



Farm Pride Foods Ltd

Notice of Annual General Meeting 2022

17 November 2022

About Farm Pride

Farm Pride Foods Ltd has a long and distinguished history dating back 85 years.

- Established in 1937 as Egg and Pulp Trading Board
- Privatised 1993 with assets transferred to Egg Industry Co-Operative (EICL) at same time as industry was de-regulated;
- November 1997 listed on ASX as Farm Pride Foods Limited.

Farm Pride Foods Ltd is a leading vertically integrated egg company that farms, processes, grades, packs and markets a range of eggs and egg related products. We service the domestic retail, industrial and food service sectors.

The Company holds significant assets, including major egg farms around the country and operates major processing and grading facilities.

At Farm Pride we take PRIDE in being a trusted and respected egg grower and producer. We have been producing quality products for millions of Australians. We are the only Australian owned company to

OUR PURPOSE

“ TO BE A TRUSTED AND RESPECTED EGG GROWER AND PROCESSOR DELIVERING SUSTAINABLE VALUE FOR OUR SHAREHOLDERS, CUSTOMERS AND STAKEHOLDERS... ”

WE ARE FARM...

- P** PROUD OF WHAT WE DO
- R** RESPECT FOR OUR BUSINESS AND OTHERS
- I** INTEGRITY IS OUR FOUNDATION
- D** DETERMINED TO SUCCEED
- E** EXCELLENCE THROUGH DOING IT RIGHT AND DOING IT WELL

farm pride

EVERYDAY WE DEMONSTRATE THESE VALUES WITH PRIDE

WE DO THIS BY:

- Drawing on our long heritage and experience
- Managing our farm and processing assets proactively and to the highest quality and performance standards
- Ensuring our farming practices are to the highest animal welfare and bio-security standards
- Investing in and developing our people
- Developing strong and sustainable relationships with our trading and supply partners
- Being ethical and transparent in all our activities

Dear Shareholder

We are pleased to invite you to attend the **Annual General Meeting** (“meeting” or “AGM”) of Farm Pride Foods Ltd (“Farm Pride”) to be held on Thursday 17 November 2022 at 1.00pm (AEDT).

The meeting will be held online. To participate please visit: <https://meetnow.global/MTKVDTQ>

Online registrations will commence one hour beforehand at 12.00pm (AEDT)

IMPORTANT NOTICE REGARDING ATTENDANCE AND THE VIRTUAL MEETING

With the potential for impact by the COVID-19 pandemic on the meeting and to protect the health and safety of shareholders, employees and the community, the AGM will be conducted online this year. Shareholders will not be able to physically attend the meeting however we encourage all shareholders to participate virtually.

Shareholder and proxyholders can attend and watch the AGM live in real time on the Computershare online platform. All attending shareholders will be given reasonable opportunity to participate in the AGM including the right to vote and ask questions.

Shareholders do not need to attend the meeting physically in order to cast their votes or to participate in the meeting. Accordingly, the Company strongly encourages all Shareholders who wish to vote to do so by:

- (a) Returning their completed proxy forms as early as possible prior to the cut-off dates as set out in the Notice;
- (b) Participating in the virtual meeting and casting a vote online; or
- (c) Appointing the Chair as their proxy (and where desired, direct the Chair how to vote on a Resolution) by completing and returning the proxy form.

ATTENDING THE MEETING ONLINE

If you choose to participate online on the day of the meeting you will be able to view a live webcast of the meeting, ask the Directors questions online and submit your vote in real time.

To participate online you will need to visit: <https://meetnow.global/MTKVDTQ>

You will need the latest versions of Chrome, Safari, Edge or Firefox. Please ensure your browser is compatible.

For further instructions on how to participate online please view the online meeting user guide at www.computershare.com.au/virtualmeetingguide.

Farm Pride Foods Ltd

Notice of Annual General Meeting 2022

Farm Pride Foods AGM will be held on Thursday 17 November 2022 at 1.00pm (AEDT). Shareholders may attend online at <https://meetnow.global/MTKVDTQ>
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ITEMS OF BUSINESS

1. Financial Statements

To consider the Financial Report, Directors' Report and Auditors' Report for Farm Pride Foods Ltd and the entities it controlled at the end of, or during, the year ended 30 June 2022.

2. Election of Directors

2.1 The re-election of Bruce De Lacy as a Director

2.2 The election of Beth Mathison as a Director

2.3 The election of Roland Roccioletti as a Director

3. Adoption of the Remuneration Report

To adopt the Remuneration Report (which forms part of the Directors Report) for the year ended 30 June 2022.

Please refer to the instructions in the How to Vote Section of this Notice for important details of how to appoint a proxy for this resolution.

Under the Corporations Act 2001 (Cth), there are restrictions on Farm Pride Foods Ltd Directors and key management personnel voting on the adoption of the Remuneration Report. These are explained in the How to Vote section of this Notice.

Please refer to the accompanying Explanatory Notes which form part of this Notice of Meeting for more information on the proposed resolutions.

By order of the Board
Farm Pride Foods Limited

Robin Donohue
Company Secretary

30 September 2022

Explanatory Notes on the items of business to be considered at the meeting follow.

Item 1: Financial Statements

The law requires Directors to present the Financial Report, Directors' Report and Auditors Report (collectively The Annual Report) for the last financial year at an Annual General Meeting (AGM) of shareholders. The Annual Report for the Company has been posted on the Farm Pride Foods Ltd website at www.farmpride.com.au

This Item does not require a resolution to be put to the meeting. Shareholders will be provided with a reasonable opportunity to ask questions about, or make comments on, the 2022 Annual Report, Management and the Company.

Item 2.1 (Resolution 1): Re-election of Director

Bruce De Lacy was appointed as a Director on 30 November 2018 and retires in accordance with article 10.3 of the Constitution and, being eligible, offers himself for re-election.

Bruce has over 35 years' experience in the egg industry and has previously been employed in a number of positions at the Company including Chief Executive Officer, General Manager and Chief Operating Officer.

Recommendation:

The Board considers Bruce De Lacy to be an Independent Director and (other than Bruce De Lacy) unanimously recommends shareholders vote FOR this resolution.

Item 2.2 (Resolution 2): Election of Director

Ms. Beth Mathison was appointed as a Director by the Board on 25 August 2022 and, in accordance with article 10.7 of the Constitution and being eligible, offer herself for election.

Beth has more than 35 years' Executive Management and Director experience in Australia, the UK and Asia. She has worked across a range of industry sectors including Telecommunications, Logistics, Aquaculture, Hospitality, Tourism, Manufacturing and Retail. Beth has held non-executive director positions across commercial and not for profit organizations. She is a Fellow of AICD, IML and GIA and in 2015, was named the Telstra Tasmanian Businesswoman of the Year and Entrepreneur of the Year.

The Board considers Beth Mathison to be an Independent Director and (other than Beth Mathison) unanimously recommends shareholders vote FOR this resolution.

Item 2.3 (Resolution 3): Election of Director

Mr. Roland Roccioletti was appointed as a Director by the Board on 25 August 2022 and, in accordance with article 10.7 of the Constitution and being eligible, offer himself for election.

Roland has over 25 years corporate advisory experience in company growth, leadership, research, economic development, finance, digital transformation, business turnarounds, mergers and acquisitions. He is a former CEO and Managing Director influencing Australia's economic credentials across global industrial, commercial, FMCG, packaging, agriculture, wine, dairy, education, not-for-profit, tourism and racing.

The Board considers Roland Roccioletti to be an Independent Director and (other than Roland Roccioletti) unanimously recommends shareholders vote FOR this resolution.

Item 3 (Resolution 4): Adoption of the Remuneration Report

Section 205R of the Corporations Act requires a listed company to put a resolution to shareholders to adopt its Remuneration Report for the relevant financial year.

The Directors Remuneration Report is set out on pages 9 to 15 of the Annual Report for the financial year ended 30 June 2022. The Remuneration Report sets out the Company's arrangements for Non-Executive Directors and Key Management Personnel.

The vote on this item is advisory only and will not bind the Directors of the Company. Nevertheless, the Board will take into account the outcome of the vote and comments made by shareholders when reviewing the Company's future remuneration arrangements.

Recommendation:

The Board recommends that shareholders vote FOR this resolution.

How to Vote

Voting Methods

Shareholders can vote in one of the following ways:

- a. by attending the online meeting and voting either in person or by attorney or, in the case of corporate shareholders, by a corporate representative;
- b. by appointing a proxy to attend and vote on their behalf, using the proxy form enclosed with this Notice; or
- c. by lodging a proxy vote by mail, fax, online or in person no later than 48 hours before the commencement of the meeting being 1.00pm (AEDT) on Tuesday 15 November 2022;
- d. Online at www.investorvote.com.au
- e. by post at GPO Box 242, Melbourne, Victoria 3001; or
- f. by facsimile: Australia – 1800 783 447, overseas - +61 3 9473 2555; or
- g. Custodian voting – for Intermediary Online subscribers only (custodians) please visit www.intermediaryonline.com to submit your voting intentions.

Voting Entitlement Deadline

For the purposes of determining voting entitlements at the Annual General Meeting, shares will be taken to be held by the persons who are registered as holding the shares at 7.00pm (AEDT) on Tuesday 15 November 2022 or if the meeting is adjourned at least 48 hours before its resumption in relation to the adjourned part of the meeting. Accordingly, transactions registered after that time will be disregarded in determining entitlements to attend and vote at the Meeting.

Voting in person – individuals and corporate representatives

As this year's AGM is being held as an online meeting, a company which is a shareholder may appoint an individual to act as its representative. The Proxy holder and Corporate Representative should contact Computershare on (+613) 9415 4024 to receive the relevant access code to allow voting on the day of the online meeting.

Proxy Voting

Shareholders are entitled to appoint a proxy to attend the virtual meeting and vote on their behalf.

If you wish to appoint the Chair of the Meeting as your proxy, mark the appropriate box on the proxy form. If the individual or body corporate you wish to appoint as your proxy is someone other than the Chair of the Meeting please write the full name of that individual or body corporate in the space provided. A proxy need not be a shareholder. Do not write the name of the issuer company or the registered shareholder in the space provided.

Appointment of a second proxy

You are entitled to appoint up to two proxies to attend the virtual meeting and vote on a poll. If you wish to appoint a second proxy an additional proxy form may be obtained by telephoning the Company's Share Registry on (+613) 9415 4000.

To appoint a second proxy you must:

- on each of the first Proxy Form and second Proxy Form state the percentage of your voting rights or number of securities 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 in the same envelope.

Proxy Votes

Under amendments to the Corporations Act 2001 (Cth) which took effect on 1 August 2011, there will be some changes to the way in which proxy votes are processed:

Directed Proxy Votes

If you appoint someone other than the Chair of the meeting as your proxy and give them voting instructions, the new legislation provides that the Chair of the meeting must cast those proxy votes on your behalf if your nominated proxy does not do so.

Undirected Proxy Votes – All Resolutions other than Resolution 4 (Adoption of the Remuneration Report)

The Chair of the Meeting intends to vote undirected proxy votes in favour of all resolutions (subject to the voting exclusions described below).

Shareholders are encouraged to consider how they wish to direct their proxies to vote. Proxies which are not directed how to vote on an item of business, may vote, or abstain from voting, as that proxy thinks fit. Should any resolution be proposed at the meeting, a proxy may vote on that resolution as they think fit.

Proxies in respect of Resolution 4 (Adoption of the Remuneration Report)

The Company will disregard any vote cast on Resolution 4 by, or on behalf of:

- (a) a member of the key management personnel, details of whose remuneration are included in the remuneration report; or
- (b) a closely related party of such a member.

However, a person (Voter) described above may cast a vote on the resolution as a proxy if the vote is not cast on behalf of a person described above and either:

- (c) the Voter is appointed as a proxy by writing that specifies the way the proxy is to vote on the resolution; or
- (d) the Voter is the Chair of the meeting and the appointment of the chair as proxy:
 - i. does not specify the way the proxy is to vote on the resolution; or
 - ii. expressly authorises the Chair to exercise the proxy even if the resolution is connected directly or indirectly with the remuneration of a member of the key management personnel.

Shareholders who are entitled to vote

In accordance with Regulation 7.11.37 of the Corporations Regulations 2001 (Cth), the holders of Farm Pride Foods Ltd shares for the purposes of the meeting will be those registered holders as at 7.00pm (AEDT) on Tuesday 15 November 2022.



ABN 42 080 590 030

Need assistance?



Phone:

1300 850 505 (within Australia)
+61 3 9415 4000 (outside Australia)

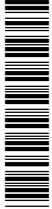


Online:

www.investorcentre.com/contact

FRM

MR SAM SAMPLE
FLAT 123
123 SAMPLE STREET
THE SAMPLE HILL
SAMPLE ESTATE
SAMPLEVILLE VIC 3030



Farm Pride Foods Limited Annual General Meeting

The Farm Pride Foods Limited Annual General Meeting will be held on Thursday, 17 November 2022 at 1:00pm (AEDT). You are encouraged to participate in the meeting using the following options:



MAKE YOUR VOTE COUNT

To lodge a proxy, access the Notice of Meeting and other meeting documentation visit www.investorvote.com.au and use the below information:



Control Number: 999999

SRN/HIN: I9999999999

PIN: 99999

For Intermediary Online subscribers (custodians) go to www.intermediaryonline.com

For your proxy appointment to be effective it must be received by 1:00pm (AEDT) on Tuesday, 15 November 2022.



ATTENDING THE MEETING VIRTUALLY

To watch the webcast, ask questions and vote on the day of the meeting, please visit:
<https://meetnow.global/MTKVDTQ>

For instructions refer to the online user guide www.computershare.com.au/virtualmeetingguide

You may elect to receive meeting-related documents, or request a particular one, in electronic or physical form and may elect not to receive annual reports. To do so, contact Computershare.



ABN 42 080 590 030



FRM

MR SAM SAMPLE
FLAT 123
123 SAMPLE STREET
THE SAMPLE HILL
SAMPLE ESTATE
SAMPLEVILLE VIC 3030

Need assistance?



Phone:

1300 850 505 (within Australia)
+61 3 9415 4000 (outside Australia)



Online:

www.investorcentre.com/contact



YOUR VOTE IS IMPORTANT

For your proxy appointment to be effective it must be received by **1:00pm (AEDT) on Tuesday, 15 November 2022.**

Proxy Form

How to Vote on Items of Business

All your securities will be voted in accordance with your directions.

APPOINTMENT OF PROXY

Voting 100% of your holding: Direct your proxy how to vote by marking one of the boxes opposite each item of business. If you do not mark a box your proxy may vote or abstain as they choose (to the extent permitted by law). If you mark more than one box on an item your vote will be invalid on that item.

Voting a portion of your holding: Indicate a portion of your voting rights by inserting the percentage or number of securities you wish to vote in the For, Against or Abstain box or boxes. The sum of the votes cast must not exceed your voting entitlement or 100%.

Appointing 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 must specify the percentage of votes or number of securities 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 or number of securities for each in Step 1 overleaf.

A proxy need not be a securityholder of the Company.

SIGNING INSTRUCTIONS FOR POSTAL FORMS

Individual: Where the holding is in one name, the securityholder must sign.

Joint Holding: Where the holding is in more than one name, all of the securityholders should sign.

Power of Attorney: If you have not already lodged the Power of Attorney with the registry, 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 sign in the appropriate place to indicate the office held. Delete titles as applicable.

PARTICIPATING IN THE MEETING

Corporate Representative

If a representative of a corporate securityholder or proxy is to participate in the meeting you will need to provide the appropriate "Appointment of Corporate Representative". A form may be obtained from Computershare or online at www.investorcentre.com/au and select "Printable Forms".

Lodge your Proxy Form:

XX

Online:

Lodge your vote online at www.investorvote.com.au using your secure access information or use your mobile device to scan the personalised QR code.

Your secure access information is



Control Number: 999999

SRN/HIN: I9999999999

PIN: 99999

For Intermediary Online subscribers (custodians) go to www.intermediaryonline.com

By Mail:

Computershare Investor Services Pty Limited
GPO Box 242
Melbourne VIC 3001
Australia

By Fax:

1800 783 447 within Australia or
+61 3 9473 2555 outside Australia



PLEASE NOTE: For security reasons it is important that you keep your SRN/HIN confidential.

You may elect to receive meeting-related documents, or request a particular one, in electronic or physical form and may elect not to receive annual reports. To do so, contact Computershare.

MR SAM SAMPLE
FLAT 123
123 SAMPLE STREET
THE SAMPLE HILL
SAMPLE ESTATE
SAMPLEVILLE VIC 3030

Change of address. If incorrect, mark this box and make the correction in the space to the left. Securityholders sponsored by a broker (reference number commences with 'X') should advise your broker of any changes.



I 9999999999

I ND

Proxy Form

Please mark to indicate your directions

Step 1 Appoint a Proxy to Vote on Your Behalf

XX

I/We being a member/s of Farm Pride Foods Limited hereby appoint

the Chairman of the Meeting OR

PLEASE NOTE: Leave this box blank if you have selected the Chairman of the Meeting. Do not insert your own name(s).

or failing the individual or body corporate named, or if no individual or body corporate is named, the Chairman of the Meeting, as my/our proxy to act generally at the meeting on my/our behalf and to vote in accordance with the following directions (or if no directions have been given, and to the extent permitted by law, as the proxy sees fit) at the Annual General Meeting of Farm Pride Foods Limited to be held as a virtual meeting on Thursday, 17 November 2022 at 1:00pm (AEDT) and at any adjournment or postponement of that meeting.

Chairman authorised to exercise undirected proxies on remuneration related resolutions: Where I/we have appointed the Chairman of the Meeting as my/our proxy (or the Chairman becomes my/our proxy by default), I/we expressly authorise the Chairman to exercise my/our proxy on Resolution 4 (except where I/we have indicated a different voting intention in step 2) even though Resolution 4 is connected directly or indirectly with the remuneration of a member of key management personnel, which includes the Chairman.

Important Note: If the Chairman of the Meeting is (or becomes) your proxy you can direct the Chairman to vote for or against or abstain from voting on Resolution 4 by marking the appropriate box in step 2.

Step 2 Items of Business

PLEASE NOTE: If you mark the **Abstain** box for an item, you are directing your proxy not to vote on your behalf on a show of hands or a poll and your votes will not be counted in computing the required majority.

		For	Against	Abstain
Resolution 1	Re-election of Director - Bruce De Lacy	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Resolution 2	Election of Director - Ms. Beth Mathison	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Resolution 3	Election of Director - Mr. Roland Roccioletti	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Resolution 4	Adoption of Remuneration Report	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

The Chairman of the Meeting intends to vote undirected proxies in favour of each item of business. In exceptional circumstances, the Chairman of the Meeting may change his/her voting intention on any resolution, in which case an ASX announcement will be made.

Step 3 Signature of Securityholder(s) *This section must be completed.*

Individual or Securityholder 1 Securityholder 2 Securityholder 3 / /
Sole Director & Sole Company Secretary Director Director/Company Secretary Date

Update your communication details (Optional)

Mobile Number Email Address
By providing your email address, you consent to receive future Notice of Meeting & Proxy communications electronically





ABN 42 080 590 030

FRMRM

MR RETURN SAMPLE
123 SAMPLE STREET
SAMPLE SURBURB
SAMPLETOWN VIC 3030

Dear Securityholder,

We have been trying to contact you in connection with your securityholding in Farm Pride Foods Limited. Unfortunately, our correspondence has been returned to us marked "Unknown at the current address". For security reasons we have flagged this against your securityholding which will exclude you from future mailings, other than notices of meeting.

Please note if you have previously elected to receive a hard copy Annual Report (including the financial report, directors' report and auditor's report) the dispatch of that report to you has been suspended but will be resumed on receipt of instructions from you to do so.

We value you as a securityholder and request that you supply your current address so that we can keep you informed about our Company. Where the correspondence has been returned to us in error we request that you advise us of this so that we may correct our records.

You are requested to include the following;

- > Securityholder Reference Number (SRN);
- > ASX trading code;
- > Name of company in which security is held;
- > Old address; and
- > New address.

Please ensure that the notification is signed by all holders and forwarded to our Share Registry at:

Computershare Investor Services Pty Limited
GPO Box 2975
Melbourne Victoria 3001
Australia

Note: If your holding is sponsored within the CHESS environment you need to advise your sponsoring participant (in most cases this would be your broker) of your change of address so that your records with CHESS are also updated.

Yours sincerely

Farm Pride Foods Limited