

MEAT & LIVESTOCK AUSTRALIA

ABN 39 081 678 364

NOTICE OF 2021 ANNUAL GENERAL MEETING

Online via web.lumiagm.com or via the Lumi AGM app

Meeting ID: 375-003-198

on 25 November 2021 at 3.30pm

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.

Why is the AGM being held virtually?

Due to the ongoing COVID-19 pandemic and the restrictions on gatherings and travel, as well as social distancing requirements, MLA has made the decision to hold the AGM virtually (as permitted by the temporary amendment to the *Corporations Act 2001*) in order to provide certainty and allow as many of our members to participate as possible.

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 (NSW time) on Tuesday 23 November 2021.

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 (NSW time) on Tuesday 23 November 2021** (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 2021 annual general meeting (AGM) will be held online on 25 November 2021 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 2021.

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, Manny Noakes be elected as a Director of MLA.
- (b) That, in accordance with article 4.1 of MLA's constitution, Jacqueline Wilson-Smith be elected as a Director of MLA.

Item 3: Election of member representatives to the Selection Committee

To consider the following resolution:

- (a) Election of one of the following cattle producer nominees to the Selection Committee by cattle producer members:
 - (i) Julie McDonald
 - (ii) Kate Moloney

Item 4: Questions or comments

Questions or comments about the management of MLA.

Selection Committee

The current composition of the Selection Committee is:

- (a) Peak council-appointed members:
 - Mr Markus Rathsmann (*representing Cattle Council of Australia*)
 - Mr Jamie Heinrich (*representing Sheep Producers Australia*)
 - Mr Bryce Camm (*representing Australian Lot Feeders' Association*)
- (b) Elected members:
 - Mr Mark Wootton (*representing sheep producers*)
 - Mr Daniel Radel (*representing cattle producers*)
 - Mr Mick Hewitt (Chair) (*representing cattle producers*)
 - Mr Tony Fitzgerald (*representing lot feeder producers*)
- (c) MLA Director non-voting members:
 - Mr Rob Fitzpatrick
 - Mr Alan Beckett

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:

www.computershare.com.au/mlavoting using your membership number and postcode, no later than **3.30pm (NSW time) on Tuesday 23 November 2021.**

By order of the Board



Joanne Taylor-Craig
Company Secretary

8 October 2021

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, Manny Noakes be elected as a Director of MLA.
- (b) That, in accordance with article 4.1 of MLA's constitution, Jacqueline Wilson-Smith 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 Jo Pye and Manny Noakes.

The Selection Committee called for nominations to fill the two vacancies and interviewed a shortlist of potential candidates from a total of 66 applications. As a result of this process, the Selection Committee has endorsed Manny Noakes and Jacqueline Wilson-Smith for election as Directors of MLA.

Information on the nominated candidates is provided.

Manny Noakes

Qualifications: BSc, Dip Nut & Diet, PhD, GAICD

Professor Noakes is a research scientist in nutrition and health with over 30 years of R&D and nutrition communication experience. She has extensive knowledge in many fields of nutrition and health including the food regulatory system and functional food substantiation, and an in-depth knowledge of the role of red meat in human nutrition. She has also published research on diet and sustainability and challenged the environmental agenda from a food and health perspective. Professor Noakes was instrumental in the development of the CSIRO Total Wellbeing Diet which positions red meat as part of a healthy diet for weight control. She was instrumental in the development and release of five editions of the CSIRO Total Wellbeing Diet (TWD) which sold over 1 million copies in Australia and has been further commercialised to a successful online program. Professor Noakes currently runs her own nutrition consultancy and is a Fellow of the Nutrition Society of Australia. Professor Noakes is a director of Meat & Livestock Australia Limited and a member of the Research & Development Investment Committee.

Previous roles:

Professor Noakes was formerly a Senior Principal Research Scientist and Director for the Nutrition and Health Program at CSIRO. In addition, she was also a member of the National Committee for Nutrition for the Australian Academy of Sciences as well as on its Expert Working Group Special Project: Nourishing Australia: A decadal plan for nutrition science.

Jacqueline Wilson-Smith

Qualifications: BCom, GAICD

Jacqueline is an independent, agri-food specialist NED with extensive strategic marketing and export development experience. She brings design-led innovation, sustainability, consumer insight, creative marketing of products, global network capital, and an international perspective to the board room table.

Since 1995, Jacqueline's held global corporate roles with McCormick, Gourmet Garden, Mondelez, Constellation & the Hardy Wine Company. In 2019, Jacqueline founded the Sustainable Innovation Company, facilitating ideation workshops and strategic planning for Agri-Food clients within a sustainability framework. Clients include Agricultural Shows Australia, Agricultural Society of NSW (Beef Judging APP), Macadamias Australia, Central Highlands Development Corporations (CHDC) and Queensland Department of Agriculture.

In addition, Jacqueline is Co-Founder and past immediate Chair of the Food Agribusiness Network (FAN) and a Non-Executive Director or Advisor on several boards and committees including Food Agility CRC, Traveller's Choice, Agrifutures Ginger Advisory Panel (Chair), Rural Women's Award & Alumni Committee and ImpaQt Investment Queensland. In 2017, Jacqueline was the Queensland recipient of the AgriFutures Rural Woman's Award.

Item 3: Election of member representatives to the Selection Committee

To consider the following resolution:

(a) Election of one of the following cattle producer nominees 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.

(ii) **Kate Moloney**

Kate, together with her husband Peter and three young sons, own and manage a certified organic cattle and seedstock business in South West Queensland. She has a bachelor of agribusiness, eight years' experience in rural finance and is currently a Counsellor of South West Agforce. Kate is an active member of MLA and participated in the cash cow project as well as other MLA research. Kate is keen to join the Selection Committee as she is passionate about the industry and would relish the opportunity to serve industry and contribute to the objective, efficient, positive professional progression of industry.

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 councils 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 2020 AGM members voted to elect Mark Wootton, Daniel Radel and Tony Fitzgerald as the sheep, cattle and lot feeder representatives respectively. They are just completing year one of their three year term.

At the 2021 AGM, cattle producer members will vote to elect one representative to the Selection Committee.

Only members who hold votes in the cattle class will be eligible to vote.

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.