

# DIVERSIFIED UNITED INVESTMENT LIMITED

ABN 33 006 713 177

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18 September 2023

## **Notice of Annual General Meeting**

The Annual General Meeting of Diversified United Investment Limited (“the Company”) will be held as a hybrid meeting on:

**Date:** Thursday 19 October 2023  
**Time:** 10.00am (AEDT)  
**Venue:** Evans & Partners  
Mayfair Building, 171 Collins Street  
MELBOURNE VIC 3000  
**Virtual:** [meetings.linkgroup.com/DUI23](https://meetings.linkgroup.com/DUI23)

### **Items of Business:**

#### **Financial Statements and Reports**

1. To receive the Statement and Report of the Directors, the Report of the Auditor and the Financial Statements for the financial year ended 30 June 2023.

The auditor will be available at the meeting to receive questions from shareholders about the preparation of the auditor’s report and the conduct of the audit.

#### **Remuneration Report**

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

*“That the Remuneration Report that forms part of the Directors’ Report for the Company for the financial year ended 30 June 2023 be adopted.”*

The Remuneration Report is set out on page 13 of the Annual Report.

Directors unanimously recommend that shareholders vote in favour of adopting the Remuneration Report.

Please note that the vote on this resolution is advisory only and does not bind the directors or the Company.

#### **Directors**

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

*“That **Mr Andrew Larke**, a Director retiring from office by rotation in accordance with clause 65 of the Constitution, being eligible, is re-elected as a Director of the Company.”*

Mr Larke is Chairman of L1 Long Short Fund Ltd (since 2018) and of IXOM (a leading Australasian chemicals business) and is a Non-Executive Director of DuluxGroup Ltd (since 2010). Formerly he held senior corporate strategy roles in Orica Ltd and North Ltd and has been involved in mergers, acquisitions and divestments as well as corporate advisory for approximately 30 years. He is Chairman of the Company's Audit and Risk Management Committee.

Directors other than Mr Larke unanimously recommend that shareholders vote in favour of Mr Larke's re-election.

## **Other Business**

4. To deal with any other business that may be brought forward in accordance with the Constitution and the Corporations Act.

## **Attendance at the Virtual AGM**

We recommend logging in to our online platform at least 15 minutes prior to the scheduled start time for the Meeting using the instructions below:

- Enter [meetings.linkgroup.com/DUI23](https://meetings.linkgroup.com/DUI23) into a web browser on your computer or online device;
- Shareholders will need their Shareholder Reference Number (SRN) or Holder Identification Number (HIN) printed at the top of the Proxy Form; and
- Proxyholders will need their proxy code which Link Market Services will provide via email no later than 24 hours prior to the Meeting.

## **AGM Considerations and Shareholder Questions**

A discussion will be held on all items to be considered at the AGM.

All shareholders will have a reasonable opportunity to ask questions during the AGM via the virtual AGM platform, including an opportunity to ask questions of the Company's external auditor.

Further information on how to participate virtually and ask questions during the meeting is set out in the Online Platform Guide, available on our website at [dui.com.au/agm](https://dui.com.au/agm).

Written questions may also be submitted in advance of the meeting and must be received by the Company or Link Market Services Limited by 10.00am (AEDT) on Tuesday 17 October 2023, and can be submitted online, by mail or by fax.

## **All Resolutions by Poll**

Each resolution considered at the AGM will be conducted by poll.

## **Voting entitlements**

The Company has determined, in accordance with regulation 7.11.37 of the Corporations Regulations 2001 (Cth), that the Company's shares quoted on ASX Limited at 7.00pm (Melbourne time) on 17 October 2023 are taken for the purpose of the general meeting to be held by the

persons who held them at that time. Accordingly, those persons are entitled to attend and vote (if not excluded) at the meeting.

### **Voting exclusion statements**

A vote must not be cast on Item 2 by or on behalf of a member of the Company's Key Management Personnel ("**KMP**"), details of whose remuneration are included in the Remuneration Report, and their closely related parties, whether as a shareholder or as a proxy, except a vote may be cast on Item 2 by a KMP, or a closely related party of a KMP, if:

- the vote is cast as a proxy;
- appointed by writing that specifies how the proxy is to vote on Item 2; and
- the vote is not cast on behalf of a KMP or a closely related party of a KMP.

Please note that the Chairman of the meeting intends to vote undirected proxies in favour of all resolutions.

If the Chairman of the meeting is appointed as your proxy, you are expressly authorising the Chairman of the meeting to exercise your proxy even if the resolution is connected directly or indirectly with the remuneration of a member of the KMP.

### **Proxies**

If you cannot attend the Meeting, you may appoint a proxy by completing and returning the enclosed Proxy Form.

A shareholder has the right to appoint a proxy, who need not be a shareholder of the Company. If a shareholder is entitled to cast two or more votes, they may appoint two proxies and may specify the percentage of votes each proxy is appointed to exercise.

Shareholders can appoint a proxy online at [investorcentre.linkgroup.com](https://investorcentre.linkgroup.com) or by following the instructions on their Proxy Form. Instructions must be received by 10.00 am (AEDT) on Tuesday 17 October 2023.

### **Submit your vote ahead of the Meeting**

Voting on the items of business has now opened. If you are unable to attend the AGM, you are encouraged to lodge a direct vote, or appoint a proxy to vote on your behalf. Even if you intend to attend the hybrid AGM (whether in person or by virtual means), it is recommended that you lodge your direct or proxy vote ahead of the Meeting, in the event technical difficulties are experienced on the day.

We recommend that you read the 2023 Notice of Meeting and Explanatory Notes in full prior to lodging your votes. Direct or proxy votes must be received by 10.00 am (AEDT) on Tuesday 17 October 2023.

To lodge your direct or proxy vote online or by mobile device, follow the instructions below.

1. Go to [investorcentre.linkgroup.com](https://investorcentre.linkgroup.com), click the 'View single holding' button and enter "Diversified United Investment Limited" or "DUI" as the Issuer Name. If you have previously set up a 'Portfolio', you may proceed to access online voting through that login process.

2. Enter your Holder Identification Number (HIN) or Securityholder Reference Number (SRN). Next, enter your postcode (Australian address) or country code (overseas address).
3. Complete the Security Verification, read and accept the terms and conditions and click 'Login'.
4. Select 'Vote' under the heading 'Action' and follow the prompts to lodge your direct vote or appoint a proxy.

**James Pollard**

Company Secretary

For and on behalf of the Board