



ASX ANNOUNCEMENT

22 September 2023

Notice of 2023 Annual General Meeting / Proxy Form

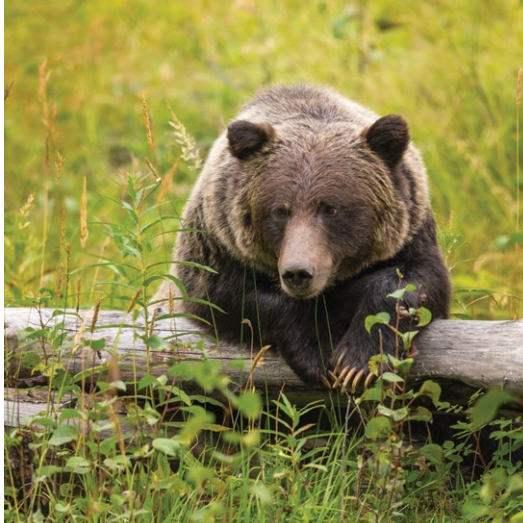
Helloworld Travel Limited (ASX: HLO) has today dispatched to shareholders the Notice of its 2023 Annual General Meeting (AGM) which is to be held as a virtual (online meeting) at 10.00am (AEDT) on Wednesday, 25 October 2023. The Notice of Annual General Meeting (including the Explanatory Notes) and Proxy Form are attached.

-ENDS-

About Helloworld Travel Limited

- *Helloworld Travel Limited (ASX: HLO) is a leading Australian & New Zealand travel distribution company, comprising retail leisure travel and business travel networks, travel broker networks, destination management services (inbound), air ticket consolidation, tourism transport operations, wholesale travel services, online operations and event-based freight operations, all supported by world class proprietary and non-proprietary distribution systems.*
- *HLO has over 750 staff located in Australia, New Zealand, Fiji and Greece, and over 2000 members of its travel agency and broker networks in Australia and New Zealand.*
- *Helloworld Travel is a proud sponsor of the School of St Jude in Tanzania.*

Authorised for release Helloworld Travel Limited's Board of Directors



helloworld
TRAVEL LIMITED

2023

NOTICE OF ANNUAL GENERAL MEETING

Helloworld Travel Limited ABN: 60 091 214 998

2023 Notice of Annual General Meeting

Wednesday 25 October 2023 - 10:00am (AEDT)



helloworld

TRAVEL LIMITED



HELLOWORLD TRAVEL LIMITED 2023 ANNUAL GENERAL MEETING



Dear Shareholder,

It is my pleasure to invite you to Helloworld Travel Limited's Annual General Meeting (AGM).

Format: Virtual (online only)

Date: Wednesday, 25 October 2023

Start time: 10.00am (AEDT)

The meeting will be a virtual only meeting.

You may participate online, with details on how to register below.

Registration: <https://meetnow.global/M926J6Q>

For those shareholders who have elected to receive a printed copy of our 2023 Annual Report it is included with this letter. The Annual Report is also available online on our website under the Annual Reports tab in the Investor Centre <https://www.helloworldlimited.com/annual-reports/>

Our Chief Executive Officer and Managing Director, Andrew Burnes, AO and I will both speak at the AGM and our presentations will also be available to view prior to the AGM.

An important purpose of the AGM is to allow you to vote on matters put to the meeting. Voting will be available for you to participate online through our Share Registry's investor portal

<https://meetnow.global/M926J6Q>

Those shareholders not able to attend the AGM, but who wish to vote on matters being put to the meeting, will need to appoint a proxy. A proxy form is also enclosed with this letter.

Further information, including how to register, appointing a proxy and voting online, is detailed in the attached 'Virtual Meeting Registration and Voting' from the Company's registry, Computershare Limited.

As the AGM is the Board's opportunity to hear from you directly, you may submit questions on any matters related to the AGM, these can be submitted to us directly or through our share registry, online, via investor vote.

Details on how to appoint a proxy and how to submit a question are included under the Important Information heading following the Notice of Meeting.

The Board and I look forward to your virtual attendance at the AGM and we thank you for your continued support.

Yours sincerely,

A handwritten signature in black ink, appearing to read 'Garry Hounsell'.

Garry Hounsell

Chairman
Helloworld Travel Limited
22 September 2023

NOTICE OF ANNUAL GENERAL MEETING

Notice is hereby given that the 2023 Annual General Meeting (AGM) of Helloworld Travel Limited (ABN 60 091 214 998 ('HLO' or the 'Company')) will be held at 10.00am (AEDT) on Wednesday, 25 October 2023.

This Notice of Meeting should be read in conjunction with the Important Information on pages 5 to 6 and Explanatory Notes on pages 7 to 9 accompanying this Notice of Meeting.

All items of business at the AGM are ordinary resolutions. Ordinary resolutions require a simple majority of votes cast by shareholders entitled to vote on the resolution.

ITEMS OF BUSINESS

1. Financial Statements and Reports

To receive and consider the financial statements and the reports of the Directors and of the Auditors for the year ended 30 June 2023.

Note: *There is no requirement for shareholders to approve the financial statements and reports.*

2. Adoption of the Remuneration Report

To consider and, if thought fit, approve the Remuneration Report for the year ended 30 June 2023, as set out in the 2023 Annual Report.

Note: *This resolution is advisory only and does not bind Helloworld Travel Limited or the Directors.*

Voting exclusion statement

Helloworld Travel Limited will disregard any votes cast on Item 2:

- by or on behalf of a member of the key management personnel (KMP) whose remuneration details are included in the Remuneration Report, or their closely related parties; and
- by a person who is a member of the key management personnel as at the date of the AGM or their closely related parties as a proxy, unless the vote is cast on behalf of a person entitled to vote on this resolution, and that vote has been cast as specified on the voting form; or where there is no specified voting direction, the vote is cast by the Chairman of the AGM as proxy and who has been expressly authorised to vote on this resolution, even though it is connected with the remuneration of key management personnel.

3. Re-Election of Director

To consider and, if thought fit, approve the re-election of Director: Garry Hounsell, who retires by rotation in accordance with Helloworld Travel Limited's Constitution and the ASX Listing Rules, and being eligible, offers himself for re-election.

4. Election of Directors

To consider and, if thought fit, approve the election of the Hon. Martin Pakula and Leanne Coddington as Directors of Helloworld Travel Limited who, having been appointed to the Board of Helloworld Travel Limited since the 2022 AGM, stand for election at the 2023 AGM.

It is important that you specify your voting directions on the proxy form.

By order of the Board

Sylvie Moser

Group Company Secretary
22 September 2023

IMPORTANT INFORMATION

RIGHT TO ATTEND, SPEAK AND VOTE AT THE ANNUAL GENERAL MEETING

Shareholders have the right to attend, speak and vote at the AGM. The right to vote is subject to the voting exclusions detailed in the Notice of Annual General Meeting.

HOW DO I PARTICIPATE IN THE MEETING ONLINE

As determined by the Board, for the purposes of the AGM, shareholders will be those persons who are registered as shareholders at 7:00pm (AEDT) on Monday, 23 October 2023. Accordingly, transactions registered after that time will be disregarded in determining entitlements to attend and vote at the AGM.

Shareholders must use the Computershare Meeting Platform to attend and participate in the meeting.

To participate in the meeting, you can log in by entering the following <https://meetnow.global/M926J6Q> on your computer, tablet or smartphone.

Online registration will open one (1) hour before the meeting.

To make the registration process easier, please have your SRN/HIN and registered postcode or country code on hand. Proxy holders will need to contact Computershare prior to the meeting to obtain their login details.

To participate in the meeting online follow the instructions below

1. Login to <https://meetnow.global/M926J6Q>
2. Click on 'Join Meeting Now'.
3. Enter your SRN/HIN. Proxy holders will need to contact Computershare on +61 3 9415 4024 one (1) hour prior to the meeting to obtain their login details.
4. Enter your postcode registered to your holding if you are an Australian security holder. If you are an overseas security holder select the country of your registered holding from the drop-down list.
5. Accept the Terms and Conditions and click 'Continue'.

You can view the meeting live, ask questions verbally or via a live text facility and cast votes at the appropriate times while the meeting is in progress.

For instructions refer to the online user guide at www.computershare.com.au/virtualmeetingsguide

VOTING ON RESOLUTIONS

As required under recent amendments to the *Corporations Act 2001*, all voting on the resolutions proposed and stated in the Notice of Meeting will be by way of a poll and not a show of hands.

APPOINTING A PROXY

All shareholders who are entitled to attend and vote at the AGM have the right to appoint up to two proxies to attend the AGM on their behalf, and to vote in accordance with their instruction on the proxy form.

A proxy need not be a shareholder of Helloworld Travel Limited and may be an individual or body corporate.

You can direct your proxy how to vote (i.e. to vote 'for' or 'against' or to 'abstain' from voting on, each resolution) by following the instructions on the voting form. If you appoint a proxy, the Company encourages you to consider directing your proxy how to vote.

Where two proxies are appointed each proxy can be appointed to represent a specified proportion or number of shareholder votes. If no number or proportion of votes is specified, each proxy may exercise half of the shareholder's votes.

If a body corporate is appointed as a proxy, it must appoint a corporate representative in accordance with section 250D of the *Corporations Act 2001* (Cth) to exercise its powers as proxy at the meeting. (see Corporate representatives on page 6).

If you wish to appoint a second proxy, an additional proxy form may be obtained by telephoning the Company's share registry (1800 850 505 (within Australia) or +61 3 9415 4000 (outside Australia)) or you may copy the enclosed proxy form.

CHAIRMAN AS PROXY

If you appoint the Chairman of the AGM as your proxy (or the Chairman of the AGM becomes your proxy by default) and you do not direct your proxy how to vote on a resolution, you will be authorising the Chairman to vote as he decides on the relevant resolution (even though the resolution may be connected with the remuneration of one or more members of the KMP).

If you do not want the Chairman of the AGM to vote, as your proxy, in favour of any resolution, you need to direct your proxy to vote against, or to abstain from voting on the relevant resolution, by marking the appropriate box on the proxy form.

OTHER MEMBERS OF THE KMP AS PROXY

If you appoint a Director (other than the Chairman of the AGM) or another member of the KMP (or a closely related party of any member of the KMP) as your proxy, you should direct them how to vote on the relevant resolution by marking the appropriate box on the proxy form. If you do not do so, they will not be able to vote as your proxy on that resolution.

ATTORNEY AS PROXY

A shareholder may appoint an attorney to attend and vote on their behalf. For an appointment to be effective for the meeting, the instrument effecting the appointment (or a certified copy of the instrument) must be received by the Company, at its registered office or one of the addresses listed below for the receipt of proxy appointments, at least 48 hours prior to the commencement of the AGM.

CORPORATE REPRESENTATIVES

A body corporate, which is a shareholder, or which has been appointed as a proxy, may appoint an individual to act as its corporate representative at the meeting in accordance with section 250D of the *Corporations Act 2001*. The appropriate appointment document must be produced prior to admission. A form of appointment may be obtained by telephoning the Company's share registry (1800 850 505 (within Australia) or +61 3 9415 4000 (outside Australia)) by downloading the form 'Appointment of Corporate Representative' at www.investorcentre.com/au and selecting 'Printable Forms'.

TIMING AND COMMUNICATION OF PROXY APPOINTMENT

To be effective for the scheduled meeting, a proxy appointment (and any power of attorney or other authority under which it is signed or otherwise authenticated, or a certified copy of that authority) must be received at the address or fax number set out below no later than 10.00am (AEDT) on Monday, 23 October 2023 (being 48 hours before the commencement of the meeting). Any proxy appointment received after that time will not be valid for the scheduled meeting.

Online www.investorvote.com.au

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

By mail Share Registry – Computershare
GPO Box 242,
Melbourne, VIC 3001 Australia

By fax Share Registry – Computershare
1800 783 447 (within Australia)
+61 3 9473 2555 (outside Australia)

Enquiries to Computershare can also be made by:

Webchat <https://computershare.com.au/>

Phone 1300 850 505 (Within Australia)
+61 3 9473 2555 (outside Australia)

For more information concerning the appointment of proxies and the ways in which proxy appointments may be submitted, please refer to the enclosed proxy form.

UNDIRECTED PROXIES

On a poll, the Chairman of the AGM intends to vote, as your proxy, in favour of each of the proposed resolutions (where permissible).

QUESTIONS FROM SHAREHOLDERS

The Chairman of the AGM will allow a reasonable opportunity for shareholders to ask questions (online) about, and make comments on, the management of the Company and on the Financial Report, the Directors' Report (including the Remuneration Report) and the Auditor's Report ('Reports'), as well as each of the resolutions to be considered at the meeting.

Mr Brett Croft (or another representative) of the Company's Auditor, EY, will attend the meeting. During the meeting's consideration of the Reports, the Chairman of the AGM will allow a reasonable opportunity for shareholders at the meeting to ask the auditor's representative questions relevant to the:

- conduct of the audit;
- preparation and content of the Auditor's Report for the financial year ended 30 June 2023;
- accounting policies adopted by the Company in relation to the preparation of the financial statements contained in the Financial Report for that year; and
- independence of the auditor in relation to the conduct of the audit.

Shareholders may also submit a written question to the Company's auditor if the question is relevant to the content of the Auditor's Report or the conduct of the audit.

If you wish to submit a question in advance of the meeting, you may do so by sending your question to one of the places below by no later than 19 October 2023.

By mail Share Registry – Computershare
GPO Box 242
Melbourne VIC 3001, Australia

By email investorrelations@helloworld.com.au

Online www.investorvote.com.au

The Company and the auditor will attempt to respond to as many of the more frequently asked questions as possible. Due to the large number of questions that may be received, the Company and the auditor will not be replying on an individual basis.

EXPLANATORY NOTES

ITEM 1 – RECEIPT AND CONSIDERATION OF THE FINANCIAL REPORT, DIRECTORS' REPORT AND AUDITOR'S REPORT (REPORTS)

The *Corporations Act 2001* requires the Helloworld Travel Limited financial statements and reports for the financial year ended 30 June 2023 to be presented to the 2023 Annual General Meeting.

The 2023 Annual Report of the Company contains the Financial Report, the Directors' Report (including the Remuneration Report) and the Auditor's Report for the year ended 30 June 2023, and may be accessed from the Annual Reports tab in the Company's Investor Centre <https://www.helloworldlimited.com/annual-reports/>. A printed copy of the 2023 Annual Report has been sent to those shareholders who have elected to receive one.

During this item of business, shareholders will be provided with a reasonable opportunity to ask questions, and to make comments, in relation to these Reports and the management of the Company. No formal resolution to adopt the Reports will be put to shareholders at the meeting (except for Resolution 1 adoption of the Remuneration Report).

Shareholders will also be given a reasonable opportunity during this item of business to ask a representative of the Company's Auditor, EY, questions relevant to the matters outlined under the heading 'Questions from Shareholders' on page 6.

ITEM 2 – ADOPTION OF THE REMUNERATION REPORT (RESOLUTION 1)

The *Corporations Act 2001* requires that a resolution for adoption of the Remuneration Report be put to the vote at the Company's Annual General Meeting. Details in relation to the Company's Key Management Personnel (KMP) are set out in the Remuneration Report on pages 42 to 48 of the 2023 Annual Report, which may be accessed by visiting the Company's Investor Centre <https://www.helloworldlimited.com/annual-reports/>.

Key Management Personnel or KMP means those persons having authority and responsibility for planning, directing and controlling the activities of the Company and/or the Group, whether directly or indirectly.

The vote on this resolution is advisory only and does not bind the Directors or the Company.

However, the *Corporations Act 2001* provides for a 'two strikes rule' in relation to voting on the Remuneration Report. This rule would apply if, at two consecutive Annual General Meetings, the resolution for adoption of the Remuneration Report were to

receive a 'no' vote of 25% or more of the votes cast on the resolution. In that case, a further resolution (a 'spill resolution') would be required to be put to shareholders at the second of those Annual General Meetings. If passed, the spill resolution would require an extraordinary general meeting of the Company (a 'spill meeting') to be held within 90 days of the second Annual General Meeting, for the purpose of considering the election of Directors.

At the spill meeting, the Directors (other than the Managing Director) who were in office at the date of approval by the Board of the most recent Directors' Report would cease to hold office, unless re-elected at the meeting. For any spill resolution to be passed, more than 50% of the votes cast on the resolution must be in favour of it.

In addition, if comments are made on the Remuneration Report at the AGM and 25% or more of the votes cast on Resolution 1 are against the adoption of the Remuneration Report, the Company's Remuneration Report for the current financial year will be required to include an explanation of the Board's proposed action in response to those comments or, if no action is proposed, the Board's reasons for this.

The *Corporations Act 2001* restricts KMP and their closely related parties from voting in certain circumstances on such resolutions.

A closely related party, in relation to a member of the KMP, means the member's spouse, child or dependent (or a child or dependent of the member's spouse), anyone else in the member's family who may be expected to influence, or be influenced by, the member in the member's dealings with the Company and/or the Group, and any company that the member controls.

At the Company's 2022 Annual General Meeting, 99.9% of the votes cast on the resolution for adoption of the Remuneration Report were in favour of the resolution and no comments were made on the Remuneration Report at that meeting.

During this item, shareholders will be provided with a reasonable opportunity to ask questions about and make comments on the Remuneration Report.

Please read the information under the heading 'Chairman as Proxy' on page 5, which deals with the Chairman's voting of undirected proxies on the resolution for adoption of the Remuneration Report (Resolution 1).

The Remuneration Report forms part of the Directors' Report which was made in accordance with a unanimous resolution of the Directors. Each of the Directors recommends the Remuneration Report to shareholders for adoption.

ITEM 3 - RE-ELECTION OF DIRECTORS (RESOLUTION 2)

Background

As required by Helloworld Travel Limited's Constitution and the ASX Listing Rules, Garry Hounsell retires by rotation and, being eligible, offers himself for re-election. The Board, with the assistance of the Nominations and Governance Committee, have reviewed Garry Hounsell's performance as a Director and endorse his nomination as a candidate for re-election.

RESOLUTION 2 - RE-ELECTION OF GARRY HOUNSELL

Term: Non-Executive
Director and
Chairman since
4 February 2016.



Independent: Yes

Skills and experience:

Garry has extensive Director experience on a wide range of highly successful Boards.

Garry was formerly Senior Partner of Ernst & Young, Chief Executive Officer and Country Managing Partner of Arthur Andersen, a Board member of Freehills (now Herbert Smith Freehills) as well as Deputy Chairman of Mitchell Communication Group Limited.

Garry was formally a Non-Executive Director of Qantas Airways Limited, Orica Limited and Dulux Group.

Garry is a Fellow of the Australian Institute of Company Directors and a Fellow of Chartered Accountants in Australia and New Zealand.

Directorships of listed entities (current and last three years):

- Electro Optic System Holdings Ltd, Chairman (since November 2022);
- Hiro Brands Limited (formerly Wellness and Beauty Solutions Limited), Chairman (since December 2021);
- Myer Holdings Limited (2017 to 2020), Chairman (2017 to 2020); and
- Treasury Wine Estates Limited (since 2012).

Helloworld Travel Limited committee memberships:

- Chairman of the Board
- Chairman of the Remuneration Committee
- Chairman of the Nominations & Governance Committee; and
- Member of the Audit & Risk Committee.

The Board (other than Garry Hounsell because of his personal interest in the resolution) recommends that shareholders vote in favour of Garry Hounsell's re-election as a Director.

ITEM 4 - ELECTION OF DIRECTORS (RESOLUTIONS 3.0 AND 3.1)

Background

Hon. Martin Pakula and Leanne Coddington are Directors appointed by the Board, who will retire and stand for election at the Annual General Meeting. In accordance with clause 63.1 of the Constitution the Board may appoint a person to be a Director at any time except during a General Meeting. Any Director so appointed will automatically retire at the next Annual General Meeting and is eligible for election at that General Meeting.

Hon. Martin Pakula and Leanne Coddington intend to stand for election at the 2023 Annual General Meeting.

RESOLUTION 3.0 - ELECTION OF HON. MARTIN PAKULA

Term: Non-Executive
Director since
30 November 2022.

Independent: Yes

Skills and experience:

Martin served as a Member of the Victorian Parliament for 16 years, from 2006 to 2022. In that time, he held a range of ministerial portfolios including Minister for Industry, Minister for Trade, Minister of Industrial Relations, Minister for Public Transport, Attorney General, Minister for Racing, Minister for Innovation, Minister for Jobs, Minister for Business Precincts and Minister for Tourism, Sport and Major Events.

Prior to entering Parliament, Martin worked as a solicitor and as a senior trade union official.

Helloworld Travel Limited committee memberships:

- Member of the Nominations & Governance Committee;
- Member of the Audit & Risk Committee; and
- Member of the Remuneration Committee.

The Board (other than Hon. Martin Pakula because of his personal interest in the resolution) recommends that shareholders vote in favour of Hon. Martin Pakula's election as a Director.



RESOLUTION 3.1 - ELECTION OF LEANNE CODDINGTON

Term: Non-Executive
Director since
1 February 2023

Independent: Yes

Skills and experience:

Leanne has a deep level of experience in the tourism, events and hospitality sectors spanning more than 30 years. As CEO of Tourism and Events Queensland for nine years from 2013 to 2022, Leanne led the strategic positioning of Queensland's tourism and events industry including marketing, global trade distribution, industry and aviation partnerships, event acquisition and experience development.

Leanne guided the State's tourism and events industry through the COVID-19 pandemic ensuring it was well positioned as state and international borders reopened. Prior to that, she held Senior Executive roles with Tourism Queensland including Destination Partnerships, Strategy and Research and Human Resources. Her early career in hospitality management included Senior Executive roles with Hyatt Hotel Group. Leanne is also an Adjunct Professor of the University of Queensland Business School.

Helloworld Travel Limited committee memberships:

- Member of the Remuneration Committee;
- Member of the Nominations & Governance Committee; and
- Member of the Audit & Risk Committee.

The Board (other than Leanne Coddington because of her personal interest in the resolution) recommends that shareholders vote in favour of Leanne Coddington's election as a Director.



Need assistance?



Phone:

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

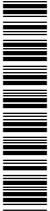


Online:

www.investorcentre.com/contact

HLO

MR SAM SAMPLE
FLAT 123
123 SAMPLE STREET
THE SAMPLE HILL
SAMPLE ESTATE
SAMPLEVILLE VIC 3030



Helloworld Travel Limited Annual General Meeting

The Helloworld Travel Limited Annual General Meeting will be held on Wednesday, 25 October 2023 at 10:00am (AEDT). You are encouraged to participate in the meeting using the following options:



MAKE YOUR VOTE COUNT

To lodge a proxy, access the Notice of Meeting and other meeting documentation visit www.investorvote.com.au and use the below information:



Control Number: 999999

SRN/HIN: I9999999999

PIN: 99999

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

For your proxy appointment to be effective it must be received by 10:00am (AEDT) on Monday, 23 October 2023.



ATTENDING THE MEETING VIRTUALLY

To watch the webcast, ask questions and vote on the day of the meeting, please visit:
<https://meetnow.global/M926J6Q>

For instructions refer to the online user guide www.computershare.com.au/virtualmeetingguide

You may elect to receive meeting-related documents, or request a particular one, in electronic or physical form and may elect not to receive annual reports. To do so, contact Computershare.



ABN 60 091 214 998



HLO

MR SAM SAMPLE
FLAT 123
123 SAMPLE STREET
THE SAMPLE HILL
SAMPLE ESTATE
SAMPLEVILLE VIC 3030

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 (AEDT) on Monday, 23 October 2023.**

Proxy Form

How to Vote on Resolutions

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 resolution. 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 a resolution your vote will be invalid on that resolution.

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.

PARTICIPATING IN THE MEETING

Corporate Representative

If a representative of a corporate securityholder or proxy is to participate in the meeting you will need to provide the appropriate "Appointment of Corporate Representative". A form may be obtained from Computershare or online at www.investorcentre.com/au and select "Printable Forms".

Lodge your Proxy Form:

XX

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: 999999

SRN/HIN: 1999999999

PIN: 99999

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.

You may elect to receive meeting-related documents, or request a particular one, in electronic or physical form and may elect not to receive annual reports. To do so, contact Computershare.

MR SAM SAMPLE
FLAT 123
123 SAMPLE STREET
THE SAMPLE HILL
SAMPLE ESTATE
SAMPLEVILLE VIC 3030

☐

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.



I 9999999999

I ND

Proxy Form

Please mark ☒ to indicate your directions

Step 1 Appoint a Proxy to Vote on Your Behalf

XX

I/We being a member/s of Helloworld Travel 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 Helloworld Travel Limited to be held as a virtual meeting on Wednesday, 25 October 2023 at 10:00am (AEDT) and at any adjournment or postponement of that meeting.

Chairman authorised to exercise undirected proxies on remuneration related resolutions: Where I/we have appointed the Chairman of the Meeting as my/our proxy (or the Chairman becomes my/our proxy by default), I/we expressly authorise the Chairman to exercise my/our proxy on Resolution 1 (except where I/we have indicated a different voting intention in step 2) even though Resolution 1 is connected directly or indirectly with the remuneration of a member of key management personnel, which includes the Chairman.

Important Note: If the Chairman of the Meeting is (or becomes) your proxy you can direct the Chairman to vote for or against or abstain from voting on Resolution 1 by marking the appropriate box in step 2.

Step 2

Resolutions

PLEASE NOTE: If you mark the **Abstain** box for a resolution, 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.

	For	Against	Abstain
1. Adoption of the Remuneration Report	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
2. Re-election of Director - Mr Garry Hounsell	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
3.0 Election of Director - Hon. Martin Pakula	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
3.1 Election of Director - Mrs Leanne Coddington	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

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

Securityholder 2

Securityholder 3

/ /

Sole Director & Sole Company Secretary

Director

Director/Company Secretary

Date

Update your communication details (Optional)

Mobile Number

Email Address

By providing your email address, you consent to receive future Notice of Meeting & Proxy communications electronically

HLO

302061A



Computershare





helloworldlimited.com.au

ABN: 60 091 214 998 ASX CODE: HLO

