

**Cash Converters International
Limited**

ABN 39 069 141 546

**Notice of
2022 Annual General Meeting,**

**Tuesday, 25 October 2022
Commencing at 8:00am (Western Standard Time)**



Dear Shareholder

You are invited to attend the 2022 Annual General Meeting (“Meeting” or “AGM”) of Cash Converters International Limited (“Company”) which will be held as a virtual meeting on Tuesday, 25 October 2022 at 8:00am (WST).

Shareholders will be able to participate in the AGM in real time through the Computershare Meeting Platform that allows shareholders to view and listen to the Meeting, submit questions and vote while the Meeting is in progress. Visitors to the Meeting will be able to listen to the Meeting via the Computershare Meeting Platform but will not have access to vote or ask questions.

Shareholders can participate in the Meeting online with the following details:

Online Meeting URL: <https://meetnow.global/MTNFTJT>

Unique Meeting ID: MTNFTJT

If you are planning to participate in the Meeting using the online platform referred to above, we encourage you to submit a proxy and any questions ahead of the meeting.

Shareholders can lodge their proxy online at <https://www.investorvote.com.au/Login> (Control Number: 181310) or complete and return a hard-copy proxy form by 8:00am (WST) on Sunday, 23 October 2022, being not less than 48 hours before the commencement of the Meeting. Any proxy voting instructions received after that time will not be valid for the Meeting. Hard copy proxy forms can be obtained by contacting Computershare on 1300 653 310 (within Australia) or +61 3 9415 4000 (outside Australia).

Shareholders are also invited to submit questions ahead of the Meeting by sending an email to info@cashconverters.com - questions must be submitted by 5:00pm (WST) on Tuesday, 18 October 2022.

On behalf of the Board, we look forward to welcoming you to the Company’s 2022 AGM.

Yours sincerely

Leslie Crockett

Company Secretary

Shareholders Rights – Receiving Documents

Shareholders can choose to receive documents relating to their shareholding – such as dividend statements, the company's annual report, or notice of meeting – electronically or in paper copy.

Use Computershare [EasyUpdate](#) to change your communication preferences or contact Computershare (using the details below), and access [InvestorCentre](#) for any other shareholder services. When you use Easy Update or contact Computershare you will need your Security Reference Number (SRN) or your Holder Identification Number (HIN) and your postcode. Both numbers are on your Issuer Sponsored/CHESS statements.

Information relating to notices of meeting and annual reports

Notices of meeting

Following the passing of the Corporations Amendment (Meetings and Documents) Act 2022 in February 2022, Cash Converters International Limited will now issue notices of annual and general meetings electronically where a shareholder has provided a valid email address or has not made an election, unless the shareholder has elected to receive a paper copy of these documents.

If you wish to receive paper copies of notices of meeting, please update your preferences using EasyUpdate or contact Computershare. Alternatively, if you currently receive paper copies of notices of meeting and would prefer to receive them electronically, you can also update your preferences using the same process.

Annual reports

Shareholders can also elect not to receive an annual report. If you choose not to receive an annual report you can access it on our website at <https://www.cashconverters.com/investor-centre/annual-reports>

Computershare Contact Details

Telephone: 1300 850 505 (within Australia) or +61 3 9415 4000 (overseas)

Email: web.queries@computershare.com.au

Website: www.computershare.com/au

Postal Address: Computershare Investor Services Pty Limited, GPO Box 2975, Melbourne VIC 3001 AUSTRALIA

How to participate in the 2022 AGM

Watch and participate live online

Shareholders and proxyholders can watch, vote, make comments and submit questions during the AGM via the online platform. To participate in the meeting, you can log in by entering the following URL in your browser, tablet or smartphone. Online registrations will open 30 minutes before the meeting.

Meeting URL: <https://meetnow.global/MTNFTJT>

To make the registration process quicker, please have your SRN/HIN and registered postcode or country code ready. Proxyholders 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. Click on 'Join Meeting Now'.
2. Enter your SRN/HIN. Proxyholders will need to contact Computershare on +61 3 9415 4024 one hour prior to the meetings to obtain their login details.
3. Enter your postcode registered to your holding if you are an Australian securityholder. If you are an overseas securityholder select the country of your registered holding from the drop-down list.
4. Accept the Terms and Conditions and 'Click Continue'.

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

Other options for voting

Shareholders who are unable to join us at the AGM are encouraged to appoint a proxy to attend and vote on your behalf. If you direct your proxy how to vote, your votes will be cast at the Meeting in accordance with your directions.

Shareholders can appoint a proxy online at www.investorvote.com.au or by following the instructions on the proxy form. These must be received by no later than 8:00am (WST) on Sunday, 23 October 2022 to be valid.

Even if you plan to attend the virtual AGM, you are still encouraged to submit a directed proxy in advance of the Meeting so that your votes can still be counted if for any reason you cannot attend (for example, if there is an issue with your internet connection on the day of the Meeting).

Options for asking questions

Shareholders may direct questions during the Meeting to the Chairman about the operations and management of the Company, or to the Company's external auditor.

Shareholders are also able to submit written questions to the Company or auditor in advance of the AGM. Questions should be submitted by sending an email to info@cashconverters.com. Questions must be submitted no later than 5:00pm (WST) on Tuesday, 18 October 2022.

The Company will endeavour to address as many of the more frequently raised relevant questions as possible during the Meeting.

However, there may not be sufficient time available at the Meeting to address all the questions raised. Please note that individual responses will not be sent to shareholders, and that the auditor is not obliged to provide written answers.

Notice of Annual General Meeting

Cash Converters International Limited (“the Company”) will hold its virtual 2022 Annual General Meeting (“Meeting” or “AGM”) at 8:00am (WST) on Tuesday 25 October 2022 for the purpose of transacting the business set out in this Notice.

BUSINESS OF THE MEETING

ORDINARY BUSINESS

1. Financial statements and reports

To receive and consider the financial statements and the reports of the directors and of the auditor for the year ended 30 June 2022.

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

2. To re-elect or elect Directors

a) Resolution 1

Ms Julie Elliott retires by rotation in accordance with clause 52.1 of the Company's Constitution and, being eligible, offers herself for re-election.

b) Resolution 2

Ms Susan Thomas, who was appointed a Director on 1 April 2022, retires under clause 51.2 of the Company's Constitution, and being eligible, is elected as a Director of the Company.

c) Resolution 3

Mr Timothy Jugmans, who was appointed a Director on 1 April 2022, retires under clause 51.2 of the Company's Constitution, and being eligible, is elected as a Director of the Company.

3. Non-binding resolution to adopt the remuneration report

Resolution 4

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

“That the remuneration report of the Company for the financial year ended 30 June 2022 be adopted.”

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

SPECIAL BUSINESS

4. Increase in Non-Executive Directors Fee Pool

Resolution 5

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

“That for the purposes of ASX Listing Rule 10.17 and Clause 57.1 of the Company's Constitution, the maximum aggregate amount of directors' fees that may be paid to the Company's Non-Executive Directors per annum is increased by \$200,000 from \$800,000 to \$1,000,000.”

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5. Approval of grant of performance rights to the Chief Executive Officer and Managing Director

Resolution 6

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

“That, for the purposes of ASX Listing Rule 10.14 and all other purposes, approval be given for the grant of 3,615,538 performance rights to Mr Sam Budiselik, Chief Executive Officer and Managing Director of the Company, under the Company’s Equity Incentive Plan on the terms described in the Explanatory Memorandum.”

Voting Exclusion Statements

Resolution 4 (Adoption of the Remuneration Report)

As required by the Corporations Act, the Company will disregard any votes cast on Resolution 4:

- by or on behalf of a member of the Key Management Personnel (“KMP”) named in the Company’s 2022 remuneration report or their Closely Related Parties, regardless of the capacity in which it is cast; or
- as a proxy by a member of the KMP at the date of the Meeting or their Closely Related Parties; unless the vote is cast as proxy for a person entitled to vote on Resolution 4:
 - in accordance with a direction on the Proxy Form; or
 - by the Chairperson of the Meeting pursuant to an express authorisation to exercise the proxy as the Chairman decides even though it is connected directly or indirectly with the remuneration of a member of the KMP.

Resolution 5 (Increase in Non-Executive Directors Fee Pool)

The Company will disregard any votes cast on Resolution 5:

- in favour of the resolution by or on behalf of any Director or any of their associates; and
- as a proxy by a member of the KMP at the date of the Meeting or their Closely Related Parties, unless the vote is cast on Resolution 5 by:
 - a person as proxy or attorney for a person entitled to vote on the resolution, in accordance with directions given to the proxy or attorney to vote on the resolution in that way; or
 - the Chairperson of the Meeting as proxy or attorney for a person entitled to vote on the resolution, in accordance with a direction given to the Chairperson to vote on the resolution as the Chairperson decides (even though Resolution 5 relates to the remuneration of a member of the KMP); or
- a holder acting solely in a nominee, trust, custodial or other fiduciary capacity on behalf of a beneficiary provided the following conditions are met:
 - the beneficiary provides written confirmation to the holder that the beneficiary is not excluded from voting, and is not an associate of a person excluded from voting, on the resolution; and
 - the holder votes on the resolution in accordance with directions given by the beneficiary to the holder to vote in that way.

Resolution 6 (Approval of grant of performance rights to the Chief Executive Officer and Managing Director)

The Company will disregard any votes cast on Resolution 6:

- in favour of the resolution by or on behalf of Mr Budiselik or any of his associates; and
- as a proxy by a member of the KMP at the date of the Meeting or their Closely Related Parties, unless the vote is cast on Resolution 6 by:

Notice of Annual General Meeting

- a person as proxy or attorney for a person entitled to vote on the resolution, in accordance with directions given to the proxy or attorney to vote on the resolution in that way; or
- the Chairperson of the Meeting as proxy or attorney for a person entitled to vote on the resolution, in accordance with a direction given to the Chairperson to vote on the resolution as the Chairperson decides (even though Resolution 6 relates to the remuneration of a member of the KMP); or
- a holder acting solely in a nominee, trust, custodial or other fiduciary capacity on behalf of a beneficiary provided the following conditions are met:
 - the beneficiary provides written confirmation to the holder that the beneficiary is not excluded from voting, and is not an associate of a person excluded from voting, on the resolution; and
 - the holder votes on the resolution in accordance with directions given by the beneficiary to the holder to vote in that way.

Explanatory Memorandum

Further details in respect of the Resolutions to be put to the meeting are set out in the accompanying Explanatory Memorandum. The Explanatory Memorandum forms part of this Notice of Meeting and should be read in conjunction with the Resolutions contained in the Notice of Meeting.

By order of the Board

Leslie Crockett
Company Secretary
21 September 2022

Notice of Annual General Meeting

TECHNICAL DIFFICULTIES

Technical difficulties may arise during the online Meeting. The Chairman has discretion as to whether and how the online Meeting should proceed if a technical difficulty arises. In exercising his discretion, the Chairman will have regard to the number of shareholders impacted and the extent to which participation in the business of the Meeting is affected. Where he considers it appropriate, the Chairman may continue to hold the online Meeting and transact business, including conducting a poll and voting in accordance with valid proxy instructions.

VOTING

ELIGIBILITY TO ATTEND AND VOTE

You are eligible to vote at the Meeting if you are registered as a shareholder of the Company as at 8:00am (WST) on Sunday, 23 October 2022.

REGISTRATION

Shareholders can register to attend the AGM virtually and vote via the online platform at <https://meetnow.global/MTNFTJT>. Online registration for the AGM will commence from 7:00am (WST) on Tuesday, 25 October 2022.

APPOINTING A PROXY

A Shareholder entitled to attend, and vote has a right to appoint a proxy to attend and vote at the Meeting instead of the Shareholder. A proxy need not be a Shareholder and can be either an individual or a body corporate. If a Shareholder appoints a body corporate as a proxy, that body corporate will need to ensure that it:

- appoints an individual as its corporate representative to exercise its powers in accordance with s250D of the Corporations Act; and
- provides satisfactory evidence of the appointment of its corporate representative.

A Shareholder that is entitled to cast two or more votes may appoint up to two proxies to attend the Meeting and vote on its behalf and may specify the proportion or number of votes that each proxy is entitled to exercise. If no proportions are specified, each proxy may exercise half the available votes on a poll. If a shareholder requires proxy forms, please request a form by contacting Computershare on 1300 653 310 (within Australia) or +61 3 9415 4000 (outside Australia).

For an appointment of proxy to be effective for the Meeting, the Company must receive the proxy appointment in accordance with the instructions given below by 8:00am (WST) on Sunday, 23 October 2022. If a proxy form is signed under power of attorney on behalf of a shareholder, then the Company must receive the original power of attorney or a certified copy of it by the same time.

You may direct your proxy to vote for a resolution, against a resolution or abstain from voting on a resolution. Any abstained votes will not be counted in computing the required majority on a poll. In the absence of such a direction, the proxy is authorised to vote or abstain from voting on any resolution at their discretion, subject to applicable voting restrictions.

If you submit a proxy form and you do not appoint any person or persons as your proxy on the proxy form, the Chairman of the Meeting will be appointed as your proxy by default. If your named proxy does not vote in accordance with your instructions on a resolution, the Chairman will become your proxy for that resolution and will vote in accordance with your directed proxy.

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PROXY VOTING BY MEMBERS OF KMP

If you appoint a member of the Company's KMP or one of their Closely Related Parties as your proxy, they will not be able to cast your votes on Resolution 4, 5 and 6, unless you direct them how to vote, or the Chairman of the Meeting is your proxy.

If you appoint the Chairman of the Meeting as your proxy, or the Chair of the Meeting becomes your proxy by default, and you do not mark a voting box for Resolution 4, 5 and 6, then by completing the proxy form you will be expressly authorising the Chairman to vote on Resolution 4, 5 and 6 as the Chairman decides, even though it relates to the remuneration of the Company's KMP.

CHAIRMAN'S VOTING INTENTIONS

The Chairman intends to vote all undirected proxies on, and in favour of, all resolutions set out in this Notice. All resolutions will be decided by a poll. Please refer to the Explanatory Memorandum for further information on the proposed resolutions and applicable voting exclusions.

LODGING YOUR PROXY

Proxies may be lodged in the following ways:

Online	At www.investorvote.com.au (by following the instructions set out on the website)
By Mail	Share Registry – Computershare Investor Services Pty Limited GPO Box 242 Melbourne VIC 3001
By Fax	(in Australia) 1800 783 447 (outside Australia) +61 3 9473 2555
By Mobile	Scan the QR Code on your proxy form and follow the prompts
Custodian Voting	For intermediary online subscribers only (custodians) please visit www.intermediaryonline.com to submit your voting intentions

IMPORTANT NOTICE

Please read this document carefully, as it contains important information.

This Explanatory Memorandum has been prepared to help Shareholders understand the business to be considered at the Meeting.

1. FINANCIAL STATEMENTS AND REPORTS

The Corporations Act requires the annual financial report, directors' report, and auditor's report of the Company for the year ended 30 June 2022 to be laid before the Annual General Meeting.

The Corporation's Act does not require a vote of Shareholders on the reports or statements. However, Shareholders will be given ample opportunity to raise questions or comments on the management of the Company. The annual financial report, directors' report and auditor's report are contained in the Company's 2022 Annual Report and can be accessed at www.cashconverters.com/investor-centre/annual-reports.

Also, a reasonable opportunity will be given to Shareholders at the Meeting to ask the Company's auditor questions relevant to the conduct of the audit, the preparation and content of the auditor's report, the accounting policies adopted by the Company in relation to the preparation of the financial statements and the independence of the auditor in relation to the conduct of the audit.

2. RE-ELECTION AND ELECTION OF DIRECTORS (Resolutions 1 to 3)

There are three resolutions dealing with the re-election or election of directors. These are:

Resolution 1: Re-election of Ms Julie Elliott

Resolution 2: Election of Ms Susan Thomas

Resolution 3: Election of Mr Timothy Jugmans

The following director changes relevant to the composition of the Board are as follows:

- Ms Julie Elliott was elected in 2020 and will voluntarily seek re-election for a three-year period.
- Ms Susan Thomas and Mr Timothy Jugmans were appointed to the Board since the last Annual General Meeting to fill casual vacancies in accordance with clause 51.1 of the Constitution. Accordingly, Ms Thomas and Mr Jugmans will seek election at the AGM for a three-year period. Background checks were completed before Ms Thomas and Mr Jugmans were appointed to the Board.

Each election and re-election will be dealt with as a separate resolution.

The experience, qualifications and other information about each director is provided below.

Explanatory Memorandum

Resolution 1 – Re-election of Ms Julie Elliott

Independent, non-executive Director

Chair of the Governance, Remuneration and Nomination Committee

Member of the Audit and Risk Committee

Member of the Board Investment Committee

Ms Elliott joined the Company in April 2020 and was appointed Chair of the Governance, Remuneration and Nominations Committee from 9 June 2020. Ms Elliott is a member of the Audit and Risk Committee and the Board Investment Committee.

Ms Elliott is a Chartered Accountant having qualified at KPMG and has over 30 years' experience across banking, financial services and government sectors.

She has previously held the role of Chief Executive Officer at Bank of Sydney, Chair of State Trustees Limited and several senior management roles at major Australian banks. In addition to her role at Cash Converters, she is also a Director and Chair of the Governance and Remuneration Committee and member for the Audit and Risk Committee at P&N Bank and a Director and Chair of the Governance Remuneration and Nominations and Audit and Risk Committee at Grow Finance Limited.

Recommendation - Resolution 1

The Board considers that Ms Elliott's substantial experience in banking and financial services adds to the Board's expertise and oversight, as well as her governance experience.

Prior to submitting herself for re-election, Ms Elliott confirmed that she would continue to have sufficient time to properly fulfil her Director's duties for the Company.

In accordance with the Company's policy on independence of Non-Executive Directors, the Board has determined that Ms Elliott remains independent.

The Board (with Ms Elliott abstaining) unanimously recommends that Shareholders vote in favour of Ms Elliott's re-election.

Resolution 2 – Election of Ms Susan Thomas

Independent, non-executive director

Member of the Governance Remuneration and Nominations Committee

Member of the Board Investment Committee

Ms Susan Thomas was appointed Director from 1 April 2022. Ms Thomas is a member of the Company's Governance, Remuneration and Nominations Committee, Audit and Risk Committee and Board Investment Committee.

Ms Thomas has over 30 years' experience in financial services and information technology, having founded and acted as Managing Director of FlexiPlan Australia Limited, which was subsequently sold to MLC/NAB. Ms Thomas is an experienced company director and risk committee Chair with expertise in technology and law.

She is currently a director of ASX listed companies Temple and Webster Group Limited (TPW), Fitzroy River Corporation Limited (FZR), Nuix Limited (NXL) and Maggie Beer Holdings Ltd (MBH). Ms Thomas holds a Bachelor of Law and Bachelor of Commerce from the University of New South Wales and has a diploma from the Australian Institute of Company Directors.

Recommendation - Resolution 2

The Board considers that Ms Thomas' extensive experience in financial services, information technology and her legal background will add to the Board's expertise. In addition, Ms Thomas' lengthy experience as a director of major institutions in a variety of industries greatly enhances the Board's acumen.

Prior to submitting herself for election, Ms Thomas confirmed that she would continue to have sufficient time to properly fulfil her Director's duties for the Company.

In accordance with the Company's policy on independence of Non-Executive Directors, the Board has determined that Ms Thomas remains independent.

The Board (with Ms Thomas abstaining) unanimously recommends that Shareholders vote in favour of Ms Thomas election.

Resolution 3 – Election of Mr Timothy Jugmans

Mr Timothy Jugmans

Non-executive Director/Chairman

Mr Timothy Jugmans was appointed to the Board as a non-executive director and Chairman with effect from 1 April 2022 following the retirement of former Chairman, Mr Jason Kulas.

Mr Jugmans replaces Mr Kulas on the Company's Board as a nominee of significant shareholder, EZCORP, Inc. and as Chairman, pursuant to the Subscription Agreement dated 17 August 2009 between EZCORP and the Company (released to ASX on 9 November 2009). Accordingly, he is not considered to be an independent director.

Mr Jugmans joined EZCORP in December 2016 as Vice President, Treasury and M&A, having served as a consultant performing similar duties since March 2015. He was appointed Chief Financial Officer (CFO) in May 2021 after serving as interim CFO since September 2020.

Mr Jugmans has 25 year's experience providing strategic and financial services advice for a variety of companies, including seven years with Lexicon Partners Pty Limited, an independent corporate advisory and consulting firm based in Sydney, Australia.

Recommendation - Resolution 3

The Board considers that Mr Jugmans experience in the financial sector as a highly skilled and experienced provider of strategic and financial advice to major corporate clients, adds valuable and relevant financial expertise to the Board making him the appropriate replacement as Chairman.

The Board (with Mr Jugmans abstaining) unanimously recommends that Shareholders vote in favour of Mr Jugmans election.

3. ADOPTION OF REMUNERATION REPORT (Resolution 4)

The Corporations Act requires ASX-listed companies to put a remuneration report relating to director and executive remuneration for each financial year to a resolution of members at their Annual General Meeting. The remuneration report is included in the Directors' report of the Company's annual financial report, which is available on the Company's website.

Under section 250R(3) of the Corporations Act, the vote is advisory only and does not bind the Directors or the Company. However, the Board will take discussion on this Resolution and the outcome of the vote into account when considering the Company's remuneration policy.

Recommendation - Resolution 4

The Board unanimously recommends that Shareholders vote in favour of Resolution 4.

4. INCREASE IN NON-EXECUTIVE DIRECTOR FEE POOL (Resolution 5)

Why is shareholder approval being sought?

In accordance with clause 57.1 of the Company's Constitution and ASX Listing Rule 10.17, the maximum aggregated amount that the Company may pay Non-Executive Directors for their services to the Company in any year may not exceed the shareholder approved maximum (**Fee Pool**). Presently, the maximum is set at \$800,000.

Shareholder approval is being sought to increase the Fee Pool by \$200,000 to \$1,000,000.

The Fee Pool for the Non-Executive Directors has not been increased since 2015. At the time of the last review of the Fee Pool there were four non-executive directors. As at the date of this Notice of Meeting there are now six.

As a result of the growth and diversification of the Company over recent years, the Directors continue to review the size and composition of the Board. Whilst it is not envisaged that the maximum amount sought will be utilised immediately, the increase in the Fee Pool will provide the Board with the ability to appoint additional directors with the requisite skills and experience as appropriate.

Under the ASX Listing Rules, the term "directors' fees" includes committee fees, superannuation contributions and fees which a director sacrifices for other benefits, but does not include reimbursement of genuine out-of-pocket expenses, genuine "special exertion" fees or securities issued to Non-Executive Directors with approval of Shareholders in accordance with the ASX Listing Rules.

The level of Non-Executive Directors' remuneration is reviewed annually to ensure alignment with the market. The Board is satisfied that the proposed Fee Pool will be within the average bands applying to companies within the Company's industry that are of similar size, profitability, growth and risk profiles and that the proposed increase is appropriate for the reasons set out below.

No securities have been issued to any Non-Executive Director of the Company under ASX Listing Rules 10.11 or 10.14 at any time within the last three years.

Additional information regarding the remuneration paid to each Non-Executive Director for the financial year ended 30 June 2022, and the Company's approach to the remuneration of Non-Executive Directors, is set out in the Remuneration Report.

What will happen if the resolution is, or is not, approved?

The increase in the Non-Executive Directors Fee Pool is conditional on receiving Shareholder approval. If Shareholder approval is achieved this will allow the Company to increase the maximum Non-Executive Director aggregate remuneration in order to:

- provide flexibility with Board and Committee appointments, so that the Board can appropriately manage succession planning and potential new Director appointments in light of the mix of skills, experience and diversity on the Board to ensure it is operating effectively (and so that any changes in composition are effected as smoothly as possible); and
- ensure that the Company maintains the ability to pay Non-Executive Directors' remuneration at levels commensurate with market rates and as necessary to attract and retain directors of the highest calibre.

This aggregate fee pool is a maximum limit only. The additional headroom is seen as prudent to give the Board the necessary flexibility to continue operating effectively and manage succession planning. If Shareholders do not approve the increase the Board will not have this flexibility.

Recommendation - Resolution 5

Given the interest of the Non-Executive Directors in this matter, the Board makes no recommendation to Shareholders regarding Resolution 5.

5. APPROVAL OF GRANT OF PERFORMANCE RIGHTS TO THE CHIEF EXECUTIVE OFFICER AND MANAGING DIRECTOR (Resolution 6)

Resolution 6 is proposed as an ordinary resolution.

The Company proposes to grant 3,615,538 Performance Rights (**Rights**) to Mr Sam Budiselik, Chief Executive Officer and Managing Director of the Company, as the long-term incentive component of his remuneration for FY23 under the Company's Equity Incentive Plan (**Plan**).

Why is shareholder approval being sought?

ASX Listing Rule 10.14 requires Shareholder approval for a director of a listed company to be issued securities under an employee incentive scheme. Accordingly, Resolution 6 seeks approval from Shareholders under ASX Listing Rule 10.14.1 for the grant of performance rights to Mr Budiselik under the Plan, because he is the Managing Director.

What will happen if the resolution is, or is not, approved?

The FY23 grant of performance rights to Mr Budiselik is conditional on receiving Shareholder approval. If Shareholder approval is obtained, 3,615,538 performance rights will be granted to Mr Budiselik under the Plan within 12 months of the Meeting. Once Shareholder approval is obtained under ASX Listing Rule 10.14, the issue of such performance rights to Mr Budiselik will not count towards the Company's capacity to issue equity securities under ASX Listing Rule 7.1.

If Shareholders do not approve the proposed grant of performance rights to Mr Budiselik, the proposed grant of performance rights will not proceed. In that circumstance, the Board would then need to consider alternative remuneration arrangements for Mr Budiselik which are consistent with the Company's remuneration principles, including providing an equivalent cash long term incentive subject to the risk of forfeiture, performance conditions and performance period.

Details of the proposed grant

It is proposed that 3,615,538 performance rights will be granted to Mr Budiselik as the long-term incentive component of his remuneration for FY23 under the Plan.

The Company has attributed the performance rights offered with a maximum indicative award value of \$907,500 in the event the maximum opportunity is achieved at the time of vesting. The actual value (if any) that Mr Budiselik will receive from the award will depend on the extent to which the vesting conditions are achieved including the Cash Converters share price at the time of vesting measurement.

The number of performance rights to be granted has been calculated by dividing the face value of Mr Budiselik's FY23 long-term incentive maximum opportunity, in the event of meeting the "stretch" requirements of the vesting conditions, of \$907,500 by the face value attributable to a performance right. The face value attributable to each performance right is \$0.251, being the 5-trading day volume weighted average price (VWAP) of the Company's Shares traded in the period immediately following (and not including) the date of release of annual results.

Each performance right entitles Mr Budiselik to one fully paid ordinary share in the Company on vesting (or a cash payment equivalent to the market value of a Share in lieu of a Share at the time of vesting at the discretion of the Board) if the applicable performance conditions (set out below) are met. The performance rights will be granted at no cost and there is no amount payable by Mr Budiselik on vesting.

Explanatory Memorandum

Performance rights have been selected as the long-term incentive component of the FY23 remuneration of the Company's senior executives including Mr Budiselik as they align the interests of executives with the interests of Shareholders without providing the participant with ownership in Shares until performance conditions are met.

Performance conditions and performance period

The FY23 grant of performance rights will be subject to performance conditions measured over a performance period of 3 years commencing on 1 July 2022 and ending on 30 June 2025. Calculation of the achievement against the performance conditions will be determined by the Board of the Company in its absolute discretion at the conclusion of the performance period, having regard to any matters that it considers relevant. In line with the Plan rules, unless otherwise determined by the Board, the performance rights will lapse, where the vesting condition applicable to the award cannot be satisfied as at the end of the performance period. On this basis the expiry date for the performance rights is 30 September 2025.

The number of performance rights that vest will depend on the level of performance achieved. The Board also retains overall discretion to determine whether vesting of performance rights is appropriate considering, among other factors it considers relevant, Company performance from the perspective of Shareholders.

Of the total number of performance rights proposed to be granted to Mr Budiselik:

- 50% (i.e., 1,807,769 performance rights) will be subject to a Relative Total Shareholder Return ("rTSR Rights") measure, assessing the Company's performance relative to constituents of the S&P/ASX Small Ordinaries index excluding materials, utilities, and REITs over the Performance Period; and
- 50% (i.e., 1,807,769 performance rights) will be subject to an earnings per share ("EPS Rights") measure.

TSR Rights

Broadly, Total Shareholder Return ("TSR") calculates the return Shareholders would earn if they held a notional number of Shares over a period and measures the change in the Company's Share price together with the value of dividends during the period, assuming that all those dividends are re-invested into new Shares.

For any Rights subject to the TSR measure to vest, a threshold level of performance must be achieved. The percentage of TSR Rights that vest, if any, will be determined by the Board as follows:

Company's TSR relative to constituents of the S&P/ASX Small Ordinaries index excluding companies from the materials, utilities, and REIT sectors*	Performance Level	Percentage of rTSR Rights vesting	Number of rTSR Rights vesting
Less than 50 th percentile	< Threshold	Nil	Nil
At 50 th percentile	Target	50%	903,884
Between 50 th percentile and 100 th percentile	Pro-rate	Straight line pro-rate vesting between 50% and 100%	Pro-rata
At 100 th percentile	Stretch	100%	1,807,769

*This index is designed to measure companies included in the S&P/ASX300 but not in the S&P/ASX100.

Explanatory Memorandum

The Board will appoint an independent valuation expert to provide a calculation of the TSR hurdle outcome at the measurement date of 30 June 2025. The calculations will be performed in accordance with the terms outlined with the calculation approach as follows:

- Obtaining share price and dividend data from an independent source
- Determining the TSR of Cash Converters and the Index as described above at the measurement date
- Calculating the Compound Annual Growth Rate (CAGR) of the TSRs for both Cash Converters and the Index
- Calculating the over / (under) performance of Cash Converters CAGR relative to the Index CAGR
- Determining the percentage of rights which would vest based on the relative performance calculated above

The market observable data collected by the independent expert and used in the calculations is described below:

- Starting and ending share price for Cash Converters
- Starting and ending value of the Index
- Net dividends Issued during the measurement period; dividends are assumed to be reinvested to purchase shares of the Company at the closing price applicable on the ex-dividend date

EPS Rights

Broadly, EPS measures the profit generated by the Company attributable to each Share on issue, adjusted for certain accounting items.

The table below sets out the percentage of Rights subject to the EPS hurdle that can vest depending on the Company's FY25 EPS.

For the purposes of assessing performance against the EPS target, the Board will consider whether any adjustments to statutory earnings are appropriate on a case-by-case basis to ensure that inappropriate outcomes are avoided.

FY25 EPS	Percentage of Rights that vest (%)	Number of EPS Rights vesting
Less than 3.29 cps	Nil	Nil
3.29 cps (Threshold)	25%	451,942
3.29 cps to 3.87 cps	Straight line pro-rata vesting between 25% and 50%	Pro-rata
3.87 cps (Target)	50%	903,884
3.87 cps to 4.45 cps	Straight line pro-rata vesting between 50% and 100%	Pro-rata
4.45 cps (Stretch)	100%	1,807,769

Subject to the terms of the Plan, any performance rights that do not vest will lapse.

A summary of the material terms of the Plan is provided in Schedule 1 to the Explanatory Memorandum.

Explanatory Memorandum

Cessation of employment

Unless the Board determines otherwise, if Mr Budiselik's employment with the Group is terminated during the performance period as a 'good leaver' (i.e. as result of genuine redundancy, death, terminal illness, total and permanent disablement, or any other reason as determined by the Board), he will be entitled to retain a pro-rata amount of his unvested performance rights based on the proportion of time that he remained an employee of the Company during the performance period. Any retained performance rights will be performance tested as outlined above following the end of the performance period. Any remaining unvested performance rights will lapse.

If Mr Budiselik's employment with the Group is terminated in circumstances in which he is not considered a good leaver (e.g., resignation, or termination of employment initiated by him or the Company other than where such termination is as a good leaver), his performance rights will immediately lapse, unless the Board determines otherwise. Notwithstanding the above, the Board may, subject to any requirement for shareholder approval, determine to treat any of Mr Budiselik's performance rights in a different manner to that set out above upon him ceasing to be an employee of the Group.

Change of control

If a change of control event occurs with respect to the Company, the Board may determine, in its discretion, the way all unvested performance rights will be dealt with.

Clawback and malus

If the Board becomes aware of a material misstatement in the Company's financial statements, that Mr Budiselik has committed an act of fraud, negligence or gross misconduct or failed to comply with any restrictive covenant or that some other event has occurred which, as a result, means that his performance rights should be reduced or cancelled, or should not vest, then the Board may clawback or adjust his performance rights at its discretion to ensure he derives no unfair benefit.

Restrictions on dealing

Performance rights may not be sold, transferred, encumbered, or otherwise dealt, without the prior approval of the Board, or unless required by law.

Mr Budiselik will be free to deal with the shares allocated on vesting of his performance rights, subject to the requirements of the Company's Securities Trading Policy and applicable law.

Additional Information

The following additional information is provided for the purposes of ASX Listing Rule 10.15:

- Mr Budiselik's current remuneration package is:

Total fixed remuneration (including superannuation) (TFR)	\$605,000
Short-term incentive (maximum opportunity)	\$605,000 (100% of TFR)
Long-term incentive (maximum opportunity)	\$907,500 (Maximum opportunity if stretch measurement conditions are met)

- The Company has determined that the grant of performance rights under the Plan pursuant to this Resolution 6 as part of the long-term incentive component of Mr Budiselik's FY23 remuneration will constitute the giving of reasonable remuneration for the purposes of Chapter 2E of the Corporations Act.
- Mr Budiselik has previously been granted 3,256,578 performance rights under the Plan in FY22. No amount was payable for the grant. For further details refer to the 2021 Notice of Annual General Meeting or the 30 June 2022 Remuneration Report.
- No loan will be made by the Company in relation to the acquisition of performance rights under the Plan.

Explanatory Memorandum

- Details of any securities issued under the Plan will be published in the Company's Annual Report relating to the period in which they were issued, along with a statement that approval for the issue was obtained under ASX Listing Rule 10.14.
- Any additional persons covered by ASX Listing Rule 10.14 who become entitled to participate in an issue of securities under the Plan after Resolution 6 is approved and who are not named in this Notice of Meeting will not participate until approval is obtained under ASX Listing Rule 10.14.

Recommendation - Resolution 6

The Board (other than Mr Budiselik who declines to make a recommendation based on his interest in the outcome of Resolution 6) unanimously recommends that Shareholders vote in favour of Resolution 6.

Glossary

In the Notice of Meeting and this Explanatory Memorandum the following terms have the meaning set out below:

Term	Meaning
Associate	as defined in Chapter 19 of the ASX Listing Rules
Board	the board of directors of the Company
Closely Related Party	has the meaning given in section 9 of the Corporations Act and includes in respect of a member of the Key Management Personnel: <ul style="list-style-type: none">• a spouse or child of the member or a child of the member's spouse;• a dependent of the member or the member's spouse;• anyone else who is one of the member's family and may be expected to influence the member, or be influenced by the member, in the member's dealings with the Company; or• a company the member controls
Constitution	the constitution of the Company
Corporations Act	the <i>Corporations Act 2001</i> (Cth)
Director	a director of the Company
Explanatory Memorandum	this Explanatory Memorandum accompanying and forming part of the Notice of Meeting
Key Management Personnel	the key management personnel of the Company as defined in the Corporations Act
Listing Rules	the Listing Rules of the ASX
Meeting	the annual general meeting of the Company convened by the Notice of Meeting
Notice or Notice of Meeting	the notice convening the Meeting that accompanies this Explanatory Memorandum
Proxy Form	the proxy form in relation to the Meeting
Securities	an equity security
Shares	fully paid ordinary shares in the Company
Shareholder	the holder of Shares
WST	Western Standard Time

Schedule 1 – Key terms of the Equity Incentive Plan

Set out below is a summary of the key terms of the Cash Converters Equity Incentive Plan applicable to the Grant of Performance Rights to the Chief Executive Officer and Managing Director, for which Shareholder approval is sought under Resolution 6.

Term	Description
Eligibility	The Board has the discretion to determine which employees are eligible to participate in the Plan, and the number and type of Awards that they will be offered ("Eligible Employee"). The definition of employee under the Plan rules includes any full-time or part-time employee, casual employee, director, contractor, or prospective employee of the Company or any of its subsidiaries.
Awards	<p>The Plan provides flexibility for the Company to grant options to acquire Shares, rights to acquire Shares and/or Shares as incentives ("Awards"). The Board has the discretion to set the terms and conditions on which it will offer Awards under the Plan.</p> <p>The Board may determine that the Awards will be subject to performance, service, or other conditions which must be satisfied or waived before the Award vests ("Vesting Conditions") and, if so, will specify those Vesting Conditions in the invitation to each Eligible Employee.</p> <p>In addition, the Board may determine that Awards in the form of options or rights will be subject to further conditions which must be satisfied or waived before vested options or rights may be exercised ("Exercise Conditions").</p> <p>The Board may, at its discretion, vary, reduce or waive any Vesting Conditions and/or Exercise Conditions attaching to Awards at any time, subject to applicable law.</p>
Acquisition price	The grant of Awards under the Plan may be subject to the payment of an acquisition price by the participant as determined by the Board, or otherwise Awards may be granted at no cost to the participant.
Exercise price	The exercise of Awards in the form of options or rights may be subject to payment of an exercise price by the participant as determined by the Board, or otherwise may be exercised at no cost to the participant.
Shares as an Award or on vesting of an Award	<p>Shares granted under the Plan or issued or transferred on the exercise of options or rights will rank equally in all respects, and carry the same rights and entitlements, as other issued Shares, including dividend and voting rights.</p> <p>Depending on the terms of an Award, Shares may be subject to disposal restrictions, which means that they may not be disposed of or dealt with for a period.</p>
Vesting of Shares	<p>Shares granted under the Plan which have not been forfeited under the Plan will vest if and when any applicable Vesting Conditions have been satisfied or waived by the Board.</p> <p>Unless otherwise specified in an invitation, on vesting, Shares will cease to be subject to disposal restrictions and the forfeiture provisions of the Plan. Alternatively, the Board may determine to make a cash payment in lieu of the release of Shares from restriction (in which case, the Company will buy-back and cancel the Shares or deal with the Shares in any other manner determined by the Board).</p>
Vesting and exercise of options and rights	Options and rights which have not lapsed under the Plan will vest if and when any applicable Vesting Conditions have been satisfied or waived by the Board.

Schedule 1 – Key terms of the Equity Incentive Plan

	<p>However, vested options or rights will not become exercisable until any applicable Exercise Conditions have been satisfied or waived by the Board.</p> <p>Following the valid exercise of an option or right, the Company will issue or arrange the transfer of such number of Shares to the participant that relate to the option or right being exercised. Alternatively, the Board may determine to make a cash payment in lieu of the issue or transfer of Shares.</p>
Expiry of options and rights	<p>Options or rights which have not been exercised by the date 15 years from the date of grant of the options or rights, or such other date determined by the Board and specified in the invitation ("Expiry Date"), will lapse unless the Board determines otherwise.</p>
Forfeiture/lapse of Awards	<p>Unless otherwise determined by the Board, a Share granted under the Plan will be forfeited, and an option or right will lapse, in certain circumstances including:</p> <ul style="list-style-type: none">• where the Board determines that any Vesting or Exercise Condition applicable to the Award cannot be satisfied;• in the case of an option or right, on the Expiry Date applicable to the option or right;• in certain circumstances if the participant's employment is terminated (see 'Cessation of employment' below);• if the Board determines that the Award is liable to clawback (see 'Clawback and malus' below)• if the Board determines that the Award will be forfeited or lapse in the event of a change of control in respect of the Company; and• where the participant purports to dispose of the Award or enter any arrangement in respect of the Award, in breach of any disposal or hedging restrictions.
Dividend and voting entitlements	<p>Awards, other than Shares, are not entitled to dividend or voting rights. However, the Board may determine prior to making an invitation that any options or rights the subject of the offer will carry rights entitling the holder to receive a payment in cash or Shares equivalent to the value of dividends that would have been payable to the holder had they been the holder of the underlying Shares over which the option or right is exercisable.</p>
Participation rights of options and rights	<p>Options and rights do not confer the right to participate in new issues of Shares or other securities in the Company.</p> <p>However, subject to the ASX Listing Rules, the Plan provides for adjustments to be made to the number of Shares which a participant would be entitled on the exercise of options or rights or the exercise price (if any) of the options or rights in the event of a bonus issue or pro-rata issue to existing holders of Shares (other than an issue in lieu or in satisfaction of dividends or by way of dividend reinvestment) or a reorganisation of capital.</p>
Restrictions	<p>Awards may not be sold, transferred, mortgaged, pledged, charged, granted as security, or otherwise disposed of, without the prior approval of the Board, or unless required by law.</p> <p>Participants must not enter any arrangement for the purpose of hedging, or otherwise affecting their economic exposure to any unvested Shares, or options or rights.</p>

Schedule 1 – Key terms of the Equity Incentive Plan

Quotation	Awards, except Shares, will not be quoted on the ASX. The Company will apply for official quotation of any Shares issued under the Plan, in accordance with the ASX Listing Rules.
Cessation of employment	The Board has discretion to determine, subject to compliance with applicable law, the treatment of an Award if a Participant ceases to be employed by a Group Company prior to the vesting or exercise of an Award, or an Award ceasing to be subject to any disposal restrictions as a term of the invitation or at the time of cessation.
Clawback and malus	If the Board becomes aware of a material misstatement in the Company's financial statements, that a participant has committed an act of fraud, negligence or gross misconduct or failed to comply with any restrictive covenant or that some other event has occurred which, as a result, means that a participant's Award should be reduced or extinguished, or should not vest, then the Board may claw back or adjust any such Award at its discretion to ensure no unfair benefit is derived by the participant.
Change of control	If a change of control event occurs with respect to the Company, the Board may determine, in its discretion, the way all unvested Shares, or options or rights, will be dealt with.
Trust	The Company may establish an employee share trust for the purposes of the Plan.

The Cash Converters Equity Incentive Plan Rules are available at [Plan Rules](https://www.cashconverters.com/wp-content/uploads/2021/10/Equity-Incentive-Plan-Rules.pdf)
(<https://www.cashconverters.com/wp-content/uploads/2021/10/Equity-Incentive-Plan-Rules.pdf>.)

ONLINE MEETING GUIDE



GETTING STARTED

If you choose to participate online you will be able to view a live webcast of the meeting, ask the Directors questions online and submit your votes in real time. To participate online visit <https://meetnow.global/au> on your smartphone, tablet or computer. You will need the latest versions of Chrome, Safari, Edge or Firefox. Please ensure your browser is compatible.

TO LOG IN, YOU MUST HAVE THE FOLLOWING INFORMATION:

Australian Residents

SRN or HIN and postcode of your registered address.

Overseas Residents

SRN or HIN and country of your registered address.

Appointed Proxies

Please contact Computershare Investor Services on +61 3 9415 4024 to request your unique email invitation link prior to the meeting day.

PARTICIPATING AT THE MEETING

To participate in the online meeting, visit <https://meetnow.global/au>. Then enter the company name in the 'Filter' field. Select and click on the displayed meeting.

The 'Search for meeting' interface features a dropdown menu currently showing 'Australia'. Below it is a 'Filter' section with a text input field containing the placeholder text: 'Please enter Company or Meeting Name. Enter 3 or more characters. e.g. Computershare'.

To register as a shareholder

Select 'Shareholder', enter your SRN or HIN and select your country. If Australia, also enter your post code.

The 'Shareholder' registration form has tabs for 'Shareholder', 'Invitation', and 'Guest'. The 'Shareholder' tab is active. It contains a text field for 'SRN/HIN' with the example 'X1234567890', a dropdown for 'Country' set to 'Australia', and a text field for 'Post Code' with the example '0123'. A purple 'SIGN IN' button is at the bottom.

OR To register as a proxyholder

To access the meeting click on the link in the invitation e-mail sent to you. Or select 'Invitation' and enter your invite code provided in the e-mail.

The 'Invitation' registration form has tabs for 'Shareholder', 'Invitation', and 'Guest'. The 'Invitation' tab is active. It contains a text field for 'Invite Code' with the placeholder 'Enter your invite code, e.g. G-ABCDEFGH or ABCD'. A purple 'SIGN IN' button is at the bottom.

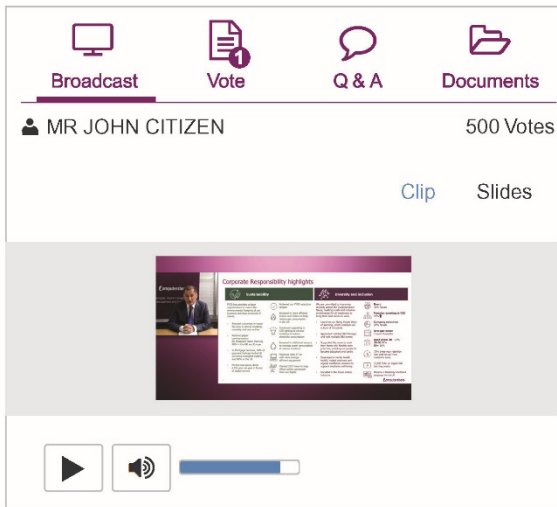
OR To register as a guest

Select 'Guest' and enter your details.

The 'Guest' registration form has tabs for 'Shareholder', 'Invitation', and 'Guest'. The 'Guest' tab is active. It contains text fields for 'First Name', 'Last Name', 'Email', and 'Company Name'. A purple 'SIGN IN' button is at the bottom.

Broadcast

The webcast will appear automatically once the meeting has started. If the webcast does not start automatically press the play button and ensure the audio on your computer or device is turned on.

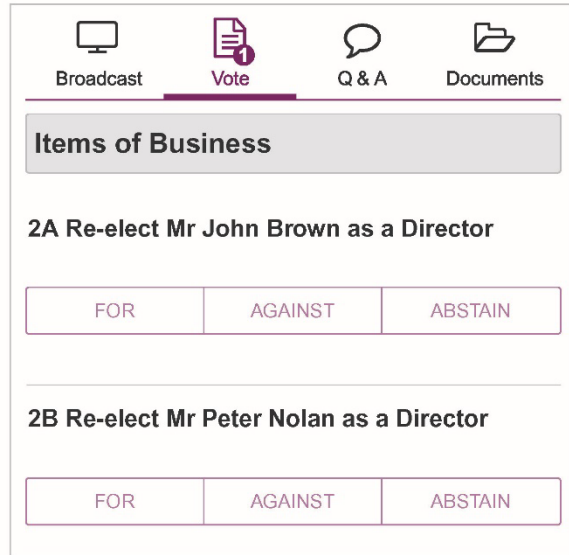


Vote

When the Chair declares the poll open, select the 'Vote' icon and the voting options will appear on your screen.

To vote, select your voting direction. A tick will appear to confirm receipt of your vote.

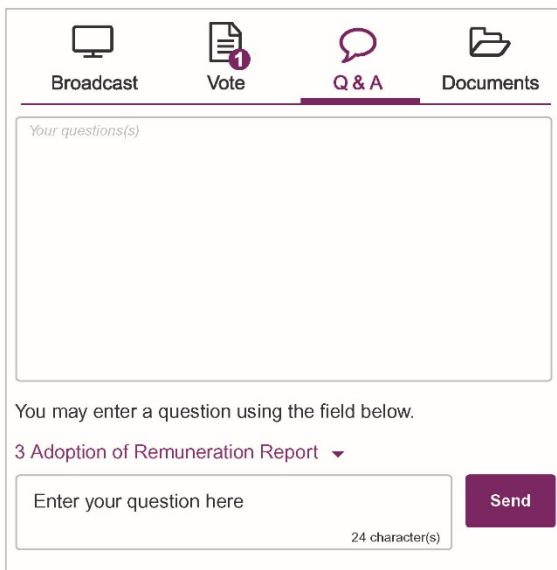
To change your vote, select 'Click here to change your vote' and press a different option to override.



Q & A

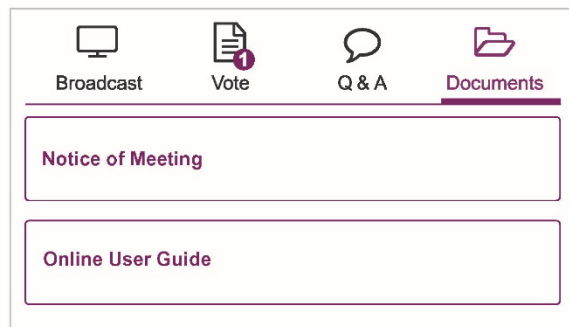
To ask a question select the 'Q & A' icon, select the topic your question relates to. Type your question into the chat box at the bottom of the screen and press 'Send'.

To ask a verbal question, follow the instructions on the virtual meeting platform.



Documents

To view meeting documents select the 'Documents' icon and choose the document you wish to view.



FOR ASSISTANCE

If you require assistance before or during the meeting please call +61 3 9415 4024.



**Cash Converters
International Limited**
ABN 39 069 141 546

Need assistance?



Phone:
1300 653 310 (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 **8:00am (AWST) on Sunday, 23 October 2022.**

Proxy Form

How to Vote on Items of Business

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 item of business. 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 an item your vote will be invalid on that item.

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:

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: 181310

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.

☐ **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.

Proxy Form

Please mark ☒ to indicate your directions

Step 1 Appoint a Proxy to Vote on Your Behalf

I/We being a member/s of Cash Converters International 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 Cash Converters International Limited to be held as a virtual meeting on Tuesday, 25 October 2022 at 8:00am (AWST) 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 Resolutions 4, 5 and 6 (except where I/we have indicated a different voting intention in step 2) even though Resolutions 4, 5 and 6 are 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 Resolutions 4, 5 and 6 by marking the appropriate box in step 2.

Step 2 Items of Business

PLEASE NOTE: If you mark the **Abstain** box for an item, 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
Resolution 1	Re-election of Ms Julie Elliott	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Resolution 2	Election of Ms Susan Thomas	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Resolution 3	Election of Mr Timothy Jugmans	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Resolution 4	Adoption of Remuneration Report	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Resolution 5	Increase in Non-Executive Directors Fee Pool	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Resolution 6	Approval of grant of Performance Rights to the Chief Executive Officer and Managing Director	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

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

Sole Director & Sole Company Secretary

Securityholder 2

Director

Securityholder 3

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

