

**ANNUAL GENERAL MEETING OF FREEDOM FOODS GROUP LIMITED
 MINUTES**

Held at PwC Sydney

One International Towers, Barangaroo Sydney, NSW 2000.

At 10:00 am AEST on Friday 15th November 2019

Present	P Gunner	Chairman
	T Perich	Director
	R Perich	Director
	M Perich	Alternate Director
	T Allen	Director
	R Macleod	Managing Director & CEO

In Attendance	C Nicholas	Chief Financial Officer
	A Stanley	Group General Counsel & Company Secretary
	A Coleman	Deloitte - Audit Partner
	Representatives of the Senior Management Team	
	Members as per Shareholder attendees register	

The Chairman tabled the notice of the Annual General Meeting and Explanatory Memorandum for 2019 which was taken as read and declared the Annual General Meeting opened.

The Chairman noted that a quorum for the meeting was present.

The Chairman introduced the Board of Directors and the auditor.

The Chairman noted the rotation of the Company’s audit partner for the next financial year and thanked the current audit partner, Andrew Coleman of Deloitte for his service.

The minutes of the previous Annual General Meeting held on 29th November 2018 have been approved by the Board of Directors and signed by the chair. A copy of those minutes will be made available to any member wishing to inspect them.

The Company’s financial report, the directors’ report and the auditor’s report for the year ended 30 June 2019 was tabled and taken as read. The Chairman noted that any questions with regards to the reports would be taken after the Managing Director’s presentation.

Chairman’s Address The Chairman’s Address was tabled.

Mr Gunner reported another successful year in the building of the Company’s unique positions in key food and beverage platforms in China and SE Asia.

MD Presentation A video was played on the Company’s achievements throughout the year and what has been planned for FY 2020 and beyond. Following this video, the MD & CEO, Mr Rory Macleod took the stand.



Mr Macleod gave his presentation.

Mr Macleod thanked the Board of Directors for their ongoing support and commitment over the past twelve months and commended their dedication both during and outside of Board meetings.

Resolutions

As detailed in the Notice of Meeting and Explanatory Memorandum there is 1 advisory resolution and 3 ordinary resolutions, the Chairman put the following motions to the meeting noting that it was the Chair's intention to vote any open proxies in favour of the resolutions:

Advisory Resolution 1

That the Remuneration Report as set out in the Annual Report for the year ended 30 June 2019 be adopted.

The Chairman called upon a seconder (a shareholder) and asked for a show of hands in favour and for a show of hands against.

The Chairman noted that the proxies received in favour of the resolution were 71,016,673 for; 307,724 proxy discretion, 11,937,971 against and 233,835 votes were abstained mainly due to the restriction on key management personnel that were also shareholders.

It was declared that the resolution was carried on a show of hands.

Ordinary Resolution 2

That, Mr Ronald Perich, who retires in accordance with clause 93(3) of the Constitution and, being eligible for re-election, be re-elected as a Director. The Chairman called upon a seconder (a shareholder) and asked for a show of hands in favour and for a show of hands against.

The Chairman noted that the proxies received in favour of the resolution were 217,114,607 for; 207,372 proxy discretion; 12,740,302 votes against and 917,345 votes were abstained.

It was declared that the resolution was carried.

Ordinary Resolution 3

That, Mr Trevor Allen, who retires in accordance with clause 93(3) of the Constitution and, being eligible for re-election, be re-elected as a Director.

The Chairman called upon a seconder (a shareholder) and asked for a show of hands in favour and for a show of hands against.

The Chairman noted that the proxies received in favour of the resolution were 201,798,052 for; 325,565 proxy discretion, 19,555,532 against and 9,300,477 votes abstained.

It was declared that the resolution was carried on a show of hands.

Ordinary Resolution 4

The for the purposes of ASX Listing Rule 10.17 and clause 75(1) of the Company’s Constitution and for all other purposes, the maximum aggregate fees that may be paid to non-executive directors of the Company be increased from \$750,000 to \$1,050,000 per annum (inclusive of statutory entitlements).”

The Chairman noted that the proxies received in favour of the resolution were 82,591,771 for; 307,400 proxy discretion, 438,944 against and 1,503,971 votes abstained.

It was declared that the resolution was carried on a show of hands.

Closure

Mr Gunner thanked members and guests for their attendance.

Mr Tony Perich addressed the meeting and thanked members and guests for their attendance and the contributions of the Board.

The meeting closed at approximately 11:00 am

Signed as a correct record



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Perry Gunner
Chairman