# ASX ANNOUNCEMENT CHAIRMAN'S SCRIPT



Annual General Meeting
Friday 31 October 2014 at 10.00am
50 Pioneer Road,
Yandina, Qld

Ladies and gentlemen, good morning.

It is my pleasure to welcome you to the TWENTY-SIXTH Annual General Meeting of Buderim Ginger Limited. My name is Steve Morrow and I am your chairman.

It is now the appointed time for the Meeting and a quorum is present. I formally declare the Meeting open.

I take this opportunity to introduce to you the Members of the Board.

On my far right, which is your left, and in order of seating, we have non-executive directors Mr Shane Templeton, Ms Margaret Walker and Mr George Vasili. On my immediate right are our CEO, Mr Roger Masters and our Company Secretary/CFO, Mr Andrew Bond.

Also present is Peter O'Keeffe – Director nominee, Paul Gallagher and Michael Cutri from <u>BDO</u>, the Company's Auditors; Eugene Fung from <u>Thompson Geer</u>, the Company's Lawyers; Rachel Sakurai, Chris Buttery and Michael Smith from <u>Computershare</u>, our Share Registry;

Glenn Merchant from <u>Rabobank</u>, our senior financiers, and Craig Nielsen and Jon McPhail from <u>Westpac</u>, our transactional bankers.

Welcome all.

The Register of Directors' Shareholdings is with the Company Secretary, Andrew Bond.

It is open and accessible to all persons attending the Meeting.

Proxies have been received for 24,140,677 shares from

164 shareholders representing 55.67% of the

Company's issued voting capital. Issued capital totals 43,363,090 shares.

I will call upon Andrew Bond, the Company Secretary, to give details of the proxies in respect each resolution as that resolution is put to the meeting.

#### ANNUAL REPORT AND NOTICE OF MEETING

A copy of the Company's Annual Report for the year ended June 30, 2014 along with the Notice of this Meeting was forwarded to the Shareholders some weeks ago. With your consent I will take it as read and received.

Could someone kindly move.

Is there a Seconder?

Those in Favour Against

Thank you for your attention. I now introduce our CEO, Mr Roger Masters.

Thanks Roger

## ITEMS OF BUSINESS

#### 1. FINANCIAL STATEMENTS AND REPORTS

Ladies and Gentlemen

The first item of business set out in the Notice of Meeting is:-

To receive and consider the following reports in respect of the financial year of the Company ended 30 June 2014:

- The Financial Report (which includes the Statement of Financial Position, Statement of Comprehensive Income, Cash Flow Statement and Directors' Declaration); and
- The Directors' Report and the Auditor's Report.

The Meeting is now open for discussion on the accounts and reports and I will now take questions from the floor. If you wish to speak please raise your voting card, and wait for a microphone to reach you. Before you speak, please give your name and state whom you are representing.

In order that everyone has an opportunity to speak, each person's questions or comments will be kept to two minutes.

There being no further discussion I now move to the second and third items of business which relate to the Election of Directors.

Before we vote on the resolutions, I'd like to take this opportunity to recognise George Vasili who has announced his intention to retire as a Director effective from this meeting. George joined the Board in July 2011 and his service and support for Buderim Ginger has been very much appreciated over the last three years through some very challenging times for the business. We wish George all the very best for his retirement and look forward to keeping in touch on a regular basis. Please join with me in thanking George.

# 2. Resolution 1 – Re-election of Director -Mr Shane Templeton

The next item of business is:-

To consider and, if thought fit, to pass the following Ordinary Resolution:

• That Mr Shane Tyson Templeton, who retires by rotation in accordance with the Constitution and, being eligible, offers himself for re-election, be re-elected as a Director.

Clause 18.1 of the Company's Constitution states that a Director (other than a Managing Director) must not retain office for more than three calendar years or beyond the third annual general meeting following his appointment, without submitting himself for re-election.

Mr Templeton was last re-elected as a Director at the AGM in April 2012 and accordingly retires at this Meeting, and offers himself for re-election as detailed in the Notice of Meeting.

For your information I ask Mr Bond to advise of the proxies received in respect of the resolution.

Could someone move that Mr Templeton be re-elected as Director of the Company.

Seconder?

Is there any discussion?

Those in Favour Against

# 3. Resolution 2 - Election of Director - Mr Peter O'Keeffe

The next item of business is:To consider and, if thought fit, to pass the following Ordinary Resolution:

• That Mr Peter Francis O'Keeffe, who has been duly nominated in accordance with Clause 15.3 of the Company's Constitution, be elected as a Director.

Clause 15.3 of the Company's Constitution states a person is not eligible to be elected as a Director at a general meeting unless a Member intending to propose him has up to 35 Business Days before the meeting left at the registered office of the Company a notice in writing duly signed by the nominee, giving his consent to the nomination and signifying his candidature for the office or the intention of the Member to propose him.

Mr O'Keeffe has been duly nominated by Mr John Cheadle and offers himself for election as detailed in the Notice of Meeting.

For your information I ask Mr Bond to advise of the proxies received in respect of the resolution.

Could someone move that Mr O'Keeffe be elected as Director of the Company.

Seconder?
Is there any discussion?

Those in Favour Against

# 4. Resolution 3 - Directors' Remuneration Report

This next resolution is, to consider and if thought fit, pass a non...binding resolution that the section of the Directors' Report dealing with the remuneration of the Company's Directors and senior executives (the 'Remuneration Report'), be adopted.

Shareholders should note that this Resolution is an "advisory only" resolution which does not bind the Directors or the Company.

Following consideration of the Remuneration Report, shareholders will be given a reasonable opportunity to ask questions about, or make comments on, the Report.

The Remuneration Report is found on pages 13 to 17 of the Annual Report.

For your information I ask Mr Bond to advise of the proxies received in respect of the resolution.

Could I please have a mover and seconder for that motion.

Is there any discussion?
Those in Favour
Against

#### 5. OTHER BUSINESS

Does anybody wish to raise any item of other business which can be discussed properly here?

#### DESTRUCTION OF PROXIES AND VOTING PAPERS

Before closing the Meeting could someone move that all proxies and voting papers be destroyed.

Seconder?
Those in Favour Against

### **CLOSURE OF MEETING**

Ladies and Gentlemen,

As there is no further business I declare the Meeting closed and in doing so thank you for your attendance and for your continued support of the Company.

Would you please join members of the Board and management for light refreshments.

Thank you Ladies & Gentlemen.