



6 July 2020

The Manager
Market Announcements Office
Australian Securities Exchange

Electronic lodgment

2020 Annual General Meeting

The following materials are to be presented at Viva Energy's 2020 Annual General Meeting (AGM) being held today:

1. Chairman and CEO Addresses
2. AGM presentation

Authorised for release by: the Company Secretary

A handwritten signature in black ink, appearing to read "Julia Kagan".

Julia Kagan
Company Secretary

Chairman address

Good morning, ladies and gentlemen and welcome to Viva Energy's 2020 Annual General Meeting. I am Robert Hill and I am honoured to serve as the Chairman of Viva Energy.

It is now just after 11 am Australian Eastern Standard Time. We have a quorum present and I declare this Annual General Meeting of Viva Energy Group Limited open.

Thank you for joining us today from various locations across the country and the rest of the world. We are holding our annual general meeting today as a virtual meeting conducted entirely online. We are also holding this meeting later in the year than we ordinarily would. We made a decision to hold the event in this way due to the restrictions on gatherings and travel as a result of the Covid-19 crisis. We consider that it is in the best interests of our shareholders, people and the community for us to do so.

We are disappointed that we cannot meet with you in person and we look forward to being able to do so next year.

I would like to begin by acknowledging the Traditional Custodians of country throughout Australia and I pay my respects to their Elders past and present.

Viva Energy has long supported programs which connect our employees and business activities with indigenous communities throughout the country. Last year, this indigenous participation program was formalised in our inaugural reconciliation action plan which was endorsed by Reconciliation Australia. This plan celebrates Indigenous cultures, promotes reconciliation, builds respect and raises cultural awareness. The treatment of indigenous cultures has attracted much attention in recent times, and we remain committed to encouraging a more accepting, understanding and inclusive society in the future.

Before we begin, I will take a few minutes to run through some procedural matters.

If we experience technical issues today that result in a number of members being unable to reasonably participate, the meeting will be adjourned and we will re-convene at 3.00pm Australian Eastern Standard Time today. If the technical issues are isolated to my Adelaide location, then I nominate Jane McAloon, who is present at the Melbourne office to assume the Chair and adjourn the meeting.

In the event that we take steps to adjourn the meeting, we will make an announcement to the ASX with all the necessary details.

Voting on all items of business today will be carried out by way of a poll.

Shareholders had the option of casting their vote before the meeting or appointing a proxy to do so on their behalf. If you haven't done so, you can vote at today's meeting online. You can do so at any time during the meeting starting from now as the polls are now open for voting.

Voting will close shortly after the end of the meeting.

We received some questions in the lead up to the AGM. We will address these during the formal items of business.

If you would like to ask a question live at today's meeting, you can do so by typing and submitting your question online. You do not need to wait until we get to the formal items of business to submit your questions. There may be a slight delay in transmission of up to 20 seconds so I encourage you to start submitting your questions now and we will address these a little later today.

As I mentioned earlier, I am coming to you today from Adelaide.

Joining us from our Melbourne office are two of your directors:

- Scott Wyatt, Chief Executive Officer and Managing Director; and
- Jane McAloon, an independent Non-executive Director and Chair of our Sustainability Committee.

You will hear from both Scott and Jane today.

Joining us from Sunshine Coast is Sarah Ryan, Independent Non-Executive Director, and Chair of our Audit and Risk Committee. Sarah joins us by telephone today.

And we have joining us from Singapore three of our Singapore based directors:

- Arnoud De Meyer, Independent Non-Executive Director, and Chair of the Investment Committee;
- Hui Meng Kho, Non-executive Director. Hui Meng is the President and CEO of Vitol Asia; and
- Dat Duong, Non-Executive Director. Dat is Head of Investments at Vitol in Asia Pacific.

Jevan Bouzo, our Chief Financial Officer, and Julia Kagan, our Company Secretary, join us from our Melbourne office today.

And joining us by telephone are Chris Dodd, Lead Engagement Partner, and Niamh Hussey, Partner, representing our auditor, PricewaterhouseCoopers. Chris and Niamh will be available to answer questions on the auditor's report later in the meeting.

I will now move on to my remarks on the business.

There is no doubt that we are living through a remarkable set of circumstances which are challenging us all.

Over the last summer, our country experienced some of the most devastating bushfires we have seen, with loss of life and widespread damage to our communities and the economy. During that time, our people worked tirelessly to support fuel deliveries into impacted areas, supported the defence response and provided direct support to our customers that experienced difficulties as a result of the disaster. We also supported two regional charities in their work to assist famers and rebuild affected communities. Many of our rural customers were directly impacted by the fires and we consider this is an area where we could help contribute to the rebuilding effort.

Since that time, the emergence and escalation of Covid-19 to a global pandemic has brought a different set of challenges to all of our communities. It remains an unpredictable and unprecedented event in modern times and the far-reaching impacts of the crisis have yet to be fully understood.

As the crisis unfolded, your executive team, led by Scott, has worked closely with the Board to identify the key risks to people and our business. We took appropriate steps to navigate through the disruption and ensure we maintain supply of essential services to our customers and the broader community. The Board commends the efforts of our people.

Our immediate focus as the Covid-19 crisis unfolded was the health and safety of our people. We quickly took steps to implement measures to maintain workplace distancing in our operational facilities, and have had more than half of our twelve hundred employees working productively from home. Our refining and supply chain facilities continued to operate safely and reliably throughout this time, and we have successfully kept Covid-19 from our workplaces.

As you would expect, the restrictions put in place by governments to manage the spread of Covid-19 significantly impacted demand for fuel. Sales of Jet fuel fell by 73% as international and domestic border restrictions were put in place, and sales in our retail Alliance business declined by between 30% to 40% at the height of the crisis in April. While the aviation sector remains heavily impacted, retail sales have begun to recover as restrictions have been relaxed and domestic flight schedules are beginning to return.

As a result of this lower demand, we took appropriate steps to reduce production at our refinery in Victoria and shut down a number of surplus processing units at the end of April. Despite challenging refining conditions, we have maintained refining operations in order to provide continued fuel supply to our customers and maintain continuous employment for our employees and contractors. We believe this is also the best financial outcome for the Company.

I am also particularly pleased with the way the Company has taken steps to reduce operating cost and capital expenditure without impacting our safety and integrity programs. This has helped preserve cash, and Scott will talk further about the decisions we have announced regarding our major maintenance turnaround at Geelong when he addresses you later.

I will now turn to our achievements and performance in 2019.

Last year we took important steps to consolidate our key strategic relationships and reposition the business for future growth. The renegotiation and extension of our long-term partnership with Coles was a particularly important step to strengthening our fuels and convenience business. I am pleased with the progress we have since made to restore sales growth and begin to recover our leadership position. We

have also extended our license of the Shell brand until 2029, continuing our long association with one of the world's most recognisable brands.

In late 2019, we acquired the remaining share of the Liberty Wholesale business and established a new joint venture with our long-term partners which will expand our regional network of Liberty branded fuel and convenience stores. We currently have just under 60 Liberty branded stores in operation and we are excited about the potential for this network to help us reach a new segment of customers.

We believe that the Retail business will continue to evolve over the next decade as new energies are adopted and the convenience needs of customers becomes more important. With the changes made in 2019, our Coles Express, Liberty and Owner Operator retail platforms are now well placed to succeed in this changing landscape.

In our commercial businesses, we have continued to strengthen our relationships with major customers and expand operations with key partners such as Rio Tinto and the Australian Defence Force. We have a diverse range of commercial businesses and a proud history of servicing many of Australia's largest companies. We thank all our customers for their continued support.

Despite a challenging refining margin environment, our refining operations performed extremely well, with high levels of availability and record levels of production achieved during 2019. A new 25ML gasoline tank was commissioned to address key infrastructure opportunities and we also successfully developed a new Very Low Sulphur Fuel Oil for use in the marine segment following the global transition to new fuel standards.

Notwithstanding these achievements, the general business environment was particularly challenging during 2019. Refining margins were impacted by changes in crude flows and lower regional demand growth, and we experienced periods of intense competition which impacted both Retail and Commercial margins. We saw improvements in market conditions towards the end of the year, but overall Group Underlying EBITDA for financial year 2019 finished down 17% on the prior year at \$644.5 million. This is a disappointing result, but we remain confident in the changes we have made and the potential for the business in the future.

Scott will talk to you in more detail about our performance in a little while.

Early this year, we took the strategic decision to divest our stake in Viva Energy REIT (now re-named Waypoint REIT). Our investment in the REIT began with the decision in 2016 to divest our freehold service station network and list the vehicle on the ASX. It has been a great journey and a significant transaction from start to finish. We wish the best to the Waypoint management team, and expect to continue our close relationship as their key tenant.

As we announced in February this year, we intend to return the proceeds of that REIT divestment to our shareholders. The commencement of the buy-back program to return the proceeds was delayed by the rapidly evolving Covid-19 crisis, but has subsequently commenced in June 2020 with an initial tranche of the on-market buy-back targeting up to \$50 million return. Our strong balance sheet and relatively strong performance through the initial period of Covid-19 gives us confidence to begin returning the proceeds to our shareholders, but we will continue to monitor this environment.

Turning to dividends now. The Board determined and paid a fully franked dividend of 2.6 cents per share for the six months ended 31 December 2019, taking total dividend for the year to 4.7 cents per share. This represents a dividend payout ratio at 60% of distributable net profit after tax, in-line with our target payout ratio.

I would now like to talk about our Geelong Refinery and our vision for that part of the business. Although Covid-19 has had a significant impact on global demand for oil products and regional refining margins, we have made important changes to our operations and maintenance programs which we believe will minimise the immediate and short-term impacts to earnings in this part of the business.

We are also encouraged by the commitment from federal and state governments to work with the refining sector to maintain refining operations in Australia and continue to see Geelong playing an important role in this regard.

Our refinery at Geelong produces more than 50% of Victoria's liquid fuel requirements, and is the only manufacturer of bitumen, hydrocarbon solvents and Avgas in Australia. We are well located in one of the fastest growing states in the country and believe that we have an opportunity to play a broader role in improving energy security and participating in the transition to a lower carbon energy future.

We announced in June 2020, our vision to develop an 'Energy Hub' at Geelong. This would potentially see the development of an LNG regasification facility to increase the supply of natural gas to Victoria and the construction of additional crude and fuel storage to support the government's objective to establish a national strategic oil reserve. These initiatives would help to reduce the operating costs of the refinery, and provide a platform for other energy projects such as solar generation and battery storage, hydrogen manufacture and gas-powered electricity generation.

Collectively, these projects can also support the transition to a lower carbon energy future and provide potentially valuable new business opportunities for the Company.

Just before I hand over to Scott, I would like to say a few words on the changes to our Executive Leadership Team. Last year, Megan Foster joined us to lead our Retail business and Amanda Fleming joined the team as our Chief People and Technology Officer.

Daniel Ridgway left the Company at the end of May 2020, after more than 22 years with the business. Dan is a high calibre executive and the Board extends their appreciation to Dan for his significant contribution during his time with the Company, and in his senior executive role since the beginnings of Viva Energy.

Thys Heyns, who has capably run the Geelong refinery for almost 6 years, has succeeded Dan in the role of Chief Operating Officer. And most recently, we welcomed Dale Cooper who joined us from Canada to replace Thys as the Refinery Manager.

These changes maintain a good balance of leadership continuity and refreshment, and the Board welcomes these new executives to the company.

I will ask Scott now to take us through his presentation.

CEO address

Thank you Robert.

Before I speak to our financial performance I would like to talk about our commitment to safety and the environment. Preventing harm to our people and the environment remains a fundamental priority for our business and is the foremost consideration in everything that we do.

During 2019 we progressed several new programs to help us drive and sustain a strong safety culture across our refining and supply chain operations. These have delivered an approximately 20% reduction in our recordable injury rate from 2018 to 2019 and we continue to maintain a strong performance in managing process safety risks across our operations. While these improvements are encouraging, we are of course always striving to do better.

This year, we have maintained a strong health and safety performance despite the challenges presented by Covid-19 and the bushfire and hurricane season prior to that. Periods of such significant change and disruption can often have an impact on personal safety outcomes, so I am pleased that we are delivering further improvements throughout this period and in May achieved zero recordable incidents across our business. This is a remarkable achievement which goes to the commitment of our employees and contractors to Goal Zero.

During this challenging time, we have also taken the opportunity to broaden our focus on mental health and wellbeing in our workforce, improved our domestic and family violence policies, and generally maintained high levels of leadership engagement and communication with all our employees.

I am very pleased with the way our people have adapted to our circumstances and continued to drive strong safety and business results.

Turning now to our business performance which is presented on a replacement cost basis consistent with our normal practise.

At a Group level, we delivered strong top line volume growth in 2019, with a total volume of 14.7 billion litres, up 4.6% on 2018. Our Underlying EBITDA for the Group was \$644.5 million which was lower than 2018 primarily as a result of weaker refining margins and periods of intense competition which impacted retail and commercial margins.

In 2020, we estimate that the Underlying Group EBITDA for the first six months will be between \$257.5 – 287.5 million. This is a particularly strong result in the current crisis which also compares favourably to the first half of 2019.

In 2019, our Retail business delivered an Underlying EBITDA of \$564.3 million.

As Robert mentioned earlier, our priority last year was restoring growth to the Alliance network following the renegotiation of the Alliance Agreement with Coles Express. We improved the competitiveness of our fuel offer, and invested in promotional and marketing campaigns to recover and gain new customers. Sales subsequently climbed to an average of approximately 65 million litres per week in the second half of 2019, up from 59.5 million litres per week in the first half.

This sales growth continued in the early part of this year, with several weeks above 70 million litres per week, and sales for the first quarter 2020 up 5.1% over the same period last year. Retail margins have also substantially improved since 2019. Of course the restrictions in place to manage the spread of Covid-19 materially impacted sales from late March 2020, falling to below 40 million litres per week in April, but since reverting to 45 million litres per week in May, and showing further improvement in June.

Our commercial business delivered an Underlying EBITDA of \$296.5 million in 2019.

Despite periods of increased competition, we successfully renewed and extended many of our commercial contracts and strengthened our relationships with key customers. Overall commercial sales increased by 2% over 2018 and we maintained strong market positions in resources, aviation and marine sectors in particular. The introduction of Very Low Sulphur Fuel Oil has ensured we maintain a leadership position in the marine sector, and we are particularly proud to secure the services contract for HMAS Cairns with the Australian Defence Force.

Covid-19 has obviously heavily impacted our sales to the Aviation sector this year, which are down around 73%, but expected to slowly recover as domestic flights are increased in the second half of this year. Other sectors remain relatively unaffected at this stage, and Diesel sales have been particularly robust throughout this period.

In Refining, we delivered an Underlying EBITDA of \$117.0 million in 2019.

The business achieved several operational records during the year, with white barrel production averaging 105 thousand barrels per day, and refinery intake of 42 million barrels, each of which represent significant production records for the business.

Regional refining margins were generally weak in 2019, due to lower regional demand growth and rising crude premiums as the industry transitioned to lower sulphur marine fuels. The Geelong Refinery Margin averaged US\$6.6/barrel in 2019, down from US\$7.4/barrel the year prior.

A weaker refining margin environment has continued in 2020 as a result of higher crude premiums followed by the global impacts from Covid-19. In response to lower local demands, we slowed units and shut down our cat cracking unit and smaller crude distillation unit at the end of April. As a consequence monthly crude intake has been reduced to approximately 2.5m barrels.

This year we planned to complete the major maintenance of the Residual Catalytic Cracking Unit and the Hydrofluoric Acid Alkylation Unit over 55 days from August through to October 2020. The original plan would have resulted in over 700 additional contractors working on the site which would have made it difficult to manage the Covid-19 risks and restrictions. After exploring several alternatives, it was determined that the best option was to defer the maintenance of the Alkylation Unit, and undertake the major maintenance of the RCCU over a longer period, commencing in July 2020.

This revised scope and timing has allowed us to further reduce capital spend this year and keep the refinery operational to maximise future optionality. It also allowed us to significantly reduce the number of additional contractors required, and to deploy a largely local workforce rather than rely on workers from interstate. On this revised plan, all units will be available for operation by November this year.

As Robert mentioned earlier, together with the decision to approve the major maintenance expenditure, we announced our vision and plans to establish Geelong as a significant Energy Hub. The Hub would support the broader energy needs of Victoria and South-East Australia and create an exciting range of opportunities for the business which also supports our commitment to contribute to lower carbon energy future over time.

At the centre of the Energy Hub is a proposed LNG import terminal. This would provide a cost-effective method to bring additional gas to the south east coast markets and meet an expected supply shortage from 2023.

The Geelong Refinery is an existing industrial facility with excellent access to port and jetty infrastructure to support a floating storage and regasification vessel. Given the nature of the project, there will be limited additional infrastructure necessary, with close connection into the gas transmission network. It also provides “behind the meter” supply which would benefit the refining operations.

Natural gas is a key transition fuel which can provide important base load power as coal generation declines, as well as important firming capacity to support renewables as they come on-line. We have made significant progress on the pre-FEED assessment of this project, and we have launched an initial expression of interest process inviting potential partners to participate.

Geelong is also a natural location to support additional crude and product storage in response to the Federal Government’s recent RFI to build and create strategic additional strategic oil reserves in Australia. We have significant room for expansion not only at Geelong, but also across our infrastructure and terminal network throughout Australia, and we consider that we can most efficiently address the Government’s goals, while also supporting our existing operations.

Beyond the LNG project and strategic reserves, there are other opportunities for Geelong to participate in the broader energy transition. Vacant land that forms the “buffer” to our refinery is an ideal location for a solar farm which has enough capacity to meet a large proportion of the electricity needs of the Refinery and potentially hydrogen production.

As we assess these opportunities, our focus will be working with our communities, and with key regulatory bodies, to ensure that the development meets the wider requirements of society.

Let me finish by acknowledging the support of our employees. It has been a particularly challenging year, but I am very proud of the way our people have responded and the results that they have delivered. We have an engaged workforce which is committed to the success of our company and together with our Board, I am confident that we can continue to perform well in the months ahead and emerge stronger as the economy recovers.

We thank you for your continued support.

I will now hand over to Robert to take us through the formal business of the meeting.

The Chairman then conducted the formal items of business.



Annual General Meeting 2020

Helping people reach their destination

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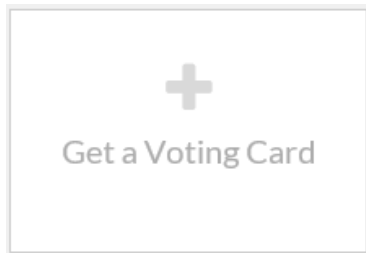
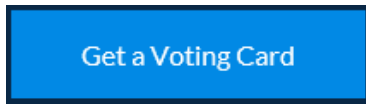
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How to vote

- 1 Click on **Get a Voting Card** on the top and bottom of your screen



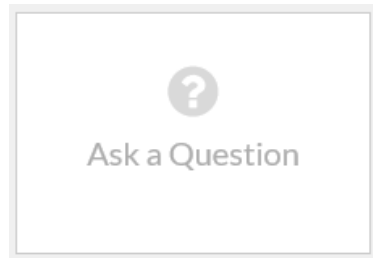
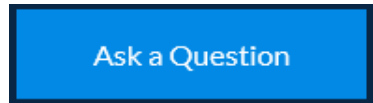
- 2 Enter your Shareholder Number (SRN/HRN) or Proxy Number and click **Submit Details and Vote**

- 3 Fill out your voting card for each item of business and click **Submit Vote** or **Submit Partial Vote**

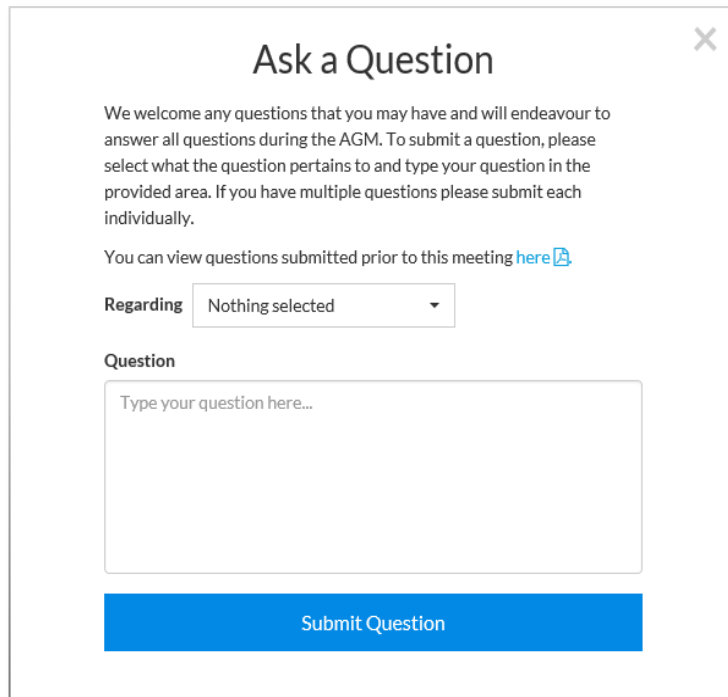
- ? If you experience any technical difficulties, please call the help line on **1800 990 363**

How to ask questions

- 1 Click on **Ask a Question** on the top and bottom of your screen



- 2 Select an item of business from the drop-down menu and type your question in the space provided. When ready, click on **Submit Question**



Ask a Question ×

We welcome any questions that you may have and will endeavour to answer all questions during the AGM. 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.

You can view questions submitted prior to this meeting [here](#).

Regarding

Question

Type your question here...

Submit Question

-  If you experience any technical difficulties, please call the help line on **1800 990 363**

Board of Directors



Robert Hill
Chairman
Independent
Non-Executive Director



Scott Wyatt
Chief Executive Officer
Executive Director



Arnoud De Meyer
Independent
Non-Executive Director



Jane McAloon
Independent
Non-Executive Director



Sarah Ryan
Independent
Non-Executive Director



Dat Duong
Head of Asia Pacific
Investments, Vitol
Non-Executive Director



Hui Meng Kho
President & CEO,
Vitol Asia Pte Ltd
Non-Executive Director

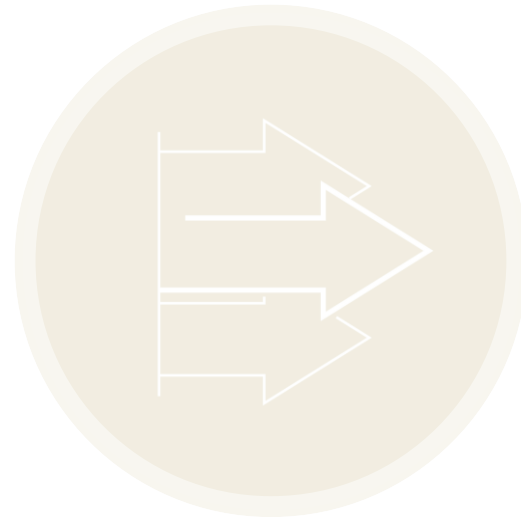
Chairman's Address

Robert Hill





**COVID-19 Impact
& Response**



**Strategy &
Performance**



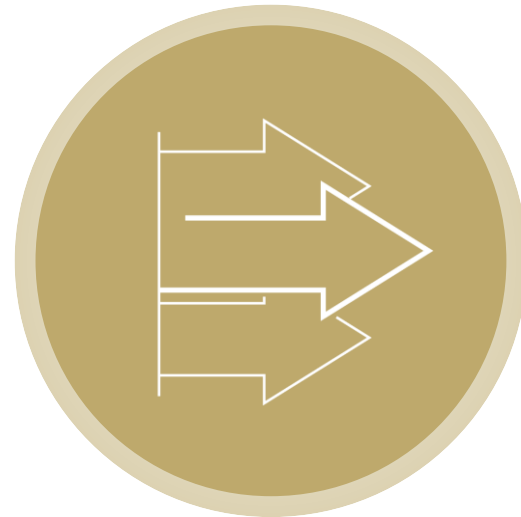
**Capital
Management**



**Geelong Refinery
& Energy Hub**



**COVID-19 Impact
& Response**



**Strategy &
Performance**



**Capital
Management**



**Geelong Refinery
& Energy Hub**



**COVID-19 Impact
& Response**



**Strategy &
Performance**



**Capital
Management**



**Geelong Refinery
& Energy Hub**



**COVID-19 Impact
& Response**



**Strategy &
Performance**



**Capital
Management**



**Geelong Refinery
& Energy Hub**

Chairman's address

Executive Leadership Team



Scott Wyatt
Chief Executive Officer



Jevan Bouzo
Chief Financial Officer



Thys Heyns
Chief Operating Officer



Dale Cooper
Executive General
Manager, Geelong
Refinery



Amanda Fleming
Chief People and
Technology Officer



Megan Foster
Executive General
Manager, Retail



Lachlan Pfeiffer
Executive General
Manager, Legal and
External Affairs



Denis Urtizberea
Executive General
Manager, Commercial

CEO's Address

Scott Wyatt

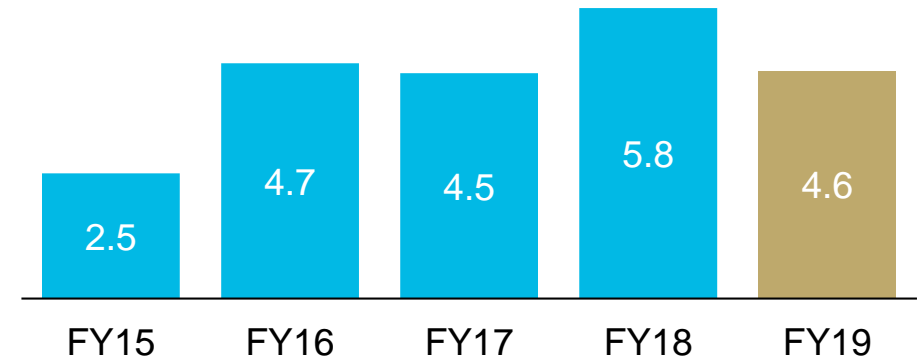




Goal Zero

We believe every incident is preventable and we are committed to pursuing the goal of no harm to people and protecting the environment

Total recordable injury frequency rate¹



1. The total recordable injury frequency rate (TRIFR), or total recordable injury rate, is the number of injuries requiring medical treatment per million hours worked

Key achievements for YTD (May 2020):

- Improved recordable injury performance across business
- Focus on mental health and wellbeing
- Improved domestic and family violence policy

Business performance and operational highlights

\$m	FY2019
Underlying EBITDA (RC)¹	
Retail, Fuels & Marketing	860.8
<i>Retail</i>	564.3
<i>Commercial</i>	296.5
Refining	117.0
Supply, Corporate & Overheads	(333.3)
Group Underlying EBITDA (RC)	644.5

Renegotiation of Alliance Agreement



Introduced VLSFO²

Record refinery operational performance (FY2019)



1. Viva Energy reports its 'Underlying' performance on a "replacement cost" (RC) basis. RC is a non-IFRS measure under which the cost of goods sold is calculated on the basis of theoretical new purchases of inventory instead of historical cost of inventory. This removes the effect of timing differences and the impact of movements in the oil price.

2. Very Low Sulphur Fuel Oil

Geelong major maintenance and 'Energy Hub'

Major maintenance program

- Originally planned to complete major maintenance of RCCU¹ and HFA² from August to October 2020
- Original plan reviewed and revised scope and timing announced
- Revised plan:
 - RCCU major maintenance to commence earlier and HFA major maintenance deferred until 2021
 - Smaller workforce to manage COVID-19 risks and lower costs
 - All units available for operation by November 2020

1. RCCU: Residual Catalytic Cracking Unit
2. HFA: Hydrofluoric Acid Alkylation Unit

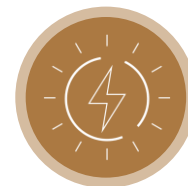
'Energy Hub' potential projects



**LNG Supply
& Storage**



**Solar Energy
Farm**



**Hydrogen and
New Energies**



**Strategic Oil
Storage**



**Gas to
Power**

Formal Business

Robert Hill



Items of Business

1. Financial Report, Directors' Report and Auditors' Report
2. Adoption of the Remuneration Report
3. Re-election of Directors
 - a) Jane McAloon
 - b) Arnoud De Meyer
4. Grant of performance rights to Scott Wyatt under the Company's Long Term Incentive Plan

Item 1

Financial Report, Directors' Report and Auditor's Report

To consider the Company's Financial Report, Directors' Report and Auditor's Report for the financial year ended 31 December 2019.

There is no vote for this item.

Note: PwC has served as the auditor of Viva Energy Group since it was divested from the Shell group in 2014. The audit was put out to tender in 2017 and PwC was retained as the auditor. As part of that re-tendering, the responsible PwC partner was changed and Chris Dodd was introduced as Lead Engagement Partner.



Item 2

Adoption of the Remuneration Report

	Direct and Proxy Votes	% of Vote
FOR	1,674,394,071	99.66%
AGAINST	4,592,200	0.27%
OPEN	1,184,853	0.07%
ABSTAIN	2,168,596	



Item 3(a) Re-election of Jane McAloon as a Director of the Company

Appointed as a Director: 18 June 2018

Board Committees:

Chair – Sustainability Committee

Member – Audit and Risk Committee, Investment Committee

Background

Jane McAloon has over 25 years of business, government and regulatory experience at senior executive and board levels across the energy, infrastructure and natural resources sectors. Jane was an executive at BHP Billiton and AGL.

Prior to this, she held positions in government in energy, rail and natural resources.

Jane is currently a Non-Executive Director of Energy Australia (since 2012), Home Consortium (since 2019), United Malt (since 2020) and Allianz Australia (since 2020). She is a former Board member of Healthscope Limited (2016 to 2019), Cogstate Limited (2017 to 2019), Civil Aviation Safety Authority (2018 to 2019), Port of Melbourne (2018 to 2020) and GrainCorp (2019 to 2020).

Jane is also a Board member of the Allens Advisory Board.



Item 3(a) Re-election of Jane McAloon as a Director of the Company

	Direct and Proxy Votes	% of Vote
FOR	1,685,500,816	99.67%
AGAINST	4,312,115	0.26%
OPEN	1,205,653	0.07%
ABSTAIN	2,163,530	



Item 3(b)

Re-election of Arnoud De Meyer as a Director of the Company

Appointed as a Director: 18 June 2018

Board Committees:

Chair – Investment Committee

Member – Remuneration and Nomination Committee

Background

Arnoud De Meyer is a former President of Singapore Management University and was previously a Professor in Management Studies at the University of Cambridge and Director of Judge Business School. Arnoud was also associated with INSEAD as a professor for 23 years, and was the founding Dean of INSEAD's Asia Campus in Singapore. Currently he is part-time University Professor at SMU.

Arnoud currently serves on the board of Singapore Symphonia Company and he is the Chair of Temasek's Stewardship Asia Centre. He was previously an Independent Director of Dassault Systèmes (2005 to 2019) and served as an Independent Director for the Department for Business Enterprise and Regulatory Reform (UK) and the Singapore Economic Review Committee. Arnoud also served on the boards of Singapore International Chamber of Commerce and Temasek Management Services.



Item 3(b)

Re-election of Arnoud De Meyer as a Director of the Company

	Direct and Proxy Votes	% of Vote
FOR	1,687,791,656	99.81%
AGAINST	2,024,007	0.12%
OPEN	1,206,067	0.07%
ABSTAIN	2,162,114	



Item 4

Grant of performance rights to Scott Wyatt under the Company's Long Term Incentive Plan

To approve for all purposes, including ASX Listing Rule 10.14, the grant of 556,121 Performance Rights to Scott Wyatt, the Company's Chief Executive Officer and Executive Director, under the Company's Long Term Incentive Plan, on the terms described in the enclosed Explanatory Notes.

An explanatory note to this item appears on pages 5-9 of the Notice of Meeting.

Item 4

Grant of performance rights to Scott Wyatt under the Company's Long Term Incentive Plan

	Direct and Proxy Votes	% of Vote
FOR	1,674,658,963	99.67%
AGAINST	4,357,635	0.26%
OPEN	1,268,540	0.08%
ABSTAIN	2,111,789	



Thank you

Please complete your voting

