



KeyInvest Ltd
49 Gawler Place Adelaide
PO Box 3340 Rundle Mall
South Australia 5000
t 08 8213 1100
www.keyinvest.com.au
info@keyinvest.com.au

2021 Notice of Annual General Meeting

Notice is hereby given that the Annual General Meeting (**AGM**) of KeyInvest Ltd (**KeyInvest** or the **Company**) will be held at Lower Ground, 49 Gawler Place, Adelaide SA 5000, on Monday, 29 November 2021 at 11.30 am.

Additional information concerning the proposed resolutions is contained in the Explanatory Notes which accompany and form part of this Notice of Meeting.

COVID-19 ARRANGEMENTS

Attendance at the AGM is open to members and the public, however the meeting will also be accessible via zoom. Instructions on how to join the zoom meeting will be published on the KeyInvest website www.keyinvest.com.au prior to the AGM.

In the event that government restrictions are imposed at the time of the AGM, physical attendance will not be possible and attendance will be restricted to online participation via zoom.

All resolutions at the AGM will be decided by deed poll, based on proxies submitted before the AGM. There will be no voting by show of hands at the meeting. Members who lodge their proxies before 11.30 am Adelaide time on Thursday, 25 November 2021 will have their votes cast at the meeting.

The business to be considered at the meeting is as follows:

ORDINARY BUSINESS

1. **Financial Statements and Reports** - To receive and consider the Company's Financial Statements and Financial Reports and Auditor's Report for the year ended 30 June 2021.
2. **Re-Election of Directors**

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

- (a) that Dr Roger Sexton AM who retires by rotation as a Director in accordance with the Constitution of the Company and being eligible for re-election, be re-elected as a Director of the Company; and
- (b) that Ms Chantale Millard who retires by rotation as a Director in accordance with the Constitution of the Company and being eligible for re-election, be re-elected as a Director of the Company.

NOTICE TO MEMBERS

The Company provides the following notice to members in accordance with the requirements of APRA Prudential Standard LPS 700 - Friendly Society Benefit Funds.

On 6 April 2021, APRA approved amendments to the Life Events Bond Funds ('Funds') Rules involving the establishment of 17 new Funds to provide existing and prospective members with greater investment flexibility and enhanced performance to allow members to match their risk appetite and investment goals, and the addition of new rules to cover enhanced product features for the Funds. APRA also approved the amendment of certain rules to align certain administrative functions and remove inconsistencies across all Benefit Funds, for example, by aligning minimum contribution amounts and cooling off periods.

By Order of the Board

Dion Silvy
Company Secretary



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Notes:

1. Registration at the meeting will commence from 11.00 am. Please note that proof of identity may be required.
2. Proxies - a member has the right to vote on the above resolutions by proxy. A Proxy Form is enclosed with this Notice of Meeting, together with instructions on how to vote using the Proxy Form.
3. Item 1 - the Financial Statements and Financial Reports will be available from Level 5, 49 Gawler Place, Adelaide SA 5000 or you may obtain a copy by mail or from our website www.keyinvest.com.au.

EXPLANATORY NOTES

Item 1 - Financial Statements and Reports

The Financial Statements, Directors' Report and Auditor's Report for the year ended 30 June 2021 will be laid before the meeting. There is no requirement for members to approve these reports. However, the Chairman of the meeting will allow a reasonable opportunity for members to ask questions about the Financial Statements.

Item 2 - Re-Election of Directors

The Board has adopted a policy requiring one-third of the Non Executive Directors of the Company to retire by rotation at each AGM. The Board, with the assistance of the Remuneration and Nomination Committee, has reviewed the performance of the Directors standing for re-election and has endorsed their nominations as candidates for re-election.

Details of each of the candidates is set out below.

Dr Roger Sexton AM Chairman (Independent Non Executive)	BEc (Hons), MEc, PhD (Econ), FAICD, SF Fin, CPMgr, CUniv Appointed Director on 1 October 2003. Dr Sexton is Chairman of the Remuneration and Nomination Committee. Dr Sexton is an Investment Banker with over 40 years' experience and is a specialist in corporate reconstruction, financial planning and funds management. He is a Director of a number of private and public company boards and organisations.
Chantale Millard Director (Independent Non Executive)	BCom, Dip Management, FCPA, GAICD Appointed Director on 11 October 2018. Ms Millard is a member of the Finance and Investment Committee and a former member of the Board Audit Committee, the Board Risk Committee and the Corporate Governance Committee. Ms Millard has over 20 years' experience in a variety of senior executive and board roles in the areas of financial asset management, operations and manufacturing. Ms Millard is currently Managing Director of Maggie Beer Holdings Limited, a South Australian based, publicly listed premium food and beverage group and e-commerce business. Ms Millard is a FCPA and has over 10 years' experience in director roles.

Prior to voting on their election, Dr Sexton and Ms Millard will make themselves available at the meeting to respond to any questions from members on their skills and experience.

Board Recommendation

The Board recommends the re-election of Dr Sexton and Ms Millard. Neither of these Directors voted on their respective re-election resolutions.

Voting Exclusions

There are no voting exclusions on this Resolution.



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GENERAL INFORMATION

If you have any questions in relation to the proposed resolutions, please contact the Company Secretary, on (08) 8213 1100.

The Chairman of the meeting will vote undirected proxies in favour of all of the proposed resolutions.

Mailing List

If you wish to be removed from our Notice of Meeting mailing list or alternatively you wish to receive notification of meetings by email (this option will reduce our use of paper, which is one of our environmental goals) please complete and return the Member Communication Election Form which is available from our website www.keyinvest.com.au.

Please be aware that you can change your choice at any time by notifying us in writing. Further, you are able to obtain a copy of any Notice of Meeting from our office at Level 5, 49 Gawler Place, Adelaide SA 5000 or you may obtain a copy from our website www.keyinvest.com.au.