

# Annual General Meeting

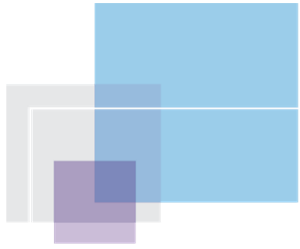
20 February 2014

*Ruralco*  
HOLDINGS LIMITED



LOCAL SERVICE. NATIONAL STRENGTH

CELEBRATING THE PAST. BUILDING THE FUTURE



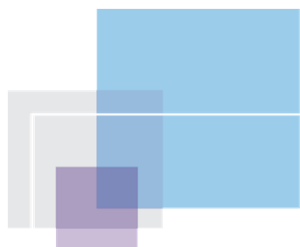
# Business of the Meeting

## Ordinary Business

### 1. Financial Report

To receive and consider the Annual Financial Report of the Company and its controlled entities for the financial year ended 30 September 2014 including the report of the Directors, Directors' Declaration and Independent Auditors Report.

Questions in relation to the reports?



# Business of the Meeting

## 2. Adoption of the Remuneration Report for the Year ended 30 September 2014

To consider and, if thought fit, pass the following non-binding resolution as an advisory resolution:-

“That the Remuneration Report for the year ended 30 September 2014 (set out on pages 24-41 of the Ruralco Group Annual Report 2014) be adopted.”

- |                              |                   |
|------------------------------|-------------------|
| • Proxies received in favour | <b>22,526,867</b> |
| • Proxies received against   | <b>379,882</b>    |
| • Undirected proxies         | <b>1,021,335</b>  |



# Business of the Meeting

## 3. Re-election of Directors

### (a) Richard England

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

“That Richard England, who retires by rotation in accordance with clause 20.2 of the Company’s Constitution, being eligible, is re-elected as a Director of the Company.”

Information about Mr England appears in Section 3(a) of the Explanatory Notes to the Notice of Meeting.

- |                              |                   |
|------------------------------|-------------------|
| • Proxies received in favour | <b>22,344,239</b> |
| • Proxies received against   | <b>708,095</b>    |
| • Undirected proxies         | <b>1,021,690</b>  |



# Business of the Meeting

## **(b) Michael Millner**

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

“That Michael Millner, who retires by rotation in accordance with clause 20.2 of the Company’s Constitution, being eligible, is re-elected as a Director of the Company.”

Information about Mr Millner appears in Section 3(b) of the Explanatory Notes to the Notice of Meeting.

- |                              |                   |
|------------------------------|-------------------|
| • Proxies received in favour | <b>22,676,877</b> |
| • Proxies received against   | <b>368,415</b>    |
| • Undirected proxies         | <b>1,029,152</b>  |



# Business of the Meeting

## **(c) Ross Burney**

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

“That Ross Burney, who retires in accordance with clause 19.4 of the Company’s Constitution, being eligible and offering himself for election, is elected as a Director of the Company.”

Information about Mr Burney appears in Section 3(c) of the Explanatory Notes to the Notice of Meeting.

- |                              |                   |
|------------------------------|-------------------|
| • Proxies received in favour | <b>22,858,411</b> |
| • Proxies received against   | <b>189,099</b>    |
| • Undirected proxies         | <b>1,027,108</b>  |



# Business of the Meeting

## **(d) Elizabeth Johnstone**

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

“That Elizabeth Johnstone, who retires in accordance with clause 19.4 of the Company’s Constitution, being eligible and offering herself for election, is elected as a Director of the Company.”

Information about Ms Johnstone appears in Section 3(d) of the Explanatory Notes to the Notice of Meeting.

- |                              |                   |
|------------------------------|-------------------|
| • Proxies received in favour | <b>22,660,337</b> |
| • Proxies received against   | <b>377,791</b>    |
| • Undirected proxies         | <b>1,029,152</b>  |



# Business of the Meeting

## **(e) Trudy Vonhoff**

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

“That Trudy Vonhoff, who retires in accordance with clause 19.4 of the Company’s Constitution, being eligible and offering herself for election, is elected as a Director of the Company.”

Information about Ms Vonhoff appears in Section 3(e) of the Explanatory Notes to the Notice of Meeting.

- |                              |                   |
|------------------------------|-------------------|
| • Proxies received in favour | <b>22,679,815</b> |
| • Proxies received against   | <b>339,850</b>    |
| • Undirected proxies         | <b>1,031,652</b>  |