

## Notice of Annual General Meeting

Notice is hereby given that the Annual General Meeting (**AGM**) of Longevity Group Australia Limited ACN 052 046 625 (**Longevity** or **Company**) will be held as follows:

Time: 10am (AEDT)

Date: Wednesday 24 November 2021

Venue: online via ZOOM Webinar.

### IMPORTANT NOTICE

In response to Government restrictions and the potential health risks arising from the coronavirus (COVID-19) pandemic, this year the Company's Annual General Meeting will be held online as a virtual AGM.

The *Treasury Laws Amendment (2021 Measures No. 1) Act 2021 (Act)* was given Royal Assent on 13 August 2021 and the Act permits electronic meetings. No hard copy of the Notice of Meeting and Explanatory Statement will be circulated and the Notice of Meeting has been given to those entitled to receive it by one or more technologies.

The Notice of Meeting is also available on the Company's website

### REGISTRATION TO ATTEND THE VIRTUAL ANNUAL GENERAL MEETING:

Shareholders are required to pre-register for the AGM which will be held live via Zoom webcast. Shareholders will be required to download the ZOOM App and connect using a link with a unique Meeting ID password.

Please send an email to **AGM@longevityga.com.au** with your Holder Name and HIN or SRN; Once registration is accepted, Longevity will allocate you the Zoom ID to access the meeting on the day.

### QUESTIONS TO THE BOARD AT THE MEETING:

Investor related questions are welcomed prior to the AGM. Questions can be directed to the Company Secretary via email to **AGM@longevityga.com.au** by no later than 10am on Monday, 22nd November 2021.

The Chairman will allow a reasonable time to respond to questions from Shareholders and all questions asked will be answered.

### VOTING ON RESOLUTIONS:

It is a requirement under the ASIC Determination that voting on resolutions at the AGM will be taken on a poll and not by show of hands, and that each person entitled to vote be given the opportunity to participate in the vote in real time or by recording their vote in advance of the meeting.

Shareholders are strongly encouraged to vote before the meeting and appoint the Chairman of the meeting as their proxy, providing specific instructions on how your vote is to be cast on the resolution. The Chairman must follow those instructions. Voting instructions are set out in the Proxy Form attached to the Notice of Meeting.

You must submit your voting preference on or before 10am (AEDT) Monday 22 November 2021.

All open votes will be voted by the Chair as stated in the Explanatory Notes section of the Notice of Meeting.

Directors advise Shareholders who wish to have their vote counted to:

- **vote electronically by visiting [www.investorvote.com.au](http://www.investorvote.com.au) and quoting the 6-digit control number found on the front of your Proxy Form prior to 10am (AEDT) Monday 22 November 2021;**

**LIVE ONLINE VOTING PROCEDURES DURING THE AGM:**

Shareholders and proxyholders will be able to vote at the meeting online:

- a. From their computer or mobile device by entering the URL into their browser:  
<https://web.lumiagm.com/316603281>

Online voting registration will commence 30 minutes prior to the start of the meeting and close 5 minutes after the last item of business.

Shareholders should read the Notice of Annual General Meeting and Explanatory Memorandum in full before deciding if and how to vote on the Resolution. If you are in doubt about what to do in relation to the Resolution, you should consult your financial or other professional adviser.

Attending the meeting online enables shareholders to view the AGM live and to also ask questions and cast direct votes at the appropriate times whilst the meeting is in progress.

More information regarding participating in the AGM online can be found at the end of this Notice of Meeting

***Should you wish to discuss the matters in this Notice of Meeting please do not hesitate to contact the Company Secretary on +61 3 9867 7199.***

**Items of Ordinary Business**

**RECEIPT AND CONSIDERATION OF ACCOUNTS AND REPORTS**

To receive and consider the Directors' report, Auditor's report, and Financial report of the Company for the year ended 30 June 2021.

**RESOLUTION 1 – RE-ELECTION OF TREVOR HANSEN AS A DIRECTOR**

To consider and, if thought fit, pass the following resolution as ordinary resolution:

*"That, for the purposes of the Company's constitution and for all other purposes, Trevor Hansen, having been appointed by shareholders as a director of the Company, retires, and being eligible offers himself for election, be re-elected as a Director of the Company.*

BY ORDER OF THE BOARD



Andrew Metcalfe

Company Secretary

18 October 2021

The accompanying Explanatory Notes form part of this Notice of Annual General Meeting.

## VOTING ENTITLEMENTS

The Board has determined that, for the purposes of voting at the AGM, shares in the Company are taken as being held by the persons who hold them as at 7pm (AEDT) on 22nd November 2021.

## CORPORATE REPRESENTATIVES

A corporate Shareholder may appoint a person to act as its representative at the AGM by providing the person with:

- a letter or certificate authorising him or her to act as the corporation's representative, executed in accordance with the corporation's constitution; or
- a copy of the resolution appointing the representative, certified by a secretary or director of the corporation.

To be effective, the instrument by which the person who is appointed a representative of the corporate Shareholder must be received by the Company no later than 48 hours before the commencement of the AGM, i.e., **by no later than 10 a.m. (AEDT) on 22 November 2021**.

## PROXIES

Shareholders are encouraged to vote online **by visiting [www.investorvote.com.au](http://www.investorvote.com.au)** or by returning the proxy form. To be valid, completed proxy forms must be received at the address given below no later than 48 hours before the commencement of the AGM, i.e., **by no later than 10 a.m. (AEDT) on 22 November 2021**. Any proxy form received after that time will not be valid for the scheduled AGM.

The Chairman of the meeting is required to vote all directed proxies as specified in the appointment in respect of each resolution. In respect of undirected proxies, the Chairman of the meeting intends to vote or abstain from voting in respect of each resolution as stated in the Explanatory Notes.

Proxy forms may be lodged by posting the completed form in the reply-paid envelope provided (Australia only) or delivering or faxing the completed form to the address or fax number set out below.

### Online:

Electronically, by visiting [www.investorvote.com.au](http://www.investorvote.com.au) and entering Control Number: 136204 to lodge your proxy vote and following the instructions provided (note a proxy cannot be appointed online if they are appointed under Power of Attorney or similar authority).

### By facsimile:

Australian based investors: 1800 783 447

Overseas based investors: +61 3 9473 2555

### By mail or hand delivery:

Longevity Group Australia Limited, c/- Computershare Investor Services Pty Ltd, GPO Box 242, Melbourne Victoria 3001.

Delivering it in person to "Yarra Falls", 452 Johnston Street, Abbotsford Victoria 3067.

### Custodians and nominees

For Intermediary Online subscribers only (custodians and nominees) please visit [www.intermediaryonline.com](http://www.intermediaryonline.com) to submit your voting intentions.

## PROXY NOTES

1. A Shareholder entitled to attend, and vote has the right to appoint a proxy. For votes to be valid, they must be received **by no later than 10 a.m. (AEDT) on Monday, 22nd November 2021**.
2. A Shareholder who is entitled to cast two or more votes may appoint two proxies and may specify the proportion or number of votes each proxy is appointed to exercise. If the Shareholder appoints two proxies and the appointment does not specify the proportion or number of the Shareholder's votes each proxy may exercise, each proxy may exercise one half of the Shareholder's votes. If the Shareholder appoints two proxies, neither proxy may vote on a show of hands.
3. A proxy need not be a Shareholder of the Company.
4. Proxies given by corporations must be signed in accordance with the constituent documents of the corporation or the laws in force in its place of incorporation, or by a duly appointed attorney. For Australian corporations, it is sufficient if the proxy is signed by two directors, a director and the secretary, or in the case of a proprietary company with only a sole director and secretary, that person.
5. Where a proxy form is signed on behalf of a Shareholder by an attorney or agent, the proxy will not be valid unless the power of attorney or other authority (if any) under which it is signed (or a certified copy thereof) is lodged with the Company by delivery or mail, to the addresses specified above for the lodgement of proxy forms, no later than 48 hours before the scheduled time for commencement of the AGM, i.e., **by no later than 10 a.m. (AEDT) on Monday, 22nd November 2021**
6. A proxy form or ability to vote online accompanies the Notice.

## QUESTIONS FROM SHAREHOLDERS

Prior to and at the AGM Shareholders can submit questions or make comments on the management of the Company. All questions asked will be answered.

The Auditor responsible for preparing the Auditor's report for the year ended 30 June 2021 (or his representative) is not required to attend the AGM. Shareholders are encouraged to direct questions to the Chairman about the conduct of the audit, the preparation and content of the Auditor's report, the accounting policies adopted by the Company in relation to the preparation of financial statements and the independence of the Auditor in relation to the conduct of the audit.

Please submit any questions you may have in writing to the Company Secretary by email to **AGM@longevityga.com.au**, and if addressed to the Auditor, please direct these first to the Chairman, by no later than **10 a.m. (AEDT) on Monday, 22nd November 2021**.

## **EXPLANATORY NOTES**

These Explanatory Notes have been prepared to provide information to Shareholders about the business to be conducted at the Company's 2021 Annual General Meeting.

## **THE FINANCIAL STATEMENTS AND REPORTS**

The Corporations Act requires the Company's financial report (which includes financial statements, notes to the financial statements and Directors' declaration), Directors' report and auditor's report (together, **Reports**) to be tabled at the AGM. The Constitution of Longevity Group Australia Limited (**Constitution**) provides for the Reports to be received and considered at the AGM. There is no requirement, either in the Corporations Act or the Constitution, for Shareholders to approve any of the Reports. Shareholders are given a reasonable opportunity to ask questions and make comments on the Reports and the management of the Company.

The Company's Annual Report for the year ended 30 June 2021 (**2021 Annual Report**) has been sent to Shareholders in accordance with the Corporations Act. The 2021 Annual Report (which includes the financial report, Directors' report, and auditor's report) is available on the Company's website.

## **RESOLUTION 1: Re-election of Trevor Hansen**

Dr Hansen joined the Board on 20 November 2019.

Pursuant to the Company's constitution Dr Hansen must seek re-election as a director of the Company at the Company's AGM.

Trevor Hansen, a Shareholder in Longevity Group Australia, was appointed to the Board of Directors in 2019. He is a specialist in due diligence and strategic planning. As part owner of Leading Technology Group, an investment company that buys and operates technology businesses, he has a track record of deploying capital to deliver benefits for customers, staff and Shareholders. He holds a PhD in computer science from the University of Melbourne and is a member of the Australian Institute of Company Directors.

The Chairman of the meeting intends to vote undirected proxies in favour of Resolution 1.

### ***Directors' recommendation***

All Directors recommend that shareholders vote in favour of Resolution 1.

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## **Glossary**

In the Notice of Meeting and the Explanatory Notes, the following terms have the following meaning unless the context requires otherwise.

**Annual General Meeting** or **AGM** means the annual general meeting of the Company convened by the Notice of Meeting.

**ASIC** means the Australian Securities & Investments Commission.

**Board** means the current Board of Directors of Longevity.

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

**Explanatory Notes** means the explanatory statement and explanatory notes accompanying the Notice of Meeting.

**Longevity** or **Company** means Longevity Group Australia Limited (ACN 052 046 625).

**Notice of Meeting** or **Notice of Annual General Meeting** or **Notice** means this notice of meeting including the Explanatory Statement and the proxy form.

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

**Shareholder** mean the holder of a Share.