

**CHAIRMAN'S ADDRESS AT
THE ANNUAL GENERAL MEETING OF
BESTON GLOBAL FOOD COMPANY LIMITED**

**Held on-line via Online Platform provided by Link Market Services
on
Friday, 29 January 2021
commencing at 10.30am (Adelaide time)**

INTRODUCTION

Good morning Ladies and Gentlemen.

I am Roger Sexton, the Chairman of your Company, Beston Global Food Company Limited.

Thank you for joining this 2020 Annual General Meeting of the Company, which was adjourned from November last year for the reasons explained at the time. The Company advised shareholders at that time that it was concerned about possible voting associations in the proxy votes which were received by the Company for the meeting.

A decision was taken to adjourn the AGM to allow the Company time to consider whether there have been any unacceptable circumstances, and to have the opportunity to obtain legal advice on the matter. The decision to adjourn the meeting took into account the best interests of all shareholders and had regard to the legal obligations of the Company.

The Company advised the market in an announcement dated 4 December 2020 that it had referred the matters of concern to the Australian Securities and Investment Commission (ASIC) and to the Foreign Investment Review Board (FIRB) for independent inquiry and consideration.

At this point, the matters of concern remain under consideration by those bodies. On that basis and with a full reservation of rights, the proxies that are of concern will be received and allowed to vote.

The purpose of this meeting is to deal only with the unfinished business from the November 2020 initial meeting.

The operational updates and reports normally presented at the AGM were provided to shareholders in a separate management presentation which was lodged with the ASX on 25 November, 2020.

This meeting is being held in a virtual format because of the circumstances arising from the COVID-19 pandemic, including government restrictions on gatherings.

The meeting is being held in accordance with Section 5(1) of the Corporations (Coronavirus Economic Response) Determination 2020 which permits companies to hold their statutory meetings using one or more technologies.

Our Shareholders have been enabled to participate in this meeting on-line via the Online Platform provided by Link Market Services by entering the URL shown in the Notice of Meeting, into your computer browser <https://agmlive.link/BFC2020>
<https://agmlive.link/BFC20>

The meeting is viewable from desktops, laptops, tablets and mobile devices.

Participating in the meeting by any of these on-line methods will enable our shareholders to view the meeting, ask questions and cast votes in real time poll during the meeting.

We apologise that we are not able to provide the opportunity for our shareholders to physically attend the meeting in the 'normal' manner, or to provide an opportunity to sample the Company's fine food products as in other years. However, in planning for the AGM we followed the health advice of the Australian Government and took the appropriate steps to convene this year's AGM as a virtual meeting in the interests of the health and safety of our shareholders, employees and the broader community.

With that backgrounding to today's meeting, I would now like to introduce the Directors of the Board of the Beston Global Food Company (in alphabetical order):

- Ms Joanna Andrew (who joined the Board on 7 December, 2020, with the retirement of Ms Cathy Cooper)

- Ms Petrina Coventry
- Mr Stephen Gerlach AM
- Mr Neil Longstaff (who joined the Board on 1 January, 2021, with the retirement of Mr Jim Kouts)
- Mr Ian McPhee AO

All of the Directors are present with me here in our Boardroom and are observing social distancing.

The Board has expressed its appreciation to Ms Cooper and Mr Kouts for their service to the Company in the various announcements posted on the ASX but I would like to record our formal thanks at this meeting, on behalf of the Board and all shareholders, for all the hard work and contributions which Cathy and Jim made during their tenure as Directors of the Company.

I note that also on-line today we have Brad Pollock, representing our Auditors, Ernst & Young, and our legal counsel, Andrew Corletto from Minter Ellison. We also have a number of guests on-line, including Barry Wilhelm representing our Company's bankers, National Australia Bank.

I will now move on to the business of today's meeting.

GENERAL BUSINESS

The Company Secretary has advised me that a quorum is present and that 713 proxies representing 451,458,615 shares or 75% of the shares on issue have been received.

You have all received the Notice of Adjourned AGM as published on 30 December 2020, detailing the business to be dealt with today. If there are no objections and, in an effort to expedite proceedings, I ask that the Notice of Adjourned AGM be taken as read. Thank you.

As each item of business is considered, I will invite written questions to be submitted.

As some of you may be aware, proceedings have been commenced against the Company in the Takeovers Panel. As they are still on foot, I will not be able to discuss the proceedings or answer questions in relation to them.

After any questions, consistent with virtual meeting procedures a poll will be conducted on each resolution as we deal with them. So as not to hold up the rest of the meeting, we will conclude the poll at the conclusion of all other business of the meeting.

If you wish to raise a question, please type your questions into the portal with your name and send the question to our Company Secretary. In the interest of giving all shareholders an opportunity to ask questions if you wish, I ask that any questions be kept to no more than 2 or 3 parts. Not all questions are

guaranteed to be answered during the Meeting, but we will do our best to address your concerns.

Financial Statements and Reports

The first item of business is to receive and consider the Company's financial statements and independent audit report for the year ended 30 June 2020.

The Annual Report containing these reports was distributed to shareholders and announced to the ASX on 26 October 2020.

I hope everyone has found time to read it.

As you know a large part of the document is mandated by Law and by Accounting Standards. However, we do try to ensure it is useful as well as compliant.

For now, I am happy to take questions on the Financial Statements and Reports.

If there are any questions or comments on the financial report of the Company can you please submit them on-line to the Company Secretary? Shareholders are also welcome to ask questions of the Company's Auditor, Mr Brad Pollock, who is present today.

I will also ask the Company Secretary to read out any questions received prior to the AGM.

We will now move to the Resolutions to be considered at this meeting.

As mentioned we will conduct a poll on all five Resolutions.

Our share register provider, Link Market Services, will conduct the voting by way of poll and a representative of Link, Sachin Tokhi, will act as Returning Officer. Votes will be counted after the end of the meeting and results published on the ASX and Beston's website.

Shareholders can cast their vote using the electronic voting card received after validating on-line registration. To validate registration, you'll be asked to enter your Security-holder Reference Number or Holder Identification Number (SRN/HIN), plus postcode if you're in Australia or country if you're outside Australia. To then cast your vote, click the "Get Voting Card" button.

If you are intending to vote, you'll be able to finalise and submit votes up until five minutes after the meeting ends. I'll remind you at the end of the meeting.

So as to facilitate on-line voting, the proxy votes that have been submitted will be set out on the slides shown for each resolution. To provide some context, the current number of Beston shares on issue is approximately 602 million.

A number of shareholders have appointed myself as the Chair of today's meeting – as proxy for approximately 391 million shares, voting either for, against or with discretion for all resolutions. My intention as Chair is to vote all discretionary or undirected

proxies held by me as indicated on the proxy form and in the Notice of Meeting.

If there is any person present who believes they are entitled to vote but has not registered to vote, please click the "Get Voting Card" button and follow the instructions. The persons entitled to vote on this poll are all shareholders, representatives and attorneys of shareholders, and proxyholders who have been registered with Link Market Services.

The Virtual Meeting Online Guide was distributed to shareholders with the Notice of Meeting.

If you require any assistance, please let us know as quickly as possible by contacting us on 1800 990 363 or follow the Online Meeting Guide.

Resolution 1 – Adoption of the Remuneration Report for the year ended 30 June 2020

The first item of business today is to consider the Remuneration Report and if thought fit, pass the following resolution as an ordinary resolution:

"That, for the purpose of Section 250R(2) of the Corporations Act, the Company adopt the Remuneration Report for the period ended 30 June 2020 as set out in the Directors' Report in the 2020 Annual Report."

Before formally moving this Resolution, I would like to make the point that the responsibility of the Board at Beston, as with all Boards, is to promote the long-term sustainable health of the business. As we have reported on many occasions, Beston has had to contend with many different challenges along its journey of growth and development.

These challenges have included two years of drought, and more recently, the COVID-19 Coronavirus pandemic.

The Company has been able to deal successfully with these various challenges as a result of the broad-based experience of the Board and the deep understanding and knowledge around the Board table in the areas in which the Company operates. The Board has a clear understanding of the long-term vision and values of the business and has clearly articulated this to shareholders in its Annual Reports and other statements to the ASX over the years.

While the financial results of FY20 fell short of our expectations, for a number of reasons as have been explained to shareholders, including the impact of COVID-19, a number of significant financial and operational milestones have been achieved (as detailed in the Annual Report and in the presentation to shareholders which was made by management on 25 November, 2020). Importantly, despite all the setbacks, we have “stayed the course” and pushed ahead with the implementation of our 10 year Business Plan. The Business Plan is on track and is poised

to deliver substantial and progressive increases in earnings over the next five years as we extract more and more value from our milk supply.

As we have stated in the Annual Report, we expect that the strategic imperatives which we have implemented will be transformational in terms of lifting earnings, return on capital and free cashflow as we progress forward. The Company has cemented the foundations it needs to be profitable, given that:

- milk supply this year has increased to 131 to 145 million litres per annum, which we will be seeking to increase again for FY22 to around 160 million litres;.
- the production rate for mozzarella has increased further from around 9,000 tonnes last year to around 13,000 tonnes this financial year and will increase again in FY22 with higher milk supply;.

and very importantly, in the coming months,

- the production capacity for high value Lactoferrin (which has recently been referred to in the media as “pink gold”) will increase to at least 20 tonnes per annum as a result of the accelerated plant expansion which is being facilitated by the SA Government grant of \$2.0 million and the Rights Issue which is currently in progress.

As you are aware, the management of the Company is currently conducted pursuant to a formal Investment Management

Agreement (IMA) with Beston Pacific Asset Management Pty Ltd (BPAM). As such, BPAM is responsible for the remuneration and related costs of the senior management team engaged in the Company.

The Independent Directors have undertaken extensive reviews of the Investment Management Agreement (IMA) between Beston and Beston Pacific Asset Management (BPAM). The Company announced on 11 December, 2020 that an in-principle agreement had been reached between Beston and BPAM to terminate the IMA, contingent upon a resolution being passed by shareholders at an Extraordinary General Meeting, as required under the terms of the IMA. The EGM will be held on 28 May, 2021.

At the 2019 AGM, 65% of the votes cast were against the Remuneration Report, constituting a "First Strike" under the Corporations Act 2001. These votes represented a very small number of shareholders (less than 2%) and significantly less than a majority of the votes eligible to be cast.

The actions taken by these few shareholders at the 2019 AGM have resulted in a requirement to place a "Contingent Spill Resolution" on the Notice paper for this year. Given that the remuneration of key executives is covered by BPAM under the IMA rather than the Company, it was hard to understand what the concerns of these few shareholders might have been with the Remuneration Report.

Nevertheless, since the “First Strike” vote at last year’s AGM, the Directors have continued a range of initiatives and have also introduced a number of new activities to improve the understanding of shareholders, including:

- Quarterly mail-outs of operational reports from the Chief Executive Officer.
- Hosting interactive webinars by the management team.
- Conducting comparative reviews of remuneration levels against market.

With these initiatives, and for the reasons set out in the Annual Report, the Board of BFC is confident that it has addressed any concerns of the small shareholder group and that the current remuneration arrangements are fair and reasonable.

I would note, in this regard, that the remuneration policies and practices which are currently in place at Beston via the IMA have been reviewed by international proxy advisers who have concluded that the overall remuneration practices of the company are acceptable relative to Australian investor expectations and that a vote in favour of the remuneration report is therefore warranted.

I now formally move the motion that Resolution 1 be put to the meeting in the form set out in the Notice of Meeting.

I ask that any comments or questions from shareholders are submitted, and ask the Company Secretary to read out any questions received.

I will ask the Company Secretary to now also show the proxy votes received on this Resolution.

I would now ask you to submit your vote on this Resolution in the manner set out in the Virtual Meeting Online Guide.

I note that the proxy votes which have been cast against the Remuneration Report are again by a very small number of shareholders.

I will now proceed to Resolution 2, the Contingent Spill Resolution, which will only be considered if the Remuneration Resolution does not achieve 75% of the votes in Favour.

Resolution 2 – Contingent Spill Motion

Under the Spill Resolution, shareholders will vote on the following:

- A general meeting of the company (the "Spill Meeting") be held within 90 days of passing this resolution;
- All of the non-executive directors in office when the board resolution to make the directors' report for the most recent financial year was passed, with the exception of the newly appointed Directors, will cease to hold office immediately before the end of the Spill Meeting; and

- Resolutions to appoint persons to offices that will be vacated immediately before the end of the Spill Meeting will be put to a vote of shareholders at the Spill Meeting.

Your Directors have recommended voting against the Spill Resolution because of the hugely disruptive impacts it would have on the operations of the Company and on shareholder value. Some of the potential consequences of a vote to spill the Board have been explained in the Notice of the Adjourned AGM.

I do not intend to expand on that explanation here other than to say that it is clear that a small number of shareholders who voted against the Remuneration Report and are agitating for approval of the Spill Motion have not put forward an alternative strategy or business plan for the Company, nor have they demonstrated that they have the means to deliver on the existing strategy.

Before I put the Motion, can I ask are there any comments or questions from shareholders?

I will ask the Company Secretary to read out any questions received on this Contingent Spill Resolution.

I will now formally move the motion that Resolution 2 be put to the meeting in the form set out in the Notice of Meeting.

I will ask the Company Secretary to display the proxy votes received on this Resolution.

Can you please submit your vote on this Resolution in the manner set out in the Virtual Meeting Online Guide.

Resolution 3 – Re-election of Ms Petrina Coventry as a Director

I now move on to the re-election of Ms Petrina Coventry.

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

"That Ms Petrina Coventry, having retired by rotation in accordance with clause 59 of the Company's Constitution and being eligible and having offered herself for re-election, is re-elected as a Director of the Company."

The Board has unanimously recommended the re-election of Petrina. She has brought a wealth of experience to the Board from working with large multinational companies in the areas of fast moving consumer goods and has a strong background in OH&S, governance and ethics.

Petrina chairs our Safety and Sustainability Committee and to increase her knowledge of the manufacturing operations in our dairy factories is currently undertaking a vocational cheese-making course at TAFE.

I will now invite Petrina to say a few words in support of her re-election.

Thank you Petrina

I now formally move the motion that Resolution 3 be put to the meeting in the form set out in the Notice of Meeting.

I will open the floor to questions and ask that any comments or questions from shareholders are submitted, and ask the Company Secretary to read out any questions received.

I would now ask you to submit your vote on this resolution, and ask our Company Secretary to show the proxies received.

Resolution 4 – Re-election of Mr Jim Kouts as a Director

Resolution 4 dealing with the re-election of Jim Kouts has been withdrawn as a result of a decision by Jim to retire from the Board for personal and family reasons.

Jim brought a wealth of business experience to the Board particularly in the areas of energy and logistics and has assisted management in achieving a number of significant cost savings in these areas. We thank him, on behalf of the Board and all shareholders, for the huge amount of time and effort which Jim expended in his role as a Director and for the contributions which he made in furthering the objectives of the Company.

Jim has been replaced on the Board by Mr Neil Longstaff, as advised to the ASX on 16 December, 2020. Neil has an extensive depth and breadth of experience in the dairy industry and we welcome him to the Board.

Resolution 5 – Election of non-Board endorsed external nominee as a Director

As announced on 8 October 2020, the Company received a Notice under section 249N of the Corporations Act by shareholder, Kunteng Pte Ltd, holding at least 5% of the votes that may be cast at a general meeting. The Notice proposes a resolution to appoint Mr Yuan Ma as a director of the Company at the next general meeting of the Company. The Company has determined this Resolution 5 is sufficient to address the section 249N Notice.

Accordingly, this Resolution 5 incorporates the nomination received by Mr Yuan Ma, an external non-Board endorsed candidate offering himself for election in accordance with clause 60 of the Company Constitution, and the section 249N Notice received from Kunteng Pte Ltd.

The Directors did not make a recommendation in relation to Resolution 5 for the AGM on 26 November, 2020, primarily because the Board had not had an opportunity at the time to verify the information provided by Mr Yuan Ma, undertake its normal due diligence checks (including police checks), or to

assess his capabilities within the context of the Boards skills matrix.

As a consequence of the AGM adjournment to 29 January 2021, Beston advised Kunteng and shareholders that it would now have the time available to undertake a proper due diligence process to consider the appointment of Mr Ma from Kunteng Pte Ltd, and address the concerns expressed in international proxy advisers reports that, inter alia, his nomination pursuant to Section 249P of the Corporations Act 2001 circumvented the Company's normal Director appointment policies and procedures. Accordingly, as was advised to shareholders on 7 December 2020, the Company Secretary wrote to Mr Ma on behalf of the Remuneration and Nominations Committee of the Board to invite Mr Ma to submit the relevant due diligence information to the Company to enable this process to proceed.

The Board of Beston, in various communications with Kunteng and Mr Ma has indicated that it is supportive of having Mr Ma join the Board, so long as the normal appointment processes are followed and that a proper assessment is made of his capabilities and potential contributions within the context of the Board's skill matrix and established policies.

No response to the Board's invitation has been received from Mr Ma or Kunteng Pte Ltd at the time of this meeting today.

It would therefore seem apparent, from the lack of response to date, that the intention of Kunteng and Mr Ma may be to

circumvent the Company's normal policies and due diligence processes for Board appointments (which include verification of qualifications and police checks) and in the absence of this information, the Board has resolved to recommend against the election of Mr Ma at this meeting.

The Board would be supportive of Mr Ma joining the Board, as we have explained, if the normal Board appointment policies and processes were followed.

We note that independent international proxy advisers have recommended voting against this Resolution for a number of reasons including that the Requisitioning Shareholder has not presented a sufficiently compelling argument as to how the appointment of Mr Ma will contribute to the long-term shareholder value and why Kunteng should be afforded the opportunity to circumvent the Company's formal succession policy and processes.

I now formally move the motion that Resolution 5 be put to the meeting in the form set out in the Notice of Meeting and ask the Company Secretary to show the proxies received.

I ask that any comments or questions from shareholders are submitted, and ask the Company Secretary to read out any questions received.

Can you please submit your vote on this Resolution in the manner set out in the Virtual Meeting Online Guide.

Resolution 6 – Approval of Additional Placement Capacity

I now move to the final Resolution.

This resolution is a common resolution with public companies and is designed to provide the Board with flexibility in managing the capital requirements of a Company in growth mode, as is Beston.

Your Directors have recommended that this Resolution be approved by shareholders.

I ask that any comments or questions from shareholders are submitted, and ask the Company Secretary to read out any questions received.

I now formally put the Resolution to a vote and ask the Company Secretary to show the proxies received.

Can you please submit your vote on this Resolution in the manner out in the Virtual Meeting Online Guide.

CLOSE

I would now like to take the time to address any general questions that have been asked by our shareholders, of the Board or Beston's management team.

Before doing so however, I would like to make a number of brief points. I do so in the same spirit which we have adopted at all our Annual General Meetings, and all our other communications with shareholders. That is, to tell it how it is: to be comprehensive with our facts, and transparent in our explanations so that shareholders have a full understanding of what is happening in the business, both good and bad. As a general principle, we would prefer that shareholders contact the Company at any time to talk to Board members or Management.

As most of you understand, your Board has had to cope with an enormous number of challenges in building the business of Beston. We have had a perfect storm with two years of drought and then the coronavirus pandemic. We have nevertheless "stayed the course" to deliver on our original vision of being a global food company (with premium, healthy, clean and green products) and in doing so have proven the resilience and strength of the underlying foundations of the Company.

Has the business taken longer to achieve its objectives that we expected? Yes it has. Has the process of growth and development taken a little longer than we expected? Yes, in

many respects, it has. But we have never sought to run away from the challenges or hang up our hat and say “it is all too hard”!

Right now, Beston is continuing to move systematically and purposefully forward with the implementation of our ten year plan. We are not far away from becoming a great company, so long as our shareholders continue to show support.

We have grown from the seed of an idea in 2012 and an ASX listing in 2015 to a Company which today has revenues in excess of \$130 million and has achieved many milestones along the way (notwithstanding the various set-backs of the past few years).

We have won more than 130 national and international awards for quality and been awarded 13 international patents for our inhouse developed technologies.

We have created many jobs, that previously didn't exist, and brought many dairy farmers and their families back from a life of hardship and despair.

We have increased our nation's food security and, with our expansion into nutraceuticals, we are also increasing our nation's bio-security.

We are an Australian company and we want to stay that way.

We understand the impatience of shareholders around attaining profit and resuming dividend payments to shareholders.

We share that impatience.

That said, we believe that we have put the strategies in place to unlock value from our dairy and protein manufacturing business (with all the changes made in our factories and expansion of our nutraceutical assets) and that we will achieve our profitability objectives in the near term.

In addition to the strategic imperatives we have implemented since the AGM last year (such as increasing our milk supply, making greater use of our productive capacity, increasing the proportion of high margin products and high grading our customer base), we have implemented a number of other initiatives which we believe will deliver significant rewards in the years to come. These initiatives include our dairy nutraceuticals expansion, particularly around Lactoferrin in the immediate term, the further work we have done on the commercialisation of our food safety technologies, and our new health focussed products such as “Immune+”.

In business, if you wish to be innovative and build a company which is robust and viable in the long term, you have to be prepared to get a few things wrong in the short term. We have made a few mistakes along the way in the past five years, and when we have, we have called them out.

There is no playbook for building a globally focussed company from the ground up ... it takes experience ... and it takes time.

It also takes the right people. And, of course, the needs of a Company with respect to its people can change as the Company grows and develops.

In line with the upgrade and expansion of operations at Jervois, Beston has also been upgrading and expanding our human capital resources at its dairy manufacturing factories. I am pleased to report today on a number of recent changes to our “front bench” of personnel at the factories.

Beston announced on 7 December, 2020, that Mr Frank Baldi has been appointed as General Manager, Operations and Supply Chain. Mr Baldi has over 20 years of experience in dairy manufacturing plants, including at Freedom Foods and Bega Cheese, and has particular expertise in the production of Lactoferrin.

Since that time, Beston has made a number of additional significant appointments to its operations team:

- Elijah Kumar joined the team on 7 December, 2020 as Production Manager, Lactoferrin and Powders. Elijah has a strong background in the processing of dairy by-products with particular skills and experienced in evaporation and nutritional spray drying plants. Elijah previously worked in this area with Freedom Foods.
- Dr Sinuo (Snow) Tan joined the team on 13 January, 2021, as Senior Laboratory Technician, Dairy Protein. Snow holds science degrees from China and Australia (University of Melbourne) and recently completed a PhD in Chemistry at

Monash University, with a research specialization on dairy proteins.

- Mr Mark Wye joined the team on 18 January, 2021, as WHS Manager. Mark has extensive skills and experience across work health and safety matters in a number of different industries and sectors, particularly in manufacturing.

The positions were hotly contested and we are delighted that Frank, Elijah, Snow and Mark have all seen fit to join us. The calibre of the people who have come on board at Beston in the last few years, we believe, is a testament to the standing which Beston has achieved in the industry and augurs well for the achievement of our forward objectives.

At Board level, as I said at last year's AGM, our core purpose and our passion remain unchanged. That is, to continue to build the business to achieve our earnings and dividend objectives so as to create wealth for our shareholders.

We appreciate the patience, and the loyalty, of our core shareholders. Along with management, we will continue our focus on advancing the Company forward to achieve our financial objectives as soon as possible, and in a way that meets the expectations of our shareholders.

With these comments, I will now ask the Company Secretary to read out any general questions that have been asked by our shareholder.

I would like to thank all of our shareholders for the questions put forward today.

That brings us to the end of Beston's 2020 Annual General Meeting. In a moment I will formally close the meeting.

If you are intending to vote on the formal business of the meeting and have not already voted, you should now finalise and submit your votes as voting will close in five minutes time.

As mentioned earlier, the results of the voting will be released on the ASX once the votes have been counted after this meeting.

I now close the meeting and thank you all for taking the time to attend this virtual AGM.