

31 March 2025

ASX RELEASE

ASX: RFA

## NOTICE OF GENERAL MEETING

### Notice and Proxy Form

#### DETAILS

Notice is given that a General Meeting (Meeting) of Shareholders of Rare Foods Australia Ltd (Company) will be an in-person meeting held as follows:

**Fremantle Sailing Club - Stateroom**

**151 Marine Terrace Fremantle, Western Australia, 6160**

**Commencing at 10:00am (WST) on Tuesday, 29 April 2025**

As permitted by the Corporations Act 2001 (Cth), the Company will not be dispatching physical copies of the Notice of Meeting unless the shareholder has made a valid election to receive documents in hard copy.

Instead, the Notice of Meeting and accompanying Explanatory Statement (Meeting Materials) are being made available to shareholders electronically and can be viewed and downloaded at the following link:

<https://rarefoodsaustralia.com.au/investor-reports/#announcement>

For those shareholders that have not elected to receive notice by email, a copy of your personalised Proxy Form is enclosed for your convenience. Please complete and return the attached Proxy Form to the Company's share registry, Automic, using any of the following methods:

Online: [www.investor.automic.com.au/#/loginsah](http://www.investor.automic.com.au/#/loginsah) or scan the QR code available on the proxy form.

By mail: Automic, GPO Box 5193, Sydney NSW 2001, Australia

In person: Automic, Level 5, 126 Phillip Street, Sydney NSW 2000

By email: [meetings@automicgroup.com.au](mailto:meetings@automicgroup.com.au)

Your proxy voting instruction must be received by 10:00am (WST) on Sunday the 27th of April 2025, being not later than 48 hours before the commencement of the Meeting. Any proxy voting instructions received after that time will not be valid for the scheduled Meeting. The Company strongly encourages all shareholders to submit their personalised Proxy Form as instructed prior to the Meeting.

The Meeting Materials should be read in its entirety. If shareholders are in doubt as to how they should vote, they should seek advice from their professional advisors prior to voting.

If you have difficulties obtaining a copy of the Meeting Materials, please contact the Company's share registry, Automic, on 1300 288 664 (within Australia) or +61 2 9698 5414 (outside Australia).

**END**

This announcement was authorised to be given to the ASX by:

**The Company Secretary of Rare Foods Australia Limited.**

**For investor and media enquiries, please contact:**

Bradley Adams – Managing Director  
Email: [badams@rarefoods.com.au](mailto:badams@rarefoods.com.au)  
Mobile: +61 417 910 023

### **About the Company**

Rare Foods Australia Limited (ASX: RFA) has developed the world's first commercial greenlip abalone sea ranching business in the pristine waters of Flinders Bay, Western Australia. With the construction of proprietary, purpose-built artificial abalone reefs (called "ABITATS™") now complete, RFA is supplying commercial quantities of its premium, 'wild-harvested', greenlip abalone to local and overseas customers.

For more information visit [www.rarefoodsaustralia.com.au](http://www.rarefoodsaustralia.com.au)

For personal use only

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**RARE FOODS AUSTRALIA LIMITED**  
**ACN 148 155 042**  
**NOTICE OF GENERAL MEETING**

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Notice is given that the Meeting will be held at:

**TIME:** 10:00am (WST)  
**DATE:** 29 April 2025  
**PLACE:** Fremantle Sailing Club - Stateroom,  
151 Marine Terrace Fremantle WA 6160

***The business of the Meeting affects your shareholding and your vote is important.***

***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 professional advisers prior to voting.***

***The Directors have determined pursuant to Regulation 7.11.37 of the Corporations Regulations 2001 (Cth) that the persons eligible to vote at the Meeting are those who are registered Shareholders at 10:00am (WST) on 27 April 2025.***

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## BUSINESS OF THE MEETING

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### AGENDA

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#### 1. RESOLUTION 1 – REMOVAL OF THE COMPANY FROM THE OFFICIAL LIST OF THE ASX

To consider, and if thought fit, to pass the following resolution as a **special resolution**:

*"That, for the purposes of Listing Rule 17.11, and for all other purposes, the Company be removed from the Official List on a date to be decided by the ASX and the Directors be authorised to do all things reasonably necessary to give effect to the removal of the Company from the Official List."*

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**Dated: 28 March 2025**

### **Voting by proxy**

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To vote by proxy, please complete and sign the enclosed Proxy Form and return by the time and in accordance with the instructions set out on the Proxy Form.

In accordance with section 249L of the Corporations Act, Shareholders are advised that:

- each Shareholder has a right to appoint a proxy;
- the proxy need not be a Shareholder of the Company; and
- 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 member's votes, then in accordance with section 249X(3) of the Corporations Act, each proxy may exercise one-half of the votes.

Shareholders and their proxies should be aware that:

- if proxy holders vote, they must cast all directed proxies as directed; and
- any directed proxies which are not voted will automatically default to the Chair, who must vote the proxies as directed.

### **Voting in person**

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To vote in person, attend the Meeting at the time, date and place set out above.

***Should you wish to discuss the matters in this Notice please do not hesitate to contact the Company Secretary on +61 8 6181 8888.***

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## EXPLANATORY STATEMENT

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This Explanatory Statement has been prepared to provide information which the Directors believe to be material to Shareholders in deciding whether or not to pass the Resolutions.

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### 1. RESOLUTION 1 – REMOVAL OF THE COMPANY FROM THE OFFICIAL LIST OF THE ASX

#### 1.1 Background

As announced on 20 March 2025, the Company has applied to ASX to be removed from the Official List pursuant to Listing Rule 17.11 (**Delisting**).

As is its usual practice, ASX has imposed a requirement under Listing Rule 17.11 and Guidance Note 33 *Removal of Entities from the ASX Official List*, that the Delisting be approved by a special resolution of Shareholders (**Delisting Approval**).

ASX advised the Company that its removal from the Official List is also subject to compliance with the following conditions:

- (a) the Notice of Meeting seeking security holder approval for the Company's removal from the Official List must include:
  - (i) a timetable of key dates, including the time and date at which the Company will be removed from the Official List if that approval is given;
  - (ii) a statement to the effect that the removal will take place no earlier than one month after approval is granted;
  - (iii) a statement to the effect that if holders wish to sell their securities on ASX, they will need to do so before the entity is removed from the Official List; and if they do not, details of the processes that will exist after the Company is removed from the official list to allow security holders to dispose of their holdings and how they can access those processes; and
  - (iv) the information prescribed in section 2.11 of ASX Guidance Note 33;
- (b) the Delisting must not take place any earlier than one month after security holder approval is obtained so that security holders have at least that period to sell their securities should they wish to do so;
- (c) the Company must apply for its securities to be suspended from quotation at least two (2) business days before its proposed Delisting date; and
- (d) the Company releases the full terms of ASX's decision to the market immediately (as noted above the Company released an announcement in relation to the Delisting on 20 March 2025),

(together with the Delisting Approval, the **Delisting Conditions**).

The Board considers that it is in the best interests of the Company and its security holders for the Company to be removed from the Official List of ASX for the reasons set out in Section 1.3 of this Explanatory Statement.

The Delisting may be perceived to have some disadvantages for security holders. Potential disadvantages are summarised in Section 1.5 below.

Resolution 1 seeks the required Shareholder approval to the Delisting under and for the purposes of the Listing Rules.

#### 1.2 Listing Rule 17.11

Listing Rule 17.11 provides that the ASX may at any time remove an entity from the Official List at the request of the entity. The ASX is not required to act on the entity's request or may require conditions to be satisfied before it will act on the request. The ASX has approved the Company's request for Delisting, subject to the satisfaction of the Delisting Conditions set out in Section 1.1.

### 1.3 Reasons for seeking Delisting

The primary reasons the Board has decided to remove the Company from the Official List are as follows:

(a) **Market conditions and cost reductions**

Over the last year, the Company has seen a decline in the global demand for seafood products, and in particular abalone as a result of macro-economic factors such as high interest rates, inflation and low wage growth which has resulted in less discretionary income for consumers. The negativity in the current market has been compounded by the fact that the Company has been unable to secure a cost-effective supply of juvenile abalone from its sole supplier in WA.

As a result, the Company recognises the need to reduce its costs significantly to be profitable and maintaining an ASX listing adds significant additional costs to the Company's business.

The Board estimates that costs attributable to the Company's ASX listing are approximately \$735,000 per annum. In addition, there are indirect costs associated with the need to devote management time attending to matters relating to the listing which could be directed elsewhere if the Company was unlisted.

(b) **Share trading prices undervalue the Company**

The prices at which the Company's fully paid ordinary shares (Shares) are (and have been) trading on the ASX, and by extension, the Company's market capitalisation (being approximately \$4.3 million as at 19 March 2025), are materially lower than the value of its net assets of approximately \$7.4 million (as at 31 December 2024).

Following the Delisting, the Board believes that, instead of an undervalued public market capitalisation being the primary reference of value, future valuations will be based on an appraisal of the Company's business, brand value, operational fundamentals and future prospects.

(c) **Lack of liquidity**

There has been a significant lack of liquidity in trading in the Company's Shares on ASX, as evidenced by the following statistics:

MONTH	DAYS TRADED	NUMBER OF SHARES TRADED	VALUE OF SHARES TRADED (AUD) <sup>1</sup>
February 2025	19	310,328	\$6,310
January 2025	9	1,794,090	\$46,835
December 2024	6	470,897	\$13,656
November 2024	12	1,744,035	\$57,408
October 2024	10	2,651,312	\$51,966
September 2024	14	3,427,190	\$48,960

**Notes:**

1. Approximate value based on the average share price (rounded up) for the relevant month.

Recent trading history shows notably low volume trading in the Company's Shares on ASX and the Company believes this is unlikely to change in the foreseeable future.

**(d) Disproportionate impact on price**

As only small numbers of the Company's shares are being traded on ASX, this has had a disproportionate impact on the share price. A low-value trade or a trade in a small number of Company shares could have a marked impact on the official ASX market price, and there is a risk that a trade of only a few Company shares could cause the reported price to change significantly (as some recent trades have proved). This potential volatility could make it difficult for investors to make an accurate assessment of the actual value of their Company shares and increase exposure to a person effecting trades with the intention of manipulating the reported price.

**(e) Customer, strategic and corporate opportunities**

The Board believes that following the delisting, the Company will have greater flexibility to pursue and execute its market share strategy, as well as pursue other potential value-enhancing strategic opportunities and potential corporate and/or asset level transactions, which the Board considers will create enhanced value to Shareholders in an unlisted public company environment.

**(f) Fundraising**

The Company requires funding to meet its ongoing operational and working capital requirements. However, since the beginning of 2024, the Company has experienced significant fundraising difficulty and has not benefited from being a listed entity in this sense.

The Company's most recent capital raising in March 2024 received applications for approximately 33,528,005 Shares from unrelated parties, representing approximately 32.72% of the 102,474,663 Shares offered to Shareholders under the Company's entitlement offer.

Because of the limited support for the Company's previous capital raising, the Company has been required to seek funds from outside the ASX. However, this is impeded by the Company's low market capitalisation.

In addition, due to the level of the Company's Share price, any future material capital raising would be highly dilutive to existing Shareholders and would further reduce the Share price.

As such, the Company is seeking to be removed from the Official List to enable it to raise third party funding to allow the Company to continue operations on an ongoing basis in the short to medium term.

**(g) Limited operations**

While the Company remains underfunded, its operations have been limited and therefore, there is little benefit from being listed on ASX.

**(h) Minority Shareholders**

Delisting of the Company will not result in any substantial diminution of the protection for minority Shareholders given that the Company's Shareholders do not presently have the benefit of liquidity in their shares.

**1.4 Advantages of Delisting**

As set out in Section 1.3(f) above, the Company requires funding to meet its ongoing operational and working requirements.

The Delisting will provide the Company flexibility to seek third party funding on more attractive terms to help the Company to continue operations on an ongoing basis in the short to medium term. Access to third party funding will also increase the Company's ability to progress to its intermediate term goals and operations, which progress is currently limited due to being underfunded.

As referred to in Section 1.3(a), the Delisting will also reduce the ASX listing costs associated with the Company's business, which provides opportunity for capital to be directed elsewhere in the Company.



In addition, as noted in Section 1.3(h), the rights of the Company's security holders, including minority Shareholders, will not be affected by the Delisting.

## 1.5 Potential disadvantages of Delisting

The potential disadvantages of Delisting include:

(a) **Shareholders will no longer have the ability to sell their securities on ASX**

After the Company is removed from the Official List of ASX, its Shares will no longer be quoted on ASX and will no longer be traded on the ASX. Shareholders will only be able to sell the Shares via off-market private transactions in accordance with the Company's Constitution. Shareholders who wish to sell their Shares after the Company is delisted will need to find a buyer for their Shares and complete a standard off-market transfer form and provide it to the Company's share registry for processing. After the Delisting, the Directors will continue to assess appropriate measures to enable Shareholders to realise the value of their investment in the Company.

(b) **The Company will not be able to raise capital from public listed equity capital markets**

After the Company is removed from the Official List of ASX, it will be unable to raise capital from public listed equity capital markets (assuming that the Company does not seek or achieve an alternative listing). Unlike a listed public company, an unlisted public company generally does not have the ability to raise capital from the issue of securities in reliance on a limited disclosure fundraising document because its shares are not quoted on a prescribed financial market. If the Company wishes to raise capital following its removal from the Official List of ASX, this will be by way of an offer of shares pursuant to a prospectus or a privately negotiated investment transaction and issuance of ordinary shares or other securities to the investor(s). Any placement made by the Company as an unlisted company may involve certain restrictions on selling those shares after they have been issued. However, as noted above, the Company has experienced significant and increasing difficulty raising funds on attractive terms and has not benefited from being a listed entity in this sense.

(c) **Less Onerous Regulatory Obligations**

Following the Delisting, the Company will continue to be governed by its Constitution and the Corporations Act, however it will no longer be subject to the application of the Listing Rules, including the following matters:

- (i) the Company will no longer be required to obtain Shareholder approval for significant transactions, including transactions which could change the nature or scale of the Company's undertakings;
- (ii) unless required by Chapter 2E of the Corporations Act, the Company will no longer be required to obtain Shareholder approval to enter into a related party transaction (including the issue of Equity Securities to the Directors);
- (iii) the issue of Equity Securities without Shareholder approval will not be limited to the maximum placement capacity under Listing Rules 7.1 and, if applicable, 7.1A; and
- (iv) voting exclusions required by the Listing Rules on certain resolutions will no longer apply.

Further, the Company will no longer be required to adopt the ASX CGPR on an "if not why not" basis, Shareholders will no longer be required to provide notices of Initial substantial holding notices (ASIC Form 603) and substantial holding movements (ASIC Form 604) and Directors will no longer have to notify ASX of their dealings in securities of the Company.

## 1.6 Consequences of the Delisting

The consequences of the Delisting include the following:

- (a) the Company's securities will no longer be quoted on ASX and will no longer be traded on the ASX;
- (b) Shareholders will have their CHESS holdings converted to the certificated sub-register on the Company's share register. No action will be required by Shareholders to affect this conversion;
- (c) Shareholders seeking to sell their Shares following the Delisting will be entitled to transfer their holdings off-market to a willing third-party purchaser in accordance with the Company's Constitution;
- (d) for so long as the Company continues to have more than 100 Shareholders post Delisting, the Company will be an 'unlisted disclosing entity'. As such, the Company will continue to be subject to continuous disclosure obligations under the Corporations Act. The Company will still provide disclosure to Shareholders of material matters in accordance with the Corporations Act on the Company's website. The Company will also continue to lodge annual and interim financial statements (audited or auditor-reviewed, respectively) in accordance with the Corporations Act;
- (e) there will no longer be a readily available indicator of market price for the Company's Shares, Shares will be less liquid and security holders will need to find a purchaser for their Shares at an agreed price;
- (f) as an unlisted public company, the Company will no longer have the ability to raise capital from the issue of securities to the public in reliance on a limited disclosure fundraising document. Should the Company seek to raise capital following the Delisting, it will be required to offer securities pursuant to a full prospectus or by way of a placement to sophisticated and institutional investors (to whom such disclosure is not required); and
- (g) the Constitution and, therefore, Shareholders' rights will remain unchanged following the Delisting, such that Shareholders will continue to have the right to:
  - (i) receive notices of meetings and other notices issued by the Company;
  - (ii) exercise voting rights attached to Shares; and
  - (iii) entitlement to receive dividends declared and payable by the Company from time to time.

## 1.7 Special majority Resolution

Resolution 1 is being put to Shareholders as a special majority resolution and will therefore be passed only if at least 75% of the votes cast on a poll by Shareholders at the Meeting who are entitled to vote on Resolution 1 are cast in favour of the Resolution.

## 1.8 Indicative timetable

If Resolution 1 is passed, the Company will be able to proceed with the Delisting and will be removed from the Official List on a date to be decided by the ASX in consultation with the Company (**Delisting Date**).

The indicative timetable for the removal of the Company from the Official List (and assuming the special resolution is passed by Shareholders at the Meeting) is:

EVENT	DATE
Confirmation of Delisting approval received from ASX	19 March 2025
General Meeting	29 April 2025
Results of General Meeting	29 April 2025

EVENT	DATE
Suspension Date	29 May 2025
Anticipated Delisting Date (date on which Delisting is expected to take effect)	3 June 2025

\*The dates above are indicative only and subject to change by the Company or ASX. The Company will inform security holders of any changes to the indicative timetable referred to above by announcement made via the ASX market announcements platform.

## 1.9 Shareholder remedies available

### Part 2F.1 of the Corporations Act

In the circumstances whereby a shareholder considers the Delisting to be contrary to the interest of Shareholders as a whole, or oppressive to, unfairly prejudicial to, or discriminatory against a Shareholder or Shareholders, that Shareholder may apply to the Court for an order under Part 2F.1 of the Corporations Act.

The Court can make any order under section 233 of the Corporations Act that it considers appropriate in relation to the Company. This may include an order that the Company be wound up or an order regulating the conduct of the Company's affairs in the future.

### Part 6.10 Division 2 Subdivision B of the Corporations Act

In the circumstances whereby a Shareholder considers that the Delisting involves "unacceptable circumstances" that Shareholder may apply to the Takeovers Panel for a declaration of unacceptable circumstances or orders under Part 6.10 Division 2 Subdivision B of the Corporations Act (refer to Guidance Note 1: Unacceptable Circumstances issued by the Takeovers Panel).

Pursuant to section 657D of the Corporations Act, If the Takeovers Panel has declared circumstances to be unacceptable under section 657A of the Corporations Act, it may make an order that it thinks appropriate to (amongst other matters) protect the rights or interests of any person or group of persons where it is satisfied that those rights or interests have been or are affected, or will be or are likely to be affected, by the circumstances.

## 1.10 Share trading

The Company will remain listed on the ASX for at least one (1) month after the Meeting to allow Shareholders to sell their Shares on the ASX should they wish to do so. If Resolution 1 is passed and the Company is to be removed from the Official List, Shareholders must sell their Shares before 29 May 2025 after which trading of the Shares will be suspended prior to the Delisting.

If Shareholders wish to sell their Shares after the Company is removed from the Official List, they may only do so via private transactions as there will be no formal securities market or exchange in place to allow Shareholders to dispose of their Shares. Shareholders wishing to trade their Shares after the Delisting, can transfer their Shares off-market to a willing third-party purchaser in accordance with the requirements of the Corporations Act and the Constitution.

## 1.11 Technical information required by Listing Rule 14.1A

If Resolution 1 is passed, the Company will be able to proceed with the Delisting.

If Resolution 1 is not passed, the Company will not be able to proceed with the Delisting and will remain suspended with the Company's securities not being reinstated to official quotation until ASX is satisfied that the Company's structure and operations are suitable for a listing on the ASX.

## 1.12 Directors' recommendation

The Directors recommend that Shareholders vote in favour of Resolution 1.

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## GLOSSARY

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**\$** means Australian dollars.

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

**ASX** means ASX Limited (ACN 008 624 691) or the financial market operated by ASX Limited, as the context requires.

**ASX CGPR** means the ASX Corporate Governance Council's Corporate Governance Principles and Recommendations (4<sup>th</sup> edition).

**Board** means the current board of directors of the Company.

**Business Day** means Monday to Friday inclusive, except New Year's Day, Good Friday, Easter Monday, Christmas Day, Boxing Day, and any other day that ASX declares is not a business day.

**Chair** means the chair of the Meeting.

**Company** means Rare Foods Australia Limited (ACN 148 155 042).

**Constitution** means the Company's constitution.

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

**Directors** means the current directors of the Company.

**Equity Securities** includes a Share, a right to a Share or Option, an Option, a convertible security and any security that ASX decides to classify as an Equity Security.

**Explanatory Statement** means the explanatory statement accompanying the Notice.

**Listing Rules** means the Listing Rules of ASX.

**Meeting** means the meeting convened by the Notice.

**Notice** means this notice of meeting including the Explanatory Statement and the Proxy Form.

**Option** means an option to acquire a Share.

**Performance Right** means a right to acquire a Share subject to satisfaction of performance milestones.

**Proxy Form** means the proxy form accompanying the Notice.

**Resolutions** means the resolutions set out in the Notice, or any one of them, as the context requires.

**Section** means a section of the Explanatory Statement.

**Security** means a Share, Option or Performance Right (as applicable).

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

**Shareholder** means a registered holder of a Share.

**WST** means Western Standard Time as observed in Perth, Western Australia.

Your proxy voting instruction must be received by **10.00am (AWST) on Sunday, 27 April 2025**, being **not later than 48 hours** before the commencement of the Meeting. Any Proxy Voting instructions received after that time will not be valid for the scheduled Meeting.

## SUBMIT YOUR PROXY

Complete the form overleaf in accordance with the instructions set out below.

### YOUR NAME AND ADDRESS

The name and address shown above is as it appears on the Company's share register. If this information is incorrect, and you have an Issuer Sponsored holding, you can update your address through the investor portal: <https://investor.automic.com.au/#/home> Shareholders sponsored by a broker should advise their broker of any changes.

### STEP 1 – APPOINT A PROXY

If you wish to appoint someone other than the Chair of the Meeting as your proxy, please write the name of that Individual or body corporate. A proxy need not be a Shareholder of the Company. Otherwise if you leave this box blank, the Chair of the Meeting will be appointed as your proxy by default.

### DEFAULT TO THE CHAIR OF THE MEETING

Any directed proxies that are not voted on a poll at the Meeting will default to the Chair of the Meeting, who is required to vote these proxies as directed. Any undirected proxies that default to the Chair of the Meeting will be voted according to the instructions set out in this Proxy Voting Form, including where the Resolutions are connected directly or indirectly with the remuneration of Key Management Personnel.

### STEP 2 - VOTES ON ITEMS OF BUSINESS

You may direct your proxy how to vote by marking 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 SECOND PROXY

You may appoint up to two proxies. If you appoint two proxies, you should complete two separate Proxy Voting Forms and specify the percentage or number each proxy may exercise. If you do not specify a percentage or number, each proxy may exercise half the votes. You must return both Proxy Voting Forms together. If you require an additional Proxy Voting Form, contact Automic Registry Services.

### SIGNING INSTRUCTIONS

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

**Joint holding:** Where the holding is in more than one name, all Shareholders 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 Proxy Voting Form when you return it.

**Companies:** To be signed in accordance with your Constitution. Please sign in the appropriate box which indicates the office held by you.

**Email Address:** Please provide your email address in the space provided.

**By providing your email address, you elect to receive all communications despatched by the Company electronically (where legally permissible) such as a Notice of Meeting, Proxy Voting Form and Annual Report via email.**

### CORPORATE REPRESENTATIVES

If a representative of the corporation is to attend the Meeting the appropriate 'Appointment of Corporate Representative' should be produced prior to admission. A form may be obtained from the Company's share registry online at <https://automicgroup.com.au>.

### Lodging your Proxy Voting Form:

#### Online

Use your computer or smartphone to appoint a proxy at <https://investor.automic.com.au/#/loginsah> or scan the QR code below using your smartphone

**Login & Click on 'Meetings'. Use the Holder Number as shown at the top of this Proxy Voting Form.**



#### BY MAIL:

Automic  
GPO Box 5193  
Sydney NSW 2001

#### IN PERSON:

Automic  
Level 5, 126 Phillip Street  
Sydney NSW 2000

#### BY EMAIL:

[meetings@automicgroup.com.au](mailto:meetings@automicgroup.com.au)

#### BY FACSIMILE:

+61 2 8583 3040

#### All enquiries to Automic:

#### WEBSITE:

<https://automicgroup.com.au>

#### PHONE:

1300 288 664 (Within Australia)  
+61 2 9698 5414 (Overseas)

## STEP 1 - How to vote

## APPOINT A PROXY:

I/We being a Shareholder entitled to attend and vote at the General Meeting of Rare Foods Australia Limited, to be held at **10.00am (AWST) on Tuesday, 29 April 2025 at Fremantle Sailing Club - Stateroom, 151 Marine Terrace Fremantle WA 6160** hereby:

**Appoint the Chair of the Meeting (Chair)** OR if you are not appointing the Chair of the Meeting as your proxy, please write in the box provided below the name of the person or body corporate you are appointing as your proxy or failing the person so named or, if no person is named, the Chair, or the Chair's nominee, to vote in accordance with the following directions, or, if no directions have been given, and subject to the relevant laws as the proxy sees fit and at any adjournment thereof.

[illegible]

**The Chair intends to vote undirected proxies in favour of all Resolutions in which the Chair is entitled to vote.**

Unless indicated otherwise by ticking the “for”, “against” or “abstain” box you will be authorising the Chair to vote in accordance with the Chair’s voting intention.

## STEP 2 - Your voting direction

Resolutions		For	Against	Abstain
1	REMOVAL OF THE COMPANY FROM THE OFFICIAL LIST OF THE ASX	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

**Please note:** If you mark the abstain box for a particular Resolution, you are directing your proxy not to vote on that Resolution on a show of hands or on a poll and your votes will not be counted in computing the required majority on a poll.

### STEP 3 – Signatures and contact details

Individual or Securityholder 1	Securityholder 2	Securityholder 3
Sole Director and Sole Company Secretary	Director	Director / Company Secretary

Contact Name:

Email Address:

Contact Daytime Telephone:

Date (DD/MM/YY): 



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☐ By providing your email address, you elect to receive all communications despatched by the Company electronically (where legally permissible).

## RARE FOODS IS GOING GREEN AND PAPERLESS

### WHY SWITCH TO PAPERLESS CORRESPONDENCE?



#### Save Time

Receive announcements and notifications as soon as they are released in the ASX in real-time, instead of waiting for the post.



#### Save Space

Reduce the clutter that enters your home, and receive correspondence via email or as digital, paper-free PDF. Compatible with any device.



#### Save the Environment

In Australia, each person uses an average 230kg of paper per year. Let's help reduce this waste by going paper-free.

At Rare Foods Australia, we strive to be sustainable and reduce our carbon footprint wherever possible. That means we prefer corresponding via emails vs. a multitude of printed paper. We feel our shareholders echo our thoughts on this and to that end; here are some simple steps to help you move towards Email correspondence when hearing from us.

### HOW DO I ELECT TO RECEIVE ALL CORRESPONDENCE BY EMAIL?

You can elect to receive all correspondence, such as annual reports, notice of meetings, newsletters and more, by **email**. You can make this election by:

1. **Using Automic's Investor Portal – [investor.automic.com.au](https://investor.automic.com.au) :**
  - If you have already registered, simply enter your username and password and click "**Log in**".
  - If you have not yet registered, simply click "**Register**", and follow the prompts.
2. **Once you have logged in, click on "profile".**
  - You can then select "**Edit**" in the Communication Preferences section.
  - Once you have selected "**Electronic Only**" and added your email address, click "**Save**".

MANY THANKS FOR YOUR SUPPORT AS WE STRIVE  
TOWARDS A MORE SUSTAINABLE FUTURE.

**Any issues? Feel free to contact Automic via email ([hello@automic.com.au](mailto:hello@automic.com.au)) or by phone (1300 288 664).**