

## 2023 Annual General Meeting

**MINUTES** of the hybrid Annual General Meeting of the Australian Shareholders’ Association Limited (A.B.N 40 000 625 669) held on 10 May 2023 at 5.00pm AEST. The physical meeting was held at the offices of Magellan Financial Group, Level 36, 25 Martin Place, Sydney. The virtual meeting was via Lumi Global.

<b>Present</b>	Steven Mabb Richard Goldman Michael Jackson Carol Limmer Julieanne Mills Mike Robey Karl Schlobohm Lel Smits  Rachel Waterhouse Fiona Balzer Leigh Gant Damien Straker  77 other members and participants (includes members and participants physically present and online). Members voted via Lumi and some members at the physical meeting voted via paper voting cards).	Chair Director Director & Company Secretary Director Director Director Director Director Director Director  CEO Policy & Advocacy Manager Chief Marketing & Education Officer Advocacy Coordinator  Principal and ASA’s audit lead, Walker Wayland Services Pty Ltd
<b>Apology</b>	No apologies were received. One member apologised for not being physically present but participated via Lumi.	
<b>In Attendance</b>	Attendees included Edward Chow	Principal and ASA’s audit lead, Walker Wayland Services Pty Ltd

<b>Agenda Item</b>	
<b>1</b>	<b>Introduction</b>
<b>1.1</b>	<b>Welcome, present and apologies</b>
	The Chair opened the meeting at 5.00pm and welcomed members, Directors, staff and other participants. He noted that a quorum was present.
<b>1.2</b>	<b>Introduction</b>
	The Chair introduced the Directors, including the newly appointed Directors, Mr Goldman and Mr Schlobohm. He introduced the CEO and the Auditor.

The Chair confirmed that voting had opened and that votes could be cast at any time throughout the meeting. The Chair also advised that questions could be submitted at any time via the question platform and would be answered at the appropriate time during the meeting.

The Chair provided instructions to the members online on how to ask questions and how to vote on the Lumi website.

## 2 Addresses

### 2.1 Chair's Address

The Chair addressed the meeting, his comments covered:

- the fact that 2022 was a year of great progress for the ASA, with the organisation being in a better, stronger position than the same time last year; this was evidenced by:
  - major improvement in ASA's finances year-on-year, particularly achieving an operating surplus of \$65,426 for 2022, compared to an operating loss of \$170,394 in 2021
  - more than \$1,000,000 cash at bank
  - financial performance continuing to track well in 2023, with the company ahead of budget for the year-to-date
- the Board reacting to a trend of declining membership numbers by testing and collaborating with appropriate third-party organisations to offer trial memberships
- the trial memberships have gone well to date, and played a large part in the growth of member numbers by around 30%
- trial members have invested in our Conference, the Virtual Investor Summit and other activities, and it is hoped that a good proportion will continue as paid members
- other key elements of the Board's strategy for 2023 and beyond, including:
  - a digital overhaul, including replacing ASA's website and operating system
  - emphasising membership and subscriber growth
  - a review of *Equity* magazine and our content strategy, which will lead to recommended improvements for 2024. Those improvements will be developed in consultation with our members.

*In relation to Advocacy and Policy:*

- that as the bigger end of the ASX is now more aligned with ASA's guidelines, there will be more focus on the mid or small cap end of the market
- that ASA is focused on how we ensure high quality and consistent company monitoring reports which can drive more positive change and deliver better results for shareholders
- confirming that ASA has sought more feedback directly from members on policy issues and will continue to do so, in order to prioritise the issues that matter most to members.

*In relation to Education,* the Chair pointed to significant progress in 2022, including the success of the 2022 Investor Conference and Virtual Investor Summit.

*In relation to Governance:*

- Mr Mabb said that a detailed review of the Board's skills had been completed, with independent, specialist assistance. The review had been used to identify skills gaps. The outcomes of the review had assisted in targeting the skills required of new directors. A detailed skills matrix is set out in the Annual Report. The review provided the basis for the search for new Directors and the appointment of Richard Goldman and Karl Schlobohm
- Mr Mabb acknowledged that ASA needs to seek greater cultural diversity.

*In relation to Sustainability:*

- the Chair confirmed that in 2022 ASA formalised its approach to Environmental Social Governance (ESG) particularly in relation to monitored companies. In addition, the Board has agreed to undertaking a review of ASA's own environmental impacts. The results will be reported to members later in 2023
- Mr Mabb advised that member feedback led to a Reconciliation Action Plan being shelved for the time being.

*Agreeing to Disagree:*

The Chair addressed the importance of constructive member feedback, recognising that ASA members often have a range of views on specific topics that can be directly opposed. He reiterated the need for ongoing member feedback, and asked that it be kind and constructive.

*Team and Volunteers:*

Mr Mabb ended by acknowledging that the strong results from 2022, continuing into 2023, were delivered by an excellent staff team and dedicated, capable volunteers.

## 2.2 CEO's Address

The CEO addressed the meeting, her comments covered:

- what a great pleasure it was to be on stage following her first full year as CEO
- the fact that 2022 was a turning point, with Australia returning to normal after two years of difficult COVID conditions and ASA financially turning a corner
- the success of the second Virtual Investor Summit in 2022, which attracted over 500 attendees
- the importance of collaborations, which are a key part of ASA's strategy for future success and growth and which allow ASA to promote membership, education, and investor information
- the increase in ASA's social media presence, adding another dimension to how we engage with, and promote to, our members and other stakeholders. ASA has also increased media mentions significantly and is frequently sought out by media organisations for comment on current issues, highlighting ASA's role as a voice for retail investors
- the increase in subscriber numbers due to providing investor information through a newly created section of the website called 'ASA Insights'
- successful lobbying efforts by ASA that helped to defeat a regulation proposed by the former Commonwealth government that would have introduced a proxy advisor regulation involving onerous restrictions
- the development by a group of ASA members of a policy on Environmental, Social, and Governance (ESG) which sets goals and seeks a reporting pathway for companies on ESG matters.

## 3 Ordinary Business

### 3.1 Presentation of the accounts for the year ended 31 December 2022

The financial report of the Association for the year ended 31 December 2022 was presented and discussed. This item of business does not require approval by members.

The Chair advised that Mr Edward Chow, Principal of Walker Wayland, ASA's auditor, was present at the meeting (in person) and available for questions on the Financial Report.

Members were invited to ask questions relating to the accounts.

The meeting was recorded, including this segment, and the AGM webcast will be available on the ASA website until it is replaced by the recording of the 2024 AGM.

The Chair advised that there were two resolutions for consideration by members at the meeting. Each was for the election of a Director. Candidates would have an opportunity to address the meeting and take questions from members.

As the first resolution involved the re-election of Mr Mabb as a Director, Ms Limmer, Chair of the Remuneration & Nomination Committee, took the Chair.

Ms Limmer advised that she would vote all undirected proxies in favour of Resolution 1.

**3.2 Resolution 1 – Re-election of Mr Steven Mabb**

To consider, and, if thought appropriate, pass the following resolution as an ordinary resolution.

*“Mr. Steven Mabb, having been appointed to the Board on 16 June 2020, retires and, being eligible and offering himself for election, be elected as a Director of the Company.”*

It was noted that the Board supported the re-election of Mr Mabb (Mr Mabb took no part in any deliberations regarding Board support for his re-election).

Mr Mabb confirmed that he sought re-election.

The results of the poll were as follows:

<b>For</b>	58	
<b>Against</b>	1	
<b>Abstain</b>	1	
<b>Total Votes cast</b>	59	For 98.3%

Mr Mabb was re-elected to the Board.

Mr Mabb resumed the Chair.

**3.3 Resolution 2 – Re-election of Mr. Karl Schlobohm**

To consider, and, if thought appropriate, pass the following resolution as an ordinary resolution.

*“Mr. Karl Schlobohm, having been appointed to the Board on 17 April 2023, retires and, being eligible and offering himself for election, be elected as a Director of the Company.”*

It was noted that the Board supported the election of Mr Schlobohm to the Board of Directors. (Mr Schlobohm took no part in any deliberations regarding Board support for his election).

Mr Schlobohm addressed the meeting.

**Mr Schlobohm’s address is included in the webcast.**

The results of the poll were as follows:

<b>For</b>	58	
<b>Against</b>	1	
<b>Abstain</b>	1	

<b>Total Votes cast</b>	59	For 98.3%
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Mr Schlobohm was elected to the Board.

#### 4 General Business

The Chair advised that general questions could now be raised by members and that members could submit questions after the AGM, by emailing [secretary@asa.asn.au](mailto:secretary@asa.asn.au). Answers to any questions not answered during the meeting would be published on the website.

**All questions and responses were recorded and form part of the AGM webcast which will be available on the ASA website until the 2023 recording is replaced by the recording of the 2024 AGM.**

Questions covered included:

- the cost of financial planning in Australia. Mr Mabb indicated that the number of financial planners in Australia has dropped, exacerbating the problem. ASA seeks to assist by connecting investors
- a second member asked whether ASA could bridge the gap between education and financial planning. Mr Mabb confirmed that ASA does not have the Australian Financial Services Licence (AFSL) needed to give advice, general or otherwise. Obtaining an AFSL had been considered, but it was decided not to seek an AFSL at this time. The decision was taken because of the ongoing time and expense involved
- a member asked about partnering with a licence holder and was advised by the CEO that ASA does intend to broaden its collaborations. She gave the example of a lawyer who will be shortly speaking to members about estate planning issues
- ASA's priorities; Mr Mabb referred to the digital overhaul project and the focus on expanding the size of the ASA community
- the expense of the annual Conference. The member asked how the pricing was determined, pointing out that some other conferences are free. Mr Mabb said that some providers rely on selling their own services to attendees to fund events. He said that, historically, Conference income was a large proportion of ASA's revenue. That revenue permits ASA to provide its other services. He said that making the conference less expensive would be one of the things that would be considered at planning sessions later in the year. He said that he could not promise that future Conferences would be less expensive. If Conference pricing was to be reduced the revenue would need to be replaced
- whether ASA would re-consider its policies and stop voting against resolutions that seek to make it easier for shareholders of ASX-listed companies to require a shareholder vote on opinion-based resolutions. The questioner cited the ease with which US shareholders could lodge such resolutions. The CEO said that the issue would be considered by the Policy Committee in its regular review of guidelines for company monitors. The Chair and CEO agreed to speak to the questioner off-line at the Conference over the following days
- a member thanked Mr Gant for the clarity of his *Equity* articles
- a member congratulated ASA for holding a further hybrid AGM and asked if Lumi were providing their platform pro bono. The Secretary thanked Lumi for providing their technology at no cost and for being so efficient.

**5 Closure**

The Chair closed the meeting at 6.15pm AEST.

Steven Mabb

**CHAIR**