

17 November 2019

NOTICE OF ANNUAL GENERAL MEETING

NOTICE is hereby given that the Annual General Meeting of Shareholders of Broken Hill Prospecting Limited ARBN 003 453 503 ("the Company") will be held at Suite 706, Level 7, 89 York Street, Sydney, New South Wales, 2000 on Wednesday 18 December 2019 commencing 10.00AM (Sydney time).

1. ITEMS OF GENERAL BUSINESS

1.1. 2019 Annual Report

To consider the Company's 2019 Annual Report which includes the Financial Statements for the year ended 30 June 2019 along with associated notes, Directors' Report and Auditor's Report.

The Company's 2019 Annual Report will be laid before the meeting. There is no requirement for Shareholders to approve the Company's Financial Statements for the year ended 30 June 2019 along with associated notes, Directors' Report and Auditor's Report.

At the Annual General Meeting, Shareholders will be given an opportunity to raise questions of Directors and the Company's Auditor about the Company's 2019 Annual Report.

1.2. Resolution 1: Re-election of Director – Mr Denis Geldard

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

"That Denis Geldard, being a director of the Company who retires by rotation in accordance with clause 27.1 of the Company's Constitution, being eligible and offering himself for re-election, is re-elected a director of the Company."

The Chairman of the Meeting intends to vote all available proxies in favour of Resolution 1.

1.3. Resolution 2: Re-election of Director – Mr Matthew Hill

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

"That Matthew Hill, being a director of the Company who retires by rotation in accordance with clause 27.1 of the Company's Constitution, being eligible and offering himself for re-election, is re-elected a director of the Company."

The Chairman of the Meeting intends to vote all available proxies in favour of Resolution 2.

1.4. Resolution 3: Auditor's Remuneration

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

"That the Directors are authorised to fix the fees and expenses of the auditor of the Company."

The Chairman of the Meeting intends to vote all available proxies in favour of Resolution 3.

2. ITEM OF SPECIAL BUSINESS

2.1. Resolution 4: Approval of Issuing Shares to Mr Denis Geldard

To consider and, if thought fit, to pass with or without amendment, the following resolution as an **ordinary resolution**:

That in accordance with Listing Rule 10.11, the Company is permitted and authorised to issue 1,000,000 Shares, at the latest closing price prior to issuing the Shares, to Mr Denis Geldard a director of the Company, or his nominee, for nil cash consideration, and otherwise on the terms and conditions set out in the accompanying Explanatory Memorandum.

The Chairman of the Meeting intends to vote all available proxies in favour of approving the granting of Shares to Mr Geldard or his nominee.

Voting exclusion statement:

The Company will disregard any votes cast in favour of Resolution 4 by or on behalf of:

- (a) a person who is to receive securities in relation to the Company;
- (b) Mr Denis Geldard; and
- (c) an Associate of that person (or those persons).

However, the Company need not disregard a vote if:

- (a) it is cast by an excluded person as proxy for a person who is entitled to vote, in accordance with the directions on the proxy form; or
- (b) it is cast by the person chairing the meeting as proxy for a person who is entitled to vote, in accordance with a direction on the proxy form to vote as the proxy decides.

3. GENERAL INFORMATION

3.1. Eligibility to Vote

For the purpose of determining a person's entitlement to vote at the meeting, Shares will be taken to be held by persons who are registered as Shareholders as at 7:00pm (Adelaide time) on Monday 16 December 2019. Accordingly, transactions registered after that time will be disregarded in determining Shareholders entitled to attend and vote at the meeting.

3.2. Proxies

A proxy form is attached. You may exercise your right to vote at the meeting either by being present in person or by appointing a proxy to attend and vote in your place. You may appoint either an individual or a body corporate as your proxy. A proxy need not be a member of the Company. A proxy form must be signed by the Shareholders or the Shareholder's attorney. Proxies given by corporations must be signed either under seal or in accordance with the Constitution of the Company. The Proxy Form and the power of attorney or other authority (if any) under which it is signed (or a certified copy of the power of attorney or authority) must be received not later than 48 hours before the time for holding the meeting

Please complete and forward the Proxy Form to the Company's share registrar, Computershare Investor Services Pty Limited:

by post at the following address

Computershare Investor Services Pty Limited

GPO Box 242

MELBOURNE VIC 3001

Or by facsimile

on 1800 783 447 (within Australia) or +61 3 9473 2555 (outside Australia)

Or for Intermediary Online subscribers only (custodians), cast the shareholder's vote online by visiting www.intermediaryonline.com

Or cast your vote online by visiting www.investorvote.com.au and entering the Control Number, SRN/HIN, which are shown on the first page of the enclosed proxy form

so that it is received no later than 10.00AM (Sydney time) on Monday 16 December 2019.

3.3. Attending the meeting

If you are attending the meeting please bring the Proxy Form to assist with registration.

By order of the Board

Broken Hill Prospecting Limited

Ian Morgan,
Company Secretary

4. EXPLANATORY MEMORANDUM

This Explanatory Statement forms part of the Notice of Annual General Meeting to Shareholders of the Annual General Meeting to be held at Suite 706, Level 7, 89 York Street, Sydney, New South Wales, 2000 on Wednesday 18 December 2019 commencing 10.00AM (Sydney time).

This Explanatory Statement, as well as the Notice of Annual General Meeting, should be read carefully and in their entirety.

5. ORDINARY BUSINESS

5.1. 2019 Annual Report

The Company's Financial Statements for the year ended 30 June 2019 along with associated notes, Directors' Report and Auditor's Report will be laid before the meeting.

This item provides an opportunity for Shareholders at the meeting to ask questions and comment on the Financial Statements for the year ended 30 June 2019 along with associated notes, Directors' Report and Auditor's Report.

- (a) You have a right to receive from the Company, free of charge, a copy of the Company's 2019 Annual Report if you make a request to the Company to receive a copy; and
- (b) You may obtain a copy of the 2019 Annual Report by electronic means from <https://www.bhpl.net.au> and
- (c) The Company has not prepared, in relation to the same accounting period as the 2019 Annual Report, a concise annual report.

No resolution is required to be passed on this matter.

5.2. Resolution 1: Re-election of Director Mr Denis Geldard

Denis Geldard: AWASM, MAIMM. Non-Executive Director (Independent), Member of the Audit Committee. Appointed 3 August 2015

Denis Geldard was appointed to the Board on 3 August 2015 and has over 40 years' technical and operational experience in exploration and project development in Australia and internationally. He has over 20 years' experience specifically in the Heavy Mineral Sands Industry with companies such as Western Titanium Ltd, Associated Minerals Consolidated and Iluka Resources. Denis is a Mining Engineering graduate from the Kalgoorlie School of Mines in Western Australia. He has managed and run a number of junior and mid-tier mining and exploration companies and mining operations over the past 40 years including directorships of a number of Australian listed mining and exploration companies.

Non-candidate Directors unanimously recommend that Shareholders **vote in favour** of Resolution 1.

5.3. Resolution 2: Re-election of Director – Mr Matthew Hill

MBA, AFSL, FFin, APDT. Non-Executive Director, Member of the Remuneration Committee, Chairman of the Audit Committee. Appointed 14 March 2012

Matt Hill was the alternate Director for Geoffrey Hill from 14 March 2012 to 6 June 2014, when he was appointed Non-Executive Director. Matthew has over 20 years' experience in financial services and investment banking. He is currently Executive Director of publicly listed New Talisman Gold Mines Limited and was a Director of Cobalt Blue Holdings Limited from 30 June 2017 to 13 December 2018. Matthew has previous experience with the Private Equity and Capital Markets sectors employed by News Corporation and Softbank's E-ventures, Potter Warburg and Souls Private Equity Limited.

Non-candidate Directors unanimously recommend that Shareholders **vote in favour** of Resolution 2.

5.4. Resolution 3: Auditor's Remuneration

Shareholders will be asked to authorise Directors to fix the auditor's fees and expenses for the financial year ending 30 June 2019.

Directors unanimously recommend that Shareholders **vote in favour** of Resolution 3.

5.5. Resolution 4: Approval of Issuing Shares to Mr Denis Geldard

5.5.1. Background

Subject to Shareholder approval, the Company proposes to issue 1,000,000 Shares to Denis Geldard (appointed 3 August 2015), or his nominee, on terms and conditions as set out in this Explanatory Memorandum.

The latest closing price of the Shares prior to the date of the Notice is \$0.025 per Share, valuing the Shares at \$25,000 excluding GST.

Remuneration payable to Mr Geldard

Cash remuneration paid to date by the Company to Mr Geldard is:

- (a) A fixed fee at the rate of \$20,000 p.a. including 9.5% statutory superannuation for Mr Geldard to be an independent non-executive Director; and
- (b) Consulting fees at the rate of \$150 per hour excluding GST, subject to independent approval by the Company's Chairman

The remuneration received by Mr Geldard during the year ended 30 June 2019 is as follows:

Year	Fixed fees	Consulting Fees	Total
	\$	\$	\$
2019	20,000	14,000	34,000
2018	20,000	22,800	42,800

5.5.2. Trading History

On 27 August 2019 the Company's share price was 7.5 cents (\$0.075). Since 1 September 2018, the Company's lowest and highest share price trade on the ASX and monthly turnover are as follows:

Month	Monthly share price range		Monthly volume traded on ASX
	Minimum	Maximum	
October 2018	\$0.037	\$0.068	2,423,916
November 2018	\$0.034	\$0.047	3,249,227
December 2018	\$0.031	\$0.037	998,418
January 2019	\$0.029	\$0.033	1,025,878
February 2019	\$0.018	\$0.027	2,614,756
March 2019	\$0.020	\$0.025	738,496
April 2019	\$0.016	\$0.021	1,123,245
May 2019	\$0.015	\$0.020	5,841,434
June 2019	\$0.014	\$0.025	3,791,897
July 2019	\$0.016	\$0.038	4,761,797
August 2019	\$0.026	\$0.048	5,125,956
September 2019	\$0.021	\$0.032	2,954,147
October 2019	\$0.024	\$0.030	2,275,054
Total	\$0.014	\$0.068	36,924,221

5.5.3. Dilution effects on existing members interests

If the Shares proposed to be issued pursuant to Resolution 4 are approved and issued, the effect will be to dilute the interests of existing Shareholders.

The table below sets out the impact of passing Resolution 4, on the number of Shares and Options on an undiluted and diluted basis.

	Undiluted	Fully diluted	Potential dilution of Shares	
	Shares	Shares	Undiluted	Fully diluted
	Number	Number	Shares	Shares
			%	%
Shares on issue at the date of the Notice	147,883,401	147,883,401	-	-
Quoted Options on issue, each with an exercise price of 8 cents (\$0.08) and expiring 12 November 2019	-	46,579,388	-	-
Unquoted Options on issue, each with an exercise price of 6 cents (\$0.06) and expiring 1 November 2022	-	2,400,000	-	-
Unquoted Options on issue, each with an exercise price of 6 cents (\$0.06) and expiring 10 January 2023	-	500,000	-	-
Unquoted Options on issue, each with an exercise price of 8 cents (\$0.08) and expiring 10 January 2023, subject to certain performance targets.	-	3,000,000	-	-
Unquoted Options on issue, each with an exercise price of 10 cents (\$0.10) and expiring 10 January 2023, subject to certain performance targets.	-	2,000,000	-	-
Total existing Equity Securities on Issue	147,883,401	202,362,789	-	-
Proposed granting of Shares to Denis Geldard or his nominee	1,000,000	1,000,000	0.67%	0.49%
Total proposed Equity Securities on Issue	148,883,401	203,362,789	0.67%	0.49%

5.5.4. Opportunity costs and taxation consequences to the Company

It is not considered that from an economic and commercial point of view that there are any costs or detriments, including opportunity costs or taxation consequences for the Company or benefits foregone by the Company resulting from the granting of Shares pursuant to Resolution 4. New Zealand Accounting Standards (NZ IFRS) may require the Company to expense the 1,000,000 Shares proposed to be granted to Mr Geldard or his nominee, with the expense booked against Issued Capital being estimated to be \$25,000.

5.5.5. Director's Current Interests

Equity Securities held by Mr Geldard

At the date of the Notice, Mr Geldard or his related entities hold the following Equity Securities issued by the Company:

- (a) 518,475 Shares; and
- (b) 1,500,000 quoted Options each with an exercise price of 8 cents (\$0.08) and expiring 12 November 2019.

5.5.6. Listing Rules

Pursuant to Listing Rule 10.13, the following information is provided regarding the approval sought under Listing Rule 10.11:

Rule 10.13.1: Name of person:

Denis Geldard or his nominee

Rule 10.13.2: Number of securities to be issued:

1,000,000 Shares

Rule 10.13.3: Date by which the securities are to be issued:

If Shareholders approve Resolution 4, the issue and allotment of the Shares to Mr Geldard, or his nominee, will occur on a date which is no later than one month after the date of this AGM.

Rule 10.13.4: Nature of relationship:

Denis Geldard is an independent Non-Executive Director of the Company

Rule 10.13.5: Issue price of the securities and a statement of terms of issue:

At the latest closing price prior to issuing the Shares. The terms of the new Shares are identical to, and rank equally with, existing ordinary fully paid shares issued by the Company.

Rule 10.13.6A: Intended use of the funds:

No funds will be raised from the issue of the Shares. The Shares are proposed to be issued to Mr Geldard, or his nominee, as part of Mr Geldard's remuneration for providing consulting services for the Company's activities, used to advance the technical assessment of the recently acquired La Paz Rare Earth Project in Arizona.

Rule 10.13.6: A voting exclusion statement:

A Voting Exclusion Statement is included in the Notice.

Rule 7.2, Exception 14: Approval not required under Rule 7.1:

As approval for the issue of the Shares referred to in Resolution 4 is being sought under Listing Rule 10.11, approval is not required under Listing Rule 7.1.

5.5.7. Companies Act

Section 161 subsection (1) of the New Zealand Companies Act 1993 provides that the board of a company may, subject to any restrictions contained in the constitution of the company, authorise the payment of remuneration or the provision of other benefits by the company to a director for services as a director or in any other capacity, if the board is satisfied that to do so is fair to the company.

Directors who vote in favour of authorising a payment, benefit, loan, guarantee, or contract under section 161 subsection (1) of the Companies Act must sign a certificate stating that, in their opinion, the making of the payment or the provision of the benefit, or the making of the loan, or the giving of the guarantee, or the entering into of the contract is fair to the company, and the grounds for that opinion. (Section 161(4))

As Denis Geldard is a director of the Company, the proposed issue of Shares to Mr Geldard or his nominee will constitute the payment of a benefit to a director for the purposes of section 161(1) of the Corporations Act.

Directors, with Mr Geldard abstaining, have each certified that the issuing of the Shares to Mr Geldard constitutes reasonable remuneration within the meaning of section 161 subsection (4) of the Companies Act as:

- **the Company wishes to maximise the use of its cash resources towards the Company's development;**

- **Equity-based incentives, such as Shares, are used to supplement cash-based remuneration; and**
- **The proposed issuing of the Shares is commensurate with market practice.**

Accordingly, Shareholder approval is not required under the Corporations Act, however approval is still required for the purposes of Listing Rule 10.11.

5.5.8. Recommendation

Mr Geldard declines to make a recommendation about Resolution 4, as he has a material personal interest in the outcome of that Resolution as it relates to the Company granting Shares, which is a financial benefit, to him or his nominee.

Excluding Mr Geldard, Directors unanimously recommend that Shareholders **vote in favour** of Resolution 4.

6. INTERPRETATION

For the purposes of interpreting the Explanatory Memorandum and the Notice:

- (d) the singular includes the plural and vice versa;
- (a) words importing any gender include the other genders;
- (b) reference to any statute, ordinance, regulation, rule or other law includes all regulations and other instruments and all consolidations, amendments, re-enactments or replacements for the time being in force;
- (c) all headings, bold typing and italics (if any) have been inserted for convenience of reference only and do not define, limit or affect the meaning or interpretation of the Explanatory Memorandum and the Notice;
- (d) reference to persons includes bodies corporate and government authorities and in each and every case, includes a reference to the person's executors, administrators, successors, substitutes (including without limitation persons taking by novation and assignment); and
- (e) reference to **cents, \$, A\$, Australian Dollars** or **dollars** is a reference to the lawful tender for the time being and from time to time of the Commonwealth of Australia.

7. GLOSSARY

In this Notice and the Explanatory Statement:

2019 Annual Report means the Company's Directors' Report, Financial Report and Auditor's Report in respect to the financial year ended 30 June 2019.

Annual General Meeting or **Meeting** means the Company's annual general meeting to commence 10.00AM (Sydney time) on Wednesday 18 December 2019 and notified to the Company's Shareholders by this Notice.

ASX means ASX Limited (ACN 008 624 691) and, where the context permits, the Australian Securities Exchange operated by ASX.

Auditor means Nexia Sydney Audit Pty Ltd ABN 77 606 785 399

Auditor's Report means the Auditor's report on the Financial Report.

Board means the board of Directors.

Chair or **Chairman** means the person appointed to chair the Meeting convened by this Notice.

Company means Broken Hill Prospecting Limited (ARBN 003 453 503).

Companies Act means the New Zealand Companies Act 1993, as amended from time to time.

Constitution means the constitution of the Company, as amended from time to time.

Director means a director of the Company.

Directors' Report means the annual Directors' report.

Equity Securities has the same meaning as in the Listing Rules.

Explanatory Statement means the explanatory statement attached to the Notice.

Listing Rules means the official listing rules issued and enforced by the ASX, as amended from time to time.

Meeting has the meaning in the introductory paragraph of the Notice.

Notice means this notice of annual general meeting.

Option means an option exercisable into one Share for the exercise price on any date during the option period, by the expiry date, and **Options** has a corresponding meaning.

Proxy Form means the proxy form attached to the Notice.

Resolution means a resolution contained in the Notice.

Share means a fully paid ordinary share in the capital of the Company.

Shareholder means a shareholder of the Company.

Sophisticated and Professional Investors means institutional shareholders who fall within the definitions of "sophisticated investor" and/or "professional investor" under sections 707(8) and 708(11) of the Corporations Act determined by the Company in conjunction with its financial advisor.

Trading Day means a day determined by ASX to be a trading day in accordance with the Listing Rules.

VWAP means arithmetic average of the daily volume weighted average price of the ordinary shares in the Company traded on the ASX.

8. Appointment of Corporate Representative

Pursuant to Schedule 1 Clause 10 of the New Zealand Companies Act 1993, as amended:

(ABN/ACN/ARBN)

(Insert name of Shareholder/Body Corporate & ACN/ARBN)

Hereby Authorises

(Insert name of appointee)

- (*) 1. To act as the Company's representative at all General Meetings of Broken Hill Prospecting Limited ARBN 003 453 503.
- (*) 2. To act as the Company's Representative at the Annual General Meeting to be held commencing 10.00AM (Sydney time) at Suite 706, Level 7, 89 York Street, Sydney, New South Wales, 2000 and any adjournment thereof.

Dated this _____ day of _____ 2019

Executed by the corporation in accordance with its Constitution/Section 127 of the *Corporations Act* in the presence of:

(*) Director

(*) Sole Director & Sole Secretary

(*) Director/Secretary

Affix Common Seal here (optional)

(*) Delete if not applicable

This authority may be sent to the registered office or share registry office of the Company in advance of the meeting as set out in the Notice of Annual General Meeting which this appointment accompanies or handed in at the Annual General Meeting when registering as a company representative. In either case, the authority will be retained by the Company.

Need assistance?



Phone:
1300 850 505 (within Australia)
+61 3 9415 4000 (outside Australia)



Online:
www.investorcentre.com/contact



YOUR VOTE IS IMPORTANT

For your proxy appointment to be effective it must be received by **10:00am (Sydney time) Monday 16 December 2019.**

Proxy Form

How to Vote on Items of Business

All your securities will be voted in accordance with your directions.

APPOINTMENT OF PROXY

Voting 100% of your holding: Direct your proxy how to vote by marking one of the boxes opposite each item of business. If you do not mark a box your proxy may vote or abstain as they choose (to the extent permitted by law). If you mark more than one box on an item your vote will be invalid on that item.

Voting a portion of your holding: Indicate a portion of your voting rights by inserting the percentage or number of securities you wish to vote in the For, Against or Abstain box or boxes. The sum of the votes cast must not exceed your voting entitlement or 100%.

Appointing a second proxy: You are entitled to appoint up to two proxies to attend the meeting and vote on a poll. If you appoint two proxies you must specify the percentage of votes or number of securities for each proxy, otherwise each proxy may exercise half of the votes. When appointing a second proxy write both names and the percentage of votes or number of securities for each in Step 1 overleaf.

A proxy need not be a securityholder of the Company.

SIGNING INSTRUCTIONS FOR POSTAL FORMS

Individual: Where the holding is in one name, the securityholder must sign.

Joint Holding: Where the holding is in more than one name, all of the securityholders 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 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 sign in the appropriate place to indicate the office held. Delete titles as applicable.

ATTENDING THE MEETING

If you are attending in person, please bring this form with you to assist registration.

Corporate Representative

If a representative of a corporate securityholder or proxy is to attend the meeting you will need to provide the appropriate "Appointment of Corporate Representative" prior to admission. A form may be obtained from Computershare or online at www.investorcentre.com under the help tab, "Printable Forms".

Lodge your Proxy Form:

Online:

Lodge your vote online at www.investorvote.com.au using your secure access information or use your mobile device to scan the personalised QR code.

Your secure access information is



Control Number: 183586

For Intermediary Online subscribers (custodians) go to www.intermediaryonline.com

By Mail:

Computershare Investor Services Pty Limited
GPO Box 242
Melbourne VIC 3001
Australia

By Fax:

1800 783 447 within Australia or
+61 3 9473 2555 outside Australia



PLEASE NOTE: For security reasons it is important that you keep your SRN/HIN confidential.

Change of address. If incorrect, mark this box and make the correction in the space to the left. Securityholders sponsored by a broker (reference number commences with 'X') should advise your broker of any changes.

Proxy Form

Please mark to indicate your directions

Step 1 Appoint a Proxy to Vote on Your Behalf

I/We being a member/s of Broken Hill Prospecting Limited hereby appoint

the Chairman of the Meeting **OR**

PLEASE NOTE: Leave this box blank if you have selected the Chairman of the Meeting. Do not insert your own name(s).

or failing the individual or body corporate named, or if no individual or body corporate is named, the Chairman of the Meeting, as my/our proxy to act generally at the meeting on my/our behalf and to vote in accordance with the following directions (or if no directions have been given, and to the extent permitted by law, as the proxy sees fit) at the Annual General Meeting of Broken Hill Prospecting Limited to be held at Suite 706, Level 7, 89 York Street, Sydney, New South Wales, 2000 on Wednesday 18 December 2019 at 10:00am (Sydney time) and at any adjournment or postponement of that meeting.

Step 2 Items of Business

PLEASE NOTE: If you mark the **Abstain** box for an item, you are directing your proxy not to vote on your behalf on a show of hands or a poll and your votes will not be counted in computing the required majority.

GENERAL BUSINESS		For	Against	Abstain
1	Re-election of Director – Mr Denis Geldard	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
2	Re-election of Director – Mr Matthew Hill	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
3	Auditor's Remuneration	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
SPECIAL BUSINESS				
4	Approval of Issuing Shares to Mr Denis Geldard	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

Sample

The Chairman of the Meeting intends to vote undirected proxies in favour of each item of business. In exceptional circumstances, the Chairman of the Meeting may change his/her voting intention on any resolution, in which case an ASX announcement will be made.

Step 3 Signature of Securityholder(s) *This section must be completed.*

Individual or Securityholder 1 <input type="text"/>	Securityholder 2 <input type="text"/>	Securityholder 3 <input type="text"/>	/ /
Sole Director & Sole Company Secretary	Director	Director/Company Secretary	Date

Update your communication details (Optional)

Mobile Number <input type="text"/>	Email Address <input type="text"/>
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By providing your email address, you consent to receive future Notice of Meeting & Proxy communications electronically

