

## Election of Directors to the Grain Trade Australia Limited Board

Appointment of new Directors to the Grain Trade Australia Limited Board will occur at the 2021 Annual General Meeting (AGM) of Grain Trade Australia Limited (GTA), to be held on 26 October 2021 (online) commencing at 10:00 am.

### 1 Purpose of this notice

This notice contains information relating to the election of Directors to the GTA Board. An information pack for the 2021 AGM which will contain a Notice of Meeting, Explanatory Memorandum and Proxy Form will be forwarded to all members of GTA on 24 September 2021.

### 2 Retiring Directors

The following Directors will retire at the 2021 AGM.

Director	Current category	Intentions
Jason Craig	Ordinary Level A Member	Retires by rotation and has indicated that <b>he will seek</b> re-appointment
Michelle Kerr	Ordinary Level C Member	Retires by rotation and has indicated that <b>she will seek</b> re-appointment
Robert Imray	Merchant Association	Retires by rotation and has indicated that <b>he will seek</b> re-appointment

### 3 Nominations

- Nominations are sought from the following classes of GTA membership, to fill **three** Director positions:
  - **Ordinary Level A** - to fill **one** vacant director position
  - **Ordinary Level C** - to fill **one** vacant director position
  - **Merchant Association** – to fill **one** vacant director position.
- Nominations must:
  - be made using the Nomination form;
  - include a brief CV on the nominated person (max 100 words) to assist members when voting; and
  - be received at the GTA by email by 5:00pm AEST on 17 September 2021.
- Nominations can only be made by members from the relevant membership category.

### 4 GTA Board

- The GTA Board meets approximately six to eight times per year in various locations within Australia.
- The GTA Board is responsible for:
  - overseeing and approving the Company’s strategic and operating objectives;
  - reviewing and approving the Company’s financial position, systems of risk management and internal compliance and control, codes of conduct and legal compliance;
  - approving and monitoring the progress of major capital expenditure, capital management and acquisitions and divestments as per delegations;
  - ensuring that policies and procedures are in place consistent with the Company’s objectives, and that the Company and its officers act legally, ethically and responsibly in all matters; and
  - ensuring corporate accountability to the members primarily through adopting an effective member communications strategy, encouraging effective participation at general meetings and, through the Chairman, being the key interface between the Company and its members.

- The dates and locations of all Board meetings are determined on an annual basis, and Directors are expected to attend these meetings, except in cases of extenuating circumstances.
- Directors of the GTA Board are required to be active and participate in making Board decisions.
- Directors must act in the best interests of the Company and for the benefit of GTA members as a whole. Directors do not represent the interests of a particular industry sector or a private or public organisation.
- Directors of the GTA Board are required to be active and participate in making Board decisions.

## **5 Expenses for Directors**

GTA will reimburse directors for reasonable travel and accommodation expenses associated with attendance at Board meetings. GTA will not pay sitting fees or other entitlements to Directors.

## **6 Election process**

- A notice of meeting will be sent to all members of GTA in respect to the 2021 AGM, which will include details of each person who has been nominated to be appointed as a director.
- Along with the notice of meeting, an explanatory memorandum will be provided to members, including a brief summary of the CV of each candidate eligible for election as a Director of GTA.
- All financial GTA members, as at close of business on 25 October 2021, are eligible to vote for the appointment of GTA Directors.
- Voting will be conducted at the AGM. Members of GTA are entitled to vote either in person (online) or by proxy.

## **7 Board Induction Workshop**

Directors appointed at the AGM will be required to attend a Board Induction Workshop in the GTA offices or online.

## **8 Closing date and completed forms**

Completed Nomination form (including a brief CV – maximum 100 words) must be received by Grain Trade Australia Limited no later than 5:00pm AEST on 17 September 2021.



Julia O'Keeffe  
Company Secretary  
Grain Trade Australia Limited  
26 August 2021