of Ms. Clare Mazzetti

That **Ms. Clare Mariesa Mazzetti**, who retires by rotation and is eligible for re-election pursuant to Article 66 of the Company's Constitution, is re-elected as a Director of the Company.

Item 3: Appointment of Ms. Susil Nelson-Kongoi

That **Ms. Susil Nelson-Kongoi**, who is eligible to be appointed as a Director Pursuant to Article 64(1) and 3(a) of the Company's Constitution, is elected as a Director of the Company.

Item 4: Appointment of Auditors for 2025

That PwC PNG is re-appointed as Auditors of the Company in accordance with the PNG Companies Act and that the Board of Directors be authorised to fix the fees and expenses of the Auditor.

Item 5: Any other business

To consider any other business.

PROXIES

As a member of the Company, you are entitled to appoint an individual or body corporate as a proxy to attend and vote at this meeting on your behalf. The proxy does not need to be a member of the Company. If you are entitled to cast two or more votes, you are entitled to appoint not more than two proxies and may specify the proportion or number of votes each proxy may exercise.

If you wish to appoint a proxy, please fill out, sign and return the attached proxy form as directed by the notes on the proxy form. Proxy votes must be received at the Share Registry of the Company no later than 10:00am (PNG time) on Wednesday 18 June 2025.

Proxy forms can be delivered by post to the Share Registry of the Company, PNG Registries Limited, Level 4, Cuthbertson House, PO Box 1265, Port Moresby, National Capital District, Papua New Guinea, or emailed to the address pngregistries@cm.mpms.mufg.com.

For the purposes of the meeting, shares will be taken to be held by the persons who are the registered holders at 10:00am (PNG time) on Wednesday 18 June 2025. Accordingly, share transfers registered after that time will be disregarded in determining entitlements to attend and vote at the meeting.

CONDUCT OF MEETING

The Company is committed to ensuring that its Shareholder meetings are conducted in a manner which provides those Shareholders (or their proxy holders) who attend the meeting with the opportunity to participate in the business of the meeting in an orderly fashion and to ask questions about and comment on matters relevant to the business of the meeting or about the Company generally. The Company will not allow conduct at any Shareholder meeting which is discourteous to those who are present at the meeting, or which in any way disrupts or interferes with the proper conduct of the meeting. The Chair of the Meeting will exercise its powers as the Chair to ensure that the meeting is conducted in an orderly and timely fashion, in the interests of all attending Shareholders.

BY ORDER OF THE BOARD

EXPLANATORY MEMORANDUM
Credit Corporation (PNG) Limited (1-6856)

This Explanatory Memorandum has been prepared for the Shareholders of Credit Corporation (PNG) Limited (the **Company**) to provide sufficient information regarding the business to be conducted at the Company's Annual General Meeting (**AGM**) scheduled for **Friday 20 June 2025**.

Subject to any abstentions noted below, the Board of Directors unanimously recommend that Shareholders vote in favour of all resolutions. The Chair of the Meeting intends to vote all available undirected proxies in favour of each resolution.

General Business

MINUTES FROM THE PREVIOUS AGM HELD ON 21 JUNE 2024

To receive, consider and accept the Minutes of previous AGM dated 21 June 2024 as a correct record of the meeting.

Ordinary Business

ITEM 1: 2024 ANNUAL REPORT INCLUDING FINANCIAL STATEMENTS FOR YEAR ENDING 31 DECEMBER 2024

The 2024 Annual Report contains the Financial Statements, Directors Report and Independent Auditor's Report for the Company and its subsidiaries for the year ending 31 December 2024 (the Report) and can be viewed on the Company's website at https://www.creditcorporation.com.pg/investors/.

The Chair of the meeting will give Shareholders an opportunity to raise questions or comments on the Report at the meeting.

The Company's External Auditor PwC will be available to answer any questions.

ITEM 2: RE-ELECTION OF CLARE MAZZETTI

Pursuant to Articles 66(1), (2) and (4) of the Constitution of the Company (the **Constitution**), Ms Clare Mazzetti retires by rotation and the Board proposes her re-appointment. The Board considers Ms Mazzetti to have the required attributes to continue contributing to the ongoing development of the Company and the achievement of its strategic direction. Information in respect of Ms Mazzetti is set out below.

Ms Mazzetti was appointed as a Non-Executive Director of Credit Corporation on 24 December 2021. She has satisfied the fit and proper requirements pursuant to Articles 64(3) and 73 of the Constitution.

Ms Clare Mazzetti has built her career through diverse roles in advisory, management consulting, and transformation, with deep expertise in the banking and financial services industry. She brings significant experience in SME banking, wealth management, and sales and distribution. With strong capabilities in corporate strategy, business planning, and execution, Ms Mazzetti provides valuable support to the Company's growth initiatives.

She is currently a Director of Qudos Bank, the Uniting Church of Australia (Synod of NSW and ACT), and the Chair of the Tax Institute of Australia.

Ms Mazzetti holds an MBA and Bachelor of Economics from the University of Queensland and a Master of International Relations from the University of Sydney. She is currently undertaking a PhD at the University of Sydney relating to the international banking system. She is a Fellow of FINSIA and a Graduate Member of the Australian Institute of Company Directors.

For the reasons set out above, the Board (with Ms Mazzetti abstaining), unanimously recommend Shareholders vote in favour of Item 2.

ITEM 3: ELECTION OF SUSIL NELSON-KONGOI

Pursuant to Article 64(4) of the Constitution, Ms Susil Nelson-Kongoi was appointed to the Board effective 25 February 2025, following confirmation from the Regulator that the Fit and Proper Requirements were met. Her appointment was subsequently announced by the Company on 25 March 2025.

Ms Susil Nelson-Kongoi has over 20 years of leadership experience across the financial, professional services and energy sectors.

She currently serves as the Chief Executive Officer of the Papua New Guinea Institute of Banking and Business Management, a role she has held since January 2023. She previously held senior executive roles at ExxonMobil PNG. Ms Nelson-Kongoi is the current President of the Business Council of PNG and serves on the Boards of the Centre for Excellence in Financial Inclusion (CEFI) and Pacific Women Lead Regional Board, and she is the current Chair for the PNG Business Advocacy Network.

Ms Nelson-Kongoi holds a Bachelor of Commerce from Canterbury University, New Zealand, and a Master of Business Administration (MBA) from Divine Word University, Papua New Guinea.

Pursuant to Articles 64 (1), (3)(a) and (5) of the Constitution, Ms Susil Nelson-Kongoi is eligible to be elected as a Director of the Board having satisfied the Fit and Proper requirements. For the reasons set out above, the Board (with Ms Nelson-Kongoi abstaining) unanimously recommend Shareholders vote in favour of Item 3.

ITEM 4: APPOINTMENT OF AUDITORS FOR 2025

The Board proposes to appoint PricewaterhouseCoopers (PwC) as Auditor of the Company for the year 2025 in accordance with the PNG Companies Act and that the Board of Directors be authorised to fix the fees and expenses of the Auditor.

The Board unanimously recommend Shareholders vote in favour of Item 4.

ITEM 5: ANY OTHER BUSINESS

To consider any other business.

ENDS

Credit Corporation (PNG) Limited

LODGE YOUR VOTE

BY EMAIL
Scan and email to: pngregistries@cm.mpms.mufg.com

BY MAIL
Credit Corporation (PNG) Limited
C/- PNG Registries Limited
PO Box 1265
Port Moresby NCD
Papua New Guinea

BY HAND
PNG Registries Limited
Level 4, Cuthbertson House
Cuthbertson Street
Port Moresby NCD

BY FAX
+675 321 6379

ALL ENQUIRIES TO
Telephone: +675 321 6377 or 321 6378

X99999999999

PROXY FORM

I/We being a member(s) of Credit Corporation (PNG) Limited and entitled to attend and vote hereby appoint:

STEP 1

APPOINT A PROXY

☐ **the Chairman of the Meeting (mark box)**

OR if you are **NOT** appointing the Chairman of the Meeting as your proxy, please write the name and email of the person or body corporate you are appointing as your proxy. An email will be sent to your appointed proxy with details on how to access the virtual meeting.

Name

Email

or failing the person or body corporate named, or if no person or body corporate is named, the Chairman of the Meeting, as my/our proxy to act on my/our behalf (including to vote in accordance with the following directions or, if no directions have been given and to the extent permitted by the law, as the proxy sees fit) at the Annual General Meeting of the Company to be held at **10:00am on Friday, 20 June 2025** (the **Meeting**) and at any postponement or adjournment of the Meeting.

The Meeting will be conducted as a hybrid event. You can participate by attending in person at **Banquet Hall, Hilton Hotel, Wards Road, Hohola NCD** or logging in online at **https://meetings.openbriefing.com/CCP25** (refer to details in the Virtual Annual General Meeting Online Guide).

The Chairman of the Meeting intends to vote undirected proxies in favour of each item of business.

STEP 2

VOTING DIRECTIONS

Proxies will only be valid and accepted by the Company if they are signed and received no later than 48 hours before the Meeting.

Please read the voting instructions overleaf before marking any boxes with an ☒

Resolutions	For	Against	Abstain*
1 2024 Annual Report including the Financial Statements for the year ending 31 December 2024	☐	☐	☐
2 Re-election of Ms. Clare Mazzetti	☐	☐	☐
3 Appointment of Ms. Susil Nelson-Kongoi	☐	☐	☐
4 Appointment of Auditors for 2025	☐	☐	☐

* If you mark the Abstain box for a particular Item, you are directing your proxy not to vote on your behalf on a poll and your votes will not be counted in computing the required majority on a poll.

STEP 3

SIGNATURE OF SHAREHOLDERS – THIS MUST BE COMPLETED

Shareholder 1 (Individual)	Joint Shareholder 2 (Individual)	Joint Shareholder 3 (Individual)
Sole Director and Sole Company Secretary	Director/Company Secretary (Delete one)	Director

This form should be signed by the shareholder. If a joint holding, either shareholder may sign. If signed by the shareholder's attorney, the power of attorney must have been previously noted by the registry or a certified copy attached to this form. If executed by a company, the form must be executed in accordance with the company's constitution and the *Corporations Act 2001* (Cth).

SAMPLE

HOW TO COMPLETE THIS SHAREHOLDER PROXY FORM

YOUR NAME AND ADDRESS

This is your name and address as it appears on the Company's share register. If this information is incorrect, please make the correction on the form. Shareholders sponsored by a broker should advise their broker of any changes. **Please note: you cannot change ownership of your shares using this form.**

APPOINTMENT OF PROXY

If you wish to appoint the Chairman of the Meeting as your proxy, mark the box in Step 1. If you wish to appoint someone other than the Chairman of the Meeting as your proxy, please write the name of that individual or body corporate in Step 1. A proxy need not be a shareholder of the Company.

DEFAULT TO CHAIRMAN OF THE MEETING

Any directed proxies that are not voted on a poll at the Meeting will default to the Chairman of the Meeting, who is required to vote those proxies as directed. Any undirected proxies that default to the Chairman of the Meeting will be voted according to the instructions set out in this Proxy Form.

VOTES ON ITEMS OF BUSINESS – PROXY APPOINTMENT

You may direct your proxy how to vote by placing a mark in 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 A SECOND PROXY

You are entitled to appoint up to two persons as proxies to attend the Meeting and vote on a poll. If you wish to appoint a second proxy, an additional Proxy Form may be obtained by telephoning the Company's share registry or you may copy this form and return them both together.

To appoint a second proxy you must:

(a) on each of the first Proxy Form and the second Proxy Form state the percentage of your voting rights or number of shares applicable to that form. If the appointments do not specify the percentage or number of votes that each proxy may exercise, each proxy may exercise half your votes. Fractions of votes will be disregarded; and

(b) return both forms together.

SIGNING INSTRUCTIONS

You must sign this form as follows in the spaces provided:

Individual: where the holding is in one name, the holder must sign.

Joint Holding: where the holding is in more than one name, either shareholder may sign.

Power of Attorney: to sign under Power of Attorney, you must lodge the Power of Attorney with the registry. If you have not previously lodged this document for notation, please attach a certified photocopy of the Power of Attorney to this form when you return it.

Companies: where the company has a Sole Director who is also the Sole Company Secretary, this form must be signed by that person. If the company (pursuant to section 204A of the *Corporations Act 2001*) does not have a Company Secretary, a Sole Director can also sign alone. Otherwise this form must be signed by a Director jointly with either another Director or a Company Secretary. Please indicate the office held by signing in the appropriate place.

CORPORATE REPRESENTATIVES

If a representative of the corporation is to attend the Meeting virtually the appropriate "Certificate of Appointment of Corporate Representative" must be received at support@cm.mpms.mufg.com prior to admission in accordance with the Notice of Annual General Meeting. A form of the certificate may be obtained from the Company's share registry or online at www.mpms.mufg.com/en/mufg-corporate-markets.

LODGEMENT OF A PROXY FORM

This Proxy Form (and any Power of Attorney under which it is signed) must be received at an address given below by **10:00am on Wednesday, 18 June 2025,** being not later than 48 hours before the commencement of the Meeting. Any Proxy Form received after that time will not be valid for the scheduled Meeting.

Proxy Forms may be lodged using the reply paid envelope or:

ONLINE

https://au.investorcentre.mpms.mufg.com

Login to the Investor Centre using the holding details as shown on the Voting/Proxy Form. Select 'Voting' and follow the prompts to lodge your vote. To use the online lodgement facility, shareholders will need their "Holder Identifier" - Securityholder Reference Number (SRN) or Holder Identification Number (HIN).

BY MOBILE DEVICE

QR Code

Our voting website is designed specifically for voting online. You can now lodge your vote by scanning the QR code adjacent or enter the voting link **https://au.investorcentre.mpms.mufg.com** into your mobile device. Log in using the Holder Identifier and postcode for your shareholding.

To scan the code you will need a QR code reader application which can be downloaded for free on your mobile device.

BY EMAIL

Scan and email to: **pngregistries@cm.mpms.mufg.com**

BY MAIL

Credit Corporation (PNG) Limited
C/- PNG Registries Limited
PO Box 1265
Port Moresby NCD
Papua New Guinea

BY FAX

+675 321 6379

BY HAND

delivering it to PNG Registries Limited*,
Level 4, Cuthbertson House
Port Moresby
National Capital District
Papua New Guinea

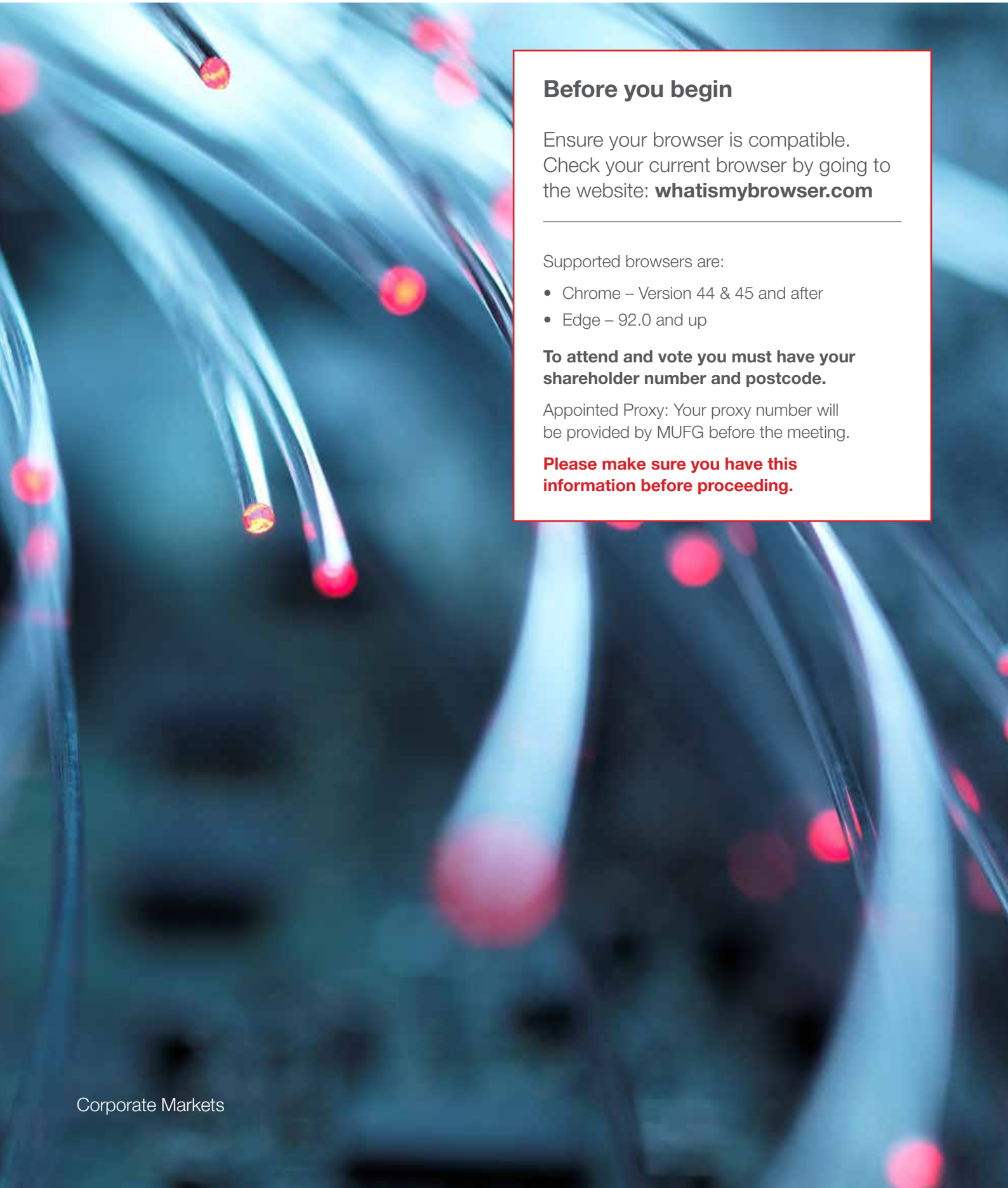
* in business hours (Monday to Friday, 9:00am–5:00pm)

SAMPLE

MUFG

MUFG Corporate Markets
A division of MUFG Pension & Market Services

Online Meeting Guide



Before you begin

Ensure your browser is compatible. Check your current browser by going to the website: **whatismybrowser.com**

Supported browsers are:

- Chrome – Version 44 & 45 and after
- Edge – 92.0 and up

To attend and vote you must have your shareholder number and postcode.

Appointed Proxy: Your proxy number will be provided by MUFG before the meeting.

Please make sure you have this information before proceeding.

Corporate Markets

Online Meeting Guide



Step 1

Open your web browser and go to https://meetings.openbriefing.com/CCP25

Step 2

Log in to the portal using your full name, mobile number and email address, and participant type

Please read and accept the terms and conditions before clicking on the **'Register and Watch Meeting'** button.

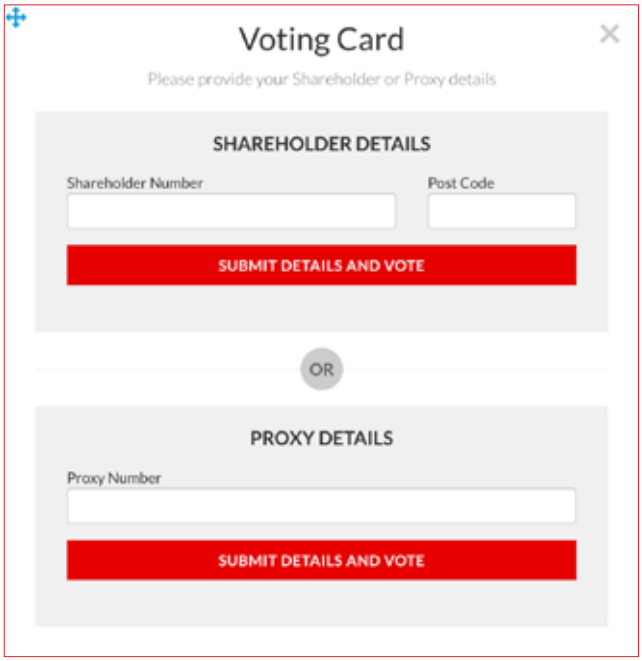
- On the left – a live webcast of the Meeting starts automatically once the meeting has commenced. If the webcast does not start automatically please press the play button and ensure the audio on your computer or device is turned on.
- On the right – the presentation slides that will be addressed during the Meeting
- At the bottom – buttons for 'Get a Voting Card', 'Ask a Question' and a list of company documents to download

Note: If you close your browser, your session will expire and you will need to re-register. If using the same email address, you can request a link to be emailed to you to log back in.

1. Get a Voting Card

To register to vote – click on the 'Get a Voting Card' button.

This will bring up a box which looks like this.

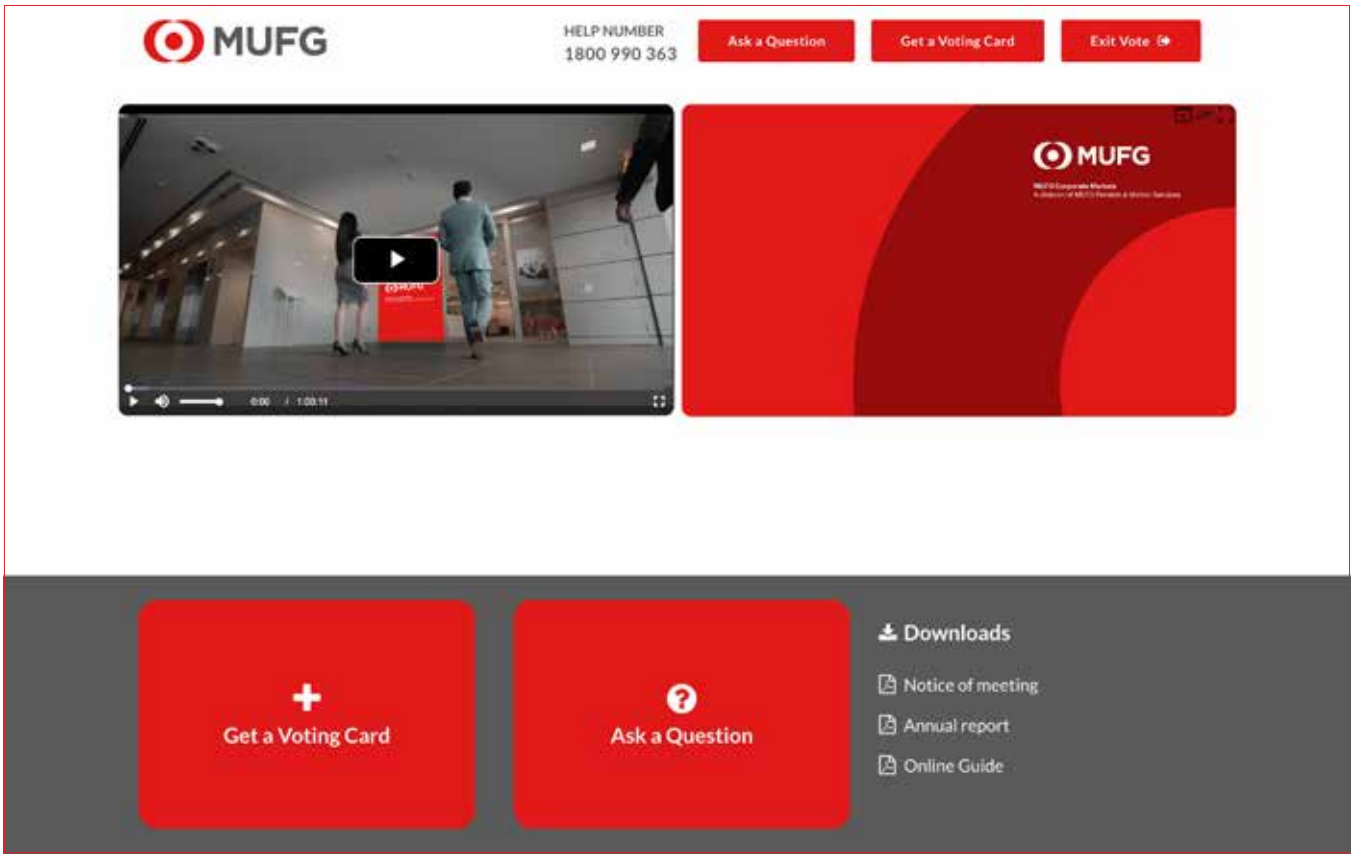


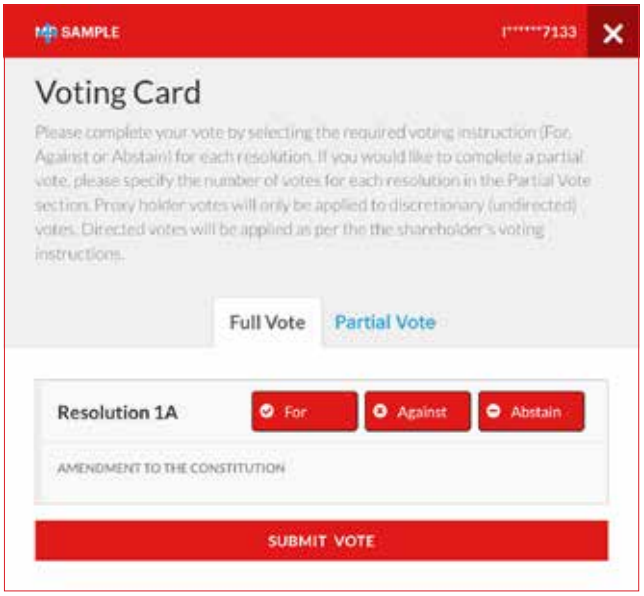
If you are an individual or joint shareholder you will need to register and provide validation by entering your shareholder number and postcode.

If you are an appointed Proxy, please enter the Proxy Number issued by MUFG in the PROXY DETAILS section. Then click the **'SUBMIT DETAILS AND VOTE'** button.

Once you have registered, your voting card will appear with all of the resolutions to be voted on by shareholders at the Meeting (as set out in the Notice of Meeting). You may need to use the scroll bar on the right hand side of the voting card to view all resolutions.

Shareholders and proxies can submit either a Full Vote or Partial Vote.





Full Votes

To submit a full vote on a resolution ensure you are in the **'Full Vote'** tab. Place your vote by clicking on the **'For'**, **'Against'**, or **'Abstain'** voting buttons.

Partial Votes

To submit a partial vote on a resolution ensure you are in the **'Partial Vote'** tab. You can enter the number of votes (for any or all) resolution/s. The total amount of votes that you are entitled to vote for will be listed under each resolution. When you enter the number of votes it will automatically tally how many votes you have left.

Note: If you are submitting a partial vote and do not use all of your entitled votes, the un-voted portion will be submitted as No Instruction and therefore will not be counted.

Once you have finished voting on the resolutions scroll down to the bottom of the box and click on the **'Submit Vote'** or **'Submit Partial Vote'** button.

Note: You can close your voting card without submitting your vote at any time while voting remains open. Any votes you have already made will be saved for the next time you open up the voting card. The voting card will appear on the bottom left corner of the webpage. The message **'Not yet submitted'** will appear at the bottom of the page.

You can edit your voting card at any point while voting is open by clicking on **'Edit Card'**. This will reopen the voting card with any previous votes made.

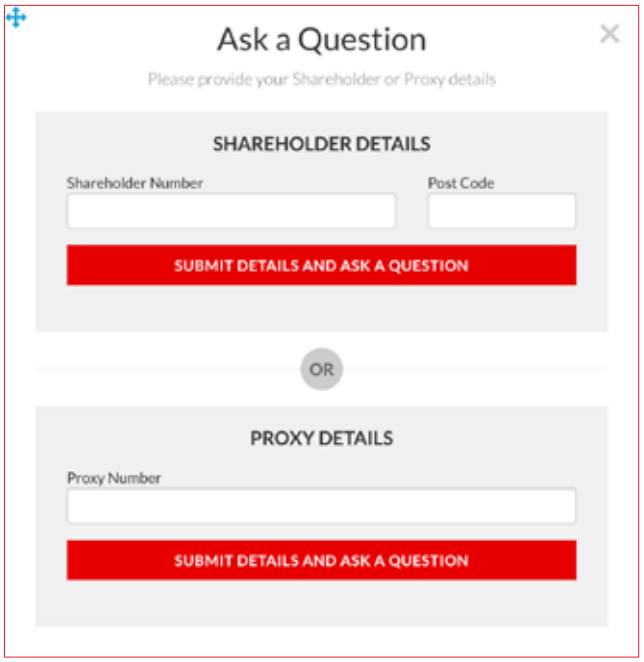
Online Meeting Guide *continued*

2. How to ask a question

Note: Only verified Shareholders, Proxyholders and Corporate Representatives are eligible to ask questions.

If you have yet to obtain a voting card, you will be prompted to enter your shareholder number and postcode or proxy details before you can ask a question. To ask a question, click on the 'Ask a Question' button either at the top or bottom of the webpage.

The **'Ask a Question'** box will pop up and you have the option to type in a written question of ask an audio question over the phone line.



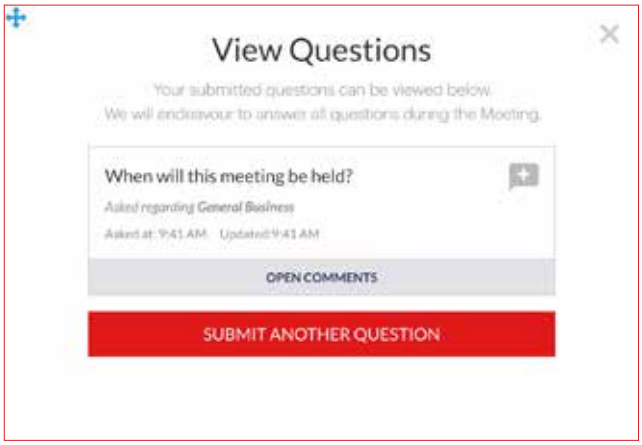
In the **'Regarding'** section click on the drop down arrow and select the category/resolution for your question.

Click in the **'Question'** section and type your question and click on 'Submit'.

A **'View Questions'** box will appear where you can view your questions at any point. Only you can see the questions you have asked.

If your question has been answered and you would like to exercise your right of reply, you can submit another question.

Note, the company will do their best to address all questions.



3. Downloads

View relevant documentation in the Downloads section.

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4. Voting closing

Voting will end 5 minutes after the close of the Meeting.

At the conclusion of the Meeting a red bar with a countdown timer will appear at the top of the Webcast and Slide screens advising the remaining voting time. If you have not submitted your vote, you should do so now.

Once voting has been closed all submitted voting cards cannot be changed.

Contact us

Australia
T +61 1800 990 363