



Attention: Company Announcements
Australian Securities Exchange Limited

27 April 2022

Dear Sir/Madam,

Notice of General Meeting – Adoption of a New Constitution

Attached please find the following materials related to the subject meeting to be held on Friday, 27th May 2022 at 11 am [AEST].

1. Notice of General Meeting and Virtual Meeting Online Guide
2. Chairman's Letter to Shareholders
3. Sample Proxy Form

Yours sincerely,

A handwritten signature in black ink, appearing to read "Gerhard Correa", written over a horizontal line.

Gerhard Correa
Company Secretary



NOTICE OF GENERAL MEETING

GLOBE INTERNATIONAL LIMITED ACN 007 066 033

Notice is given that a general meeting (**General Meeting**) of Globe International Limited ACN 007 066 033 (**Company**) will be held on Friday, 27 May 2022 commencing at 11 am (AEST).

In light of the current circumstances prevailing in Melbourne, Victoria relating to the COVID-19 pandemic, and in accordance with the section 253TA of the *Corporations Act 2001* (Cth) (**Corporations Act**) and *ASIC Corporations (Virtual-only Meetings) Instrument 2022/129*, the General Meeting will be held using virtual meeting technology only (i.e. online only) and, for the avoidance of doubt, the General Meeting will not be held at any physical venue.

Details on how to attend and participate in the General Meeting online are included in the Virtual Meeting Online Guide which accompanies, and forms part of, this notice (**Notice**) (and which is also available at <https://globecorporate.com/gm/>)

The only business of the General Meeting is to consider and, if thought fit, pass the resolution set out below as a special resolution. Further information in relation to the resolution set out below is included in the Explanatory Notes which accompany, and form part of, this Notice.

AGENDA

Resolution: Adoption of a new constitution

To consider and, if thought fit, to pass the following resolution as a special resolution:

"That, with effect from the close of the General Meeting, the Company adopt as its constitution the document available for inspection and signed by a director of the Company for the purposes of identification, in substitution for, and to the exclusion of, the existing constitution of the Company, which existing constitution is repealed."

Note 1: In accordance with section 136 of the Corporations Act, in order for this resolution to be effective, it needs to be passed by at least 75% of the votes cast by shareholders of the Company entitled to vote on the resolution. For further information in relation to this resolution, refer to the Explanatory Notes which accompany, and form part of, this Notice.

Note 2: A copy of the document proposed as the new constitution of the Company is available for inspection by any Shareholder at any time prior to the date of the meeting at the Company's registered office. Alternatively, you may download and inspect a copy from the Company's website at <https://globecorporate.com/gm/> or you may request a copy by calling (613) 8534 9982 in which case a copy will be sent to you free of charge.

By order of the board of directors of the Company (**Board**)

A handwritten signature in black ink, appearing to read "Gerhard Correa", written over a horizontal line.

Gerhard Correa
Company Secretary
27 April 2022

INFORMATION FOR SHAREHOLDERS

1. HOW TO PARTICIPATE IN THE GENERAL MEETING

Eligible shareholders of the Company (**Shareholders**) and eligible proxyholders (**Proxyholders**) are invited to attend and participate in the General Meeting online, using the Company's online platform for the General Meeting, by taking the following steps:

- enter <https://meetings.linkgroup.com/GLBGM22> to a web browser on your computer or other online device (such as a smartphone or tablet);
- provide your details, in order to be verified as a Shareholder or Proxyholder:
 - Shareholders will need their Shareholder Reference Number (SRN) or Holder Identification Number (HIN) and their postcode or country details where relevant; and
 - Proxyholders will need their proxy code which Link Market Services Limited will provide, the day prior to the General Meeting; and
- wait for the General Meeting to commence.

Further information on how to attend and participate in the General Meeting online (including how to vote and ask questions online during the General Meeting) is set out in this Notice and the Virtual Meeting Online Guide, which accompanies, and forms part of, this Notice (and which is also available at <https://globecorporate.com/gm/> . It is recommended that you test access to the Company's online platform for the General Meeting on your computer or other online device (such as a smartphone or tablet) prior to the scheduled commencement of the General Meeting; and that you log in to the Company's online platform for the General Meeting at least 15 minutes prior to the scheduled start time for the General Meeting.

2. VOTING

The resolution to be considered at the General Meeting will be decided on a poll (and not on a show of hands). Shareholders may vote on the resolution to be considered at the General Meeting by either:

- voting online, by using the Company's online platform for the General Meeting; or
- appointing a proxy, who may (on their behalf) attend and participate in the General Meeting online, using the Company's online platform for the General Meeting.

Online voting will be open between the commencement of the General Meeting at 11 am (AEST) on Friday, 27 May 2022 and the time at which the chair of the General Meeting announces voting closure. More information about online attendance and participation in the General Meeting is available in the Virtual Online Meeting Guide.

In accordance with regulation 7.11.37 of the *Corporations Regulations 2001* (Cth), the Board has determined that persons who are registered holders of shares in the Company as at 7.00pm (AEST), on Wednesday, 25 May 2022 will be entitled to attend and vote on the resolution to be considered at the General Meeting.

3. PROXIES

A Shareholder who is entitled to attend and vote at the General Meeting may appoint a proxy to attend and vote at the General Meeting on their behalf. A proxy need not be a Shareholder and can be either an individual or a body corporate. Should you appoint a body corporate as your proxy, that body corporate will need to ensure that it:

- appoints an individual as its corporate representative to exercise any of the powers the body corporate may exercise at general meetings of the Company, in accordance with section 250D of the Corporations Act; and
- provides satisfactory evidence of the appointment of its corporate representative prior to commencement of the General Meeting.

If satisfactory evidence of appointment as a corporate representative is not received by the Company before the General Meeting, then, the body corporate (through its corporate representative) will not be permitted to act as your proxy.

If a Shareholder is entitled to cast two or more votes at the General Meeting, it may appoint two proxies and may specify the proportion or number of votes each proxy is appointed to exercise. If the proxy appointments do not specify the proportion or number of the Shareholder's votes that each proxy may exercise, each proxy may exercise half of the Shareholder's votes.

The proxy form (and, if the appointment is signed by the appointer's attorney, the authority under which it was signed or a certified copy of the authority) must be received by the Company's share registry, Link Market Services Limited by 11am (AEST) on Wednesday, 25 May 2022.

Instructions for completing the proxy form are outlined on the proxy form. The completed proxy form may be returned by:

- posting it in the reply-paid envelope provided;
- posting it to Globe International Limited c/- Link Market Services Limited, Locked Bag A14, Sydney South NSW 1235;
- faxing it to Link Market Services Limited on +61 2 9287 0309;
- hand delivering it to Link Market Services Limited, Level 12, 680 George Street, Sydney, NSW 2000 during business hours of 9.00am – 5.00pm (Sydney time) subject to public health orders and restrictions;
- lodging it online at linkmarketservices.com.au in accordance with the instructions provided on the website. You will need your HIN or SRN to lodge your proxy form online.

If a Shareholder appointing a proxy directs the proxy how to vote on the resolution to be considered at the General Meeting, the proxy may only vote on the resolution in accordance with that direction. If a Shareholder appointing a proxy does not direct the proxy how to vote on the resolution to be considered at the General Meeting, the proxy may vote on the resolution how he/she thinks fit.

The Company's constitution provides that where the appointment of a proxy has not named the proxy or proxies in whose favour it is given, the chair of the General Meeting may either act as proxy or complete the instrument of proxy by inserting the name or names of one or more directors or secretary of the Company.

If a Shareholder appoints the Chair of the General Meeting as the Shareholder's proxy and does not specify how the Chair of the General Meeting is to vote on the resolution to be considered at the General Meeting, the Chair of the General Meeting will vote, as a proxy for that Shareholder, in favour of the resolution.

Link Market Services Limited will contact Proxyholders via email on the day prior to the General Meeting to provide them with the proxy code that they will need to attend and participate in the General Meeting online, using the Company's online platform for the General Meeting.

4. CORPORATE REPRESENTATIVES

A Shareholder that is a body corporate may appoint an individual to act as its representative in accordance with section 250D of the Corporations Act, in which case, the Company will require a certificate appointing the corporate representative to be executed in accordance with the Corporations Act. The certificate must be lodged with the Company before the General Meeting. The Company will retain the certificate.

5. GENERAL MEETING CONSIDERATIONS AND SHAREHOLDER QUESTIONS

A discussion will be held on the one resolution to be considered at the General Meeting.

All shareholders will have a reasonable opportunity to ask questions during the General Meeting via the Company's online platform for the General Meeting, or orally by using the phone dial-in facility. Please refer to the attached Virtual Meeting Online Guide for further details.

To ensure an orderly conduct of the General Meeting, Shareholders are requested to observe the following protocols:

- all Shareholder questions should be stated clearly and should be relevant to the business of the General Meeting;
- if a Shareholder has more than one question, all questions should be asked at the one time; and
- Shareholders should not ask questions at the General Meeting regarding personal matters or those that are commercial in confidence.

Shareholders who prefer to register questions in advance of the General Meeting are encouraged to do so. Written questions must be received by the Company by 5 pm (AEST) on Wednesday, 25 May 2022, and can be submitted by:

- email to: investor.relations@globeintltd.com with the subject line of 'General Meeting - questions' and clearly stating the shareholder's full name and address;
- posting it to Globe International Limited, 1 Fennell Street, Port Melbourne Vic 3207, Australia marked to the attention of 'The Company Secretary' with the subject line of 'General Meeting - questions' and clearly stating the shareholders full name and address.

6. EXPLANATORY NOTES

These Explanatory Notes have been prepared for the information of Shareholders in connection with the resolution to be considered at the General Meeting to be held at 11 am (AEST) on Friday, 27 May 2022. These Explanatory Notes form part of the Notice and should be read together with the Notice.

The Company's existing constitution was adopted in or around December 2000 (**Existing Constitution**). As there have been a large number of developments in law, corporate governance principles, terminology and general corporate and commercial practices for ASX listed companies since the adoption of the Existing Constitution, the Company is proposing to adopt a new constitution (**New Constitution**) in substitution for, and to the exclusion of, the Existing Constitution, which is proposed to be repealed.

Notably, the Corporations Act was recently amended to enable, among other things, companies to use technology to hold general meetings, execute documents, and sign and distribute meeting-related documents. The amendments to the Corporations Act include provisions to:

- allow shareholders to elect to receive certain documents in their preferred format, that is to say, to elect to receive certain documents electronically or to receive physical copies (or to elect not to be sent an annual report or certain other prescribed documents);
- give companies the option to hold 'hybrid' general meetings and, if the constitution of a company allows, to hold general meetings using 'virtual meeting technology' (as that term is defined in the Corporations Act) only. In this respect, clause 36 of the New Constitution contemplates that general meetings of the Company may be held at one or more physical venues, at one or more physical venues and using 'virtual meeting technology' or using 'virtual meeting technology' only;
- make it clear that shareholders, as a whole, must be given a reasonable opportunity to participate in general meetings, including by being given the opportunity to ask questions and make comments orally, including at a general meeting that is held using 'virtual meeting technology' only; and
- require all substantive resolutions to be considered at general meetings to be determined by voting on a poll rather than by a show of hands.

The New Constitution is consistent with these recent amendments to the Corporations Act.

Many of the other proposed differences between the Existing Constitution and the New Constitution are administrative or relatively minor in nature. An overview of the material differences between the Existing Constitution and the New Constitution is set out below.

Joint holders of shares

Consistent with recent regulatory developments, clause 9 of the New Constitution contemplates that the Company is not bound to register more than four persons as joint holders of a share.

Class rights

The provisions in the New Constitution that relate to a variation of rights attaching to different classes of shares (and meetings of Shareholders holding different classes of shares) are generally consistent with the equivalent provisions in the Existing Constitution, however:

- clause 11.1 of the New Constitution contemplates that the rights attached to any class of shares may be varied in accordance with the Corporations Act, whereas clause 8.1 of the Existing Constitution contemplates that such rights may be varied in accordance with the relevant provisions in the Existing Constitution (which require the written consent of the holders of 75% of the shares of the class; or a special resolution passed at a separate general meeting of the holders of shares of the class);
- clause 11.2 of the New Constitution sets out certain rules that apply to meetings of Shareholders holding different classes of shares (i.e. class meetings) and contemplates that a quorum for a class meeting is any two Shareholders holding shares in the class (unless there is only one Shareholder holding shares in the class, in which event, a quorum is that Shareholder), whereas clause 8.2(a) of the Existing Constitution contemplates that a quorum is two persons holding or representing by proxy at least one-third of the shares of the class; and
- clause 11.3 of the New Constitution contemplates that the rights conferred on the holders of any class of shares are taken as not having been varied by the creation or issue of further shares ranking equally with them.

Non-marketable parcels, calls, lien and forfeiture

The provisions in the New Constitution relating to the sale of non-marketable parcels of shares, 'calls', forfeiture of shares and the Company's 'lien' over shares (i.e. clauses 12 – 23, inclusive, in the New Constitution) are generally consistent with the equivalent provisions in the Existing Constitution, however, a number of these provisions have been updated, including to ensure they more closely align with the requirements of the ASX Listing Rules.

Proportional takeover approval provisions

Unlike the Existing Constitution, the New Constitution does not include provisions that specifically relate to a 'Proportional Takeover Bid' (as defined in the Existing Constitution). Under section 648G of the Corporations Act, proportional takeover approval provisions that are included in a company's constitution cease to apply after 3 years (or a shorter period in certain circumstances), unless those provisions are renewed with shareholder approval in accordance with the Corporations Act. In this context, and having regard to a number of other factors, the Company does not consider that it is necessary for the New Constitution to include proportional takeover approval provisions.

General meetings

In addition to the changes described above in relation to the way in which general meetings may be held (and the way in which resolutions considered at general meetings are to be decided), the New Constitution incorporates a number of other changes to assist with the orderly conduct of general meetings.

Provisions relating to directors of the Company (Directors)

The Existing Constitution requires one third of the board of Directors to stand for election at each annual general meeting, however, for consistency with the ASX Listing Rules, the New Constitution does not include this requirement and instead contemplates that no Director, who is not the 'Managing Director', may hold office for a continuous period in excess of three years or until the third annual general meeting following the Director's appointment or election, whichever is the longer, without submitting for re-election.

Under clause 65 of the New Constitution, a person is eligible for election as a Director at a general meeting, if:

- the person is in office as a Director immediately before the general meeting;
- the person has been nominated by the Directors for election at that general meeting;
- where the person is a Shareholder, the person has, at least 35 business days but no more than 90 business days before the general meeting, given the Company a notice signed by the person stating the person's desire to be a candidate for election at the general meeting; or
- where the person is not a Shareholder, a Shareholder intending to nominate the person for election at the general meeting has, at least 35 business days but no more than 90 business days before the general meeting, given the Company a notice signed by the Shareholder stating the Shareholder's intention to nominate the person for election, and a notice signed by the person stating the person's consent to the nomination.

The provisions in the New Constitution relating to the remuneration of Directors are generally consistent with the equivalent provisions in the Existing Constitution; and the aggregate maximum remuneration amount that, under clause 67.1 of the New Constitution, the Company is permitted to pay to non-executive Directors is the current amount that has been approved by Shareholders. Clause 67.2 of the New Constitution clarifies that superannuation contributions made to comply with superannuation guarantee legislation are included in the aggregate maximum remuneration amount; but any insurance premiums paid, or agreed to be paid, for a Director in accordance with the New Constitution are excluded.

The New Constitution incorporates a number of changes that are intended to facilitate the efficient conduct of meetings of Directors (including by using appropriate 'virtual meeting technology') and the passing of resolutions by Directors (including written resolutions). More specifically (and without limitation), to provide the Directors with additional flexibility, under the New Constitution, the circumstances in which the Directors may pass resolutions without a board meeting being held have been expanded.

Dividends

The Existing Constitution includes, in some cases, separate references to interim and final dividends and adopts a range of terminology to describe how the Company pays dividends. Clauses 90 – 101 (inclusive) of the New Constitution harmonise these provisions and adopt the generic term 'dividend' to avoid any potential technical distinctions in terminology. Clause 98 of the New Constitution also introduces scope for the Company to reinvest unclaimed dividends (and other amounts), for the benefit of the relevant shareholder, into shares, after a period of time has elapsed. The equivalent provision in the Existing Constitution (i.e. clause 93 of the Existing Constitution) provides that unclaimed dividends can be used for the benefit of the Company until such time as they are claimed or are otherwise required to be dealt with in accordance with any law relating to unclaimed money.

Power of the Directors

Clause 89.2 of the Existing Constitution provides (among other things) that the Directors have the power to resolve any difficulty that arises in relation to the payment of a dividend by way of a distribution of specific assets from the Company to Shareholders. Clause 97 of the New Constitution expands this provision, so that it applies to all dividends (i.e. not just a dividend the payment of which is to be satisfied through the distribution of specific assets), capital returns and certain other amounts payable by the Company. In this context, and consistent with market practice, clause 97 of the New Constitution includes a more expanded set of 'ancillary' powers that may be exercised by the Directors to facilitate a dividend, capital return and certain other payments. In particular, clause 97 of the New Constitution contemplates (among other things) that, if the Company distributes, transfers or issues to Shareholders shares, debentures or securities in the Company or another body corporate, the Shareholders appoint the

Company as its agent to do anything necessary, desirable or expedient to give effect to that distribution, transfer or issue, including executing documents for and on behalf of Shareholders and agreeing on behalf of Shareholders to become a member, holder of shares, holder of debentures or holder of securities of the Company or that other body corporate.

Restricted securities

In certain circumstances, ASX Listing Rule 15.12 requires a listed company to include specific language in its constitution regarding 'restricted securities'. Although the Company does not currently have any 'restricted securities' on issue,] clause 27 of the New Constitution has been included for consistency with the requirements of ASX Listing Rule 15.12.

Notice

Clause 102 of the New Constitution, relating to the provision of notices to Shareholders, adopts a standard ASX listed company approach to shareholder notices, simplifies administration and is consistent with the recent changes to the Corporations Act (described above).

General updates

Provisions in the Existing Constitution which were outdated, or which restated provisions in the Corporations Act or requirements of the ASX Listing Rules, have been restated or removed to simplify the document and minimise the need for further updates, in the event of any legislative or regulatory changes in the future. In addition, the New Constitution adopts the terminology now contained in the Corporations Act, the ASX Listing Rules and ASX Settlement Operating Rules.

Virtual Meeting Online Guide

Before you begin

Ensure your browser is compatible. Check your current browser by going to the website: **whatismybrowser.com**

Supported browsers are:

- Chrome – Version 44 & 45 and after
- Firefox – 40.0.2 and after
- Safari – OS X v10.9 & OS X v10.10 and after
- Internet Explorer – 11 and up
- Microsoft Edge – 92.0 and after

To attend and vote you must have your shareholder number and postcode.

Appointed Proxy: Your proxy number will be provided by Link before the meeting.

Please make sure you have this information before proceeding.

Virtual Meeting Online Guide

Step 1

Open your web browser and go to <https://meetings.linkgroup.com/GLBGM22>

Step 2

Log in to the portal using your full name, mobile number, email address, and participant type.

Please read and accept the terms and conditions before clicking on the blue **'Register and Watch Meeting'** button.

- On the left – a live webcast of the Meeting starts automatically once the meeting has commenced. If the webcast does not start automatically please press the play button and ensure the audio on your computer or device is turned on.
- On the right – the presentation slides that will be addressed during the Meeting
- At the bottom – buttons for 'Get a Voting Card', 'Ask a Question' and a list of company documents to download

Note: If you close your browser, your session will expire and you will need to re-register. If using the same email address, you can request a link to be emailed to you to log back in.

1. Get a Voting Card

To register to vote – click on the 'Get a Voting Card' button.

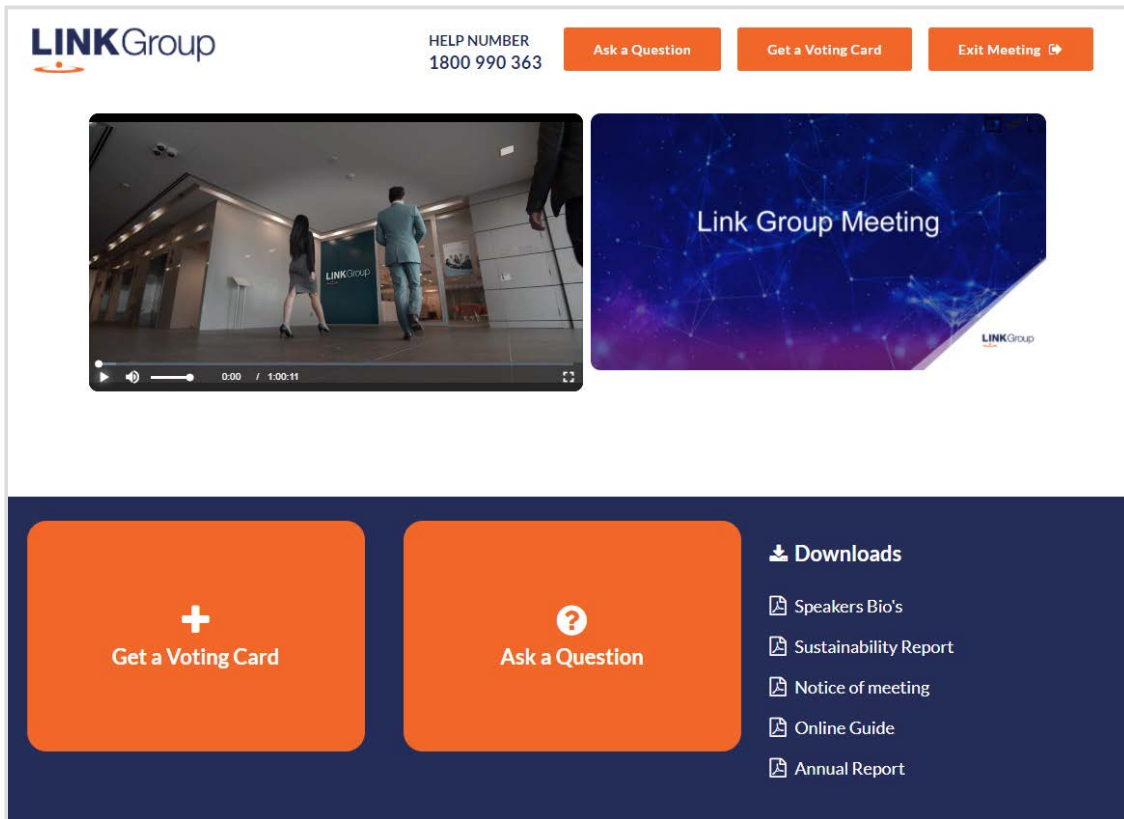
This will bring up a box which looks like this.

If you are an individual or joint shareholder you will need to register and provide validation by entering your shareholder number and postcode.

If you are an appointed Proxy, please enter the Proxy Number issued by Link in the PROXY DETAILS section. Then click the **'SUBMIT DETAILS AND VOTE'** button.

Once you have registered, your voting card will appear with all of the resolutions to be voted on by shareholders at the Meeting (as set out in the Notice of Meeting). You may need to use the scroll bar on the right hand side of the voting card to view all resolutions.

Shareholders and proxies can either submit a Full Vote or Partial Vote.



Full Votes

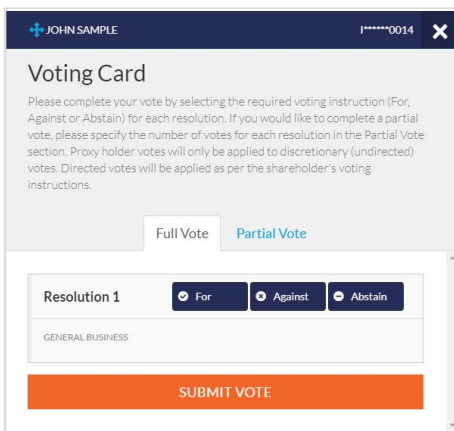
To submit a full vote on a resolution ensure you are in the **'Full Vote'** tab. Place your vote by clicking on the **'For'**, **'Against'**, or **'Abstain'** voting buttons.

Partial Votes

To submit a partial vote on a resolution ensure you are in the **'Partial Vote'** tab. You can enter the number of votes (for any or all) resolution/s. The total amount of votes that you are entitled to vote for will be listed under each resolution. When you enter the number of votes it will automatically tally how many votes you have left.

Note: If you are submitting a partial vote and do not use all of your entitled votes, the un-voted portion will be submitted as No Instruction and therefore will not be counted.

Once you have finished voting on the resolutions scroll down to the bottom of the box and click on the **'Submit Vote'** or **'Submit Partial Vote'** button.



Note: You can close your voting card without submitting your vote at any time while voting remains open. Any votes you have already made will be saved for the next time you open up the voting card. The voting card will appear on the bottom left corner of the webpage. The message **'Not yet submitted'** will appear at the bottom of the page.

You can edit your voting card at any point while voting is open by clicking on **'Edit Card'**. This will reopen the voting card with any previous votes made.

At the conclusion of the Meeting a red bar with a countdown timer will appear at the top of the Webcast and Slide windows advising the remaining voting time. Please make any changes and submit your voting cards.

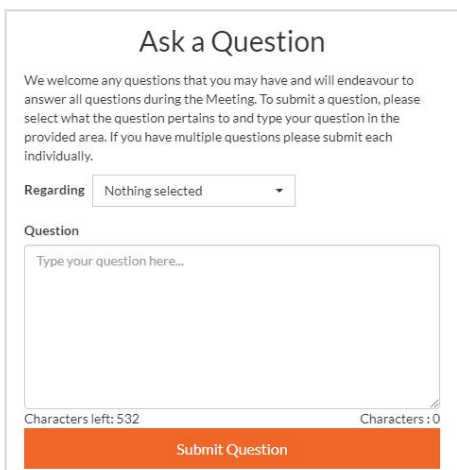
Once voting has been closed all submitted voting cards cannot be changed.

2. How to ask a question

Note: Only verified shareholders, Proxyholders and Company Representatives are eligible to ask questions.

If you have yet to obtain a voting card, you will be prompted to enter your shareholder number or proxy details before you can ask a question. To ask a question, click on the 'Ask a Question' button either at the top or bottom of the webpage.

The 'Ask a Question' box will then pop up with two sections for completion.



The 'Ask a Question' form is titled 'Ask a Question'. It contains a welcome message: 'We welcome any questions that you may have and will endeavour to answer all questions during the Meeting. To submit a question, please select what the question pertains to and type your question in the provided area. If you have multiple questions please submit each individually.' Below this is a 'Regarding' dropdown menu with 'Nothing selected' chosen. A 'Question' section contains a text input field with the placeholder 'Type your question here...'. At the bottom, it shows 'Characters left: 532' and 'Characters: 0', followed by a red 'Submit Question' button.

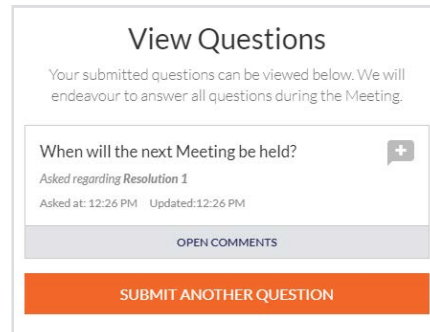
In the 'Regarding' section click on the drop down arrow and select the category/resolution for your question.

Click in the 'Question' section and type your question and click on 'Submit'.

A 'View Questions' box will appear where you can view your questions at any point. Only you can see the questions you have asked.

If your question has been answered and you would like to exercise your right of reply, you can submit another question.

Note that not all questions are guaranteed to be answered during the Meeting, but we will do our best to address your concerns.



The 'View Questions' box is titled 'View Questions' and contains the text: 'Your submitted questions can be viewed below. We will endeavour to answer all questions during the Meeting.' Below this is a question card for 'When will the next Meeting be held?'. The card includes 'Asked regarding Resolution 1', 'Asked at: 12:26 PM', and 'Updated: 12:26 PM'. There is a red '+ Comments' button and a grey 'OPEN COMMENTS' button. At the bottom is a red 'SUBMIT ANOTHER QUESTION' button.

3. Downloads

View relevant documentation in the Downloads section.

4. Voting closing

Voting will end 5 minutes after the close of the Meeting.

At the conclusion of the Meeting a red bar with a countdown timer will appear at the top of the Webcast and Slide screens advising the remaining voting time. If you have not submitted your vote, you should do so now.

5. Phone Participation

What you will need

- a) Land line or mobile phone
- b) The name and shareholder number of your holding/s
- c) To obtain your unique PIN, please contact Link Market Services on +61 1800 990 363 by 5:00pm (AEST) on Wednesday, 25 May 2022

Joining the Meeting via Phone

Step 1

From your land line or mobile device, call: +61 1800 870 861 (within Australia) or +61 2 9189 8866 (from Overseas)

Step 2

You will be greeted with a welcome message and provided with instructions on how to participate in the Meeting. Please listen to the instructions carefully.

At the end of the welcome message you will be asked to provide your PIN by the moderator. This will verify you as a shareholder and allow you to ask a question on the resolutions at the Meeting.

Step 3

Once the moderator has verified your details you will be placed into a waiting room where you will hear music playing.

Note: If your holding cannot be verified by the moderator, you will attend the Meeting as a visitor and will not be able to ask a question.

Step 4

At the commencement of the Meeting, you will be admitted to the Meeting where you will be able to listen to proceedings.

Asking a Question

Step 1

When the Chairman calls for questions or comments on each item of business, **press *1** on your keypad for the item of business that your questions or comments relates to. If at any time you no longer wish to ask a question or make a comment, you can lower your hand by **pressing *2** on your keypad.

Step 2

When it is time to ask your question or make your comment, the moderator will introduce you to the meeting. Your line will be unmuted and you will be prompted to speak. If you have also joined the Meeting online, please mute your laptop, desktop, tablet or mobile device before you speak to avoid technical difficulties for you and other shareholders.

Step 3

Your line will be muted once your question or comment has been asked / responded to

Contact us

Australia

T +61 1800 990 363

E info@linkmarketservices.com.au



27 April 2022

Dear Shareholder,

Subject: Globe International Limited (“Globe”) – General Meeting

I invite you to attend Globe’s General Meeting to be held on Friday, 27 May 2022 at 11 am (AEST) by logging online through the internet on <https://meetings.linkgroup.com/GLBGM22>. Registration commences at 10.30 am (AEST) on Friday, 27 May 2022. The single item of business for this meeting relates to the adoption of a new constitution for Globe.

In light of the current circumstances prevailing in Melbourne, Victoria relating to the COVID-19 pandemic, and in accordance with the section 253TA of the *Corporations Act 2001* (Cth) (**Corporations Act**) and *ASIC Corporations (Virtual-only Meetings) Instrument 2022/129*, the General Meeting will be held using virtual meeting technology only (i.e. online only) and, for the avoidance of doubt, the General Meeting will not be held at any physical venue.

The virtual meeting will provide all our Shareholders with the ability to join the meeting regardless of location, and fully participate in the entire proceedings of the meeting, including voting online on the single resolution as well as asking questions on the item of business put to the meeting.

In accordance with the *Corporations Amendment (Meetings and Documents) Act 2022* physical copies of Globe’s Notice of General Meeting will not be dispatched to Shareholders and will only be made available online at <https://globecorporate.com/gm/> with all other information and instructions necessary for Shareholders to join the meeting. Shareholders are requested to read these documents carefully. Importantly, Shareholders are requested to have their Shareholder number and the postcode or country details where relevant for their shareholding handy, as without these details they will be unable to attend the meeting online.

For those Shareholders who have not elected to receive notices by email, a copy of this letter and a personalised proxy form have been posted to them today.

Yours sincerely,

A handwritten signature in black ink, appearing to read "William Crothers".

William Crothers
Chairman

Enclosure: General Meeting proxy form

LODGE YOUR VOTE

-  **ONLINE**
www.linkmarketservices.com.au
-  **BY MAIL**
Globe International Limited
C/- Link Market Services Limited
Locked Bag A14
Sydney South NSW 1235 Australia
-  **BY FAX**
+61 2 9287 0309
-  **BY HAND**
Link Market Services Limited
Level 12, 680 George Street, Sydney NSW 2000
-  **ALL ENQUIRIES TO**
Telephone: 1300 554 474 Overseas: +61 1300 554 474



X99999999999

PROXY FORM

I/We being a member(s) of Globe International Limited and entitled to attend and vote hereby appoint:

APPOINT A PROXY

the Chairman of the Meeting (mark box)

OR if you are **NOT** appointing the Chairman of the Meeting as your proxy, please write the name and email of the person or body corporate you are appointing as your proxy. An email will be sent to your appointed proxy with details on how to access the virtual meeting.

Name

Email

or failing the person or body corporate named, or if no person or body corporate is named, the Chairman of the Meeting, as my/our proxy to act on my/our behalf (including to vote in accordance with the following directions or, if no directions have been given and to the extent permitted by the law, as the proxy sees fit) at the General Meeting of the Company to be held at **11:00am (AEST) on Friday, 27 May 2022** (the Meeting) and at any postponement or adjournment of the Meeting.

The Meeting will be conducted as a virtual meeting and you can participate by logging in online at <https://meetings.linkgroup.com/GLBGM22> (refer to details in the Virtual Meeting Online Guide).

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

VOTING DIRECTIONS

Proxies will only be valid and accepted by the Company if they are signed and received no later than 48 hours before the Meeting.

Please read the voting instructions overleaf before marking any boxes with an .

Resolutions

For Against Abstain*

1 Adoption of a new constitution

<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
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* If you mark the Abstain box for a particular Item, you are directing your proxy not to vote on your behalf or on a poll and your votes will not be counted in computing the required majority on a poll.

SIGNATURE OF SHAREHOLDERS – THIS MUST BE COMPLETED

Shareholder 1 (Individual)

Joint Shareholder 2 (Individual)

Joint Shareholder 3 (Individual)

Sole Director and Sole Company Secretary

Director/Company Secretary (Delete one)

Director

This form should be signed by the shareholder. If a joint holding, either shareholder may sign. If signed by the shareholder's attorney, the power of attorney must have been previously noted by the registry or a certified copy attached to this form. If executed by a company, the form must be executed in accordance with the company's constitution and the *Corporations Act 2001* (Cth).



HOW TO COMPLETE THIS SHAREHOLDER PROXY FORM

YOUR NAME AND ADDRESS

This is your name and address as it appears on the Company's share register. If this information is incorrect, please make the correction on the form. Shareholders sponsored by a broker should advise their broker of any changes. **Please note: you cannot change ownership of your shares using this form.**

APPOINTMENT OF PROXY

If you wish to appoint the Chairman of the Meeting as your proxy, mark the box in Step 1. If you wish to appoint someone other than the Chairman of the Meeting as your proxy, please write the name of that individual or body corporate in Step 1. A proxy need not be a shareholder of the Company.

DEFAULT TO CHAIRMAN OF THE MEETING

Any directed proxies that are not voted on a poll at the Meeting will default to the Chairman of the Meeting, who is required to vote those proxies as directed. Any undirected proxies that default to the Chairman of the Meeting will be voted according to the instructions set out in this Proxy Form.

VOTES ON ITEMS OF BUSINESS – PROXY APPOINTMENT

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

APPOINTMENT OF A SECOND PROXY

You are entitled to appoint up to two persons as proxies to attend the Meeting and vote on a poll. If you wish to appoint a second proxy, an additional Proxy Form may be obtained by telephoning the Company's share registry or you may copy this form and return them both together.

To appoint a second proxy you must:

- on each of the first Proxy Form and the second Proxy Form state the percentage of your voting rights or number of shares 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; and
- return both forms together.

SIGNING INSTRUCTIONS

You must sign this form as follows in the spaces provided:

Individual: where the holding is in one name, the holder must sign.

Joint Holding: where the holding is in more than one name, either shareholder may sign.

Power of Attorney: to sign under Power of Attorney, you must lodge the Power of Attorney with the registry. If you have not previously lodged this document for notation, 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 indicate the office held by signing in the appropriate place.

CORPORATE REPRESENTATIVES

If a representative of the corporation is to attend the Meeting virtually the appropriate "Certificate of Appointment of Corporate Representative" must be received at registrars@linkmarketservices.com.au prior to admission in accordance with the Notice of General Meeting. A form of the certificate may be obtained from the Company's share registry or online at www.linkmarketservices.com.au.

LODGEMENT OF A PROXY FORM

This Proxy Form (and any Power of Attorney under which it is signed) must be received at an address given below by **11:00am (AEST) on Wednesday, 25 May 2022**, being not later than 48 hours before the commencement of the Meeting. Any Proxy Form received after that time will not be valid for the scheduled Meeting.

Proxy Forms may be lodged using the reply paid envelope or:



ONLINE

www.linkmarketservices.com.au

Login to the Link website using the holding details as shown on the Proxy Form. Select 'Voting' and follow the prompts to lodge your vote. To use the online lodgement facility, shareholders will need their "Holder Identifier" - Securityholder Reference Number (SRN) or Holder Identification Number (HIN).



BY MOBILE DEVICE

Our voting website is designed specifically for voting online. You can now lodge your proxy by scanning the QR code adjacent or enter the voting link www.linkmarketservices.com.au into your mobile device. Log in using the Holder Identifier and postcode for your shareholding.

QR Code



To scan the code you will need a QR code reader application which can be downloaded for free on your mobile device.



BY MAIL

Globe International Limited
C/- Link Market Services Limited
Locked Bag A14
Sydney South NSW 1235
Australia



BY FAX

+61 2 9287 0309



BY HAND

delivering it to Link Market Services Limited*
Level 12
680 George Street
Sydney NSW 2000

*During business hours Monday to Friday (9:00am - 5:00pm)