

Cash Converters International Limited (ASX:CCV) 2023 General Meeting

Dear Shareholder

You are invited to attend the 2023 Annual General Meeting (“Meeting” or “AGM”) of Cash Converters International Limited (“Company”) which will be held on Thursday 23 November 2023 at 9:30am (WST).

In accordance with the *Treasury Laws Amendment (2021 Measures No 1) Act 2021 (Cth)*, the Company will not be dispatching physical copies of the Notice of Meeting (“Notice”). Instead, a copy of the Notice will be available under the “ASX Announcements” section of the Company’s website at <https://www.cashconverters.com/investor-centre>. This details the business of the AGM and, together with the Explanatory Memorandum, contains important information in relation to the matters to go before shareholders.

The Company will hold this year’s Meeting virtually. 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/MFUKUKG>

If you are planning to participate in the Meeting using the online platforms 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: 183132) or complete and return a hard-copy proxy form by 9:30am (WST) on Tuesday, 21 November 2023, 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 Thursday, 16 November 2023.

On behalf of the Board, we look forward to welcoming you to the Company’s 2023 AGM.

Yours sincerely

Meagan Hamblin
Joint Company Secretary

Use [EasyUpdate](#) to change your communication preferences, and access the [InvestorCentre](#) for any other shareholder services.



**Cash Converters International
Limited**

ABN 39 069 141 546

**Notice of
2023 Annual General Meeting,**

**Thursday, 23 November 2023
Commencing at 9:30am (Western Standard Time)**

Dear Shareholder

You are invited to attend the 2023 Annual General Meeting (“Meeting” or “AGM”) of Cash Converters International Limited (“Company”) which will be held as a virtual meeting on Thursday, 23 November 2023 at 9:30am (WST).

Shareholders will be able to participate in the AGM in real-time through the Computershare Meeting Platform which allows shareholders to view and listen to the Meeting, ask questions both verbally and in writing, 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 using the following details:

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

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

Shareholders can lodge their proxy online at <https://www.investorvote.com.au/Login> (Control Number: 183132) or complete and return a hard-copy proxy form by 9:30am (WST) on Tuesday, 21 November 2023, 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 to the Company or auditor ahead of the Meeting by sending an email to info@cashconverters.com - questions must be submitted by 5:00pm (WST) on Thursday, 16 November 2023. Written responses will not be provided but we will answer as many of the questions as possible at the AGM.

On behalf of the Board, we look forward to welcoming you to the Company’s 2023 AGM.

Yours sincerely

Meagan Hamblin

Joint Company Secretary

How to participate in the 2023 AGM

Watch and participate live online

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

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

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'.

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 9:30am (WST) on Tuesday, 21 November 2023 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 on the day (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 AGM to the Chairman of the Meeting 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 submitted in advance of the Meeting for the auditor must relate to the content of the auditor's reports or the conduct of the audit of the Financial Reports for the year ended 30 June 2023.

Questions should be submitted by sending an email to info@cashconverters.com. Questions must be submitted no later than 5:00pm (WST) on Thursday, 16 November 2023.

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 2023 Annual General Meeting (“Meeting” or “AGM”) at 9:30am (WST) on Thursday, 23 November 2023 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 2023.

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

2. Re-election or election of Directors

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

a) Resolution 1

“That Mr Lachlan Given, who retires by rotation in accordance with clause 51.2 of the Company’s Constitution and, being eligible, be re-elected as a Director of the Company.”

b) Resolution 2

“That Mr Robert Hines, who retires by rotation in accordance with clause 51.2 of the Company’s Constitution and, being eligible, be re-elected as a Director of the Company.”

c) Resolution 3

“That Mr Mark Ashby, retires under clause 51.2 of the Company’s Constitution, and being eligible, be elected as a Director of the Company.”

3. Adoption of 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 2023 be adopted.”

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

SPECIAL BUSINESS

4. Approval of grant of performance rights to the Managing Director

Resolution 5

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 4,729,730 performance rights to Mr Sam Budiselik, Managing Director of the Company, under the Company’s Equity Incentive Plan on the terms described in the Explanatory Memorandum.”

Notice of Annual General Meeting

Voting Exclusion Statements

Resolution 4 (Adoption of the Remuneration Report)

The Company will disregard any votes cast on Resolution 4:

- by or on behalf of a member of the Company's Key Management Personnel ("KMP") named in the Company's 2023 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 to vote in that way; or
- by the Chairman of the Meeting pursuant to an express authorisation to exercise the proxy as the Chairman decides even though Resolution 4 is connected directly or indirectly with the remuneration of the Company's KMP.

Resolution 5 (Approval of grant of performance rights to the Managing Director)

The Company will disregard any votes cast on Resolution 5:

- in favour of the resolution by or on behalf of a person referred to in ASX Listing Rule 10.14.1, 10.14.2 or 10.14.13 who is eligible to participate in the employee incentive scheme in question, and those persons associates; or
- as a proxy by a member of the Company's KMP at the date of the Meeting or their Closely Related Parties,

unless the vote is cast on Resolution 5:

- 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
- by the Chairman of the Meeting as proxy for a person entitled to vote on the resolution, in accordance with an express authorisation to exercise the proxy as the Chairman decides (even though Resolution 5 relates to the remuneration of a member of the Company's KMP); or
- by a holder acting solely in a nominee, trustee, 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

Meagan Hamblin
Company Secretary
20 October 2023

Notice of Annual General Meeting

TECHNICAL DIFFICULTIES

Technical difficulties may arise during the Meeting. The Chairman of the Meeting has discretion as to whether and how the Meeting should proceed if a technical difficulty arises. In exercising his discretion, the Chairman of the Meeting 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 of the Meeting may continue to hold the Meeting and transact business, including conducting a poll and voting in accordance with valid proxy instructions. For this reason, shareholders are encouraged to lodge a directed proxy by 9:30am (WST) on Tuesday, 21 November 2023 even if they plan to attend the Meeting online.

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 7:00pm (EST) on Tuesday, 21 November 2023.

REGISTRATION

Shareholders can register to attend the AGM virtually and vote via the online platform at <https://meetnow.global/MFUKUKG>. Online registration for the AGM will commence from 8:30am (WST) on Thursday, 23 November 2023.

APPOINTING A PROXY

A Shareholder entitled to attend the Meeting and vote has a right to appoint a proxy to attend and vote at the Meeting on their behalf. A proxy need not be a Shareholder of the Company and can be either an individual or a body corporate.

A Shareholder who is a body corporate or a proxy who is a body corporate and is appointed by a Shareholder, may:

- appoint an individual to act as its corporate representative at the Meeting and to exercise its powers in accordance with s250D of the Corporations Act; and
- provide satisfactory evidence of the appointment of its corporate representative to the Company's share registry, Computershare, prior to the Meeting, unless that document has been previously lodged with Computershare. A Corporate Representative Form may be obtained from Computershare online at www.investorcentre.com/au and select "Printable Forms".

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 9:30am (WST) on Tuesday, 21 November 2023. 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 on a poll in accordance with your instructions on a resolution, the Chairman of the Meeting will become your proxy for that resolution and will vote in accordance with your directions.

Notice of Annual General Meeting

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, and 5, 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 and 5, then by completing the proxy form you will be expressly authorising the Chairman to vote on Resolution 4 and 5 as the Chairman decides, even though it relates to the remuneration of the Company's KMP.

CHAIRMAN'S VOTING INTENTIONS

The Chairman of the Meeting intends to vote all undirected proxies 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.

LODGING YOUR PROXY

Proxies may be lodged in the following ways by 9:30am (WST) on Tuesday, 21 November 2023:

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 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

Explanatory Memorandum

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 independent auditor's report of the Company for the year ended 30 June 2023 to be laid before the Annual General Meeting.

The Corporations Act does not require a vote of Shareholders on this resolution. However, Shareholders will be given a reasonable opportunity to raise questions or comments on the management of the Company and the financial statements and reports. The annual financial report, Directors' report and independent auditor's report are contained in the Company's 2023 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 OR 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 Mr Lachlan Given

Resolution 2: Re-election of Mr Robert Hines

Resolution 3: Election of Mr Mark Ashby

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

- Mr Lachlan Given was elected in 2014 (and most recently re-elected in 2020) and will seek re-election for a three-year period.
- Mr Robert Hines was elected in 2020 and will seek re-election for a three-year period.
- Mr Mark Ashby was appointed to the Board since the last Annual General Meeting to fill a casual vacancy in accordance with clause 51.1 of the Company's Constitution. Accordingly, Mr Ashby will seek election for a three-year period. Background checks were completed before Mr Ashby was appointment to the Board.

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

The experience, qualifications and other information about each Director standing for re-election or election is provided below.

Explanatory Memorandum

Resolution 1 – Re-election of Mr Lachlan Given

Non-Executive Director

Mr Lachlan Given was appointed as a Director of the Company on 22 August 2014.

Mr Given is on the Company's Board as a nominee of the Company's significant shareholder, EZCORP, 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 Given is the Chief Executive Officer (CEO) of EZCORP, Inc. (appointed April 2022) and was reappointed as a director of the EZCORP Board in March 2022, having previously served as non-executive Chairman of the EZCORP Board of Directors from July 2014 to September 2019. Before joining the EZCORP Board, Mr Given provided financial and advisory services to EZCORP through his own business and financial advisory firm.

Mr Given is a member of the board of directors of The Farm Journal Corporation, a 134-year old preeminent US agricultural media company. Mr Given is also a Director of encryption solutions company Senetas Corporation Limited and a leading financial services rating and research firm, CANSTAR Pty Ltd.

Mr Given began his career working in the investment banking and equity capital markets divisions of Merrill Lynch in Hong Kong and Sydney, Australia, where he specialised in the origination and execution of a variety of M&A, equity and equity-linked and fixed-income transactions.

Mr Given graduated from the Queensland University of Technology with a Bachelor of Business, majoring in Banking and Finance (with distinction).

Recommendation - Resolution 1

Prior to submitting himself for re-election, Mr Given confirmed that he would continue to have sufficient time to properly fulfil his Director's duties for the Company.

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

Resolution 2 – Re-election of Mr Robert Hines

Independent Non-Executive Director

Chair of the Audit and Risk Committee

Chair of the Board Investment Committee

Member of the Governance, Remuneration and Nomination Committee

Mr Robert Hines was appointed as a Director of the Company on 14 April 2020.

Mr Hines brings over 30 years' experience in banking and finance services, agriculture and energy sectors with senior executive roles focusing on finance, retail and operations.

Mr Hines has held executive positions of Chief Financial Officer and/ or Chief Operating Officer at some of Australia's leading companies including Queensland Sugar Limited (QSL), QIC Limited, Bank of Queensland Limited (BOQ), Energex Retail Limited, Tarong Energy Limited and Suncorp Group Limited. In addition, Mr Hines served as Group CFO for NatWest Markets and was a Director CFO Advisory with KPMG. Mr Hines joined the Board of Humm Group Limited (ASX: HUM) in September 2022, and was appointed as a Director of Mackay Sugar Limited in August 2022.

Explanatory Memorandum

Mr Hines brings extensive operational and financial expertise to the Board. He is a senior Fellow of FINSIA and a Fellow of the Australian Institute of Company Directors, Institute of Chartered Accountants Australia and New Zealand and CPA Australia.

Recommendation - Resolution 2

Prior to submitting himself for re-election, Mr Hines confirmed that he would continue to have sufficient time to properly fulfil his Director's duties for the Company.

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

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

Resolution 3 – Election of Mr Mark Ashby

Independent, non-executive director

Member of the Audit and Risk Committee

Member of the Board Investment Committee

Member of the Governance, Remuneration and Nomination Committee

Mr Mark Ashby was appointed as a non-executive Director from 6 October 2023.

Mr Ashby is an experienced executive, Board member and Board advisor, with over 30 years of experience in senior executive roles in listed and private companies in both Australia and the United States ('USA'). Mr Ashby's recent board advisory experience has focused on working with companies to create and grow shareholder value and has included US expansion, refinancing and balance sheet restructuring as well as advising on corporate governance and accountabilities.

Mr Ashby is currently a director of and Interim CEO for Sydney-based Direct Group Pty Ltd, a private equity owned catalogue sales business and television shopping network. He is also a director of Office Choice Ltd and a member of the Advisory Board for the retail accessory business Marquee Retail Group. Prior to the establishment of his Board advisory business in 2017, Mr Ashby was the CFO for Myer Holdings Ltd from 2008 to 2015, leading the IPO on the ASX in 2009. Whilst overseas, Mr Ashby held the role of CFO of EZCORP, Inc. in the USA from 2015 to 2017.

Mr Ashby holds a Bachelor of Business (Accounting) from Swinburne University of Technology, is a graduate of the Australian Institute of Company Directors (GAICD) and is a Fellow of the Australian Society of CPAs (FCPA).

Recommendation - Resolution 3

The Board considers that Mr Ashby's extensive experience in corporate finance and corporate strategy will add to the Board's expertise. In addition, Mr Ashby's lengthy experience as a CFO of public companies in both the US and Australia greatly enhances the Board's acumen.

Prior to submitting himself for election, Mr Ashby confirmed that he would continue to have sufficient time to properly fulfil his Director's duties for the Company.

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

The Board (with Mr Ashby abstaining) unanimously recommends that Shareholders vote in favour of Mr Ashby's 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 at <https://www.cashconverters.com/investor-centre/annual-reports>.

Under section 250R(3) of the Corporations Act, the vote on this resolution is advisory only and does not bind the Directors or the Company. However, the Board will take the 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. APPROVAL OF GRANT OF PERFORMANCE RIGHTS TO THE MANAGING DIRECTOR (Resolution 5)

Resolution 5 is proposed as an ordinary resolution.

The Company proposes to grant 4,729,730 Performance Rights (**Rights**) to Mr Sam Budiselik, Managing Director of the Company, as the long-term incentive component of his remuneration for FY24 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 5 seeks approval from Shareholders under ASX Listing Rule 10.14.1 for the grant of 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 FY24 grant of Rights to Mr Budiselik is conditional on receiving Shareholder approval. If Shareholder approval is obtained, 4,729,730 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 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 Rights to Mr Budiselik, the proposed grant of 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 4,729,730 Rights will be granted to Mr Budiselik as the long-term incentive component of his remuneration for FY24 under the Plan.

The Company has attributed the Rights offered with a maximum indicative award value of \$1,050,000 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.

Explanatory Memorandum

Recommendation - Resolution 5 (continued)

The number of Rights to be granted has been calculated by dividing the face value of Mr Budiselik's FY24 long-term incentive maximum opportunity, in the event of meeting the "stretch" requirements of the vesting conditions, of \$1,050,000 by the face value attributable to a Right. The face value attributable to each Right is \$0.222, 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 the FY23 annual results.

Each 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 Rights will be granted at no cost and there is no amount payable by Mr Budiselik on vesting.

Rights have been selected as the long-term incentive component of the FY24 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 FY24 grant of Rights will be subject to performance conditions measured over a performance period of 3 years commencing on 1 July 2023 and ending on 30 June 2026. 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 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 Rights is 30 September 2026.

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

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

- 50% (i.e., 2,364,865 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., 2,364,865 Rights) will be subject to an earnings per share ("EPS Rights") measure.

Explanatory Memorandum

Recommendation - Resolution 5 (continued)

rTSR 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 rTSR measure to vest, a threshold level of performance must be achieved. The percentage of rTSR 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 50th percentile	< Threshold	Nil	Nil
At 50th percentile	Target	50%	1,182,433
Between 50th percentile and 100th percentile	Pro-rata	Straight-line pro-rate vesting between 50% and 100%	Pro-rata
At 100th percentile	Stretch	100%	2,364,865

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

The Board will appoint an independent valuation expert to provide a calculation of the rTSR hurdle outcome at the measurement date of 30 June 2026. 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

Explanatory Memorandum

Recommendation - Resolution 5 (continued)

EPS Rights

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

The table below sets out the percentage of Rights subject to the EPS hurdle that can vest depending on the Company's FY26 Operating 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.

FY26 EPS	Percentage of Rights that vest (%)	Number of EPS Rights vesting
Less than 3.45 cps	Nil	Nil
3.45 cps (Threshold)	25%	591,216
3.45 cps to 3.70 cps	Straight-line pro-rata vesting between 25% and 50%	Pro-rata
3.70 cps (Target)	50%	1,182,433
3.70 cps to 4.26 cps	Straight-line pro-rata vesting between 50% and 100%	Pro-rata
4.26 cps (Stretch)	100%	2,364,865

Subject to the terms of the Plan, any 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.

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 Rights based on the proportion of time that he remained an employee of the Company during the performance period. Any retained Rights will be performance tested in the ordinary course as outlined above following the end of the performance period. Any remaining unvested 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 unvested 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 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 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 Rights should be reduced or cancelled, or should not vest, then the Board may clawback or adjust his Rights at its discretion to ensure he derives no inappropriate benefit.

Explanatory Memorandum

Recommendation - Resolution 5 (continued)

Restrictions on dealing

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 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)	\$756,270.80
Short-term incentive (maximum opportunity)	\$700,000 (100% of base salary)
Long-term incentive (maximum opportunity)	\$1,050,000 (Maximum opportunity if stretch measurement conditions are met)

- Mr Budiselik has previously been granted 3,615,538 Rights under the Plan in FY23 and 3,256,578 Rights under the Plan in FY22. No amount was payable for the grants. For further details refer to the 2022 Notice of Annual General Meeting or the 30 June 2023 Remuneration Report and 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 Rights under the Plan.
- 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 5 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 5

The Board (with Mr Budiselik abstaining) unanimously recommends that Shareholders vote in favour of Resolution 5.

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 Managing Director, for which Shareholder approval is sought under Resolution 5.

Term	Description
Eligibility	<p>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”). This includes anyone employed by the Company or any of its subsidiaries, which can include a director or non-executive director, or anyone else that the Board determines should be eligible to participate in the Plan.</p>
Awards	<p>The Plan provides flexibility for the Company to grant options to acquire Shares (or an equivalent cash amount), rights to acquire Shares (or an equivalent cash amount) 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	<p>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.</p>
Exercise price	<p>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.</p>
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. Shares may remain subject to dealing restrictions after vesting.</p> <p>Shares will continue to be subject to malus and clawback following vesting under 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>

Schedule 1 – Key terms of the Equity Incentive Plan

Vesting and exercise of options and rights	<p>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. To exercise vested options or rights, any applicable Exercise Conditions must be 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 or malus (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 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	The Board has clawback and malus powers under the Plan. For example, 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 that may warrant the Board exercising malus or clawback powers, then the Board may exercise those malus or clawback powers 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 Shares, or options or rights, will be dealt with. A change of control includes any transaction or event proposed that, in the opinion of the Board, is likely to result in one or more persons becoming entitled to exercise control over the Company.
Amendments	The Board may amend the rules of the Plan (including amending, reducing or waiving the application of the rules in relation to a participant) or amend the terms of an offer made under the Plan.
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 'Search for meeting' field. Select and click on the displayed meeting.

Search for meeting

Please enter Company or Meeting Name. Enter 3 or more characters. e.g. Computershare

Or select the country where the company is based.

Australia

To register as a shareholder

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

Shareholder Invitation Guest

If you are a shareholder or an appointed corporate representative, please enter the required details below.

SRN/HIN

eg. X1234567890

Country

Australia

Post Code

eg. 0123

SIGN IN

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.

Shareholder Invitation Guest

If you have received an email invitation for this meeting, please enter your invite code below.

Invite Code

Enter your invite code. e.g. G-ABCDEFGH or ABCD

SIGN IN

or To register as a guest

Select 'Guest' and enter your details.

Shareholder Invitation Guest

If you would like to attend the meeting as a Guest please provide your details below.

First Name *

Last Name *

Email

Company Name

SIGN IN



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.

The screenshot shows the top navigation bar with 'Broadcast' selected. Below it, the user's name 'MR JOHN CITIZEN' and '500 Votes' are displayed. There are 'Clip' and 'Slides' buttons. The main area shows a video player with a presentation slide titled 'Corporate Responsibility highlights'.



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.

The screenshot shows the top navigation bar with 'Vote' selected. Below it, the 'Items of Business' section is visible. Two items are listed: '2A Re-elect Mr John Brown as a Director' and '2B Re-elect Mr Peter Nolan as a Director'. Each item has three buttons: 'FOR', 'AGAINST', and 'ABSTAIN'.



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.

The screenshot shows the top navigation bar with 'Q & A' selected. Below it, there is a text input field for questions. A dropdown menu is open, showing '3 Adoption of Remuneration Report'. There is a 'Send' button and a character count '24 character(s)'.



Documents

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

The screenshot shows the top navigation bar with 'Documents' selected. Below it, two document options are listed: 'Notice of Meeting' and 'Online User Guide'.

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

CCVRM

MR RETURN SAMPLE
123 SAMPLE STREET
SAMPLE SUBURB
SAMPLETOWN VIC 3030



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 **9:30am (AWST) on Tuesday, 21 November 2023.**

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:

XX

Online:

Lodge your vote online at www.investorvote.com.au using your secure access information or use your mobile device to scan the personalised QR code.

Your secure access information is



Control Number: 999999

PIN: 99999

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

By Mail:

Computershare Investor Services Pty Limited
GPO Box 242
Melbourne VIC 3001
Australia

By Fax:

1800 783 447 within Australia or
+61 3 9473 2555 outside Australia



PLEASE NOTE: For security reasons it is important that you keep your SRN/HIN confidential.

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

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.



IND

Proxy Form

Please mark to indicate your directions

Step 1 Appoint a Proxy to Vote on Your Behalf

XX

I/We being a member/s of 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 Thursday, 23 November 2023 at 9:30am (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 and 5 (except where I/we have indicated a different voting intention in step 2) even though Resolutions 4 and 5 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 and 5 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 Director - Mr Lachlan Given	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Resolution 2	Re-election of Director - Mr Robert Hines	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Resolution 3	Election of Director - Mr Mark Ashby	<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	Approval of grant of performance rights to the 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 Securityholder 2 Securityholder 3 / /
Sole Director & Sole Company Secretary Director Director/Company Secretary Date

Update your communication details (Optional)

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

