



ABN 32 115 131 667

ASX: CBO

ASX Announcement – 26 September 2022

Annual General Meeting - 2022

Cobram Estate Olives Limited (ASX: CBO) will be holding a hybrid Annual General Meeting (Meeting) on **Friday, 28 October 2022, commencing at 11:00am Melbourne-time**. Shareholders are invited to attend and participate in the Meeting either in person at 151 Broderick Road, Lara, Victoria or virtually.

Copies of the Notice of Annual General Meeting and Explanatory Memorandum and the Virtual Online Meeting Guide are attached. Full details of the business of the Meeting, including the resolutions to elect directors, are set out in the Notice of Annual General Meeting and the Explanatory Memorandum.

We look forward to welcoming shareholders to our Meeting on Friday, 28 October 2022.

Kind regards

Rob McGavin

Chair

On behalf of the Board of Cobram Estate Olives Limited

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Contact details

For further information, please contact:

Russell Dmytrenko, Company Secretary – r.dmytrenko@cobramestateolives.com

About Cobram Estate Olives Limited (“CBO”)

CBO is Australia’s largest vertically integrated olive farmer and marketer of premium quality extra virgin olive oil. The company owns a portfolio of premium olive oil brands including Cobram Estate® and Red Island® with a combined market share of 49% of extra virgin olive oil sales by value in Australian supermarkets in FY2022*. CBO’s olive farming assets include over 2.4 million olive trees planted on 6,584 hectares of farmland in central and north-west Victoria and 207,500 trees planted on 358 hectares of long-term leased and freehold properties in California, USA. The company also owns Australia’s largest olive tree nursery, three olive mills, two olive oil bottling and storage facilities, and the Modern Olives® laboratory. With operations in Australia and the USA, and export customers in 16 countries, CBO is firmly positioned as a leader in the Australian olive industry and a global leader in sustainable olive farming. For further information, please visit <https://cobramestateolives.com.au>.



* Source: IRI scan data, Financial Year 2022.



COBRAM ESTATE OLIVES LIMITED ACN 115 131 667

**2022 NOTICE OF ANNUAL GENERAL MEETING
AND EXPLANATORY MEMORANDUM**

Notice is given that the 2022 Annual General Meeting (“**Meeting**” or “**AGM**”) of Cobram Estate Olives Limited (“Cobram Estate Olives” or “the Company”) will be held on Friday 28 October 2022 at 11.00am (Melbourne time).

Shareholders can participate in the AGM either:

- At a physical meeting, at which Shareholders may ask questions and vote, which will be held at 151 Broderick Road, Lara, Victoria.
- via our online platform at: <https://meetings.linkgroup.com/CBO22>
- through the use of direct voting (prior to the Meeting); or
- by the appointment of a proxy (prior to the Meeting).

Further details on how to attend and participate in the AGM are set out in this Notice and the accompanying Virtual Annual General Meeting Online Guide.

This Notice should be read in its entirety.

If Shareholders are in doubt as to how they should vote, they should seek advice from their accountant, lawyer, or other professional adviser prior to voting.

Should you wish to discuss any matter please do not hesitate to contact Russell Dmytrenko by telephone on +61 3 5272 9500 or email r.dmytrenko@cobramestateolives.com.

NOTICE OF ANNUAL GENERAL MEETING

Notice is hereby given that the Annual General Meeting of shareholders of Cobram Estate Olives Limited ACN 115 131 667 (**Shareholders**) will be held as a hybrid meeting on Friday 28 October 2022 at 11:00am (Melbourne time) (**Meeting**). Shareholders will have the option to participate in person at 151 Broderick Road, Lara, Victoria or online via <https://meetings.linkgroup.com/CBO22>

The Explanatory Memorandum provides additional information on matters to be considered at the Meeting. The Explanatory Memorandum forms part of this Notice.

AGENDA

1. FINANCIAL STATEMENTS AND REPORTS

To receive and consider the Financial Report and the related Directors' Report and Auditor's Report for the year ended 30 June 2022.

Note: This item is for discussion only and is not a resolution.

2. ADOPTION OF THE REMUNERATION REPORT

To consider and, if thought fit, to pass the following resolution as a non-binding **ordinary resolution**:

That the Remuneration Report of the Company for the year ended 30 June 2022 be adopted.

Note: This resolution is advisory only and does not bind the Company or the Directors. The Directors will consider the outcome of the vote and comments made by Shareholders on the Remuneration Report at the meeting when reviewing the Company's remuneration policies.

3. ELECTION AND RE-ELECTION OF DIRECTORS

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

- a. *That Mr Tim Jonas, who retires, and being eligible, offers himself for re-election as a Non-Executive Director of the Company, is elected as a Director of the Company.*
- b. *That Mr Leandro Ravetti, who retires, and being eligible, offers himself for re-election as an Executive Director of the Company, is elected as a Director of the Company.*

Note: Each resolution will be voted on separately. The non-candidate Directors unanimously support the re-election of Mr Jonas and Mr Ravetti.

4. GENERAL: TO TRANSACT ANY BUSINESS WHICH MAY BE LAWFULLY BROUGHT FORWARD.

By order of the Board.

Russell Dmytrenko

Company Secretary

Date: 26 September 2022

IMPORTANT INFORMATION

1. ENTITLEMENT TO ATTEND, SPEAK AND VOTE

Eligible Shareholders may attend the meeting and vote in person or via the online platform (see below for more information). The Directors have determined that for the purposes of voting at the meeting, eligible Shareholders will be taken to be those persons who are the registered holders of shares in the Company as at 7:00pm (Melbourne time) on Wednesday, 26 October 2022. Share transfers registered after that time will be disregarded in determining voting entitlements at the AGM. Shareholders of the Company's Shares may vote on all items of business, subject to the voting restrictions described in this Notice of Meeting. If more than one joint holder of Shares is present at the Meeting (whether personally, by proxy, by attorney or by representative) and tenders a vote online, only the vote of the joint holder whose name appears first on the register will be counted.

The Directors encourage Shareholders to participate in the meeting either in person or via the online meeting platform at: <https://meetings.linkgroup.com/CBO22>. By participating in the Meeting, Shareholders will be able to:

- a) hear from representatives of the Company and view any Meeting presentations;
- b) submit questions at the appropriate time whilst the Meeting is in progress – the Chair will announce the appropriate time during the Meeting; and
- c) vote during the Meeting.

If you choose to participate in the Meeting in person, registration will open at 10.30am (Melbourne time) on Friday, 28 October 2022 at the Company's offices at 151 Broderick Road, Lara, Victoria. Shareholders will need their Holder Reference Number (SRN or HIN) so that their shareholding may be checked against the share register.

If you choose to participate in the Meeting online, registration will open at 10.30am (Melbourne time) on Friday, 28 October 2022.

You will need the following information to participate in the Meeting online in real-time:

- a) Shareholders will need their Holder Reference Number (SRN or HIN) and
- b) Proxyholders will need their proxy code which Link Market Services will provide via email no later than 24 hours prior to the Meeting.
- c) Further information on how to participate virtually is set out in the 'Virtual Meeting Online Guide' available which was provided with this Notice and which is also available at <https://investors.cobramestateolives.com.au/investor-centre/?page=presentations-and-publications>.

2. ALL RESOLUTIONS WILL BE BY POLL

In accordance with rule 10.23 of the Company's constitution, the Chair intends to call a poll on each of the resolutions proposed at the Meeting. Each resolution considered at the Meeting will therefore be conducted by a poll, rather than on a show of hands.

3. HOW TO VOTE

3.1 Direct Voting

You may vote directly on resolutions considered at the Meeting without attending the Meeting or appointing a proxy.

To vote by direct vote, go to www.linkmarketservices.com.au and follow the instructions. Direct voting will close at 11:00am (Melbourne time) on Wednesday, 26 October 2022.

You will need to enter your Holder Reference Number (SRN or HIN) to vote by direct vote.

If you cast a direct vote, you are still entitled to attend the Meeting. However, your attendance will cancel your direct vote unless you instruct Cobram Estate Olives or Link Market Services otherwise.

The Direct Voting Regulations governing direct voting are available online at <https://investors.cobramestateolives.com.au/investor-centre/?page=presentations-and-publications>. By submitting a direct vote, you agree to be bound by these regulations.

3.2 Proxy Vote

You can appoint a proxy to attend and vote on your behalf as an alternative to attending the Meeting in person or casting a direct vote.

You can direct your proxy how to vote on the Resolutions by marking "For", "Against" or "Abstain".

A proxy does not need to be a Shareholder of Cobram Estate Olives. A proxy may be an individual or a company. You may appoint up to two proxies.

If you appoint a proxy, you may still attend the Meeting. However, your proxy's rights to speak and vote will be suspended while you are present.

If you appoint the Chair as your proxy and do not direct him how to vote, you are authorising the Chair to cast your undirected vote on all proposed resolutions.

You can appoint a proxy online at www.linkmarketservices.com.au. To appoint your proxy via that site you will need to follow the instructions on that site and ensure the appointment is submitted by 11:00am (Melbourne time) on Wednesday, 26 October 2022.

Completed Voting Forms, including online forms via the Link Market Services Investor Centre, (together with any authority under which the Voting Form was signed, or a

certified copy of the authority) must be returned by no later than 11:00am (Melbourne time) on Wednesday, 26 October 2022:

By post:

Cobram Estate Olives Limited
C/- Link Market Services Limited
Locked Bag A14
Sydney South NSW 1235 Australia

Online via:

www.linkmarketservices.com.au

By fax:

+61 2 9287 0309

All enquiries relating to the return of Voting Forms, direct voting, appointment of proxies or questions to the Company are to be directed to Link Market Services:

Telephone: 1300 554 474, Overseas: +61 1300 554 474

Link Market Services will contact proxyholders at least 24 hours prior to the start of the AGM to provide them with the proxyholder login information that they will need to enter into the online platform.

3.3 Vote at the Meeting

Physical attendance

Shareholders who plan to attend the meeting are asked to arrive at the venue by 10.30am (Melbourne time) if possible, so that their shareholding may be checked against the share register and attendance noted. Shareholders attending in person must register their attendance on arrival. Where more than one joint shareholder votes, the vote of the shareholder whose name appears first in Cobram Estate Olives' share register shall be accepted to the exclusion of the others.

Virtual attendance

If you attend the Meeting virtually by logging into the online portal at <https://meetings.linkgroup.com/CBO22> you will be able to vote directly during the Meeting.

When you log into the virtual meeting at <https://meetings.linkgroup.com/CBO22>, you will be required to register as a Shareholder or proxy holder and will be able to vote your shares or the shares you represent as proxy.

If you are a Shareholder, you will need to provide your Holder Reference Number (SRN or HIN) to register to vote once you have logged in.

If you are a proxy, you will need to provide your proxy number issued by Link Market Services to register to vote once you log in. Link Market Services will endeavour to provide confirmation of the proxy code to nominated proxyholders prior to the Meeting.

Alternatively, proxyholders can call the Meeting help line on 1800 990 363 on the day of the Meeting to request confirmation of the proxy code.

More detailed information on how to vote during the Meeting is provided in the 'Virtual Meeting Online Guide' which is available at:

<https://investors.cobramestateolives.com.au/investor-centre/?page=presentations-and-publications>.

4. CHAIR'S VOTING INTENTIONS

The Chair intends to vote undirected proxies on, and in favour of, all the proposed resolutions. If there is a change to how the Chair intends to vote undirected proxies, the Company will communicate this with Shareholders.

The Chair's decision on the validity of a direct vote, vote cast by a proxy or vote cast in person, is conclusive.

5. POWERS OF ATTORNEY

If you appoint an attorney to attend and vote at the Meeting virtually on your behalf, or your direct voting on the resolutions is carried out by an attorney on your behalf, the power of attorney (or a certified copy) must be received by Link Market Services by 11:00am (Melbourne time) on Wednesday, 26 October 2022, unless the power of attorney has previously been lodged with Link Market Services. If you require any assistance to lodge a power of attorney, please contact Link Market Services on 1300 554 474.

6. APPOINTMENT OF CORPORATE REPRESENTATIVES

A body corporate that is a Shareholder and entitled to attend and vote at the Meeting, or that has been appointed as proxy of a Shareholder entitled to attend and vote at the Meeting, may appoint an individual to act as its representative at the Meeting. The appointment must comply with section 250D of the *Corporations Act 2001 (Cth)* (Corporations Act). The representative must provide to the Company adequate evidence of his or her appointment by 11:00am (Melbourne time) on Wednesday, 26 October 2022, including any authority under which the appointment is signed, unless that evidence has previously been provided to the Company.

7. PROXY VOTE IF APPOINTMENT SPECIFIES WAY TO VOTE

Section 250BB of the Corporations Act provides that an appointment of a proxy may specify the way the proxy is to vote on a particular resolution and, if it does:

- a) the proxy need not vote on a show of hands, but if the proxy does so, the proxy must vote that way;
- b) if the proxy has two or more appointments that specify different ways to vote on a resolution – the proxy must not vote on a show of hands;
- c) if the proxy is the Chair of the meeting at which the resolution is voted on – the proxy must vote on a poll, and must vote that way (i.e. as directed); and
- d) if the proxy is not the Chair of the meeting – the proxy need not vote on the poll, but if the proxy does so, the proxy must vote that way (i.e. as directed).

8. TRANSFER OF NON-CHAIR PROXY TO CHAIR IN CERTAIN CIRCUMSTANCES

Section 250BC of the Corporations Act provides that, if:

- a) an appointment of a proxy specifies the way the proxy is to vote on a particular resolution at a meeting of the company's Shareholders;
- b) the appointed proxy is not the Chair of the meeting; and
- c) a poll is duly demanded on the resolution, and either of the following applies:
 - (i) the proxy is not recorded as attending the meeting; or
 - (ii) the proxy does not vote on the resolution,

the Chair of the Meeting is taken, before voting on the resolution closes, to have been appointed as the proxy for the purposes of voting on the resolution.

9. TECHNICAL DIFFICULTIES

Technical difficulties may arise during the course of the Meeting. The Chair has discretion as to whether and how the Meeting should proceed in the event that a technical difficulty arises. In exercising this discretion, the Chair will have regard to the number of Shareholders impacted and the extent to which participation in the business of the Meeting is affected.

Where the Chair considers it appropriate, the Chair may continue to hold the Meeting and transact business, noting that the Meeting will be held physically as well as online, including conducting a poll and voting in accordance with valid proxy instructions. For this reason, Shareholders who intend to attend the Meeting virtually are encouraged to lodge a proxy in accordance with the instructions below even if they plan to attend online.

EXPLANATORY MEMORANDUM

OVERVIEW

This Explanatory Memorandum has been prepared for the information of Shareholders in connection with the business to be conducted at the Meeting to be held as a hybrid meeting in person at 151 Broderick Road, Lara, Victoria, or via our online meeting platform on Friday, 28 October 2022 at 11:00am (Melbourne time).

This Explanatory Memorandum forms part of the Notice which should be read in its entirety. This Explanatory Memorandum contains the terms and conditions on which the proposed resolutions will be voted.

1. FINANCIAL STATEMENTS AND REPORTS

The Corporations Act requires that the financial statements of the Company and its controlled entities for the year ended 30 June 2022, together with the Directors' Report and the Auditor's Report, be laid before the Meeting. Each of these reports are set out in the Company's Annual Report which is available at:

<https://investors.cobramestateolives.com.au/investor-centre/?page=annual-and-interim-reports>

There is no requirement for Shareholders to approve these reports. However, the Chair will allow a reasonable opportunity for Shareholders to ask questions about, or make comments on, the operations and management of Cobram Estate Olives Limited.

2. ADOPTION OF THE REMUNERATION REPORT

The Company's Remuneration Report for the financial year ended 30 June 2022, which forms part of the Annual Report, is available at:

<https://investors.cobramestateolives.com.au/investor-centre/?page=annual-and-interim-reports>

The Remuneration Report outlines the Company's remuneration strategy and practices, together with details of the specific remuneration arrangements that apply to Directors and to key management personnel whose details are included in the Remuneration Report (**KMP**) in accordance with the requirements of the Corporations Act.

As required by the Corporations Act, the Board presents the Remuneration Report to Shareholders for consideration and adoption by a non-binding vote. The resolution is advisory only. The Board will consider and take into account the outcome of the vote and feedback from Shareholders on the Remuneration Report when reviewing the Company's remuneration policies.

The Chair will allow reasonable opportunity for Shareholders to ask questions about, or make comments on, the Remuneration Report at the meeting before calling for a vote.

2.1 *Recommendation*

The Directors unanimously recommend that Shareholders eligible to do so, vote in favour of the adoption of the Remuneration Report.

2.2 *Voting exclusion statement*

The Company will disregard any votes cast on this resolution:

- by or on behalf of a member who is a member of the KMP for the year ended 30 June 2022, or their closely related parties, regardless of the capacity in which the vote is cast;
- as a proxy by a member who is a member of the KMP at the date of the meeting, or their closely related parties,

unless the vote is cast as a proxy for a person who is entitled to vote on this resolution either:

- in accordance with their directions on how to vote as set out in the proxy appointment; or
- where there are no such directions, by the Chair pursuant to an express authorisation to vote undirected proxies as the Chair sees fit even though the resolution is connected with the remuneration of KMP.

3. ELECTION AND RE-ELECTION OF DIRECTORS

Clause 12.4 of the Company's Constitution provides that no Director (other than a Managing Director) may retain office (without re-election) for more than three years or past the third annual general meeting following the Director's appointment, whichever is longer. Mr Tim Jonas and Mr Leandro Ravetti were last re-elected as Directors at the Company's 2019 annual general meeting and have served as Directors since that date. Accordingly, each of Tim Jonas and Leandro Ravetti shall retire and offer themselves for re-election at the Meeting.

3.1 *Recommendation*

The Board (other than the Directors who are the subject of the relevant resolution) recommends that Shareholders vote in favour of the re-elections of Mr Tim Jonas and Mr Leandro Ravetti.

3a. **Re-Election of Tim Jonas**

Tim Jonas Non-Executive Director

Experience: Tim is a former Managing Partner and National Chairman of Pitcher Partners, a national association of independent accounting firms across Australia. His qualifications include a Master of Business Administration (University of Melbourne), a Bachelor of Commerce (University of Melbourne), and a Fellow of the Institute of Chartered Accountants in Australia. Tim holds several directorships and provides business advice to a wide range of businesses particularly in the agribusiness sector. Tim is currently a director and treasurer of the Australian Stockman's Hall of Fame and Heritage Centre (Longreach Queensland), chairman of Daniel Robertson Pty Ltd (property holdings). Tim was formerly a director and chairman of Yarra Valley Caviar Pty Ltd (fish farms and caviar production), a director of Silvan Australia Pty Ltd (farm machinery), and a director and treasurer

Glossary

\$ means Australian Dollars.

Annual Report means the Directors' Report, the Financial Report and the Auditor's Report in respect to the financial year ended 30 June 2022.

ASX means ASX Limited (ACN 008 624 691) and, where the context permits, the Australian Securities Exchange operated by ASX.

Auditor's Report means the auditor's report on the Financial Report.

Board means the board of Directors.

Chair means the person appointed to Chair the Meeting, or any part of the Meeting, convened by the Notice.

Company means Cobram Estate Olives Limited ACN 115 131 667.

Constitution means the constitution of the Company as at the commencement of the Meeting.

Corporations Act means the *Corporations Act 2001* (Cth).

Director means a director of the Company.

Directors' Report means the annual directors' report prepared under chapter 2M of the Corporations Act for the Company and its controlled entities.

Explanatory Memorandum means the explanatory memorandum which forms part of the Notice.

Financial Report means the annual financial report prepared under chapter 2M of the Corporations Act of the Company and its controlled entities.

Key Management Personnel means Directors and the key management personnel whose details are included in the Remuneration Report.

Listing Rules means the listing rules of ASX.

Meeting means the meeting to be convened by the Notice.

Notice means the notice of meeting which comprises of the notice, agenda, Explanatory Memorandum and Proxy Form.

Proxy Form means the proxy form attached to the Notice.

Remuneration Report means the remuneration report of the Company contained in the Directors' Report.

Share means a fully paid ordinary share in the capital of the Company.

Shareholder means the registered holder of a Share.

LODGE YOUR VOTE

 **ONLINE**
<https://investorcentre.linkgroup.com>

 **BY MAIL**
Cobram Estate Olives 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
Parramatta Square, Level 22, Tower 6,
10 Darcy Street, Parramatta NSW 2150

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



X99999999999

VOTING/PROXY FORM

I/We being a member(s) of Cobram Estate Olives Limited ("the Company") and entitled to attend and vote hereby appoint:

STEP 1 Please mark either A or B

A VOTE DIRECTLY

elect to lodge my/our
vote(s) directly (mark box)

 in relation to the Annual General Meeting of the Company to be held at **11:00am (Melbourne time) on Friday, 28 October 2022**, and at any adjournment or postponement of the Meeting.

You should mark either "for" or "against" for each item. Do not mark the "abstain" box.

OR

B APPOINT A PROXY

the Chair of
the Meeting
(mark box)

OR if you are **NOT** appointing the Chair of the Meeting as your proxy, please write the name and email of the person or body corporate you are appointing as your proxy

Name

Email

or failing the person or body corporate named, or if no person or body corporate is named, the Chair 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 **11:00am (Melbourne time) on Friday, 28 October 2022** (the Meeting) and at any postponement or adjournment of the Meeting.

The Meeting will be conducted as a hybrid event. You can participate by attending in person at **151 Broderick Road, Lara, Victoria** or logging in online at <https://meetings.linkgroup.com/CB022> (refer to details in the Virtual Annual General Meeting Online Guide). To access the **Notice of Annual General Meeting** this can be viewed and downloaded at the Company's website at <https://www.cobramestateolives.com.au/>.

Important for Resolution 2: If the Chair 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 Chair of the Meeting to exercise the proxy in respect of Resolution 2, even though the Resolution is connected directly or indirectly with the remuneration of a member of the Company's Key Management Personnel (KMP).

The Chair of the Meeting intends to vote undirected proxies in favour of each item of business.

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

STEP 2

Items

For Against Abstain*

2 Adoption of the Remuneration Report

<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
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3a Re-Election of Director -
Mr Tim Jonas

<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
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3b Re-Election of Director -
Mr Leandro Ravetti

<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
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 * If you mark the Abstain box for a particular Item, you are directing your proxy not to vote on your behalf and your votes will not be counted in computing the required majority.

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).

STEP 3

CBO PRX2201N



HOW TO COMPLETE THIS SHAREHOLDER VOTING/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.**

VOTING UNDER BOX A

If you ticked the box under Box A you are indicating that you wish to vote directly. Please only mark either "for" or "against" for each item. Do not mark the "abstain" box. If you mark the "abstain" box for an item, your vote for that item will be invalid.

If no direction is given on all of the items, or if you complete both Box A and Box B, your vote may be passed to the Chair of the Meeting as your proxy.

Custodians and nominees may, with the Share Registrar's consent, identify on the Voting/Proxy Form the total number of votes in each of the categories "for" and "against" and their votes will be valid.

If you have lodged a direct vote, and then you attend the Meeting, your attendance will cancel your direct vote.

The Chair's decision as to whether a direct vote is valid is conclusive.

VOTING UNDER BOX B – APPOINTMENT OF PROXY

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

DEFAULT TO CHAIR 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 Voting/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:

- on each of the first Voting/Proxy Form and the second Voting/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
- 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 registrars@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.

LODGEMENT OF A VOTING/PROXY FORM

This Voting/Proxy Form (and any Power of Attorney under which it is signed) must be received at an address given below by **11:00am (Melbourne time) on Wednesday, 26 October 2022**, being not later than 48 hours before the commencement of the Meeting. Any Voting/Proxy Form received after that time will not be valid for the scheduled Meeting.

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



ONLINE

<https://investorcentre.linkgroup.com>

Login to the Link website using the holding details as shown on the Voting/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 MOBILE DEVICE

Our voting website is designed specifically for voting online. You can now lodge your vote by scanning the QR code adjacent or enter the voting link <https://investorcentre.linkgroup.com> into your mobile device. Log in using the Holder Identifier and postcode for your shareholding.

QR Code



To scan the code you will need a QR code reader application which can be downloaded for free on your mobile device.



BY MAIL

Cobram Estate Olives 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*
Parramatta Square
Level 22, Tower 6
10 Darcy Street
Parramatta NSW 2150

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