# **Objective**



# NOTICE OF ANNUAL GENERAL MEETING - 2020

Notice is hereby given that the Annual General Meeting of the shareholders of the Objective Corporation Limited ABN 16 050 539 350 (the **Company**) will be held on:

Wednesday 25 November 2020 commencing at 8.30am AEDT.

# **Virtual Only Meeting**

The AGM will be held virtually. Shareholders (or their proxy) can register to attend at <a href="https://www.obiective.com.au/agm2020">www.obiective.com.au/agm2020</a>.





#### **Objective Corporation Limited**

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www.objective.com

Company Announcements Officer Australian Securities Exchange Limited Exchange Centre, 20 Bridge Street SYDNEY NSW 2000

#### BY ELECTRONIC LODGEMENT

# **OBJECTIVE CORPORATION - NOTICE OF MEETING AND PROXY FORM**

Please find attached a copy of Objective Corporation Limited's Notice of Meeting and Shareholder Voting Form for the Company's Annual General Meeting to be held on 25 November 2020.

Following release on the ASX, these documents will be either posted or otherwise made available to Shareholders. Under the temporary modifications to the Corporations Act under the Corporations (Coronavirus Economic Response) Determination (No. 3) 2020, the Company will not be sending hard copies of the Notice of Meeting to shareholders to those who have not opted in to receiving electronic copies. Instead, the Notice of Meeting can be viewed and downloaded from the website link <a href="https://www.objective.com/agm2020">www.objective.com/agm2020</a>

Shareholders are provided with various alternatives to participate in this meeting, including the ability to vote and ask questions online or via teleconference. Details are contained in the attached Virtual AGM User Guide and on our website <a href="https://www.objective.com/agm2020">www.objective.com/agm2020</a>

Questions can be submitted prior to the meeting by emailing <u>investors@objective.com</u> (stating your Shareholder Reference number or Proxy number).

As part of our commitment to the environment and digitisation of all documentation, we encourage all shareholders who have not yet opted to receive the Annual Report and Notice of Annual Meeting electronically to do so by updating your details at <a href="https://www.investorserve.com.au">www.investorserve.com.au</a> or by contacting our share registry at Boardroom Pty Ltd on 1300 737 760.

Yours faithfully,

Ben Tregoning

Company Secretary





# **AGENDA**

## 1. Financial Statements and Reports

To receive and consider the financial statements and the reports of the directors and the auditor of the Company for the year ended 30 June 2020.

## 2. Resolution 1 - Remuneration report for the financial year ended 30 June 2020

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

"That the Company adopts the Remuneration Report for the year ended 30 June 2020 in the form set out in the Directors' Report."

Please note that pursuant to section 250R(3) of the Corporations Act, the vote on this resolution is advisory only and does not bind the directors of the Company. In accordance with section 250R(4) of the Corporations Act, the Company will disregard any votes cast on this resolution by:

- (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, key management personnel may cast a vote on the resolution if the key management personnel does so as a proxy appointed by writing that specifies how the proxy is to vote on the proposed resolution and the vote is not cast on behalf of key management personnel whose remuneration details are included in the Remuneration Report.

In accordance with section 250BD of the Corporations Act, key management personnel and their closely related parties are prevented from voting undirected proxies on this resolution.

The Chairperson will vote all undirected proxies in favour of this resolution. If you wish to vote "against" or "abstain" you should mark the relevant box in the attached proxy form.

#### 3. Resolution 2 - Retirement and re-election of director

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

"That Mr Gary Fisher, who retires as a director in accordance with the Company's Constitution, and being eligible for re-election, is re-elected as a director of the Company."

Please note that the non-candidate directors unanimously support the re-election of Mr Fisher. The Chairman of the meeting intends to vote undirected proxies in favour of Mr Fisher's re-election. If you wish to vote "against" or "abstain" you should mark the relevant box in the attached proxy form.

By Order of the Board

Ben Tregoning
Company Secretary

23 October 2020





# **VOTING INSTRUCTIONS**

#### **Voting Entitlements**

The Board has determined that for the purposes of the meeting, shares will be taken to be held by those persons recorded on the Company's share register as at 7:00pm AEDT (Sydney time) on Monday 23 November 2020. Accordingly, transactions registered after that time will be disregarded in determining entitlements to attend and vote at the meeting.

#### **Proxies**

If you are unable to attend and vote at the meeting and wish to appoint a person who is attending as your proxy, please complete a proxy form. The proxy form must be received at the Company's registered office 48 hours before the appointed time of the meeting. The completed proxy form may be:

- completed electronically at <a href="https://www.votingonline.com.au/objectiveagm2020"><u>www.votingonline.com.au/objectiveagm2020</u></a>
- mailed or hand delivered to Boardroom Pty Limited, GPO Box 3993, Sydney NSW 2001 Australia; or
- faxed to (02) 9290 9655

A member entitled to attend and vote is entitled to appoint not more than two proxies. Where more than one proxy is appointed, each proxy must be appointed to represent a specified proportion of the member's voting rights. A proxy need not be a member of the Company. It is the intention of the Chairman to vote any undirected proxies in favour of resolutions.

#### **Other Information**

An Explanatory Memorandum accompanies this Notice of Annual General Meeting. All shareholders should read the Explanatory Memorandum carefully and in their entirety. If Shareholders are in doubt as to how they should vote, they should seek advice from their professional adviser prior to voting.



# **EXPLANATORY MEMORANDUM**

This explanatory memorandum (Explanatory Memorandum) has been prepared to assist shareholders of the Company in their consideration of the resolutions proposed in the Notice of Annual General Meeting.

## ITEM 1: Financial statements and reports

The first item of business deals with the financial statements of the Company, the directors' report and the Auditor's Report for the financial year ended 30 June 2020 (reports). These reports are contained in the Company's 2020 Annual Report sent to shareholders, if requested, and are available on the Company's web site <a href="https://www.objective.com">www.objective.com</a>

Shareholders are to consider these reports and seek explanations, if required, from the directors when the reports are presented to the meeting. No resolution is required on these reports and they are only required to be laid at the meeting in accordance with section 317 of the Corporations Act 2001 (Cth) (Corporations Act).

## ITEM 2: Resolution 1 - Remuneration Report for the financial year ended 30 June 2020

The Remuneration Report, which forms part of the directors' report, is on pages 19 to 21 of the Company's 2020 Annual Report. The Remuneration Report sets out the policy for the remuneration of the directors and executives of the Company.

Section 250R(2) of the Corporations Act requires that a resolution to adopt the Remuneration Report be put to the vote of shareholders and shareholders have the opportunity to discuss the Remuneration Report at the Annual General Meeting. However, under section 250R(3) of the Corporations Act, the vote on this resolution is advisory only and is not binding on the Company or its directors.

In accordance with section 250R(4) of the Corporations Act, the Company will disregard any votes cast on this resolution by:

- (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 member of the key management personnel may cast a vote on the resolution if the member does so as a proxy appointed by writing that specifies how the proxy is to vote on the proposed resolution and the vote is not cast on behalf of a member of key management personnel whose remuneration details are included in the remuneration report.

In accordance with section 250BD of the Corporations Act, key management personnel (other than the Chairman) and their closely related parties are prevented from voting undirected proxies on this resolution.

The Chairman will vote all undirected proxies in favour of this resolution. If you wish to vote "against" or "abstain" you should mark the relevant box in the attached proxy form.

If 25% or more of the votes that are cast are voted against the adoption of the remuneration report at two consecutive Annual General Meetings, shareholders will be required to vote at the second of those Annual General Meetings on a resolution that another meeting be held within 90 days at which all of the Company's directors (other than the CEO) must go up for re-election.





# **EXPLANATORY MEMORANDUM**

## ITEM 3: Resolution 2 – Retirement and re-election of director: Mr Gary Fisher

Pursuant to the Company's Constitution and the Listing Rules one third of the directors of the Company must retire by rotation. Additionally, any director appointed by the Board since the last Annual General Meeting must retire at the next Annual General Meeting. A director who retires may offer himself or herself for re-election.

Mr Gary Fisher retires by rotation at the 2020 Annual General Meeting and, being eligible, offers himself for re-election. Mr Fisher was appointed as a Director in March 1991.

Gary was appointed a Director of Objective Corporation Limited in March 1991. In October 2007, Gary became a Non-Executive director. Gary has an extensive background in Finance, IT Management and global product software sales. Gary has a B.Economics and further tertiary education in Law and Business Administration.

The Board unanimously recommends that shareholders vote in favour of this resolution.





# **ONLINE AGM GUIDE**

INSTRUCTIONS FOR JOINING OUR VIRTUAL MEETING

## **ANNUAL GENERAL MEETING**

WEDNESDAY 25 NOVEMBER 2020 - 8:30 AM



# FY2020 ONLINE AGM

Objective Corporation Limited is hosting its FY2020 Annual General Meeting using GoToWebinar technology.

You are invited to attend and below are the step by step instructions to register and join.

#### Step 1: Register to attend the AGM

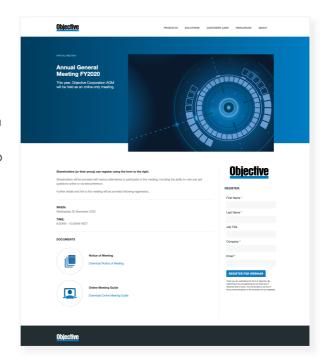
Anyone can join Objective's Annual General Meeting (AGM) however only Shareholders and Proxies are able to vote or ask questions.

If you are a Shareholder or a Proxy holder, please ensure you enter your shareholder number or proxy code (provided via email following registration) on the registration page. If you do not, you will NOT be able to ask questions.

Register here: www.objective.com.au/agm2020

After registering, you will receive an email with details of how to join the AGM, including your own unique joining link. If you do not receive an email, please complete the registration form again.

Contact investors@objective.com for support.



#### Step 2: Access your invitation email

A link to the virtual meeting will be provided in the registration email to join the Objective AGM:

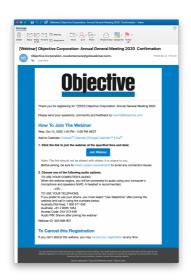
- Date: 25 November 2020

- Time: 8:30am

Save this email to use to register on the day.

Dial-in numbers will be accessible via the link in the invitation.

If you have not received an invitation email, please complete the registration form again.



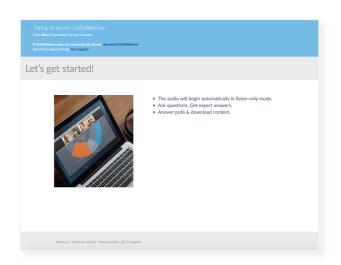


# Step 3: Prior to the meeting, install GotoWebinar client software

Click the button "Join Webinar", this will launch GoToWebinar (screenshot). It may automatically install the software on your computer. If not, click the Download link. Click "Allow".

Install the software by launching the downloaded file. You may be prompted to allow the software to be installed on your computer, if so, select "Allow".

If you are unable to install the software on your device, you can join the AGM by telephone by dialing into the meeting using the dial in details listed in your registration email.



#### Step 4: Join meeting on 25 November 2020

You will receive a reminder email with details of the AGM including details on how to join both 1 day, and 1 hour before the AGM.

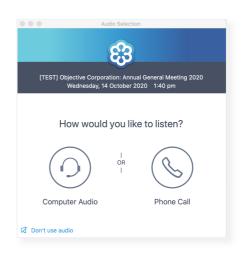
We recommend you join the AGM at least 10 minutes before the commencement, to ensure you are able to connect and resolve any potential technical issues.

1. Join the AGM by clicking on the link in your invitation email.

The GoToWebinar window will open.

- We recommend Computer Audio (all attendees will be muted by default during this webinar).
- 3. We recommend displaying the window in full screen view.

Note, support for connectivity will not be provided after the commencement of the AGM. If you are unable to join via GotoWebinar, please refer to your invitation email which has dial-in numbers to enable you to join by telephone.







## Asking a question during the Annual General Meeting

Shareholders or Proxy holders who have provided their shareholder number or proxy code when registering can ask questions during the Annual General Meeting. Questions from attendees who have not provided their shareholder or proxy details will not be answered.

You can submit a question to the management/board online by typing it in the Question Pane in the Control Panel at any time during the AGM.

You can ask a written question or verbal question (please note that for the best experience of all attendees, written questions are preferred)

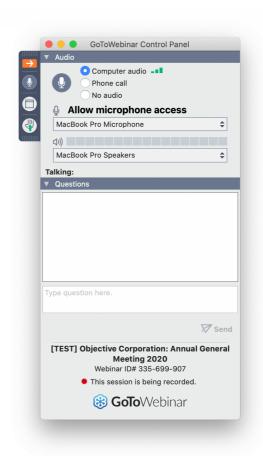
- Written question: Enter your full name, your shareholder number or proxy code. E.g. "My name is John Smith, my shareholder number is #12345678. My question is...."
- Verbal question: Enter your full name, your shareholder number or proxy code. E.g. "My name is John Smith, my shareholder number is #12345678. I would like to ask a question"
  - The moderator will unmute your microphone to allow your question to be asked

Note: not all questions are guaranteed to be answered during the AGM, but we will do our best to address your concerns.

## Asking a question prior to the AGM

You can also submit questions prior to the AGM to this email address: <a href="mailto:investors@objective.com">investors@objective.com</a>

Please state your name and Shareholder or Proxy number.





#### **Voting during the Annual General Meeting**

Shareholders or Proxy holders who have not previously voted are able to cast their vote at any time between the start voting and the closure of voting as announced by the Chairman during the AGM.

Please ensure you have provided your Shareholder number or Proxy code when registering your attendance otherwise your vote will not be valid. You will cast your vote via the Polling feature in GotoWebinar.

Note if you have already voted using the Voting/Proxy form prior to the meeting and then vote again using the voting card during the meeting, your prior vote will not be valid.

During the meeting, the Chairman will indicate that the voting is open and the "voting card" will be shown.

The voting card can be repositioned on your screen.

There are two items to be voted on by shareholders at the AGM (as set out in the Notice of Meeting). In order to submit your voting card you must select one of the following options for each item:

- For
- Against
- Abstain

After completing all items in the vote, please click the Submit button at the bottom of the voting card.

