



2017 Notice of Annual General Meeting

Sugar Research Australia Limited

ABN 16 163 670 068

2 pm (Brisbane time)

Thursday 26 October 2017

50 Meiers Road

Indooroopilly QLD 4068

Chairman's letter

Dear Member,

It is my pleasure to invite you to the Annual General Meeting (AGM) of Sugar Research Australia Limited (SRA) scheduled for Thursday, 26th October 2017.

The meeting will be held at SRA's offices at 50 Meiers Road, Indooroopilly, Brisbane commencing at 2.00pm (Brisbane time). Registration will commence at 1.00pm (Brisbane time) and light refreshments will be available after the meeting.

The AGM is an opportunity for the Members to talk to the Directors and I encourage you to attend.

We have enclosed a Proxy Form for Members who are unable to attend the meeting and would like to appoint a Proxy to attend on their behalf.

You can complete and return the hardcopy of your Proxy Form by post in the Reply Paid envelope provided. Alternatively, you can return the proxy by 2.00pm on 24 October 2017 by any of the methods described on the back of the proxy.

The Directors and executives of SRA look forward to seeing you at the AGM.

Yours sincerely



Dr Ron Swindells

Chairman

22 September 2017

About our AGM

What is an Annual General Meeting (AGM)?

The Annual General Meeting of SRA is a meeting of the Group G Members and Group M Members of SRA (together the "Members").

This year's AGM for SRA is being held within 5 months of the end of the financial year, being 30 June 2017.

What is the business of an AGM?

The business of an AGM may include:

- Consideration of the annual Financial report, Director's report, Auditor's report, Director Selection Committee Report and any resolutions
- Election of Directors
- Questions or comments from Members about the management of the company.

The business of this year's AGM is set out on page 4.

Who can attend SRA's AGM?

SRA's AGM can be attended by:

- An SRA Member or its Member Representative or
- Any proxy or representative appointed by a Member or
- Other persons permitted by SRA.

How to Vote

Although there are no items of business requiring a vote of Members at this AGM, set out below is the voting entitlements for Group G and Group M Members.

When an item of business requires a vote of Members, all Members are entitled to vote. Your voting entitlement is as follows:

Group G Members

Each Group G Member is entitled to cast one vote at a General Meeting. Each Group G Member Representative may cast one vote for each Growing Business for which they are the Member Representative as shown in the Voting Register for the relevant calendar year.

Group M Members

Each Group M Member is entitled to cast the number of votes shown in the Voting Register as allocated to it for the relevant calendar year.

SRA has given notice to each Group M Member of its voting entitlement which is calculated on two separate bases:

- (i) one vote per Mill Company; and
- (ii) one vote per whole tonne of Sugarcane Delivered to the Processing Plant(s) of the Mill Company in the prior calendar year.

If your Member Representative cannot attend, you can still vote by proxy, attorney, or, for corporate Members, corporate representative. You can nominate the chairman to vote as your proxy.

Proxy Forms must be received by SRA no later than 2 pm (Brisbane time) on Tuesday 24 October 2017.

Annual Report

An electronic copy of the 2017 Annual Report can be viewed on the SRA website at www.sugarresearch.com.au.

You can request to receive a hard copy of the Annual Report by notice in writing to SRA.

Please contact the Company Secretary at members@sugarresearch.com.au or (07) 3331 3333 to request a hard copy of the Annual Report.

Notice of Annual General Meeting

Notice is given that an **Annual General Meeting** of the Members of **Sugar Research Australia Limited** ('Company' or 'SRA') will be held at **2.00 pm on Thursday, 26 October 2017** at Sugar Research Australia Limited, **50 Meiers Road, Indooroopilly, QLD 4068**.

Items of Business

Item 1. Financial Statements and Reports

To receive and consider the Financial Statements and Reports of the Directors and the Auditor for the financial year ending on 30 June 2017. *(No vote is required for Item 1).*

DATED: 22 September 2017

By Order of the Board

MB Shannon *Company Secretary*

Notes on Voting and Proxies

- (a) A Member who is entitled to attend and cast a vote at the meeting is entitled to appoint a person as the Member's proxy to attend and vote for the Member at the meeting.
- (b) The proxy need not be a Member of the Company. A proxy has no power to act for a Member at a General Meeting at which the admitted Member Representative is present. You can appoint the Chairman of the meeting or any other person as your proxy. If your named proxy does not attend the meeting, the Chairman of the meeting will be your proxy.
- (c) You can direct your proxy as to how to vote by completing the Proxy Form appropriately. To direct your proxy how to vote, place a mark in one of the boxes opposite each item of business (if applicable). If you do not direct your proxy how to vote on the Proxy Form, then the proxy may vote as he or she thinks fit. Additional information is contained in the Notes for Completion of Proxy Form.
- (d) If you wish to appoint a proxy and are entitled to do so, then complete and return the attached Proxy Form to be received by the Company **before 2pm** (Brisbane time) on Tuesday, 24 October 2017 at its registered office at:
50 Meiers Road Indooroopilly QLD 4068 Facsimile: 07 3871 0383 Email: members@sugarresearch.com.au
- (e) A corporation may elect to appoint a representative in accordance with the *Corporations Act 2001* (Cth) in which case the Company will require written proof of the representative's appointment which must be lodged with or presented to the Company before the meeting.
- (f) For an instrument appointing an attorney to act on behalf of a Member at all meetings (or at all meetings for a specified time) to be effective, the power of attorney or a copy of the power of attorney, certified as a true copy by statutory declaration, and such evidence as the directors may require of the validity and non-revocation of that power of attorney, must be received by the Company at the address set out in note (d) above, no less than 48 hours before the commencement of the meeting or any adjourned meeting.
- (g) If you have any queries on how to cast your votes, please call the Company Secretary Mr Michael Shannon on 07 3331 3326 during business hours.

Explanatory notes

The following explanatory notes (including any annexures) have been prepared to provide information to SRA Members about the items of business set out in the Notice of Meeting and form part of that Notice.

1. Financial statements and reports

The *Corporations Act 2001* (Cth) (**Corporation Act**) requires the financial report (which includes the financial statements and director's declaration), the director's report and auditor's report to be laid before the Annual General Meeting.

There is no requirement either in the Corporations Act or SRA's Constitution for members to approve the financial report, the directors' report or the auditor's report.

SRA Members will be given a reasonable opportunity at the meeting to ask questions and make comments on these reports.

Given that no other formal items of business are required to be considered at this year's Annual General Meeting, there are no formal resolutions needed to be voted upon by Members.

At the conclusion of this year's AGM, Members are welcome to participate in a site tour of SRA Indooroopilly showcasing current SRA research activities. Following the tour, afternoon tea will be served.

Sugar Research Australia Limited
ABN 16 163 670 068

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