

# **Future Generation Australia**

INVESTMENT & SOCIAL RETURNS

## **Notice of 2023 Annual General Meeting**

<b>Date</b>	<b>Wednesday 26 April 2023</b>
<b>Time</b>	<b>2:30pm (Sydney time)</b>
<b>Venue</b>	<b>The Fullerton Hotel Sydney, The Grand Ballroom, 1 Martin Place, Sydney NSW 2000</b>
<b>Online Access</b>	<b><a href="https://web.lumiagm.com/352274869">https://web.lumiagm.com/352274869</a></b>

**Future Generation Investment Company Limited**

**ABN: 97 063 935 553**

# Notice of 2023 Annual General Meeting

Notice is given that the 2023 Annual General Meeting (AGM or the Meeting) of members of Future Generation Investment Company Limited (the Company) will be as follows:

Date	Wednesday 26 April 2023
Time	2:30pm (Sydney time)
Venue	The Fullerton Hotel Sydney, The Grand Ballroom, 1 Martin Place, Sydney NSW 2000
Online Access	<a href="https://web.lumiagm.com/352274869">https://web.lumiagm.com/352274869</a>

Information on how to participate in the virtual meeting is outlined in the Online Shareholders' Meeting Guide on pages 7 to 10 of this Notice of Meeting.

## Business

### Financial statements and Reports

To receive and consider the Company's financial statements, Directors' Report and Auditor's Report for the financial year ended 31 December 2022.

**Note:** *There is no requirement for shareholders to approve these reports.*

#### Resolution 1: Adoption of Remuneration Report

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

*"That in accordance with Section 250R of the Corporations Act 2001 (Cth), the Remuneration Report, as set out in the Directors' Report, be adopted."*

Notes:

- the vote on this resolution is advisory only and does not bind the Directors or the Company.
- the Company's key management personnel (whose remuneration details are included in the Remuneration Report) and their closely related parties must not cast a vote on the Remuneration Report unless they are appointed in writing as a proxy for a member eligible to vote on the resolution, and that proxy specifies how to vote on the resolution or the vote is cast by the Chair as proxy for a member eligible to vote on the resolution, the proxy does not specify how to vote on the resolution and the proxy expressly authorises the Chair to vote even if it is connected with the remuneration of a member of the key management personnel.
- The Chair will vote all undirected proxies in favour of this resolution. If you wish to vote "against" or "abstain" you should mark the

relevant box in the attached proxy and question form.

#### Resolution 2: Election of Director

##### - Mike Baird AO

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

*"That Mr Mike Baird, having been appointed as a Director of the Company on 31 July 2022, be elected in accordance with Rule 35(a) and 35(b) of the Company's Constitution."*

Directors appointed under Rule 35(a) and 35(b) of the Company's Constitution must retire at the first AGM after their appointment, where they are eligible to be elected by shareholders. Mr Baird is retiring under this rule.

Information about Mr Baird appears in the Explanatory Memorandum attached to this Notice of Meeting.

#### Resolution 3: Re-election of Director

##### - Gabriel Radzyminski

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

*"That Mr Gabriel Radzyminski, who retires by rotation in accordance with Rule 35(c) of the Company's Constitution and Listing Rule 14.4 and, being eligible and offering himself for re-election, be re-elected as a Director of the Company."*

Information about Mr Radzyminski appears in the Explanatory Memorandum attached to this Notice of Meeting.

#### Resolution 4: Re-election of Director

##### - Geoff Wilson AO

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

*“That Mr Geoff Wilson, who retires by rotation in accordance with Rule 35(c) of the Company’s Constitution and Listing Rule 14.4 and, being eligible and offering himself for re-election, be re-elected as a Director of the Company.”*

Information about Mr Wilson appears in the Explanatory Memorandum attached to this Notice of Meeting.

### Resolution 5: Change of company name

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

*“That, for the purposes of section 157(1) of the Corporations Act 2001 (Cth) and for all other purposes, approval is given to change the Company’s name from ‘Future Generation Investment Company Limited’ to ‘Future Generation Australia Limited’.”*

Information about the change of company name appears in the Explanatory Memorandum attached to this Notice of Meeting.

### Other business

To consider any other business that may lawfully be brought forward in accordance with the constitution of the Company or the law.

### Voting exclusions – Resolution 1

Resolution 1 is indirectly connected with the remuneration of members of the key management personnel of the Company (KMP Members). In accordance with the requirements of the *Corporations Act 2001*(Cth) (Corporations Act) the Company will disregard any votes cast (in any capacity) on Resolution 1 by or on behalf of:

- a KMP Member other than the Chair; and
- a closely related party of those persons (such as close family members and any companies the person controls), unless the vote is cast as proxy for a person entitled to vote in accordance with a direction on the proxy and question form.

In regard to votes cast by the Chair as proxy for a person entitled to vote in accordance with a direction on the proxy and question form, the Company will not disregard such votes by the Chair provided that the appointment expressly authorises the Chair to exercise the proxy even though the Resolution is connected directly or indirectly with the remuneration of a KMP Member.

What this means for Shareholders: if you intend to appoint a KMP Member (such as one of the Directors) as your proxy, please ensure that you direct them how to vote on Resolution 1. If you appoint the Chair as your proxy, and you do not

direct your proxy how to vote on Resolution 1 on the proxy and question form, you will be expressly authorising the Chair of the Meeting to exercise the proxy even if the resolution is connected, directly or indirectly, with the remuneration of the KMP which includes the Chair. The Chair of the Meeting intends to vote undirected proxies in favour of Resolution 1.

### Other information

An Explanatory Memorandum accompanies and forms part of this Notice of Meeting. All Shareholders should read the Explanatory Memorandum carefully and in its entirety. Shareholders who are in doubt regarding any part of the business of the Meeting should consult their financial or legal adviser for assistance.

### Proxies

A member entitled to attend and vote at this AGM is entitled to appoint not more than two proxies to attend and vote in his/her place. A proxy does not need to be a member of the Company.

If a member appoints two proxies, the member may specify the proportion or number of votes each proxy is entitled to exercise. If no proportion or number of votes is specified, each proxy may exercise half of the member’s votes. If the specified proportion or number of votes exceeds that which the member is entitled to, each proxy may exercise half of the member’s votes. Any fractions of votes brought about by the apportionment of votes to a proxy will be disregarded.

Proxies can be appointed in one of three ways:

- a) online through the share registry’s website at <https://www.votingonline.com.au/fgxagm2023>
- b) by posting or delivering the proxy and question form by hand to the share registry (addresses below); or
- c) by faxing the proxy and question form to the share registry (fax number below).

Proxies must be appointed no later than 48 hours before the AGM, i.e. 2:30pm (AEST) on 24 April 2023.

### Hand deliveries to our share registry:

Boardroom Pty Limited  
Level 8, 210 George Street  
Sydney NSW 2000

### Postal address:

Boardroom Pty Limited  
GPO Box 3993  
Sydney NSW 2001

### Fax number:

+61 2 9290 9655

A proxy and question form is provided with this Notice of Meeting.

## Online voting procedures during the AGM

To participate in the AGM online, shareholders may do so from their computer or mobile device by entering the URL into their browser:

<https://web.lumiagm.com/352274869>.

To participate in the AGM online, you can log in to the meeting by entering:

1. The meeting ID, which is 352-274-869.
2. Your username, which is your Voter Access Code (located either on your proxy and question form, Notice of Meeting email or by logging onto [www.investorserve.com.au](http://www.investorserve.com.au)).
3. Your password, which is the postcode registered to your holding if you are an Australian shareholder. Overseas shareholders should refer to the AGM Online User Guide for their password details.
4. If you have been nominated as a third party proxy, please contact Boardroom on 1300 737 760.

Attending the meeting online enables shareholders to view the AGM live and to also ask questions and cast direct votes at the appropriate times whilst the meeting is in progress. More information regarding participating in the AGM online can be found by visiting [www.futuregeninvest.com.au](http://www.futuregeninvest.com.au) or at the end of this Notice of Meeting.

In accordance with the Company's Constitution, the Chair intends to demand a poll on each resolution proposed at the AGM. Voting on each resolution considered at the AGM will be conducted by a poll rather than a show of hands.

The Chair considers voting by poll to be in the interests of shareholders as a whole particularly as the AGM is being conducted as a hybrid meeting and is a way to ensure the views of as many shareholders as possible are represented and offered an opportunity to participate at the AGM.

## Optional question for the Chair or Auditor

We aim to provide shareholders with the best opportunity to ask questions about the Company and its external audit at the AGM. If you would like to ask a question ahead of the meeting, please log onto <https://www.votingonline.com.au/fgxagm2023>. Alternatively, shareholders can complete the optional question for the Chair or Auditor on the proxy and question form and return it to Boardroom Pty Limited. Shareholders participating in the

meeting online may also ask questions during the course of the AGM.

## Entitlement to vote

In accordance with section 1074E(2)(g)(i) of the *Corporations Act 2001*(Cth) and regulation 7.11.37 of the *Corporations Regulations 2001*(Cth), the Company has determined that for the purposes of the meeting all shares in the capital of the Company will be taken to be held by the persons who held them as registered holders at 7:00pm (AEST) on 24 April 2023. Accordingly, share transfers registered after that time will be disregarded in determining entitlements to attend and vote at the AGM.

## Voting intentions

Subject to any voting restrictions and exclusions, the Chair intends to vote in favour of all resolutions on the agenda.

In respect of undirected proxies, subject to any voting restrictions and exclusions, the Chair intends to vote in favour of all resolutions on the agenda.

By order of the Board:

**Jesse Hamilton**

Company Secretary

24 March 2023

## Explanatory Memorandum

This Explanatory Memorandum sets out further information regarding the proposed resolutions to be considered by Shareholders of Future Generation Investment Company Limited (the Company) at the 2023 Annual General Meeting (AGM) to be held at 2:30pm (AEST) on 26 April 2023 at The Fullerton Hotel Sydney, The Grand Ballroom, 1 Martin Place, Sydney NSW 2000 and online via <https://web.lumiagm.com/352274869>.

The Directors recommend that Shareholders read this Explanatory Memorandum before determining whether or not to support the resolutions.

### Financial statements and Reports

The financial report and the reports of the Directors and of the auditor for the financial year ended 31 December 2022 will be laid before the AGM, as required by Section 317 of the Corporations Act. The Corporations Act does not require a vote of Shareholders on these reports.

The Company's 2022 Annual Report (which includes the Directors', auditor's and financial reports) is available on the Company's website: [www.futuregeninvest.com.au](http://www.futuregeninvest.com.au). Meeting attendees are invited to direct questions to the Chair in respect of any aspect of the report they wish to discuss.

Representatives of the Company's auditor, Pitcher Partners, will be present for discussion purposes on matters of relevance to the audit.

### Resolution 1 – Adoption of Remuneration Report

The Company's Remuneration Report sets out the remuneration arrangements for the Directors and key management personnel of the Company. The Remuneration Report is part of the Directors' Report contained in the Annual Report of the Company for the financial year ended 31 December 2022.

The Corporations Act requires that at a listed company's AGM, a resolution that the remuneration report be adopted must be put to the shareholders. However, such a resolution is advisory only and does not bind the Directors or the Company. The Board will take the outcome of the vote into account when considering the future remuneration arrangements of the Company.

Shareholders will be given reasonable opportunity at the AGM to ask questions about, and make comments on, the Remuneration Report.

*The Directors unanimously recommend that shareholders VOTE IN FAVOUR of Resolution 1.*

### Resolution 2 – Election of Director – Mike Baird AO

BA Econ Dip CS

Mike Baird has been a Director of the Company since July 2022. Mike is the Chief Executive Officer of HammondCare, an independent Christian charity providing health, palliative care, dementia and aged care services. Mike has over 30 years' experience in banking and financial services, was former NSW Treasurer and served as the 44th Premier of NSW. Mike is passionate about family, sport and looking after the community's most vulnerable. Mike currently sits on the Board of Cricket Australia. He is also an ambassador for Bear Cottage and Southern Youth Family Services.

Listing Rule 14.4 provides that a director appointed to fill a casual vacancy or as an addition to the board must not hold office (without re-election) past the next annual general meeting of the entity. If Resolution 2 is passed, Mr Baird will be elected as a director of the Company and if Resolution 2 is not passed, Mr Baird will cease to be a director of the Company.

*The Directors (excluding Mr Baird) strongly support the re-election of Mr Baird and unanimously recommend that shareholders VOTE IN FAVOUR of Resolution 2.*

### Resolution 3 – Re-election of Director – Gabriel Radzynski

BA (Hons) MCom

Gabriel Radzynski has been a Director of the Company since October 2013. Gabriel is Managing Director of Sandon Capital Pty Limited, a firm specialising in activist investing. Sandon Capital Pty Limited is the investment manager of two wholesale managed investment schemes and a listed investment company. Gabriel has been involved in the financial services sector for more than 20 years.

Listing Rule 14.4 provides that a director of an entity must not hold office (without re-election) past the third annual general meeting following the director's appointment or 3 years, whichever is longer. If Resolution 3 is passed, Mr Radzynski will be re-elected as a director of the Company and if Resolution 3 is not passed, Mr Radzynski will cease to be a director of the Company.

*The Directors (excluding Mr Radzynski) strongly support the re-election of Mr Radzynski and unanimously recommend that shareholders VOTE IN FAVOUR of Resolution 3.*

## Resolution 4 – Re-election of Director - Geoff Wilson AO

### BSc GMQ FFINSIA FAICD

Geoff Wilson has been a Director of the Company since July 2014. Geoff has over 42 years' direct experience in investment markets having held a variety of senior investment roles in Australia, the UK and the US. Geoff founded Wilson Asset Management in 1997. Geoff is currently Chairman of WAM Capital Limited, WAM Research Limited, WAM Active Limited, WAM Leaders Limited, WAM Microcap Limited, WAM Global Limited and WAM Strategic Value Limited. He is the founder and a Director of Future Generation Investment Company Limited and Future Generation Global Investment Company Limited and a Director of WAM Alternative Assets Limited, Global Value Fund Limited, the Australian Stockbrokers Foundation, Australian Fund Managers Foundation and Hearts and Minds Investments Limited.

Listing Rule 14.4 provides that a director of an entity must not hold office (without re-election) past the third annual general meeting following the director's appointment or 3 years, whichever is longer. If Resolution 4 is passed, Mr Wilson will be re-elected as a director of the Company and if Resolution 4 is not passed, Mr Wilson will cease to be a director of the Company.

*The Directors (excluding Mr Wilson) strongly support the re-election of Mr Wilson and unanimously recommend that shareholders **VOTE IN FAVOUR** of Resolution 4.*

## Resolution 5 – Change of company name

In accordance with section 157(1) of the Corporations Act, if a company wants to change its name, it must pass a special resolution to adopt a new name. It is proposed that shareholders approve the Company's name being changed from 'Future Generation Investment Company Limited' to 'Future Generation Australia Limited'. The Board has approved this change of name subject to the approval of shareholders.

Resolution 5 is a special resolution. Accordingly, at least 75% of votes cast by shareholders present or by proxy and eligible to vote at the meeting must be in favour of Resolution 5 for it to be passed.

In accordance with section 157(3) of the Corporations Act, the change of name will take effect when ASIC alters the details of the Company's registration.

*The Directors support the change of company name and unanimously recommend that shareholders **VOTE IN FAVOUR** of Resolution 5.*

# AGM Online User Guide

## Attending the AGM virtually

If you choose to participate online, you will be able to view a live webcast of the meeting, ask questions and submit your votes in real time.

To access the meeting:

Visit <http://www.web.lumiagm.com/352274869> on your computer, tablet or smartphone. You will need the latest version of Google Chrome, Safari, Edge or Firefox. Please ensure your browser is compatible.

**Meeting ID: 352-274-869**

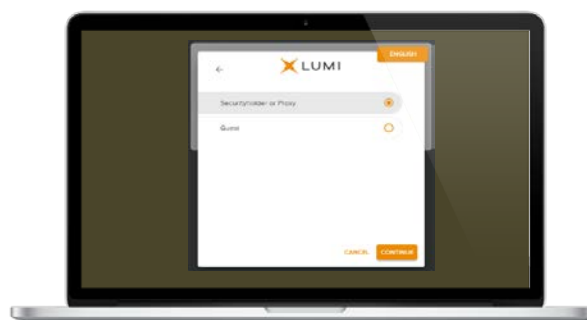
<b>Australian residents</b>	<b>Username – Voting Access Code (VAC)</b> and <b>Password</b> (postcode of your registered address). 'Voting Access Code (VAC) can be located on the first page of your proxy and question form or on your notice of meeting email).
<b>Overseas residents</b>	<b>Username – Voting Access Code (VAC)</b> and <b>Password</b> (three-character country code e.g. New Zealand – NZL. A full list of country codes can be found at the end of this guide). 'Voting Access Code (VAC) can be located on the first page of your proxy and question form or on your notice of meeting email).
<b>Appointed proxy</b>	To receive your Username and Password, please contact our share registry, Boardroom Pty Limited on <b>1300 737 760</b> or <b>+61 9290 9600</b> between 8:30am to 5:30pm (Sydney time) Monday to Friday.

To join the meeting, you will be required to enter the above unique 9 digit meeting ID above and select 'Join Meeting'. To proceed to registration, you will be asked to read and accept the terms and conditions. The website will be open and available for log in from 1:30pm (Sydney time), Wednesday 26 April 2023.


## Using the Lumi AGM platform

The Lumi AGM platform will ask in what capacity you are joining the meeting.

Shareholders or appointed proxies should select "Shareholder or Proxy" and guests should select "Guest".



If you are a Shareholder, select "Securityholder or Proxy" and enter your Username VAC (Voting Access Code) and Password (postcode or country code). If you are a Proxy holder select "Securityholder or Proxy" and enter the unique Username and Password provided by Boardroom and select 'Login'.



Voting Access Code (VAC)

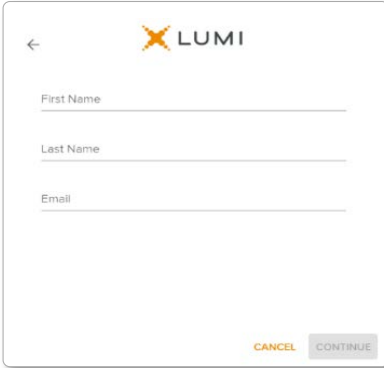
Postcode or Country Code

LOGIN

Having trouble logging in...? ▼



If you are not a Shareholder or Proxyholder, select 'Guest'. You will be asked to enter your name and email address, then select 'Continue'. Please note, guests are not able to ask questions or vote at the meeting.



A mobile app login screen for LUMI. It features the LUMI logo at the top. Below the logo are three input fields labeled 'First Name', 'Last Name', and 'Email'. At the bottom right, there are two buttons: 'CANCEL' in orange and 'CONTINUE' in grey.

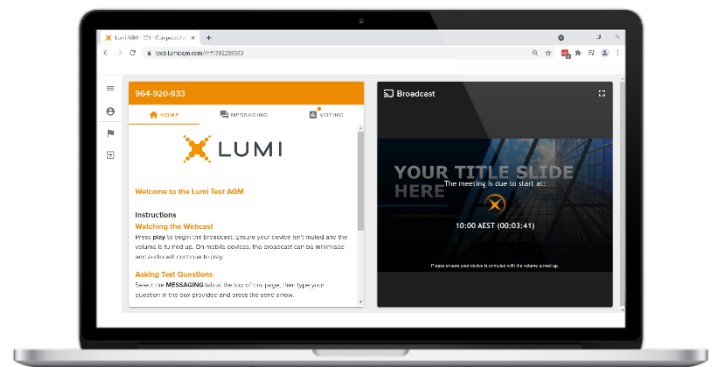
## Navigation

Once successfully authenticated, the home page will appear. You can view meeting instructions, ask questions and watch the webcast. If you are viewing on a computer, the webcast will appear at the side automatically once the meeting has started.

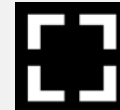
On a mobile device, select the broadcast icon at the bottom of the screen to watch the webcast.



During the meeting, mobile users can minimise the webcast at any time by selecting the arrow by the broadcast icon. You will still be able to hear the meeting. Selecting the broadcast icon again will reopen the webcast.



Desktop/laptop users can watch the webcast in full screen, by selecting the full screen icon.



To reduce the webcast to its original size, select the X at the top of the broadcast window.

## To vote

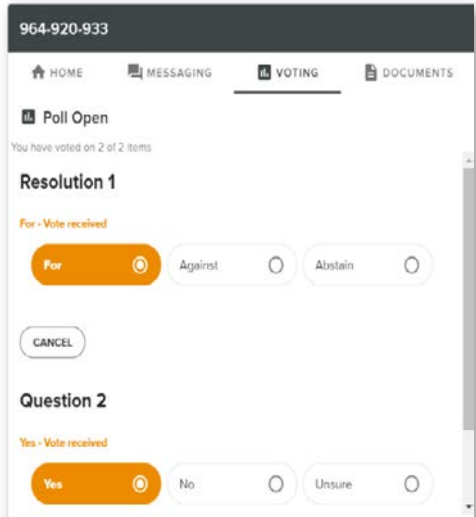
If you would like to cast a vote:

The Chair will open voting on all resolutions at the start of the meeting. Once voting has opened, the voting tab will appear on the navigation bar.



Selecting this tab will open a list of all resolutions and their voting options. To vote, simply select your voting direction from the options displayed on screen. Your selection will change colour and a confirmation message will appear.

To change your vote, simply select another option. If you wish to cancel your vote, please press cancel. **There is no need to press a submit or send button.** Your vote is automatically counted. Voting can be performed at any time during the meeting until the Chair closes the poll.





A mobile app voting screen. At the top, it shows the phone number '964-920-933' and navigation tabs for 'HOME', 'MESSAGING', 'VOTING' (which is active), and 'DOCUMENTS'. Below the tabs, it says 'Poll Open' and 'You have voted on 2 of 2 items'. The first item is 'Resolution 1' with a 'For - Vote received' status. It has three buttons: 'For' (orange and selected), 'Against' (grey), and 'Abstain' (grey). Below this is a 'CANCEL' button. The second item is 'Question 2' with a 'Yes - Vote received' status. It has three buttons: 'Yes' (orange and selected), 'No' (grey), and 'Unsure' (grey).



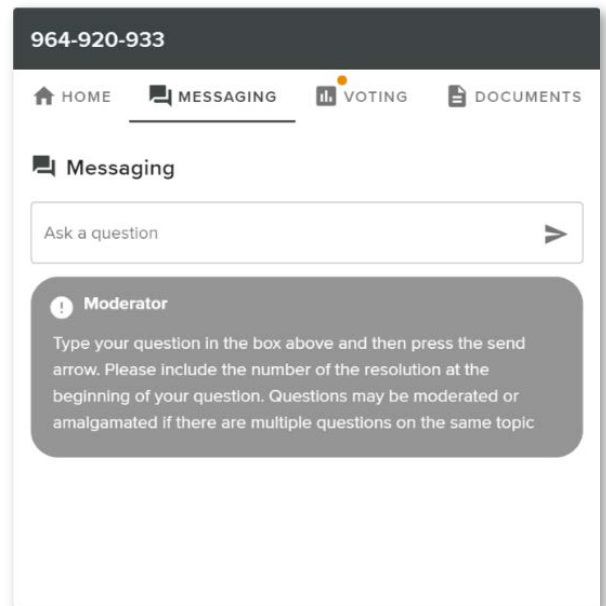
## To ask a question

If you would like to ask a question:

### Messaging:

1. Select the messaging tab icon. 
2. Select the “Ask a question” box and compose your message.
3. Select the send icon. 
4. You will receive confirmation that your question has been received.

The Chair will give all Shareholders a reasonable opportunity to ask questions and will endeavor to answer all questions at the meeting.

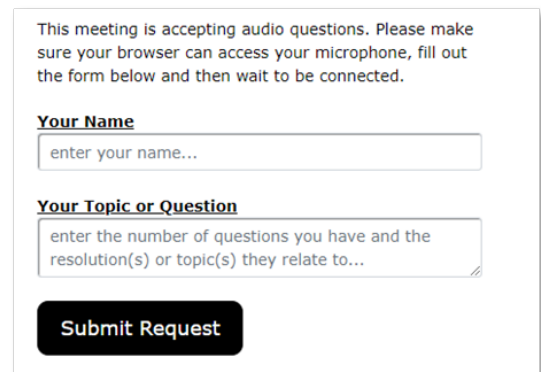


The screenshot shows a mobile app interface with a dark header bar displaying the number 964-920-933. Below the header is a navigation bar with four tabs: HOME, MESSAGING (selected), VOTING, and DOCUMENTS. The main content area is titled 'Messaging' and features a text input field with the placeholder 'Ask a question' and a send arrow icon. Below the input field is a grey box with a warning icon and the text: 'Moderator: Type your question in the box above and then press the send arrow. Please include the number of the resolution at the beginning of your question. Questions may be moderated or amalgamated if there are multiple questions on the same topic'.

### Asking Audio Questions

1. Pause the broadcast and click on the link under “Asking Audio Questions”.
2. Confirm your details.
3. Click “Submit Request”.
4. Follow the audio prompts to connect.

You will hear the meeting while you wait to ask your question. If you are asking an audio question and joining on your computer, please ensure that your computer has a microphone and is enabled for the meeting.



The screenshot shows a form for submitting an audio question. At the top, it states: 'This meeting is accepting audio questions. Please make sure your browser can access your microphone, fill out the form below and then wait to be connected.' Below this are two text input fields. The first is labeled 'Your Name' and contains the placeholder 'enter your name...'. The second is labeled 'Your Topic or Question' and contains the placeholder 'enter the number of questions you have and the resolution(s) or topic(s) they relate to...'. At the bottom of the form is a black button with the text 'Submit Request'.

### Need help?

If you require any help using this system prior to or during the meeting, please call the share registry, Boardroom, on **1300 737 760** or **+61 9290 9600** for assistance.

## Country codes

For overseas shareholders, select your country code from the list below and enter it into the password field.

<b>ABW</b> Aruba	<b>DOM</b> Dominican Republic	<b>LAO</b> Laos	<b>QAT</b> Qatar
<b>AFG</b> Afghanistan	<b>DZA</b> Algeria	<b>LBN</b> Lebanon	<b>REU</b> Reunion
<b>AGO</b> Angola	<b>ECU</b> Ecuador	<b>LBR</b> Liberia	<b>ROU</b> Romania
<b>AIA</b> Anguilla	<b>EGY</b> Egypt	<b>LBY</b> Libyan Arab Jamahiriya	<b>RUS</b> Russian Federation
<b>ALA</b> Aland Islands	<b>ERI</b> Eritrea	<b>LCA</b> St Lucia	<b>RWA</b> Rwanda
<b>ALB</b> Albania	<b>ESH</b> Western Sahara	<b>LIE</b> Liechtenstein	<b>SAU</b> Saudi Arabia Kingdom Of
<b>AND</b> Andorra	<b>ESP</b> Spain	<b>LKA</b> Sri Lanka	<b>SCG</b> Serbia & Outlying
<b>ANT</b> Netherlands Antilles	<b>EST</b> Estonia	<b>LSO</b> Lesotho	<b>SDN</b> Sudan
<b>ARE</b> United Arab Emirates	<b>ETH</b> Ethiopia	<b>LTU</b> Lithuania	<b>SEN</b> Senegal
<b>ARG</b> Argentina	<b>FIN</b> Finland	<b>LUX</b> Luxembourg	<b>SGP</b> Singapore
<b>ARM</b> Armenia	<b>FJI</b> Fiji	<b>LVA</b> Latvia	<b>SGS</b> Sth Georgia & Sth Sandwich Islands
<b>ASM</b> American Samoa	<b>FLK</b> Falkland Islands (Malvinas)	<b>MAC</b> Macao	<b>SHN</b> St Helena
<b>ATA</b> Antarctica	<b>FRA</b> France	<b>MAF</b> St Martin	<b>SJM</b> Svalbard & Jan Mayen
<b>ATF</b> French Southern	<b>FRO</b> Faroe Islands	<b>MAR</b> Morocco	<b>SLB</b> Solomon Islands
<b>ATG</b> Antigua & Barbuda	<b>FSM</b> Micronesia	<b>MCO</b> Monaco	<b>SLE</b> Sierra Leone
<b>AUS</b> Australia	<b>GAB</b> Gabon	<b>MDA</b> Republic Of Moldova	<b>SLV</b> El Salvador
<b>AUT</b> Austria	<b>GBR</b> United Kingdom	<b>MDG</b> Madagascar	<b>SMR</b> San Marino
<b>AZE</b> Azerbaijan	<b>GEO</b> Georgia	<b>MDV</b> Maldives	<b>SOM</b> Somalia
<b>BDI</b> Burundi	<b>GGY</b> Guernsey	<b>MEX</b> Mexico	<b>SPM</b> St Pierre And Miquelon
<b>BEL</b> Belgium	<b>GHA</b> Ghana	<b>MHL</b> Marshall Islands	<b>SRB</b> Serbia
<b>BEN</b> Benin	<b>GIB</b> Gibraltar	<b>MKD</b> Macedonia Former Yugoslav Rep	<b>STP</b> Sao Tome And Principe
<b>BFA</b> Burkina Faso	<b>GIN</b> Guinea	<b>MLI</b> Mali	<b>SUR</b> Suriname
<b>BGD</b> Bangladesh	<b>GLP</b> Guadeloupe	<b>MLT</b> Mauritania	<b>SVK</b> Slovakia
<b>BGR</b> Bulgaria	<b>GMB</b> Gambia	<b>MMR</b> Myanmar	<b>SVN</b> Slovenia
<b>BHR</b> Bahrain	<b>GNB</b> Guinea-Bissau	<b>MNE</b> Montenegro	<b>SWE</b> Sweden
<b>BHS</b> Bahamas	<b>GNQ</b> Equatorial Guinea	<b>MNG</b> Mongolia	<b>SWZ</b> Swaziland
<b>BIH</b> Bosnia & Herzegovina	<b>GRC</b> Greece	<b>MNP</b> Northern Mariana Islands	<b>SYC</b> Seychelles
<b>BLM</b> St Barthelemy	<b>GRD</b> Grenada	<b>MOZ</b> Mozambique	<b>SYR</b> Syrian Arab Republic
<b>BLR</b> Belarus	<b>GRL</b> Greenland	<b>MRT</b> Mauritania	<b>TCA</b> Turks & Caicos Islands
<b>BLZ</b> Belize	<b>GTM</b> Guatemala	<b>MSR</b> Montserrat	<b>TCD</b> Chad
<b>BMU</b> Bermuda	<b>GUF</b> French Guiana	<b>MTQ</b> Martinique	<b>TGO</b> Togo
<b>BOL</b> Bolivia	<b>GUM</b> Guam	<b>MUS</b> Mauritius	<b>THA</b> Thailand
<b>BRA</b> Brazil	<b>GUY</b> Guyana	<b>MWI</b> Malawi	<b>TJK</b> Tajikistan
<b>BRB</b> Barbados	<b>HKG</b> Hong Kong	<b>MYS</b> Malaysia	<b>TKL</b> Tokelau
<b>BRN</b> Brunei Darussalam	<b>HMD</b> Heard & Mcdonald Islands	<b>MYT</b> Mayotte	<b>TKM</b> Turkmenistan
<b>BTN</b> Bhutan	<b>HND</b> Honduras	<b>NAM</b> Namibia	<b>TLS</b> Timor-Leste
<b>BUR</b> Burma	<b>HRV</b> Croatia	<b>NCL</b> New Caledonia	<b>TMP</b> East Timor
<b>BVT</b> Bouvet Island	<b>HTI</b> Haiti	<b>NER</b> Niger	<b>TON</b> Tonga
<b>BWA</b> Botswana	<b>HUN</b> Hungary	<b>NFK</b> Norfolk Island	<b>TTO</b> Trinidad & Tobago
<b>CAF</b> Central African Republic	<b>IDN</b> Indonesia	<b>NGA</b> Nigeria	<b>TUN</b> Tunisia
<b>CAN</b> Canada	<b>IMN</b> Isle Of Man	<b>NIC</b> Nicaragua	<b>TUR</b> Turkey
<b>CCK</b> Cocos (Keeling) Islands	<b>IND</b> India	<b>NIU</b> Niue	<b>TUV</b> Tuvalu
<b>CHE</b> Switzerland	<b>IOT</b> British Indian Ocean Territory	<b>NLD</b> Netherlands	<b>TWN</b> Taiwan
<b>CHL</b> Chile	<b>IRL</b> Ireland	<b>NOR</b> Norway Montenegro	<b>TZA</b> Tanzania United Republic of
<b>CHN</b> China	<b>IRN</b> Iran Islamic Republic of	<b>NPL</b> Nepal	<b>UGA</b> Uganda
<b>CIV</b> Cote D'ivoire	<b>IRQ</b> Iraq	<b>NRU</b> Nauru	<b>UKR</b> Ukraine
<b>CMR</b> Cameroon	<b>ISL</b> Iceland	<b>NZL</b> New Zealand	<b>UMI</b> United States Minor
<b>COD</b> Democratic Republic of Congo	<b>ISM</b> Isle of Man	<b>OMN</b> Oman	<b>URY</b> Uruguay
<b>COK</b> Cook Islands	<b>ISR</b> Israel	<b>PAK</b> Pakistan	<b>USA</b> United States of America
<b>COL</b> Colombia	<b>ITA</b> Italy	<b>PAN</b> Panama	<b>UZB</b> Uzbekistan
<b>COM</b> Comoros	<b>JAM</b> Jamaica	<b>PCN</b> Pitcairn Islands	<b>VNM</b> Vietnam
<b>CPV</b> Cape Verde	<b>JEY</b> Jersey	<b>PER</b> Peru	<b>VUT</b> Vanuatu
<b>CRI</b> Costa Rica	<b>JOR</b> Jordan	<b>PHL</b> Philippines	<b>WLF</b> Wallis & Futuna
<b>CUB</b> Cuba	<b>JPN</b> Japan	<b>PLW</b> Palau	<b>WSM</b> Samoa
<b>CXR</b> Christmas Island	<b>KAZ</b> Kazakhstan	<b>PNG</b> Papua New Guinea	<b>YEM</b> Yemen
<b>CYM</b> Cayman Islands	<b>KEN</b> Kenya	<b>POL</b> Poland	<b>YMD</b> Yemen Democratic
<b>CYP</b> Cyprus	<b>KGZ</b> Kyrgyzstan	<b>PRI</b> Puerto Rico	<b>YUG</b> Yugoslavia Socialist Fed Rep
<b>CZE</b> Czech Republic	<b>KHM</b> Cambodia	<b>PRK</b> Korea Dem Peoples Republic	<b>ZAF</b> South Africa
<b>DEU</b> Germany	<b>KIR</b> Kiribati	<b>PRT</b> Portugal	<b>ZAR</b> Zaire
<b>DJI</b> Djibouti	<b>KNA</b> St Kitts And Nevis	<b>PRY</b> Paraguay	<b>ZMB</b> Zambia
<b>DMA</b> Dominica	<b>KOR</b> Korea Republic of	<b>PSE</b> Palestinian Territory Occupied	<b>ZWE</b> Zimbabwe
<b>DNK</b> Denmark	<b>KWT</b> Kuwait	<b>PYF</b> French Polynesia	

**All Correspondence to:**

✉ **By Mail** Boardroom Pty Limited  
GPO Box 3993  
Sydney NSW 2001 Australia

📠 **By Fax:** +61 2 9290 9655

💻 **Online:** [www.boardroomlimited.com.au](http://www.boardroomlimited.com.au)

☎ **By Phone:** (within Australia) 1300 737 760  
(outside Australia) +61 2 9290 9600

## YOUR VOTE IS IMPORTANT

For your vote to be effective it must be recorded **before 2:30pm (AEST) on Monday, 24 April 2023.**

### 🖥 TO VOTE ONLINE

**STEP 1:** VISIT <https://www.votingonline.com.au/fgxagm2023>

**STEP 2:** Enter your Postcode OR Country of Residence (if outside Australia)

**STEP 3:** Enter your Voting Access Code (VAC):

### 📱 BY SMARTPHONE



Scan QR Code using smartphone  
QR Reader App

### TO VOTE BY COMPLETING THE PROXY FORM

#### STEP 1 APPOINTMENT OF PROXY

Indicate who you want to appoint as your Proxy.

If you wish to appoint the Chair of the Meeting as your proxy, mark the box. If you wish to appoint someone other than the Chair of the Meeting as your proxy please write the full name of that individual or body corporate. If you leave this section blank, or your named proxy does not attend the meeting, the Chair of the Meeting will be your proxy. A proxy need not be a shareholder of the company. Do not write the name of the issuer company or the registered shareholder in the space.

##### Appointment of a Second Proxy

You are entitled to appoint up to two proxies to attend the meeting and vote. If you wish to appoint a second proxy, an additional Proxy Form may be obtained by contacting the company's securities registry or you may copy this form.

To appoint a second proxy you must:

- complete two Proxy Forms. On each Proxy Form state the percentage of your voting rights or the number of securities 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.
- return both forms together in the same envelope.

#### STEP 2 VOTING DIRECTIONS TO YOUR PROXY

To direct your proxy how to vote, mark one of the boxes opposite each item of business. All your securities will be voted in accordance with such a direction unless you indicate only a portion of securities are to be voted on any item by inserting the percentage or number that you wish to vote in the appropriate box or boxes. If you do not mark any of the boxes on a given item, your proxy may vote as he or she chooses. If you mark more than one box on an item for all your securities your vote on that item will be invalid.

##### Proxy which is a Body Corporate

Where a body corporate is appointed as your proxy, the representative of that body corporate attending the meeting must have provided an "Appointment of Corporate Representative" prior to admission. An Appointment of Corporate Representative form can be obtained from the company's securities registry.

#### STEP 3 SIGN THE FORM

The form **must** be signed as follows:

**Individual:** This form is to be signed by the shareholder.

**Joint Holding:** where the holding is in more than one name, all the shareholders should sign.

**Power of Attorney:** to sign under a Power of Attorney, you must have already lodged it with the registry. Alternatively, attach a certified photocopy of the Power of Attorney to this form when you return it.

**Companies:** this form must be signed by a Director jointly with either another Director or a Company Secretary. Where the company has a Sole Director, who is also the Sole Company Secretary, this form should be signed by that person. **Please indicate the office held by signing in the appropriate place.**

#### STEP 4 LODGEMENT

Proxy forms (and any Power of Attorney under which it is signed) must be received no later than 48 hours before the commencement of the meeting, therefore by **2:30pm (AEST) on Monday, 24 April 2023**. Any Proxy Form received after that time will not be valid for the scheduled meeting.

Proxy forms may be lodged using the enclosed Reply-Paid Envelope or:

🖥 **Online** <https://www.votingonline.com.au/fgxagm2023>

📠 **By Fax** + 61 2 9290 9655

✉ **By Mail** Boardroom Pty Limited  
GPO Box 3993,  
Sydney NSW 2001 Australia

👤 **In Person** Boardroom Pty Limited  
Level 8, 210 George Street,  
Sydney NSW 2000 Australia

#### Attending the Meeting

To participate in person, please bring this form with you to assist registration.

To participate electronically, please refer to the AGM Online User Guide which forms pages 7-10 of the Notice of Meeting.

# Future Generation Investment Company Limited

ABN 97 063 935 553

☐

## Your Address

This is your address as it appears on the company's share register. If this is incorrect, please mark the box with an "X" and make the correction in the space to the left. Shareholders sponsored by a broker should advise their broker of any changes.

**Please note, you cannot change ownership of your securities using this form.**

## PROXY FORM

### STEP 1 APPOINT A PROXY

I/We being a member/s of **Future Generation Investment Company Limited** (Company) and entitled to attend and vote hereby appoint:

☐

the Chair of the Meeting (mark box)

**OR** if you are **NOT** appointing the Chair of the Meeting as your proxy, please write the name of the person or body corporate (excluding the registered shareholder) you are appointing as your proxy below

or failing the individual or body corporate named, or if no individual or body corporate is named, the Chair of the Meeting as my/our proxy at the Annual General Meeting of the Company to be held as a **hybrid meeting simultaneously via <http://web.lumiagm.com/352274869> and at The Fullerton Hotel Sydney, The Grand Ballroom, 1 Martin Place, Sydney NSW 2000 on Wednesday, 26 April 2023 at 2:30pm (AEST) and at any adjournment of that meeting, to act on my/our behalf and to vote in accordance with the following directions or if no directions have been given, as the proxy sees fit.**

Chair of the Meeting authorised to exercise undirected proxies on remuneration related matters: If I/we have appointed the Chair of the Meeting as my/our proxy or the Chair of the Meeting becomes my/our proxy by default and I/we have not directed my/our proxy how to vote in respect of Resolution 1, I/we expressly authorise the Chair of the Meeting to exercise my/our proxy in respect of this Resolution even though Resolution 1 is connected with the remuneration of a member of the key management personnel for the Company.

The Chair of the Meeting will vote all undirected proxies in favour of all Items of business (including Resolution 1). If you wish to appoint the Chair of the Meeting as your proxy with a direction to vote against, or to abstain from voting on an item, you must provide a direction by marking the 'Against' or 'Abstain' box opposite that resolution.

### STEP 2 VOTING DIRECTIONS

\* If you mark the Abstain box for a particular item, you are directing your proxy not to vote on your behalf on a show of hands or on a poll and your vote will not be counted in calculating the required majority if a poll is called.

		For	Against	Abstain*
Resolution 1	To adopt the Remuneration Report	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Resolution 2	To elect Mike Baird AO as a Director	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Resolution 3	To re-elect Gabriel Radzynski as a Director	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Resolution 4	To re-elect Geoff Wilson AO as a Director	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Resolution 5	Change of company name	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

### STEP 3 SIGNATURE OF SHAREHOLDERS

This form must be signed to enable your directions to be implemented.

Individual or Shareholder 1

Sole Director and Sole Company Secretary

Shareholder 2

Director

Shareholder 3

Director / Company Secretary

Contact Name.....

Contact Daytime Telephone.....

Date / / 2023

### STEP 4 OPTIONAL QUESTIONS FOR THE CHAIR OR AUDITOR

We aim to provide shareholders with the best opportunity to ask questions about the Company and its external audit at the Annual General Meeting. We will seek to respond to as many of the frequently asked questions as possible.