



Attention: Company Announcements  
Australian Securities Exchange Limited

18 September 2020

Dear Sir/Madam,

**SUBJECT: NOTICE OF THE 2020 ANNUAL GENERAL MEETING ("AGM") AND RELATED DOCUMENTS**

Attached are the following documents in relation to the subject:

1. Notice of the 2020 AGM and Virtual Meeting Online Guide
2. Chairman's letter to shareholders
3. Sample proxy form

Yours sincerely,

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

Gerhard Correa  
Company Secretary



## Notice of Annual General Meeting

**GLOBE INTERNATIONAL LIMITED**  
**ABN 65 007 066 033**

Notice is hereby given that the 2020 Annual General Meeting ("AGM") of shareholders of GLOBE INTERNATIONAL LIMITED ("the Company") will be held on Thursday, 22 October 2020 commencing at 1.00 pm AEDT. In light of the current COVID-19 pandemic, this year's AGM will be held as a virtual meeting. Details on how to participate in the AGM are included in the attached Information for Shareholders. There will not be a physical meeting where shareholders can attend.

### AGENDA

#### ORDINARY BUSINESS

##### 1. Financial, Directors' and Auditor's Reports

To receive and consider the Financial Report (which includes the financial statements and Directors' declaration), the Directors' Report and the Auditor's Report of the Company for the year ended 30 June 2020.

See Explanatory Note 1 below for further information about this item of business.

##### 2. Remuneration Report

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

*"That the Company's Remuneration Report (which is contained in pages 50 to 54 of the 2020 Annual Report) for the year ended 30 June 2020 be adopted."*

See Explanatory Note 2 below for further information about this item of business.

**Note:** The vote on this resolution is advisory only and does not bind the Directors or the Company. However, if 25% or more of the votes cast on this resolution are against the adoption of the Remuneration Report, the spill resolution in Item 5 will be put to shareholders for their consideration and vote.

##### 3. Re-election of a Director

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

*"That Mr Stephen Hill, who retires by rotation in accordance with article 58 of the Company's constitution and, being eligible, offers himself for re-election, be re-elected as a Director of the Company."*

See Explanatory Note 3 below for further information about this item of business.

##### 4. Election of a Director

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

*"That Mr William Crothers who was appointed as a director since the last Annual General Meeting, retires in accordance with article 56.1 of the Company's constitution and, being eligible, offers himself for election, be elected as a Director of the Company."*

See Explanatory Note 4 below for further information about this item of business.

## 5. Special meeting to be held within 90 days ('Spill Resolution')

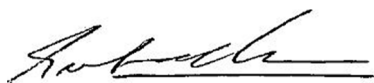
Subject to and conditional on at least 25% of the votes cast on Item 2 (Remuneration Report) being cast against the adoption of the Company's Remuneration Report, to consider and, if thought fit, pass the following resolution as an ordinary resolutions:

*"That:*

- a) an extraordinary general meeting of the Company's shareholders ("spill meeting") be held within 90 days of the date of this resolution;*
- b) all of the Company's directors in office at the time when the Directors' Report for the financial year ended 30 June 2020 was passed, and who remain directors at the time of the spill meeting, cease to hold office immediately before the end of the spill meeting; and*
- c) resolutions to appoint persons to offices that will be vacated immediately before the end of the spill meeting be put to a vote of shareholders at the spill meeting."*

**Note:** This resolution will only be put to shareholders if at least 25% of the votes cast on the resolution in Item 2 are against the adoption of the Remuneration Report (see Explanatory Notes 2 and 5).

By order of the Board



Gerhard Correa  
Company Secretary  
18 September 2020

## **INFORMATION FOR SHAREHOLDERS**

### **1. HOW TO PARTICIPATE IN THE AGM**

Shareholders and proxyholders are invited to participate in the AGM virtually via our virtual AGM platform at <https://agmlive.link/GLBAGM20> by taking the following steps:

- Enter <https://agmlive.link/GLBAGM20> to a web browser on your computer or online device.
- Provide your details in order to be verified as a shareholder or proxyholder:
  - Shareholders will need their Shareholder Reference Number (SRN) or Holder Identification Number (HIN); and
  - Proxyholders will need their proxy code which Link Market Services will provide via email no later than 24 hours prior to the AGM.
- Wait for the meeting to commence.

Further information on how to participate virtually (including how to vote and ask questions online during the AGM) is set out in this Notice and the Virtual Meeting Online Guide, which has been included in this Notice and is also available at <https://globecorporate.com/agm/>. It is recommended that you test access to the online platform on your computer or online device prior to the scheduled commencement of the AGM, and that you log in to the online platform at least 15 minutes prior to the scheduled start time for the AGM.

### **2. VOTING**

The resolutions in items 2, 3, 4 and 5 are ordinary resolutions. Ordinary resolutions require the support of more than 50% of those shareholders voting in person, by proxy, representative or attorney.

All resolutions will be decided on a poll.

Shareholders may vote on resolutions considered at the AGM by either:

- voting online by using the virtual AGM platform; or
- appointing a Proxy

Online voting will be open between the commencement of the AGM at 1.00 pm (AEDT) on 22 October 2020 and the time at which the Chair announces voting closure.

More information about online participation in the AGM is available in the Virtual Online Meeting Guide at <https://globecorporate.com/agm/>.

### **VOTING ENTITLEMENT**

The Directors have determined that shareholders will be eligible to vote at the Annual General Meeting if they are registered holders of ordinary shares in the Company as at 7.00pm AEDT, on Tuesday, 20 October 2020.

### **3. PROXIES**

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

- appoints an individual as its corporate representative to exercise any of the powers the body corporate may exercise at general meetings of the Company, in accordance with section 250D of the *Corporations Act 2001 (Cth)* (**Corporations Act**); and
- provides satisfactory evidence of the appointment of its corporate representative prior to commencement of the meeting.

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

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

## **INFORMATION FOR SHAREHOLDERS (CONT'D)**

The proxy form (and, if the appointment is signed by the appointer's attorney, the authority under which it was signed or a certified copy of the authority) must be received by the Company's share registry, Link Market Services Limited, by 1.00pm AEDT on Tuesday 20 October 2020.

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

- a) posting it in the reply-paid envelope provided;
- b) posting it to Globe International Limited c/- Link Market Services Limited, Locked Bag A14, Sydney South NSW 1235;
- c) hand delivering it to Link Market Services Limited, 1A Homebush Bay Drive, Rhodes NSW 2138 or Level 12, 680 George Street, Sydney NSW 2000;
- d) faxing it to Link Market Services Limited on +61 2 9287 0309;
- e) lodging it online at [linkmarketservices.com.au](http://linkmarketservices.com.au) in accordance with the instructions provided on the website. You will need your HIN or SRN to lodge your proxy form online.

If a shareholder appointing a proxy directs a proxy how to vote on an item of business, the proxy may only vote on that item, in accordance with that direction. If a proxy is not directed how to vote on an item of business, the proxy may vote how he/she thinks fit.

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

If a shareholder appoints the Chair of the meeting as the shareholder's proxy and does not specify how the Chair is to vote on an item of business, the Chair will vote, as a proxy for that shareholder, in favour of the item on a poll.

Link Market Services will contact proxyholders via email no later than 48 hours prior to the AGM to provide them with the proxy code that they will need to enter into the virtual AGM platform.

## **4. CORPORATE REPRESENTATIVES**

A corporate shareholder may elect to appoint an individual to act as its representative in accordance with section 250D of the Corporations Act in which case the Company will require a certificate appointing the Corporate Representative to be executed in accordance with the Corporations Act. The certificate must be lodged with the Company before the AGM. The Company will retain the certificate.

## **5. AGM CONSIDERATIONS AND SHAREHOLDER QUESTIONS**

A discussion will be held on all items to be considered at the AGM.

All shareholders will have a reasonable opportunity to ask questions during the AGM via the virtual AGM platform, including an opportunity to ask questions of the Company's external auditor, PricewaterhouseCoopers.

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

- all shareholder questions should be stated clearly and should be relevant to the business of the AGM, including matters arising from the Financial Report, Directors' Report (including the Remuneration Report) and Auditor's Report, and general questions about the performance, business or management of the Company;
- if a shareholder has more than one question on an item, all questions should be asked at the one time; and
- shareholders should not ask questions at the AGM regarding personal matters or those that are commercial in confidence.

Shareholders who prefer to register questions in advance of the AGM are invited to do so.

Written questions must be received by the Company by 5 pm on Wednesday, 21 October 2020, and can be submitted by:

- a) email to: [investor.relations@globeintltd.com](mailto:investor.relations@globeintltd.com) with the subject line of "AGM 2020 questions" and clearly stating the shareholder's full name and address.
- b) posting it to Globe International Limited, 1 Fennell Street, Port Melbourne Vic 3207, Australia marked to the attention of "The Company Secretary" with the subject line of "AGM 2020 questions" and clearly stating the shareholders full name and address.

## **EXPLANATORY NOTES**

### **1. CONSIDERATION OF FINANCIAL, DIRECTORS' AND AUDITOR'S REPORTS**

The Financial Report, the Directors' Report and the Auditor's Report of the Company for the financial year ended 30 June 2020 are included in the 2020 Annual Report. In accordance with legislation, hard copies of the Annual Report have only been sent to those shareholders who have elected to receive one. The Annual Report can be viewed or downloaded online on Globe's website at [www.globecorporate.com](http://www.globecorporate.com).

There will be no formal resolution put to the AGM in respect of the Financial Report, the Directors' Report and the Auditor's Report of the Company for the year ended 30 June 2020 as there is no requirement to do so. However, shareholders will be given a reasonable opportunity at the AGM to comment on and raise questions about the Financial Report, the Directors' Report and the Auditor's Report of the Company. Shareholders will also be able to ask the Company's auditor, PricewaterhouseCoopers, about 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 Report and the independence of the auditor in relation to the conduct of the audit.

### **2. REMUNERATION REPORT**

Section 250R of the Corporations Act requires a publicly listed company to put a resolution to shareholders to adopt the company's Remuneration Report.

The Remuneration Report sets out the remuneration policy for the Company and explains the remuneration arrangements in place for its executives and Directors. The Remuneration Report is presented within the Directors' Report on pages 50 to 54 of the Company's 2020 Annual Report and is available to be viewed or downloaded online on Globe's website at [www.globecorporate.com](http://www.globecorporate.com).

- a) Under the "two strikes rule" in the Corporations Act, if at least 25% of the votes cast on the resolution to adopt the company's remuneration report are against its adoption, the company will receive a "first strike". If in the following year at least 25% of the votes cast on the resolution to adopt the company's remuneration report are again against its adoption, the Company will receive a "second strike" following which the company must hold an extraordinary general meeting ("spill meeting") within 90 days to consider the composition of the Board. All of the directors of the company (who were in office when the relevant remuneration report was approved) will cease to hold office immediately before the end of the spill meeting, but may stand for re-election at the spill meeting.
- b) At the Company's 2019 AGM, the Company received a "first strike" because more than 25% of the votes cast on the resolution to adopt the 2019 Remuneration Report were cast against the resolution. Under the "two strikes rule" in the Corporations Act, if at least 25% of the votes cast on the resolution to adopt the 2020 Remuneration Report are against its adoption, the Company will receive a "second strike" and will be required to put the resolution in Item 5 to shareholders at the AGM. Further information about Item 5 is set out in Explanatory Note 5.

Please note that the vote on this item of business is advisory only and does not bind the Directors or the Company. However, there will be an opportunity for shareholders at the meeting to comment on, and ask questions about, the Remuneration Report.

**Board recommendation:** The directors of the Company strongly recommend that shareholders vote in favour of adopting the 2020 Remuneration Report. By reason of the voting exclusions referred to in Explanatory Note 6, shareholders holding a large number of shares are excluded from voting on this resolution. This means that only a relatively small number of votes is all that is necessary in order for at least 25% of the votes cast on the resolution in Item 2 to be against adopting the 2020 Remuneration Report. The Directors of the Company are particularly concerned that votes may be cast against the 2020 Remuneration Report for reasons that are not directly related to the Company's remuneration strategy.

### **3. RE-ELECTION OF DIRECTOR**

#### **Mr Stephen Hill**

Mr Stephen Hill, who retires by rotation in accordance with article 58 of the Company's constitution, is eligible to stand for re-election and is offering himself for re-election as a Director of the Company.

Stephen Hill co-founded Globe in 1985, remains a major shareholder in the business and has expertise in the development of growth initiatives, brand development and market positioning strategies for the Company. Stephen is a former skateboarding champion and remains an active skateboarder, snowboarder.

**Board recommendation:** The Board believes that Mr Stephen Hill based on his experience and skills listed above, adds significant value to the Board, and other than Mr Stephen Hill, the Directors unanimously recommend that shareholders vote in favour of the re-election of Mr Stephen Hill.

## **EXPLANATORY NOTES (CONT'D)**

### **4. ELECTION OF DIRECTOR**

**Mr William Crothers, B.Com, LLB**

Mr William Crothers, having been appointed as a Director after the last Annual General Meeting, retires in accordance with article 56.1 of the Company's constitution, is eligible to stand for election and is offering himself for election as a Director of the Company.

Mr William Crothers was appointed to the Board of Directors and as Chairman on 4 June 2020. William has over thirty years of experience as the founder, director and CEO of a number of Australian and international businesses that grew to achieve global success. These include Burra Foods Pty Ltd a large dairy producer and Pacific Medical Pty Ltd which was later acquired by LMA NV (a public company listed on the Singapore Stock Exchange). William was Group CEO/director of LMA NV between 2010 and 2014. He currently sits on the board of a number of companies in Singapore and Australia and is an experienced entrepreneur and a philanthropist. William is a non-executive director of BioRevive Pty Ltd, a Melbourne-based distributor of natural and effective health brands he established in 2001 and a director of Cadi Scientific Pte Ltd, a Singapore-based healthcare technology company, providing solutions in the areas of wireless sensing, tracking & matching. Appropriate back ground checks were conducted prior to the appointment of William to the Board.

The Board of the Company has determined that Mr William Crothers is an independent director.

**Board recommendation:** The Board of the Company believes that based on his extensive skills and experience listed above, Mr William Crothers will add significant value to the Board and other than Mr William Crothers, the Directors unanimously recommend that shareholders vote in favour of the election of Mr William Crothers..

### **5. SPILL RESOLUTION**

**This resolution will be put to the meeting only if at least 25% of the votes cast on the resolution in Item 5 to adopt the Company's 2020 Remuneration Report are cast 'against' its adoption, as explained in Explanatory Note 2 above.**

This resolution is considered to be an ordinary resolution, which means that, to be passed, the resolution requires the approval of more than 50% of the votes cast by or on behalf of shareholders entitled to vote on the matter. If this resolution is put to the meeting and passed, the Company must hold an extraordinary general meeting ("spill meeting") within 90 days of the date of this resolution in order to consider the composition of the Board. All of the directors of the Company (who were in office when the 2020 Directors' Report was approved) will cease to hold office immediately before the end of the spill meeting, but may stand for re-election at the spill meeting. Following the spill meeting, those persons whose election or re-election as directors is approved will be the directors of the Company.

Shareholders should be aware however that in the past, the convening and holding of a spill meeting has resulted in the Company incurring material additional expense, as well as disruption and distraction to senior management's focus on core business operations. **Accordingly in the best interests of shareholders and the Company, to avoid this situation from recurring the directors of the Company have decided to convene the spill meeting immediately after the conclusion of the 2020 AGM which will be held only in the event that the spill resolution is passed.** Moreover shareholders should note that there are no voting exclusions applicable to resolutions appointing directors at the spill meeting. This would mean there is no barrier to the existing major shareholders of the company exercising their voting rights to reappoint the existing directors of the Company without any changes to the composition of the board.

The directors of the Company strongly recommend that shareholders **vote against** the spill resolution.

### **6. VOTING EXCLUSION STATEMENT**

A vote must not be cast (in any capacity) on the resolution in Item 2 "Remuneration Report" and Item 5 "Spill Resolution", and the Company must disregard all votes cast on the resolution in Items 2 and 5, by or on behalf of a key management person ("KMP") of the Company or any of their closely related parties. For this purpose, a KMP includes a Director of the Company, and a closely related party includes a spouse, dependant and other certain close family members of a KMP, as well as any companies controlled by a KMP.

However a vote may be cast on the resolutions in Items 2 and 5 by a KMP or a closely related party of a KMP if the vote is cast by them as a proxy for a person who is entitled to vote on the resolution, and either:

- a) the person is appointed as a proxy in writing that specifies how the proxy is to vote on the resolution; or
- b) the person is the Chair of the meeting and the appointment of the Chair as proxy does not specify the way the proxy is to vote on the resolution but expressly authorises the Chair to exercise the proxy even if the resolution is connected directly or indirectly with the remuneration of a member of the KMP.

**The Chair intends to vote all such undirected proxies in favour of the adoption of the Remuneration Report and against the Spill Resolution.**

# Virtual Meeting Online Guide



# Virtual Meeting Online Guide

## Before you begin

Ensure your browser is compatible. You can easily check your current browser by going to the website: **whatismybrowser.com**

Supported browsers are:

- Chrome – Version 44 & 45 and after
- Firefox – 40.0.2 and after
- Safari – OS X v10.9 “Mavericks” & OS X v10.10 “Yosemite” and after
- Internet Explorer 9 and up (please note Internet Explorer 8 is not supported)

The virtual meeting is viewable from desktops and laptops. To attend and vote at the virtual Meeting you must have:

- ASX registered holders: Shareholder number and postcode

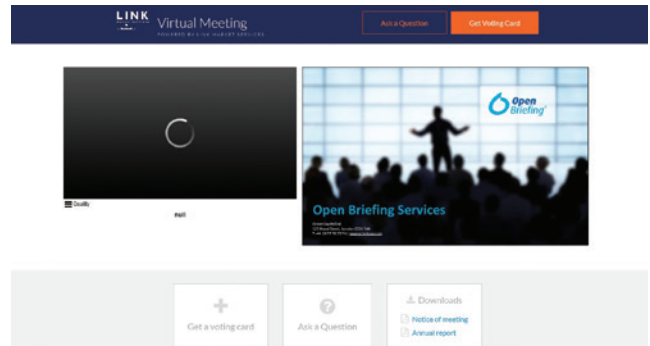
If you are an appointed proxy you will need your proxy number which will be provided by Link Market Services prior to the meeting. **Please make sure you have this information before proceeding.**

## Step 1

Open your web browser and go to:

<https://agmlive.link/GLBAGM20> for the Annual General Meeting or

<https://agmlive.link/GLBGM20> for the General meeting.



## Step 2

Login to the portal using your full name, email address, and company name (if applicable).

Please read and accept the terms and conditions before clicking on the blue **‘Register and Watch Meeting’** button. Once you have logged in you will see:

- On the left – a live video webcast of the Meeting
- On the right – the presentation slides that will be addressed during the Meeting.

**Note:** After you have logged in we recommend that you keep your browser open for the duration of the meeting. If you close your browser, your session will expire. If you attempt to log in again, you will be sent a recovery link via email for security purposes.



## Navigating

At the bottom of the webpage under the webcast and presentation there are three boxes. Refer to each section below for operating instructions.

- 1 Get a voting card
- 2 Ask a Question
- 3 Downloads



Get a voting card



Ask a Question

Downloads  
Notice of meeting  
Annual report

## 1. Get a voting card

To register to vote - click on the 'Get a voting card' box at the top of the webpage or below the videos.

Get Voting Card



Get a voting card

This will bring up a box which looks like this.

### Voting Card

Please provide your Shareholder or Proxy details

SHAREHOLDER DETAILS

Shareholder Number

Post Code

Outside Australia

SUBMIT DETAILS AND VOTE

OR

PROXY DETAILS

Proxy Number

SUBMIT DETAILS AND VOTE

If you are an individual or joint Shareholder you will need to register and provide validation by entering your details in the top section:

- **ASX registered holders:** Shareholder number and postcode

If you are an appointed Proxy, please enter the Proxy Number issued to you by Link Market Services in the PROXY DETAILS section. Once you have entered your appropriate details click the blue **'SUBMIT DETAILS AND VOTE'** button.

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

Shareholders and proxies can either submit a Full Vote or a Partial Vote. You can move between the two tabs by clicking on **'Full Vote'** or **'Partial Vote'** at the top of the voting card.

# Virtual Meeting Online Guide

continued

The screenshot shows a web application for 'ABC COMPANY PTY LTD' with a user ID 'X123456789'. The main heading is 'Voting Card'. Below it, a paragraph explains the voting process: 'Please complete your vote by selecting the required voting instruction (For, Against or Abstain) for each resolution. If you would like complete a partial vote, please specify the number of votes for each resolution in the Partial Vote section. Proxy holder votes will only be applied to discretionary (undirected) votes. Directed votes will be applied as per the the Unitholder's voting instructions.' There are two tabs: 'Full Vote' (selected) and 'Partial Vote'. The interface lists four resolutions, each with 'For', 'Against', and 'Abstain' buttons. Resolution 2B is 'RE-ELECTION OF MR. ABC AS A DIRECTOR'. Resolution 2C is 'RE-ELECTION OF MS XYZ AS A DIRECTOR'. Resolution 3 is 'INCREASE TO DIRECTORS' MAXIMUM FEE POOL LIMIT'. Resolution 4 is 'ADOPTION OF REMUNERATION REPORT'. At the bottom is a large orange 'SUBMIT VOTE' button.

## Full Votes

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

## Partial Votes

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

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

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

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

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

If at any point you have submitted your voting card and wish to make a change while voting is still open you can do so by clicking the **'Edit Card'** button and making the required change. Once you have completed your card select the blue **'Cast Vote'** or **'Cast Partial Vote'** button.

The voting card remains editable until the voting is closed at the conclusion of the Meeting. Once voting has been closed all voting cards, submitted and un-submitted, will automatically be submitted and cannot be changed.

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

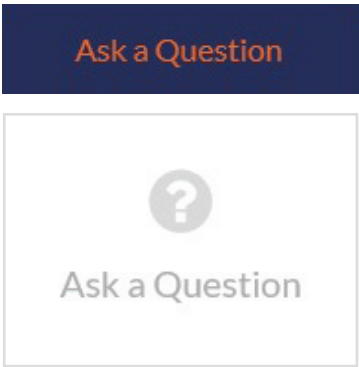
If an additional resolution is proposed during the meeting, there will be a short delay while the resolution is added to the voting card. Once the resolution has been added you will be notified by the Chairman during the meeting. In order to vote on the extra resolution you will need to reopen your voting card to cast your vote by clicking the **'Edit Card'** button.

**Note:** Registration for the Meeting and voting opens one hour before the meeting begins.

## 2. How to ask a question

**Note:** Only shareholders are eligible to ask questions.

You will only be able to ask a question after you have registered to vote. If you would like to ask a question, click on the 'Ask a Question' box either at the top or bottom of the webpage.



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

Ask a Question

We welcome any questions that you may have and will endeavour to answer all questions during the Meeting. To submit a question, please select what the question pertains to and type your question in the provided area. If you have multiple questions please submit each individually.

Regarding

General Business

Question

Type your question here...

Submit Question

In the 'Regarding' section click on the drop down arrow and select one of the following categories:

- General Business
- Resolution 1
- Resolution 2
- Resolution 3
- Resolution 4
- Resolution 5
- Resolution 6

After you have selected your question category, click in the 'Question' section and type your question.

When you are ready to submit your question - click the blue 'Submit Question' button. This will send the question to the Management/Board.

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

Once you have asked a question a 'View Questions' box will appear.

At any point you can click on 'View Questions' and see all the questions you have submitted. Only you can see the questions you have asked.

**Note:** You can submit your questions by this method one hour before the meeting begins, if you have registered to vote. You can continue to submit questions up until the close of voting.

If your question has been answered and you would like to exercise your right of reply, you can do so by submitting another question.

View questions

Your submitted questions can be viewed below. We will endeavour to answer all questions during the Meeting.

Question 1

General Business

When will you be holding your next AGM?

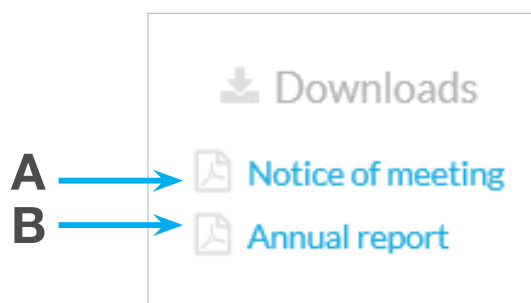
SUBMIT ANOTHER QUESTION

# Virtual Meeting Online Guide

continued

## 3. Downloads

If you would like to see the Notice of Meeting or the Annual Report you can do so here.



- To download the Notice of Meeting – click A
- To download the Annual Report – click B

When you click on these links the file will open in another tab in your browser.

## Voting closing

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

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

At the close of the meeting any votes you have placed will automatically be submitted.



## Contact us

### Australia

T 1300 554 474

E [info@linkmarketservices.com.au](mailto:info@linkmarketservices.com.au)

### New Zealand

T +64 9 375 5998

E [enquiries@linkmarketservices.co.nz](mailto:enquiries@linkmarketservices.co.nz)

18 September 2020

Dear Shareholder,

**Subject: Globe International Limited ("Globe") – 2020 Annual General Meeting ("AGM")**

I invite you to attend Globe's AGM to be held on Thursday, 22<sup>nd</sup> October 2020 at 1.00 pm (AEDT) by logging online through the internet on <https://agmlive.link/GLBAGM20>. Registration commences at 12.30 pm (AEDT).

Being the 20<sup>th</sup> AGM since it listed on the ASX in 2001, this is indeed a milestone event in the history of Globe. Against the backdrop of the COVID-19 pandemic and due to strict governmental restrictions on indoor gatherings and travel in Melbourne, Victoria, where Globe is headquartered, the AGM this year will be held as a virtual meeting instead of a physical meeting.

The virtual meeting will provide all our shareholders with the ability to:

- join the meeting regardless of location,
- fully participate in the meeting by viewing live, the entire proceedings of the meeting which includes the Chairman's and CEO's addresses,
- vote online on all resolutions; and
- ask online questions, of the Board, management and the auditor where relevant, as each item of business is put to the meeting.

Consistent with the relief measures provided by the Federal Treasurer in response to the COVID-19 pandemic, Globe's Notice of AGM this year is only being made available online at <https://globecorporate.com/agm/> with all other information and instructions necessary for shareholders to join the meeting. Shareholders are requested to read these documents carefully. Importantly, Shareholders are requested to have their Shareholder number and the postcode for their shareholding handy, as without these details they will be unable to attend the meeting online.

For those Shareholders who have elected to receive all correspondence by mail, hard copies of the proxy form along with this letter have been posted to them today.

On behalf of my fellow Directors and Globe's management, I thank you for your loyalty as a Shareholder and look forward to your participation at the AGM.

Yours sincerely,



William Crothers  
Chairman

Enclosure: 2020 AGM proxy form



## LODGE YOUR VOTE



**ONLINE**  
[www.linkmarketservices.com.au](http://www.linkmarketservices.com.au)



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



**BY FAX**  
+61 2 9287 0309



**BY HAND**  
Link Market Services Limited  
1A Homebush Bay Drive, Rhodes NSW 2138; or  
Level 12, 680 George Street, Sydney NSW 2000



**ALL ENQUIRIES TO**  
Telephone: +61 1300 554 474



X99999999999

## PROXY FORM

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

### APPOINT A PROXY

☐ **the Chairman of the Meeting (mark box)**

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

Name

Email

Or failing the person or body corporate named, or if no person or body corporate is named, the Chairman of the Meeting, as my/our proxy to act on my/our behalf (including to vote in accordance with the following directions or, if no directions have been given and to the extent permitted by the law, as the proxy sees fit) at the Annual General Meeting of the Company to be held at **1:00pm (AEDT) on Thursday, 22 October 2020 (the Meeting)** and at any postponement or adjournment of the Meeting.

The Meeting will be conducted as a virtual meeting and you can participate by logging in online at <https://agmlive.link/GLBAGM20> (refer to details in the Virtual Annual General Meeting Online Guide). You can view and download the **Notice of Annual General Meeting and Explanatory Memorandum** at the Company's website at <https://globecorporate.com/agm/>

Important for Resolutions 2 & 5: If the Chairman of the Meeting is your proxy, either by appointment or by default, and you have not indicated your voting intention below, you expressly authorise the Chairman of the Meeting to exercise the proxy in respect of Resolutions 2 & 5, even though the Resolutions are connected directly or indirectly with the remuneration of a member of the Company's Key Management Personnel (KMP).

**The Chairman of the Meeting intends to vote undirected proxies in favour of resolutions 2, 3, 4 and against resolution 5.**

### VOTING DIRECTIONS

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

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

#### Resolutions

For Against Abstain\*

2 To adopt the Remuneration Report

|                          |                          |                          |
|--------------------------|--------------------------|--------------------------|
| <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
|--------------------------|--------------------------|--------------------------|

3 To re-elect Mr Stephen Hill as a Director

|                          |                          |                          |
|--------------------------|--------------------------|--------------------------|
| <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
|--------------------------|--------------------------|--------------------------|

4 To elect Mr William Crothers as a Director

|                          |                          |                          |
|--------------------------|--------------------------|--------------------------|
| <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
|--------------------------|--------------------------|--------------------------|

5 Special meeting to be held within 90 days ('Spill Resolution')

|                          |                          |                          |
|--------------------------|--------------------------|--------------------------|
| <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
|--------------------------|--------------------------|--------------------------|



\* If you mark the Abstain box for a particular Item, you are directing your proxy not to vote on your behalf on a poll and your votes will not be counted in computing the required majority on a poll.

### SIGNATURE OF SHAREHOLDERS – THIS MUST BE COMPLETED

Shareholder 1 (Individual)

Joint Shareholder 2 (Individual)

Joint Shareholder 3 (Individual)




Sole Director and Sole Company Secretary

Director/Company Secretary (Delete one)

Director

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

## HOW TO COMPLETE THIS SHAREHOLDER PROXY FORM

### YOUR NAME AND ADDRESS

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

### APPOINTMENT OF PROXY

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

### DEFAULT TO CHAIRMAN OF THE MEETING

Any directed proxies that are not voted on a poll at the Meeting will default to the Chairman of the Meeting, who is required to vote those proxies as directed. Any undirected proxies that default to the Chairman of the Meeting will be voted according to the instructions set out in this Proxy Form, including where the Resolution is connected directly or indirectly with the remuneration of KMP.

### VOTES ON ITEMS OF BUSINESS – PROXY APPOINTMENT

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

### APPOINTMENT OF A SECOND PROXY

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

To appoint a second proxy you must:

- (a) on each of the first Proxy Form and the second Proxy Form state the percentage of your voting rights or number of shares applicable to that form. If the appointments do not specify the percentage or number of votes that each proxy may exercise, each proxy may exercise half your votes. Fractions of votes will be disregarded; and
- (b) return both forms together.

### SIGNING INSTRUCTIONS

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

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

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

**Power of Attorney:** to sign under Power of Attorney, you must lodge the Power of Attorney with the registry. If you have not previously lodged this document for notation, please attach a certified photocopy of the Power of Attorney to this form when you return it.

**Companies:** where the company has a Sole Director who is also the Sole Company Secretary, this form must be signed by that person. If the company (pursuant to section 204A of the *Corporations Act 2001*) does not have a Company Secretary, a Sole Director can also sign alone. Otherwise this form must be signed by a Director jointly with either another Director or a Company Secretary. Please indicate the office held by signing in the appropriate place.

### CORPORATE REPRESENTATIVES

If a representative of the corporation is to attend the Meeting Virtually the appropriate "Certificate of Appointment of Corporate Representative" must be received at [vote@linkmarketservices.com.au](mailto:vote@linkmarketservices.com.au) prior to admission in accordance with the Notice of Annual General Meeting. A form of the certificate may be obtained from the Company's share registry or online at [www.linkmarketservices.com.au](http://www.linkmarketservices.com.au).

### LODGEMENT OF A PROXY FORM

This Proxy Form (and any Power of Attorney under which it is signed) must be received at an address given below by **1:00pm (AEDT) on Tuesday, 20 October 2020**, being not later than 48 hours before the commencement of the Meeting. Any Proxy Form received after that time will not be valid for the scheduled Meeting.

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



#### ONLINE

[www.linkmarketservices.com.au](http://www.linkmarketservices.com.au)

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



#### BY MAIL

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



#### BY FAX

+61 2 9287 0309



#### BY HAND

delivering it to Link Market Services Limited\*  
1A Homebush Bay Drive  
Rhodes NSW 2138  
or  
Level 12  
680 George Street  
Sydney NSW 2000

\* During business hours (Monday to Friday, 9:00am–5:00pm)

### ACCESS YOUR NOTICE OF ANNUAL GENERAL MEETING

To view or download the full **Notice of Meeting and Explanatory Memorandum** which sets out the Agenda (including details of all resolutions being put to the meeting) please visit the company's website. Per modifications of the Corporations Act 2001 and the Corporations Regulations 2001 under Corporations (Coronavirus Economic Response) Determination (no.1) 2020 ("Determination") no hard copy Notice of Meeting and Explanatory Memorandum has been included in this mailing, the Notice of Meeting for the purposes of this meeting has been given to those entitled to receive by use of one or more technologies.