

Meat & Livestock Australia

ABN 39 081 678 364

NOTICE OF 2024 ANNUAL GENERAL MEETING on 20 November 2024 at 3.30pm

Powerhouse Hotel
Tamworth by Rydges
248 Armidale Road,
Tamworth NSW

meetnow.global/MGRCKYT

About the AGM

What is an annual general meeting (AGM)?

An AGM is a meeting of the members of a company. It must be held at least once in each calendar year, within five months after the end of the company's financial year.

What is the business of an AGM?

The business of an AGM may include:

- the consideration of the annual *Financial report*, *Directors' report*, *Auditor's report* and any resolutions
- the election of directors
- the appointment of the auditor
- questions or comments from members about the management of the company.

The business of this year's AGM is set out on page 2.

Who can attend Meat & Livestock Australia's (MLA) AGM?

MLA's AGM can be attended by:

- MLA members
- any proxy, attorney or representative appointed by an MLA member
- other persons permitted by MLA.

What is a hybrid meeting?

A hybrid AGM shares characteristics of both a traditional and a virtual meeting, giving members increased flexibility to choose between attending the meeting in person at a physical venue and attending the meeting online.

How to vote

All MLA members are entitled to vote. Your voting entitlement for the AGM is shown on the Voting entitlement and proxy form enclosed.

Votes can be cast in real time through the online facility.

If you can't participate, you can still vote by proxy or attorney.

If you don't know anyone attending the meeting you can nominate the Chair to vote as your proxy.

Voting entitlement and proxy forms must be received by MLA by no later than 3.30pm (New South Wales time) on Monday 18 November 2024.

Voting online

For an individual

You will need to have either your MLA membership card or your *Voting entitlement and proxy form* when you register. You will be provided with voting papers and instructions on how to vote.

For a partnership

The partners must exercise their votes as a group. Only one partner may vote for the partnership. The last vote received will be the one that is counted.

For a company

The company may appoint a representative to vote on its behalf. To appoint a representative, a notice of appointment must comply with section 250DD of the *Corporations Act 2001*. Evidence of the appointment signed by an executive officer of the company must be provided to MLA. Please phone MLA on 1800 550 060 to obtain a form.

Voting by attorney

If you wish to appoint an attorney to represent you at the AGM, you must provide either the original authority or a certified copy of the attorney's authority to MLA. To be valid, MLA must receive the authority by **3.30pm (New South Wales time) on Monday 18 November 2024** (NB: if the authority is faxed, it must be certified).

Voting by proxy

To vote by proxy, follow the instructions on the *Voting entitlement and proxy form* that is included in the AGM pack. This can also be lodged online at: www.computershare.com.au/mlavoting

If you sign a proxy form and do not nominate a person to act as your proxy, the Chair will be appointed as your proxy by default.

Notice of annual general meeting

Meat & Livestock Australia Limited ABN 39 081 678 364 gives notice that its 2024 annual general meeting (AGM) will be held at Powerhouse Hotel Tamworth by Rydges, 248 Armidale Road, Tamworth NSW and online on 20 November 2024 at 3.30pm.

The Notes and Explanatory Statement which accompany, and form part of, this Notice of Meeting more fully describes the matters to be considered at the AGM. To conduct the following business:

Item 1: Annual reports

To lay before the AGM the *Financial report*, the *Directors' report* and the *Auditor's report* for the financial year ended 30 June 2024.

Item 2: Election of Directors

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

- (a) That, in accordance with article 4.1 of MLA's constitution, Saranne Cooke be elected as a Director of MLA.
- (b) That, in accordance with article 4.1 of MLA's constitution, Lachie Hart be elected as a Director of MLA.
- (c) That, in accordance with article 4.1 of MLA's constitution, Stephen Lee be elected as a Director of MLA.

Item 3: Election of member representatives to the Selection Committee

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

- (a) election of the following cattle producer nominee to the Selection Committee by cattle producer members:
 - (i) Julie McDonald.

Item 4: Questions or comments

Questions or comments about the management of MLA.

Proxies and attorneys

A member entitled to attend and vote at the AGM may appoint a person to attend and vote at the meeting as the member's proxy or attorney. A proxy or attorney need not be a member of MLA. A member who is entitled to cast two or more votes may appoint two proxies and may specify the proportion or number of votes each proxy is appointed to exercise. Subject to any contrary resolution of the Directors, a proxy may not vote at the AGM unless the *Voting entitlement and proxy form* and the original or a certified copy of the power of attorney or other authority (if any) under which the *Voting entitlement and proxy form* is signed, are:

Faxed to:

1800 022 040

OR

Sent to:

Meat & Livestock Australia Limited
Reply Paid 3561
Melbourne VIC 8060

OR

Deposited at the registered office of:

Meat & Livestock Australia Limited
Level 1, 40 Mount Street
North Sydney NSW 2060

OR

Lodged online at:

computershare.com.au/mlavoting using your membership number and postcode, no later than **3.30pm (NSW time) on Monday 18 November 2024.**

By order of the Board



Joanne Taylor-Craig
Company Secretary

4 October 2024

Explanatory notes

What you will be voting on

The following explanatory notes outline the resolutions MLA members will be asked to vote on at the meeting:

Item 1: Presentation of reports

As required by section 317 of the *Corporations Act 2001*, the Financial report, Director's report and Auditors' report of Meat & Livestock Australia Limited for the most recent financial year will be laid before the meeting. Members will be provided with the opportunity to ask questions about, or make comments on, the reports, management or about MLA generally, but there will be no formal resolution put to the meeting.

MLA's auditor will be present at the AGM.

Item 2: Election of Directors

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

- (a) That, in accordance with article 4.1 of MLA's constitution, Saranne Cooke be elected as a Director of MLA.
- (b) That, in accordance with article 4.1 of MLA's constitution, Lachie Hart be elected as a Director of MLA.
- (c) That, in accordance with article 4.1 of MLA's constitution, Stephen Lee be elected as a Director of MLA.

As required under article 4.1 of MLA's constitution, one third of the Board must retire from the conclusion of the AGM. The retiring directors, whose terms expire at this year's AGM, are Alan Beckett, Manny Noakes and Jacqueline Wilson-Smith.

The Selection Committee called for nominations to fill the three vacancies and interviewed a shortlist of potential candidates from a total of 138 applications. As a result of this process, the Selection Committee has endorsed Saranne Cooke, Lachie Hart and Stephen Lee for election as Directors of MLA.

Information on the nominated candidates is provided below.

Saranne Cooke

Qualifications: PhD, MComLaw, MBus(Mkt), BCom, FCPA, FAICD, FAMI, CPM, GAIST

Dr Saranne Cooke is a highly experienced Director, Board Chair and Audit and Risk Chair with experience on a variety of boards across the research and education, agricultural, health, sport, financial and not-for-profit sectors. Her current roles include as Chair of the Royal Flying Doctor Service (South Eastern), Chair of Racing NSW, Deputy Chancellor of Charles Sturt University and Director of the Aged and Community Care Providers Association. Saranne has a sound understanding of Research and Development Corporations having been a director of Fisheries Research and Development Corporation from 2008-2024, and Independent Chair of the Sugar Research Australian Director Selection Committee from 2022-2024. She has also been a director of Australian Meat Processing Corporation since 2022 and will conclude her tenure during November 2024.

As a long-term resident of regional Australia, Saranne has a genuine understanding of regional and rural issues and communities. She is passionate about the red meat sector and the broader agricultural industry, and the value it provides not only to our regional areas but to our nation as one of our major exports. Dr Cooke previously held a number of executive roles within the energy, financial, education and manufacturing industries. She completed her doctorate researching board governance across the ASX 200 companies.

Previous roles

Dr Cooke previously held a number of executive roles within the energy, financial, education and manufacturing sectors and has been a non-executive director of Western NSW Medicare Local, General Practice Registrars Australia, Western NSW Primary Health N/W, Leading Aged Services Australia and independent chair of Sugar Research Australia.

Lachie Hart

Qualifications: ARLP, GAICD

Mr. Hart is a dynamic and accomplished leader with extensive experience within the red meat supply chain spanning over 40 years. He is currently Chair of the Stockyard Group, a third-generation family business that operate across the beef supply chain, including wagyu breeding and backgrounding near Glen Innes, NSW and Yea, Vic., a 20,000 head feed lot at Jondaryan, Qld and the marketing and distribution of "Stockyard" branded beef to numerous domestic and international markets.

Mr. Hart is a Director on the Foundation Board of the Royal Flying Doctor Service of Australia (RFDS) – Qld Section, a highly recognised provider of primary health care and aeromedical services across Australia.

Previous roles

Chairman of Australian Meat Industry Council (AMIC), Industry's Market Access Advisory Committee (IMAAAC), and Japan Australia Economic Partnership Agreement Taskforce (Japan FTA). Director of Red Meat Advisory Council (RMAC), and the Australia Japan Business Co-operation Committee (AJBCC).

Stephen Lee

Qualifications: B Ag Sc (Hons), PhD, GAICD

Dr Stephen Lee has a deep understanding of livestock research and adoption. He undertook his PhD with the Cooperative Research Centre for Beef Genetic Technologies and has published research and led adoption programs spanning enterprise productivity and profitability, genetic improvement, greenhouse gas emissions reduction and improvement of carcass quality. He is currently Director of the South Australian Drought Resilience Adoption and Innovation Hub. The Hub has a primary focus on broadacre and pastoral industries and is responsible for delivery of programs that integrate research, development, extension, adoption and commercialisation. He is the 2024 Southern Australia Livestock Research Council Scientist/researcher award recipient and in 2021 received the Jim McColl Australian Institute of Agriculture Young Consultant Award.

Dr Lee is experienced in value chain strategy development, assessment and implementation. In 2015, as Manager of the South Australian Sheep and Beef Industry Blueprints, he worked extensively with a value chain wide working group on the development and successful implementation of the industry growth strategy. He has also led the development of the National Beef Genetics Extension Strategy (2012) and was a member of the National Wool Industry Research Development and Extension Strategy (2018) Industry Steering Committee.

Dr Lee is a member of the Southern Australian Livestock Research Council Executive, the University of Adelaide Davies Livestock Research Centre Advisory Board.

Previous roles

Member of the Australian Merino Sire Evaluation Association Executive Committee.

Explanatory notes *continued*

Item 3: Election of member representatives to the Selection Committee

To consider the following separate resolutions:

- (a) election of the following cattle producer nominee to the Selection Committee by cattle producer members:
 - (i) Julie McDonald.

Julie is the current CFO of MDH Pty Ltd and has been involved in the QLD northern beef industry for approximately 20 years. She has a working knowledge of the grass and grain fed markets, breeding, backgrounding and grain fed production systems and has had exposure to the boxed beef market for approximately 8 years. Julie is a graduate of the AICD course, sits on 2 regional boards, and volunteers in NFP organisations in a governance capacity. She is the producer representative on the management committee for the MLA supported NB2 initiative and is involved with Ag sector mentoring programs. Julie is keen to contribute to the cattle industry at a governance level, and believes her skills and experience would enable her to make a valuable contribution to the Selection Committee.

Role of the Selection Committee

The role of the Selection Committee is to report to MLA members on the suitability of candidates for election or re-election to the office of director of MLA.

The Selection Committee has nine members. The cattle, lot feeder and sheepmeat peak bodies each appoint one member; two non-voting members are MLA directors; and the remaining four members are elected at the MLA AGM for a period of three years.

At the 2023 AGM producer members voted to elect Tony Fitzgerald, Michael Craig and Trent Radel to the Selection Committee and they are just completing year one of their three-year term.

At the 2024 AGM, cattle producer members will vote to elect one representative for cattle producers to the Selection Committee.

Only members who hold votes in a particular livestock class are eligible to vote for the candidates standing in that particular class. For example, only cattle producer members are eligible to vote on candidates standing for election to representation cattle producers on the Selection Committee.

Selection Committee

The current composition of the Selection Committee is:

- (a) Peak body-appointed members:
 - Mr Garry Edwards - (representing Cattle Australia)
 - Mr Jamie Heinrich - (representing Sheep Producers Australia)
 - Mrs Barb Madden - (representing Australian Lot Feeders' Association).
- (b) Elected members:
 - Mr Tony Fitzgerald (Chair) (representing lot feeder producers)
 - Mr Michael Craig (representing sheep producers)
 - Mr Trent Radel (representing cattle producers)
 - Mrs Julie McDonald (representing cattle producers).
- (c) MLA Director members:
 - Mr Alan Beckett
 - Mr John Lloyd.

Item 4: Questions or comments from members about the management of the company

If you would like to send your questions to MLA prior to the meeting, please do so by emailing them to questions@mla.com.au and we will prepare and provide answers to these on MLA's website as well as at the AGM.

Otherwise, members may ask questions about the management of the company at the AGM.