

MEAT & LIVESTOCK AUSTRALIA

ABN 39 081 678 364

NOTICE OF 2019 ANNUAL GENERAL MEETING

Tamworth Regional Entertainment and Conference Centre, Greg Norman Drive, Tamworth, NSW
on 20 November 2019 at 3.30pm

ABOUT THE AGM

What is an Annual General Meeting (AGM)?

An AGM is a meeting of the members of a company. It must be held at least once in each calendar year, within five months after the end of the company's financial year.

What is the business of an AGM?

The business of an AGM may include:

- the consideration of the annual *Financial report, Directors' report, Auditor's report* and any resolutions
- the election of directors
- the appointment of the auditor
- questions or comments from members about the management of the company

The business of this year's AGM is set out on page xx.

Who can attend Meat & Livestock Australia's (MLA) AGM?

MLA's AGM can be attended by:

- MLA members
- any proxy, attorney or representative appointed by an MLA member
- other persons permitted by MLA.

Why is the AGM being held in Tamworth?

MLA's members are spread all around Australia. Each year the AGM is held in a different location to fairly share the opportunity for members to attend. Past MLA AGMs have been held in Canberra (2018), Alice Springs (2017), Hahndorf, SA (2016), Brisbane (2015), Sydney (2014), Wodonga (2013), Fremantle (2012), Longreach (2011), Launceston (2010), Darwin (2009), Orange (2008), Rockhampton (2007) and Adelaide (2006).

HOW TO VOTE

All MLA members are entitled to vote. Your voting entitlement for the AGM is shown on the *Voting entitlement and proxy form* enclosed.

If you can't attend, you can still vote by proxy or attorney. If you don't know anyone attending the meeting you can nominate the chairman to vote as your proxy.

Voting entitlement and proxy forms must be received by MLA by no later than 3.30pm (New South Wales time) on Monday 18 November 2019.

Voting in person

For an individual

You will need to have either your MLA membership card or your *Voting entitlement and proxy form* when you register. You will be provided with voting papers and instructions on how to vote.

For a partnership

The partners must exercise their votes as a group. Only one partner may vote for the partnership. The first partner to register at the AGM will be provided with the right to cast the partnership votes.

For a company

The company may appoint a representative to vote on its behalf. To appoint a representative, a notice of appointment must comply with section 250DD of the Corporations Act. Evidence of the appointment signed by an executive officer of the company must be brought to the AGM and be provided to MLA. Please phone MLA on 1800 550 060 to obtain a form.

Voting by attorney

If you wish to appoint an attorney to represent you at the AGM, you must provide either the original authority or a certified copy of the attorney's authority to MLA. To be valid, MLA must receive the authority by **3.30pm (New South Wales time) on Monday 18 November 2019** (NB: if the authority is faxed, it must be certified).

Voting by proxy

To vote by proxy, follow the instructions on the *Voting entitlement and proxy form* that is included in the AGM pack. This can also be lodged online at: www.computershare.com.au/mlavoting

If you sign a proxy form and do not nominate a person to act as your proxy, the Chair will be appointed as your proxy by default.

NOTICE OF ANNUAL GENERAL MEETING

Meat & Livestock Australia Limited ABN 39 081 678 364 gives notice that its 2019 annual general meeting (AGM) will be held at Tamworth Regional Entertainment and Conference Centre, Greg Norman Drive Tamworth NSW on 20 November 2019 at 3.30pm.

The Notes and Explanatory Statement which accompany, and form part of, this Notice of Meeting more fully describes the matters to be considered at the AGM. To conduct the following business:

Item 1: Annual reports

To lay before the AGM the *Financial report*, the *Directors' report* and the *Auditor's report* for the financial year ended 30 June 2019.

Item 2: Election of Directors

To consider and, if thought fit, pass the following resolutions as separate ordinary resolutions:

- (a) That, in accordance with article 4.1 of MLA's constitution, John Lloyd be elected as a Director of MLA.
- (b) That, in accordance with article 4.1 of MLA's constitution, Rob Fitzpatrick be elected as a Director of MLA.
- (c) That, in accordance with article 4.1 of MLA's constitution, Erin Gorter be elected as a Director of MLA.

Item 3: Questions or comments

Questions or comments about the management of MLA.

Selection Committee

The current composition of the Selection Committee is:

- (a) Peak council-appointed members:
 - Mr Tony Hegarty (*representing Cattle Council of Australia Inc*)
 - Mr Jamie Heinrich (*representing Sheep Producers Australia Ltd*)
 - Mr Bryce Camm (*representing Australian Lot Feeders' Association*)
- (b) Elected members:
 - Ms Jane Kellock (Chair) (*representing sheep producers*)
 - Mr Peter Quinn (*representing cattle producers*)
 - Mr Mick Hewitt (*representing cattle producers*)
 - Mr Tony Fitzgerald (*representing lot feeder producers*)
- (c) MLA Director members:
 - Dr Michele Allan
 - Mr Alan Beckett

Proxies and attorneys

A member entitled to attend and vote at the AGM may appoint a person to attend and vote at the meeting as the member's proxy or attorney. A proxy or attorney need not be a member of MLA. A member who is entitled to cast two or more votes may appoint two proxies and may specify the proportion or number of votes each proxy is appointed to exercise. Subject to any contrary resolution of the Directors, a proxy may not vote at the AGM unless the *Voting entitlement and proxy form* and the original or a certified copy of the power of attorney or other authority (if any) under which the *Voting entitlement and proxy form* is signed, are:

Faxed to:

1800 022 040

OR

Sent to:

Meat & Livestock Australia Limited
Reply Paid 3561
Melbourne VIC 8060

OR

Deposited at the registered office of:

Meat & Livestock Australia Limited
Level 1, 40 Mount Street
North Sydney NSW 2060

OR

Lodged online at:

www.computershare.com.au/mlavoting using your membership number and postcode, no later than **3.30pm (New South Wales time) on Monday 18 November 2019.**

By order of the Board



Clare Stanwix
Company Secretary

8 October 2019

EXPLANATORY NOTES

What you will be voting on

The following explanatory notes outline the resolutions MLA members will be asked to vote on at the meeting:

Item 1: Presentation of reports

As required by section 317 of the *Corporations Act 2001*, the Financial report, Director's report and Auditors' report of Meat & Livestock Australia Limited for the most recent financial year will be laid before the meeting. Members will be provided with the opportunity to ask questions about, or make comments on, the reports, management or about MLA generally, but there will be no formal resolution put to the meeting.

MLA's auditor will be present at the AGM.

Item 2: Election of Directors

To consider and, if thought fit, pass the following resolutions as separate ordinary resolutions:

- (a) That, in accordance with article 4.1 of MLA's constitution, John Lloyd be elected as a Director of MLA.
- (b) That, in accordance with article 4.1 of MLA's constitution, Rob Fitzpatrick be elected as a Director of MLA.
- (c) That, in accordance with article 4.1 of MLA's constitution, Erin Gorter be elected as a Director of MLA.

As required under article 4.1 of MLA's constitution, one third of the Board must retire from the conclusion of the AGM. The retiring directors, whose terms expire at this year's AGM, are Michele Allan, Rob Fitzpatrick and Erin Gorter. Dr Allan has retired from the Board. Mr Fitzpatrick and Ms Gorter applied for re-election.

The Selection Committee called for nominations to fill the three vacancies and interviewed a shortlist of potential candidates from a total of 133 applications. As a result of this process, the Selection Committee has endorsed John Lloyd, Rob Fitzpatrick and Erin Gorter for election as Directors of MLA.

Information on the nominated candidates is provided below.

Mr John Lloyd BSc, MBA

John Lloyd with his family runs a small agricultural enterprise at Borenore, near Orange, NSW. He has a deep understanding of red meat industry dynamics, knowledge and connections across the Agri-food ecosystem including the RDC sector, government and research providers. John has led and created new funding models that have catered for longer-term strategic issues such as export markets, biosecurity, health and nutrition, pollination, major pests, intensive farming systems and urban greening as well as accessing broader and non-traditional sources of investment. John has also completed the Company Directors course with the Australian Institute of Company Directors. He is the former CEO of Horticulture Innovation Australia/HAL leading both organisations over a nine year period of significant growth, change and transition. He is a director of Fisheries RDC, Agribusiness Australia and Menari Business Solutions Pty Ltd.

Previous roles:

John Lloyd has broad experience across the Australian agribusiness sector with previous roles in senior leadership positions including Managing Director of Case IH/New Holland ANZ; General Manager of Commercial Incitec Pivot; and General Manager of Merchandise Wesfarmers Dalgety.

Robert Fitzpatrick BEc, LLB, MBA, GAICD

Director since November 2015

Mr Fitzpatrick is an industry and technology expert with more than 30 years' experience in senior executive roles across the spectrum of large corporates, government agencies, and small and medium enterprises and start-ups. He has a detailed understanding of industry representative bodies, research and higher education, retail, fast-moving consumer goods, telecommunications, and information and communications technology sectors. Mr Fitzpatrick has a passion for improving the integrity and efficiency of Australia's agricultural sector, applying new analytics to improve on farm productivity, de-bottleneck supply chains and reduce the cost of moving product from farm gate to global markets. Mr Fitzpatrick is director of the Australian Academic and Research Network, and as at 30 June 2019 was CEO of Gelion UK and Gelion technologies, a leading provider of battery storage for the renewable energy sector. Mr Fitzpatrick is Chair of Integrity Systems Company Limited and a director of Meat & Livestock Australia Limited.

Previous roles:

Previous board and senior executive roles include McKinsey & Company, Optus, ShopFast, Monitoring Division Inc and wishlist.com.au, councillor of Charles Sturt University, senior executive of Data61 (formerly NICTA) and CEO of Australian Information Industry Association.

Erin Gorter BA (education) GAICD

Director since November 2015

Ms Gorter is a rural industry consultant with many years of experience as a WA livestock producer. Ms Gorter comes from a farming background and was a landholder and involved in running a mixed farming operation in Kojonup, WA, producing prime lamb, wool and grains, conducting sheep trading and a small amount of agroforestry for nearly 30 years. Ms Gorter runs her own business in providing business and industry management advice and events planning in rural areas. She was awarded the WA RIRDC Rural Women's Award Runner Up in 2010 and is a director of AgVivo. Ms Gorter is a director of Meat & Livestock Australia Limited, MLA Donor Company Limited and Integrity Systems Company Limited, is Chair of the Remuneration Committee and a member of the Audit and Risk Committee.

Previous roles:

Producer representative on the Board of the WA Meat Industry Authority and managed all aspects of two WA-based grower production groups.

Item 3: Questions or comments from members about the management of the company

If you would like to send your questions to MLA prior to the meeting please do so by emailing them to companysecretary@mla.com.au and we will prepare and provide answers to these on MLA's website as well as at the AGM.

Otherwise members may ask questions about the management of the company at the AGM.