



20 September 2024

Company Announcements
ASX Limited
20 Bridge Street
SYDNEY NSW 2000

Notice of 2024 Annual General Meeting

Attached is a copy of the Argo Investments Limited (ASX: ARG) Notice of 2024 Annual General Meeting and sample Proxy Form, which were distributed to shareholders today.

Yours faithfully,

A handwritten signature in black ink, appearing to read "Tim Binks".

Tim Binks
Company Secretary

Argo Investments Limited
ACN 007 519 520
invest@argoinvestments.com.au
argoinvestments.com.au

Head Office
Level 25, 91 King William St
Adelaide SA 5000
08 8210 9500

Sydney Office
Level 37, 259 George St
Sydney NSW 2000
02 8274 4700

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16 September 2024

Dear Shareholder,

Annual General Meeting on Monday 21 October 2024 at 10.00am (Adelaide time)

You are invited to attend the Annual General Meeting (AGM or Meeting) of Argo Investments Limited (Argo) which will be held at the Adelaide Convention Centre, North Terrace, Adelaide on Monday 21 October 2024 at 10.00am.

For those that cannot attend, the Meeting will be webcast live (view only) on the Company's website and the webcast will be available for later viewing.

Notice of Meeting and Proxy Form

In accordance with the Corporations Amendment (Meetings and Documents) Act 2022 we are not posting physical copies of the Notice of Meeting (Notice). Instead, a copy of the Notice will be available on the AGM landing page at www.boardroomlimited.com.au/agm/argoinvestments24. A copy of your personalised Proxy Form is enclosed with this letter. The QR code on the Proxy Form can be scanned with your mobile device to take you directly to the landing page.

Voting

Regardless of the size of your holding, we encourage you to exercise your right as a shareholder to vote on the AGM items of business.

The simplest way to vote is to submit a proxy vote online in advance of the Meeting by visiting the AGM landing page at www.boardroomlimited.com.au/agm/argoinvestments24 and following the prompts and instructions. You will need your Voting Access Code, which is at the top of your Proxy Form.

Alternative methods of voting are outlined in the Notice of Meeting. Proxy votes must be submitted before 10.00am Adelaide time on Saturday 19 October 2024. Alternatively, you can attend the meeting and vote on the day.

On behalf of the Board I would like to thank you for your ongoing support.

Yours faithfully,

Russell Higgins AO
Chairman

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Notice of 2024 Annual General Meeting

Notice is hereby given that the 78th Annual General Meeting (AGM or Meeting) of shareholders of Argo Investments Limited (Argo) will be held at the Adelaide Convention Centre, North Terrace, Adelaide on Monday 21 October 2024 at 10.00am.

Items Of Business

1. Financial and other Reports

To receive and consider the Financial Report and the reports of the Directors and the Auditor in respect of the financial year ended 30 June 2024.

No resolution is required to be passed on this item.

2. Adoption of Remuneration Report

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

“That the Remuneration Report for the financial year ended 30 June 2024 be adopted.”

The vote on this item is advisory only and does not bind the Directors or the Company.

Voting exclusions and authorisations apply to this item - see Explanatory Notes.

3. Re-election of Director

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

“That Ms. Elizabeth Lewin, a Director who will retire by rotation at the end of the Meeting in accordance with clause 60 of the Company’s Constitution, being eligible, be re-elected as a Director of the Company.”

4. Re-election of Director

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

“That Ms. Lianne Buck, a Director who will retire by rotation at the end of the Meeting in accordance with clause 60 of the Company’s Constitution, being eligible, be re-elected as a Director of the Company.”

By Order of the Board

T.C.A. Binks
Company Secretary
16 September 2024

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Voting Information

Entitlement to vote

The Company has determined that for the purpose of voting entitlements at the Meeting, shares of the Company will be taken to be those held by shareholders recorded on the register at 7.00pm (Adelaide time) on Saturday 19 October 2024.

Voting at the Meeting

Voting on each of the proposed resolutions at this Meeting will be conducted by poll. Every member has one vote for every fully paid ordinary share held.

Appointing a Proxy

Any shareholder entitled to attend and vote at the Meeting has a right to appoint not more than two proxies to attend and vote instead of that shareholder. A proxy need not be a shareholder and can be either an individual or a body corporate. A shareholder may direct their proxy how to vote using the FOR, AGAINST or ABSTAIN boxes provided next to each resolution on the Proxy Form.

If two proxies are appointed, each proxy may be appointed to represent a specified number or proportion of a shareholder's votes. Fractions of votes will be disregarded. If no percentage or number is specified, each proxy is entitled to vote half of the shareholder's votes.

Proxies can be appointed in one of three ways:

- a. Online through the AGM landing page at www.boardroomlimited.com.au/agm/argoinvestments24
- b. By posting the signed Proxy Form to the share registry at: Boardroom Pty Limited GPO Box 3993, Sydney NSW 2001
- c. By faxing the signed Proxy Form to the share registry on +61 2 9290 9655

Proxy voting instructions are provided on the Proxy Form.

To be effective, proxies must be appointed no later than 48 hours before the AGM, being 10.00am (Adelaide time) on Saturday 19 October 2024.

The Chair of the Meeting acting as Proxy

If a proxy does not attend the Meeting or chooses not to vote as proxy on a resolution, the Chair of the Meeting will be taken to have been appointed as the shareholder's proxy for the purposes of that poll. The Chair of the Meeting will cast the shareholder's votes in accordance with any directions provided on the Proxy Form, or if no directions are provided, in accordance with the stated voting intentions of the Chair of the Meeting, to the extent permitted by law.

Power of Attorney

If a shareholder has appointed an attorney to attend and vote at the Meeting, or if the proxy is signed by an attorney, the power of attorney (or a certified copy) must be received by the share registry at the address or fax number above by no later than 10.00am (Adelaide time) on Saturday 19 October 2024, unless the power of attorney has previously been lodged with the share registry.

Corporate representatives

A body corporate which is a shareholder or which has been appointed as a proxy may appoint an individual to act as its representative at the Meeting. Evidence of the representative's appointment should be supplied to the share registry by no later than the commencement of the Meeting, unless it has been previously lodged with the share registry. The appointment must comply with section 250D of the Corporations Act 2001.

A form of appointment of corporate representative may be obtained from the share registry online at www.investorserve.com.au or by telephone request on 1300 737 760 (within Australia) or +61 2 9290 9600.

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FINANCIAL REPORTS

Item 1: Financial and other Reports

Section 317 of the Corporations Act 2001 requires each of the Financial Report (which includes the Financial Statements and Directors' Declaration), the Directors' Report and the Auditor's Report for the last financial year to be laid before the Meeting.

The Reports referred to in Item 1 of the Notice of Meeting are included in the Annual Report sent to shareholders who have requested to receive a copy. If you have not elected to receive a hard copy of the Company's 2024 Annual Report, it can be accessed on the Company's website at www.argoinvestments.com.au.

Shareholders will be given a reasonable opportunity at the Meeting to ask questions and make comments on these Reports and on the business, operations and management of the Company.

There is no requirement for these Reports to be formally approved by shareholders.

REMUNERATION REPORT

Item 2: Adoption of the Remuneration Report

The Company's Remuneration Report forms part of the Directors' Report for the year ended 30 June 2024 which is included in the Company's 2024 Annual Report. The Remuneration Report is submitted to shareholders for consideration and adoption by way of a non-binding resolution.

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.

If the Company's Remuneration Report receives an 'Against' vote of 25 per cent or more at two consecutive AGMs, a resolution must then be put to shareholders at the second AGM as to whether another meeting should be held (within 90 days) at which all Directors who were in office at the date of approval of the applicable Directors' Report must stand for re-election.

Shareholders will be given a reasonable opportunity at the Meeting to ask questions and comment on the Remuneration Report.

Voting Exclusion Statement

The Company will disregard any votes cast on Item 2 by or on behalf of a member of the Company's Key Management Personnel (KMP) whose remuneration details are disclosed in the Remuneration Report, or by or on behalf of a closely related party of a member of the KMP, in any capacity, unless the vote is cast as proxy for a person who is entitled to vote and:

- the proxy's appointment directs how the proxy is to vote; or
- the vote is cast by the person chairing the Meeting, in accordance with the stated voting intentions of the Chair of the Meeting.

Chair of the Meeting authorised to exercise undirected proxies

The Chair of the Meeting will be a member of the KMP, whose remuneration is included in the Remuneration Report. You should be aware that the Chair of the Meeting intends to vote undirected proxies in favour of Item 2. By appointing the Chair of the Meeting to be your proxy, you expressly authorise the Chair of the Meeting to exercise your proxy in relation to Item 2 (including an undirected proxy) even though the Chair of the Meeting is a member of the KMP. A shareholder may appoint the Chair of the Meeting as proxy with a direction to cast the votes contrary to the Chair's stated voting intentions, or to abstain from voting on that resolution.

The Directors unanimously recommend that shareholders vote in favour of Item 2, noting that each Director has a personal interest in his or her own remuneration from the Company.

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DIRECTOR RE-ELECTIONS

At this Annual General Meeting, Ms. Elizabeth Lewin and Ms. Lianne Buck retire from office in accordance with clause 60 of the Company's Constitution and being eligible, seek re-election as Directors of the Company. Details of the qualifications and experience of Ms. Lewin and Ms. Buck follow in Items 3 and 4 of the agenda.

Item 3: Re-election of Ms. Elizabeth Lewin GAICD

Elizabeth Anne Lewin joined the Board as an independent, Non-executive Director in 2018. She is a member of the Board's Remuneration Committee.

Ms. Lewin has over 25 years of international experience in the financial services sector, with an extensive background in wealth management, investment banking and superannuation, as a director and senior executive.

Her executive experience includes leading large investment banking and wealth management teams with UBS Wealth Management in Europe, primarily based in London, and later as Chief Executive Officer of its Australian operations.

Ms. Lewin also serves on the Boards of the Australian Chamber Orchestra and Kaldor Public Art Projects and is a Trustee of the St. Vincent's Clinic Foundation and the Art Gallery of NSW.

Previously Ms. Lewin was a Non-executive Director of Colonial First State Investments, Colonial Mutual Superannuation and Avanteos Investments.

The Directors (excluding Ms. Lewin) unanimously recommend that shareholders vote in favour of Item 3.

Item 4: Re-election of Ms. Lianne Buck BCom, MAcc, GAICD

Lianne Margaret Buck joined the Board of Argo Investments as an independent, Non-executive Director in 2022. She is Chair of the Audit & Risk Committee and a Non-executive Director of Argo's wholly-owned subsidiary, Argo Service Company.

Ms. Buck is an experienced company director across a range of sectors, including investment management, with over 20 years in Australian and global investment markets. She commenced her executive career in Canada as a Chartered Accountant with KPMG before working in various roles for Macquarie Group, Westpac Banking Corporation, Hastings Funds Management and NSW Treasury Corporation where she was Head of Direct Investments and Infrastructure and a member of their Investment Committee. She has a Bachelor of Commerce degree, a Masters degree in Accountancy and is a graduate of the Australian Institute of Company Directors.

Ms. Buck is currently also a Non-executive Director of AusNet Services and St. George Community Housing. She is also an Advisory Board member of Amicaa Advisers and a member of the Investment Committees of Riverview Bursary Fund and Stepstone Infrastructure & Real Assets.

Previously Ms. Buck served on the Boards of ISPT, Spark Infrastructure, Australian Pacific Airports Corporation (Melbourne Airport) and Utilities Trust of Australia.

The Directors (excluding Ms. Buck) unanimously recommend that shareholders vote in favour of Item 4.

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All Correspondence to:

- ✉ **By Mail** Boardroom Pty Limited
GPO Box 3993
Sydney NSW 2001 Australia
- 📠 **By Fax:** +61 2 9290 9655
- 💻 **Online:** www.boardroomlimited.com.au
- ☎ **By Phone:** (within Australia) 1300 737 760
(outside Australia) +61 2 9290 9600

YOUR VOTE IS IMPORTANT

For your vote to be effective it must be recorded **before 10:00am Adelaide time on Saturday 19 October 2024.**

🖥 TO VOTE ONLINE

📱 BY SMARTPHONE

STEP 1: VISIT <https://www.boardroomlimited.com.au/agm/argoinvestments24>

STEP 2: Enter your Postcode OR Country of Residence (if outside Australia)

STEP 3: Enter your Voting Access Code (VAC):



Scan QR Code using smartphone
QR Reader App

TO VOTE BY COMPLETING THE PROXY FORM

STEP 1 APPOINTMENT OF PROXY

Indicate who you want to appoint as your Proxy.

If you wish to appoint the Chair of the Meeting as your proxy, mark the box. If you wish to appoint someone other than the Chair of the Meeting as your proxy please write the full name of that individual or body corporate. If you leave this section blank, or your named proxy does not attend the Meeting, the Chair of the Meeting will be your proxy. A proxy need not be a securityholder of the company. Do not write the name of the issuer company or the registered securityholder in the space.

Appointment of a Second Proxy

You are entitled to appoint up to two proxies to attend the Meeting and vote. If you wish to appoint a second proxy, an additional Proxy Form may be obtained by contacting the company's securities registry or you may copy this form.

To appoint a second proxy you must:

- complete two Proxy Forms. On each Proxy Form state the percentage of your voting rights or the 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.
- return both forms together.

STEP 2 VOTING DIRECTIONS TO YOUR PROXY

To direct your proxy how to vote, mark one of the boxes opposite each item of business. All your securities will be voted in accordance with such a direction unless you indicate only a portion of securities are to be voted on any item by inserting the percentage or number that you wish to vote in the appropriate box or boxes. If you do not mark any of the boxes on a given item, your proxy may vote as he or she chooses. If you mark more than one box on an item for all your securities your vote on that item will be invalid.

Proxy which is a Body Corporate

Where a body corporate is appointed as your proxy, the representative of that body corporate attending the meeting must have provided an "Appointment of Corporate Representative" prior to admission. An Appointment of Corporate Representative form can be obtained from the company's securities registry.

STEP 3 SIGN THE FORM

The form **must** be signed as follows:

Individual: this form is to be signed by the securityholder.

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

Power of Attorney: to sign under a Power of Attorney, you must have already lodged it with the registry. Alternatively, attach a certified photocopy of the Power of Attorney to this form when you return it.

Companies: this form must be signed by a Director jointly with either another Director or a Company Secretary. Where the company has a Sole Director who is also the Sole Company Secretary, this form should be signed by that person. **Please indicate the office held by signing in the appropriate place.**

STEP 4 LODGEMENT

Proxy forms (and any Power of Attorney under which it is signed) must be received no later than 48 hours before the commencement of the Meeting, therefore by **10:00am Adelaide time on Saturday 19 October 2023**. Any Proxy Form received after that time will not be valid for the scheduled Meeting.

Proxy forms may be lodged:

- 💻 **Online** <https://www.boardroomlimited.com.au/agm/argoinvestments24>
- 📠 **By Fax** + 61 2 9290 9655
- ✉ **By Mail** Boardroom Pty Limited
GPO Box 3993,
Sydney NSW 2001 Australia
- 👤 **In Person** Boardroom Pty Limited
Level 8, 210 George Street
Sydney NSW 2000 Australia

Attending the Meeting

If you wish to attend the Meeting please bring this form with you to assist registration.

Your Address

This is your address as it appears on the company's share register. If this is incorrect, please mark the box with an "X" and make the correction in the space to the left. Securityholders sponsored by a broker should advise their broker of any changes.

Please note, you cannot change ownership of your securities using this form.

PROXY FORM

STEP 1 APPOINT A PROXY

I/We being a member/s of **Argo Investments Limited** (Company) and entitled to attend and vote hereby appoint:

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 of the person or body corporate (excluding the registered securityholder) you are appointing as your proxy below

or failing the individual or body corporate named, or if no individual or body corporate is named, the Chair of the Meeting as my/our proxy at the Annual General Meeting of the Company to be held at the **Adelaide Convention Centre, North Terrace, Adelaide SA 5000 on Monday 21 October 2024 at 10:00am Adelaide time** and at any adjournment of that Meeting, to act on my/our behalf and to vote in accordance with the following directions or if no directions have been given, as the proxy sees fit.

Chair of the Meeting authorised to exercise undirected proxies on remuneration related matters: If I/we have appointed the Chair of the Meeting as my/our proxy or the Chair of the Meeting becomes my/our proxy by default and I/we have not directed my/our proxy how to vote in respect of Item 2, I/we expressly authorise the Chair of the Meeting to exercise my/our proxy in respect of this Item even though Item 2 is connected with the remuneration of a member of the key management personnel for the Company.

The Chair of the Meeting will vote all undirected proxies in favour of all Items of business (including Item 2). If you wish to appoint the Chair of the Meeting as your proxy with a direction to vote against, or to abstain from voting on an item, you must provide a direction by marking the 'Against' or 'Abstain' box opposite that resolution.

STEP 2 VOTING DIRECTIONS

* If you mark the Abstain box for a particular item, you are directing your proxy not to vote on your behalf on a show of hands or on a poll and your vote will not be counted in calculating the required majority if a poll is called.

		For	Against	Abstain*
Item 2	Adoption of the Remuneration Report	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Item 3	Re-election of Director – Ms. Elizabeth Lewin	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Item 4	Re-election of Director – Ms. Lianne Buck	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

STEP 3 SIGNATURE OF SECURITYHOLDERS

This form must be signed to enable your directions to be implemented.

Individual or Securityholder 1

Sole Director and Sole Company Secretary

Securityholder 2

Director

Securityholder 3

Director / Company Secretary

Contact Name.....

Contact Daytime Telephone.....

Date / / 2024

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