



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

2023 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 the office of Kain Lawyers Level 5, 121 King William Street, Adelaide SA 5000, on Monday, 27 November 2023 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.

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 2023.
2. ***Re-Election of Directors***

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

- (a) that Ms Donny Walford 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 Mr Marcus La Vincente 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 31 March 2023, APRA approved amendments to the KeyInvest Benefit Fund Rules relating to the following:

- the insertion of transitional provisions to facilitate the restructure of the AFS Funeral Funds into the KeyInvest Funeral Bond;
- the closure of the AFS Diversified Funeral Benefit Fund;
- the addition of new product feature rules for members of certain funds, as follows:
 - enable a person to make an application as trustee for the benefit of another person to be the life assured;
 - require a member to obtain the express consent of an assignee funeral director on the revocation of the assignment by the member;
 - enable a member of a funeral fund to nominate a funeral director under a policy (with the effect that benefits payable by KeyInvest under that policy may be paid directly to a nominated funeral director, or if impractical or impossible, the member's estate representative);
 - enable a member to nominate a separate person as a life assured in respect of a policy, subject to relevant law; and
 - recognise the life assured in respect of a policy as a member, as the case requires in the context;



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- expanding the cooling off period of certain policies from 14 days to 30 days from the date KeyInvest notifies the member their policy has been issued;
- changing the minimum investment allocation for cash asset classes in respect of certain funds.

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 2023 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, 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.

Donny Walford	FAICD
Director (Independent Non Executive)	Appointed Director on 1 July 2005. Ms Walford is the Chairman of the Finance and Investment Committee and a member of the Remuneration and Nomination Committee. Ms Walford is Managing Director of Leadership and Executive Coaching companies and has extensive experience in financial management, human resources, strategic planning and project management.
Marcus La Vincente AM	LLB, MBA, FAICD
Director (Independent Non Executive)	Appointed Director on 15 November 2011. Mr La Vincente is the Chairman of the Board Risk and Governance Committee and a member of the Board Audit Committee. He spent many years as a Partner with and Senior Legal Adviser to the international law firm Minter Ellison. He has extensive commercial and corporate law experience and has acted for many prominent companies and not for profit organisations. Mr La Vincente has also been a Director of a number of private and public company boards and organisations.

Prior to voting on their election, Ms Walford and Mr La Vincente 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 Ms Walford and Mr La Vincente. 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.