



MEAT & LIVESTOCK AUSTRALIA

If undeliverable return to  
GPO Box 3561 Melbourne VIC 8060

POSTAGE  
PAID  
AUSTRALIA

**IMPORTANT: This package contains information you need to cast your vote.**

## MEAT & LIVESTOCK AUSTRALIA NOTICE OF 2018 ANNUAL GENERAL MEETING

**Wednesday, 21 November 2018**

**Hotel Realm**

**18 National Circuit, Canberra, ACT**





000001  
000  
SAM  
MR JOHN SAMPLE  
FLAT 123  
SAMPLE STREET  
SAMPLE STREET  
SAMPLE STREET  
SAMPLETOWN VIC 3030

8 October 2018

## Pack 2 of 2: How to cast your vote

Dear Member

This pack contains **everything you need to participate in MLA's 2018 Annual General Meeting (AGM)**, including how to cast your vote even if you aren't able to attend in person.

Your voting entitlement is based on the advice you provided in your Levies Notice, which we sent to you in July.

This year's AGM will be held on Wednesday 21 November 2018 in Canberra. It forms an important part of our Red Meat 2018 event, which also includes farm tours, forums and a tradeshow. You can find all the details at [redmeat.mla.com.au](http://redmeat.mla.com.au).

It will be a great week and I encourage you to come along and be part of it.

Yours faithfully



Dr Michele Allan  
Chair  
Meat & Livestock Australia

### What to do now



- 1 **Read** the *Notice of 2018 AGM* for this year's agenda.



- 2 **Review** MLA's *Annual Report 2017-18* (now online at [annualreport.mla.com.au](http://annualreport.mla.com.au))



- 3 Attend the AGM and vote on the day, OR

- 4 Can't attend this year's AGM and want to vote?



- a **Complete** the Voting entitlement and proxy form



- b **Return** your completed form so MLA receives it before 3.30pm Australian Capital Territory time on Monday 19 November 2018.

By:

- Submitting your vote online at [www.computershare.com.au/mlavoting](http://www.computershare.com.au/mlavoting) OR
- Faxing it back to MLA on 1800 022 040 OR
- Returning it in the reply paid envelope

- 5 **Need help?**  
Call 02 9463 9333



MEAT & LIVESTOCK AUSTRALIA  
ABN 39 081 678 364

# Voting entitlement and proxy form



000001  
000  
SAM  
MR JOHN SAMPLE  
FLAT 123  
SAMPLE STREET  
SAMPLE STREET  
SAMPLE STREET  
SAMPLETOWN VIC 3030

## Class voting entitlements

Sheep and lambs:	XXXXX
Cattle and bobby calves:	XXXXX
Grainfed cattle:	XXXXX
Goats:	XXXXX

## Aggregate voting entitlement

0

## Membership number

123456789



### Lodge this form:

- By internet:** [www.computershare.com.au/mlavoting](http://www.computershare.com.au/mlavoting) (refer instructions overleaf)
- By fax:** 1800 022 040
- By mail:** Meat & Livestock Australia Limited  
Reply Paid 3561  
Melbourne VIC 8060
- In person:** Meat & Livestock Australia Limited  
Level 1, 40 Mount Street  
North Sydney NSW 2060

## Step 1 Appoint a proxy

I/We being a member/s of Meat & Livestock Australia Limited appoint:

the Chair of the meeting (mark box) OR

as my/our proxy, or in the absence of the person named above, or if no person is named above, the Chair of the meeting to vote in accordance with the following directions (or if no directions have been given, as the proxy sees fit) at the Annual General Meeting (AGM) of Meat & Livestock Australia Limited (MLA) to be held at Hotel Realm, 18 National Circuit, Canberra, ACT on Wednesday 21 November 2018 at 3:30pm (Australian Capital Territory Time) and at any adjournment of the meeting.

## Step 2 Direct your proxy

Item 2(a): Election of Professor Manny Noakes as a Director of MLA

Item 2(b): Election of Ms Jo Pye as a Director of MLA

Item 3 Election of **one** of the following persons who have notified MLA of their wish to be a candidate for election to the Selection Committee by **grassfed cattle** producer members:

- (i) Brad Eaton OR
- (ii) Mick Hewitt OR
- (iii) Mike Decman

For Against

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

## Step 3 Sign this form

Signed by or on behalf of the member:

SIGNED

PRINT NAME

PHONE NUMBER

**Your proxy must be returned to MLA by 3.30pm (Australian Capital Territory Time) on 19 November 2018.**

INSTRUCTIONS OVERLEAF

INSTRUCTIONS OVERLEAF

INSTRUCTIONS OVERLEAF

239286\_0244WC



If you lodged your 2017-18 Levies Notice, MLA has calculated your voting entitlement for this year's AGM based on that notice. Your voting entitlement appears at the top of the page overleaf.

### **If you did not lodge a Levies Notice, your entitlement is one vote.**

You can vote by proxy by following the instructions below and completing this form.

## **Step 1 Appoint a proxy**

A member of MLA who is entitled to vote at a meeting of members may vote by proxy. You can either appoint the Chair as your proxy or you can appoint someone else who will be attending the AGM. A proxy need not be a member of MLA.

Write your proxy's name where indicated. If you leave this section blank or your proxy doesn't attend the meeting, the Chair of the meeting will be your proxy and vote on your behalf.

**Appoint 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 should specify the percentage of votes 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 for each in Step 1 overleaf.

## **Step 2 Direct your proxy**

### **Voting 100% of your holding:**

Direct your proxy how to vote by placing a mark in either the "For" or "Against" box opposite each item of business.

### **Voting a portion of your holding:**

All the votes that you allocated to your proxy under Step 1 overleaf will be able to be cast by the proxy unless you indicate a different portion that are to be voted on any particular item. If you wish your proxy to cast a portion of your votes for an item that is different to the portion you have specified under Step 1, write the percentage or number of votes that you wish the proxy to cast in the box opposite the relevant item.

If you do not direct your proxy to vote for or against an item, your proxy may vote as he or she chooses.

## **Step 3 Sign this form**

### **Who can sign this form?**

If the member is an individual – the individual

If the member is a partnership – a partner

If the member is a body corporate – signed in accordance with s127 of the *Corporations Act* or by a duly authorised officer of the body corporate

Member's attorney – the attorney (the original power of attorney or other authority under which the form is signed – or a certified copy – must be provided together with the signed form)

### **Return this form to MLA**

This Voting entitlement and proxy form must be received by MLA by 3.30pm (Australian Capital Territory Time) on Monday 19 November 2018.

**MAIL** (reply paid envelope provided)  
Meat & Livestock Australia Limited  
Reply Paid 3561, Melbourne VIC 8060

**IN PERSON:** Deposit at MLA's registered office  
Meat & Livestock Australia Limited  
Level 1, 40 Mount Street  
North Sydney NSW 2060

**FAX** this form to 1800 022 040

**INTERNET**  
Go to [www.computershare.com.au/mlavoting](http://www.computershare.com.au/mlavoting) then follow the instructions. You will need your membership number and postcode, which are printed overleaf.

**Need help?** Call 02 9463 9333

# MEAT & LIVESTOCK AUSTRALIA

ABN 39 081 678 364

## NOTICE OF 2018 ANNUAL GENERAL MEETING

Realm Hotel, 18 National Circuit, Canberra, ACT

Wednesday 21 November 2018 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 in Canberra?

MLA's members are spread all around Australia. Each year the AGM is held in a different location to fairly share the opportunity for members to attend. Past MLA AGMs have been held in Alice Springs (2017), Hahndorf, SA (2016), Brisbane (2015), Sydney (2014), Wodonga (2013), Fremantle (2012), Longreach (2011), Launceston (2010), Darwin (2009), Orange (2008), Rockhampton (2007) and Adelaide (2006).

MLA was declared to be the research and marketing body for the Australian red meat and livestock in 1998. To mark the company's 20 years' service to industry, MLA is taking the AGM to Canberra.

### 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.

If you can't attend, you can still vote by proxy or attorney. If you don't know anyone attending the meeting you can nominate the chairman to vote as your proxy.

***Voting entitlement and proxy forms must be received by MLA by no later than 3.30pm (Australian Capital Territory Time) on Monday 19 November 2018.***

#### Voting in person

##### 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 first partner to register at the AGM will be provided with the right to cast the partnership votes.

##### 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. Evidence of the appointment signed by an executive officer of the company must be brought to the AGM and 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 (Australian Capital Territory Time) on Monday 19 November 2018** (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](http://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 2018 annual general meeting (AGM) will be held at Realm Hotel, 18 National Circuit, Canberra ACT on Wednesday 21 November 2018 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 2018.

## 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, Jo Pye be elected as a Director of MLA.

## Item 3: Election of member representatives to the Selection Committee

To consider the resolution to elect one of the following cattle producer nominees to the Selection Committee by cattle producer members.

- (a) Brad Eaton
- (b) Mick Hewitt
- (c) Mike Decman

## 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 Howard Smith – (representing Cattle Council of Australia Inc)
  - Mr Allan Piggott – (representing Sheep Producers Australia Ltd)
  - Ms Tess Herbert – (representing Australian Lot Feeders' Association)
- (b) Elected members:
  - Ms Jane Kellock (Chair) (representing sheep producers)
  - Mr Peter Quinn (representing cattle producers)
  - Mr Mick Hewitt (representing cattle producers)
  - Mr Tony Fitzgerald (representing lot feeder producers)
- (c) MLA Director members:
  - Dr Michele Allan
  - 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](http://www.computershare.com.au/mlavoting) using your membership number and postcode, no later than **3.30pm (Australian Capital Territory Time) on Monday 19 November 2018.**

By order of the Board



Clare Stanwix  
Company Secretary

24 September 2018

# 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, Jo Pye 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 director, whose term expires at this year's AGM, is Mr Steven Chaur. Mr Chaur applied for re-election. The second position has been vacant since March.

In March 2018 Mr George Scott and Mr Allister Watson resigned from the Board to pursue other interests. Following an annual assessment of the skills and experience of the MLA Board and the separate resignations of George Scott and Allister Watson the MLA Board resolved to reduce its number from ten to nine members. Thus two director positions have been recruited for election at this year's annual general meeting (AGM).

The Selection Committee called for nominations to fill the two vacancies and interviewed a shortlist of potential candidates from a total of 96 applications. As a result of this process, the Selection Committee has endorsed Manny Noakes and Jo Pye for election as Directors of MLA.

Information on the nominated candidates is provided below.

#### Manny Noakes BSc, Dip Nut&Diet, PhD

Professor Manny Noakes is a key opinion leader and trusted advisor in nutrition and health both nationally and internationally. With over 25 years' 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. Professor Noakes is the recipient of three CSIRO Medals, is a Distinguished Alumni of Flinders University, holds a research excellence award from University of Adelaide and was a recipient of the Zonta Club Woman of International Achievement award in 2007. In 2014, Manny was named in the top 50 influential women in South Australia as part of International Women's Day and in 2017 was nominated for Australian of the Year. Professor Noakes is currently an Adjunct Research Professor with the University of South Australia and a member of the Nutrition Society of Australia. In addition she is also a member of the National Committee for Nutrition for the Australian Academy of Sciences, as well as being on its Expert Working Group Special Project 'Nourishing Australia: A decadal plan for nutrition science'. Professor Noakes has consented to the nomination.

#### Previous roles:

Professor Noakes was formerly a Senior Principal Research Scientist and Director for the Nutrition and Health Program at CSIRO. She has

been an executive member of the Federal Government Food and Health Dialogue, the National Heart Foundation Food and Nutrition Advisory Committee and an Executive Member of the Lion Nutrition Advisory Panel among numerous other advisory roles for industry and government.

#### Jo Pye BSc Food & Nutrition, MBA

Ms Pye has 20 years' experience in large-scale customer engagement, marketing and strategy within the FMCG industry (with a focus on food and beverage) across numerous roles covering food science, product and strategic marketing management, consumer insights and strategic planning. She has held senior positions across local, regional (APAC) and global (USA, UK, APAC) markets including a three-year assignment in Shanghai, China where she was responsible for strategic planning and implementation to drive regional business growth. Ms Pye has excelled in both global corporate and lean start up environments and in designing and delivering high quality strategic market advisory and implementation projects. She is currently Director – Food Service for The NPD Group, is undertaking a Diploma in Leadership Coaching and is a member of the Australian Institute Food Science & Technology (AIFST). Ms Pye has consented to the nomination.

#### Previous roles:

Ms Pye was Global Head of Insights & Customer Experience at Watch Me Think, Global Director of Insights & Client Service, Mintel International and was Marketing Director Australia & NZ DuPont (formerly Danisco).

### Item 3: Election of member representatives to the Selection Committee

To consider the resolution to elect one of the following cattle producer nominees to the Selection Committee by cattle producer members:

- (a) **Brad Eaton**

Mr Eaton has been a grassfed cattle producer for the past six years. He has over 35 years' experience as a police officer, 25 years of which was in leadership and management roles. Mr Eaton has experience in selection of staff at all levels and has been an approved selection committee convenor in State and Federal agencies. Though medically retired from the police force in May 2018 following an above knee amputation, Mr Eaton feels he has something to offer by being a member of MLA's Board Selection Committee and seeks support for his election to this role.
- (b) **Mick Hewitt**

Mr Hewitt has served on MLA's Selection Committee for the past three-year term and has elected to renominate. He combines experience acting as a committee member representing grassfed beef producers, with a solid understanding of the broader beef industry including insights from production and consumer perspectives. Mr Hewitt's career and current executive role as CEO of Hewitt Cattle Australia includes negotiating and selecting senior positions for people in significant roles of responsibility. He offers extensive experience in building people performance and operational capacity to meet strategic and governing requirements and is well-positioned to make a valuable and ongoing contribution to the role. Mr Hewitt feels it would be a privilege to contribute to the beef industry through this critical function of the MLA Board Selection Committee.
- (c) **Mike Decman QCA MAICD AdvDip Bldg**

Mr Decman is Managing Director of Yeeppoon Grazing, a cattle producer and owner of three companies, managing a number of properties. He was educated at Gatton Agricultural College with an Advanced Diploma and other professional qualifications. He is a qualified trainer and business mentor and has many years' experience in primary production, beef cattle and other

industries. Mr Decman provides licensed, high-risk services to national companies and Government, and has been an Open Class commercial builder, self-employed for 39 years. He is a director of Companies and member of the Australian Institute of Company Directors with ongoing professional development and education in emerging technologies. Mr Decman is an Electoral College representative and Committee Chair of many years at Master Builders Queensland. He has undertaken regular advocacy in relation to primary production, beef cattle and government interests, assisting with change and inputs from individuals, producers and industry partners. Mr Decman will give dependable input, brings experience in regional representation, governance and business and community service across a number of fields on behalf of cattle producers and seeks your support for his nomination 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 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 2017 AGM members from each producer class voted for producer representatives in that class. Jane Kellock, Tony Fitzgerald and Peter Quinn were elected to the Selection Committee at that time and are just completing year one of their three year terms.

At the 2018 AGM, MLA cattle producer members will vote to elect one representative for cattle producers, to the Selection Committee. The additional cattle producer member on the Selection Committee is as a result of changes made to MLA's Constitution in 2015.

Only members who hold votes in the cattle producer members class are eligible to vote for the candidates standing in that particular class.



YOU'RE  
INVITED

# redmeat 2018

producer tour • forums • tradeshow • mla agm

Canberra, 20–23 November 2018

 Register at

[redmeat.mla.com.au](http://redmeat.mla.com.au)



# Join us for our industry's flagship event

Australian red meat producers and stakeholders are invited to attend Red Meat 2018 in Canberra.

## DAY 1

- Global Markets Forum
- Advocates workshop
- Welcome function

## DAY 2

- Business breakfast
- Innovation forum
- Tradeshow
- Industry forum
- MLA AGM

## DAY 3

- Producer tours
- Field trip: technology
- Digital forum

## DAY 4

- Digital forum
- Digital trade exhibition