



AOBO ENVIRONMENTAL TECHNOLOGY LIMITED

ACN 633 117 807

**NOTICE OF ANNUAL GENERAL MEETING**

**Time: 12pm AEST**  
**Date: 29 October 2020**  
**Place: The AGM will be held as a virtual meeting**

This Notice of Annual General Meeting is an important document and should be read in its entirety. If you are in doubt as to what you should do, please consult your professional adviser without delay.

**NOTICE OF ANNUAL GENERAL MEETING  
AOBO ENVIRONMENTAL TECHNOLOGY LIMITED  
ACN 633 117 807**

Notice is given that the **Annual General Meeting (Meeting)** of AOBO ENVIRONMENTAL TECHNOLOGY LIMITED (the **Company**) will be held on 29 October 2020 commencing at 12pm AEST. Due to the ongoing COVID-19 pandemic, the AGM will be held as a virtual meeting online. Further details of each item of business to be considered at the Meeting are set out in the Explanatory Statement. Terms and abbreviations used in this Notice and Explanatory Statement are defined in the Glossary.

**AGENDA**

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**Financial Report, Directors' Report and Auditor's Report**

*To receive and consider the Financial Report of the Company, together with the Directors' Report and the Auditor's Report, for the year ended 31 December 2019 as set out in the Annual Report.*

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**1. Resolution 1 – Re-election of a Director - Mr Andrew Smith**

To consider and, if thought fit, pass as an **ordinary resolution**:

*"That Mr Andrew Smith, who retires in accordance with clause 19.3&4 of the Company's constitution and, being eligible, offers himself for re-election, be elected as a Director of the Company."*

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**2. Resolution 2 – Re-election of a Director – The Hon. Andrew Thomson**

To consider and, if thought fit, pass as an **ordinary resolution**:

*"That Hon. Andrew Thomson, who retires by rotation in accordance with clause 19.3&4 of the Company's constitution and, being eligible, offers himself for re-election, be elected as a Director of the Company."*

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**3. Resolution 3 – Re-election of a Director - Mr Brendan Connell**

To consider and, if thought fit, pass as an **ordinary resolution**:

*"That Mr Brendan Connell, who retires by rotation in accordance with clause 19.3&4 of the Company's constitution and, being eligible, offers himself for re-election, be elected as a Director of the Company."*

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**By order of the Board**



**Andrew Smith  
Chairman of the Board  
8 October 2020**

## **INFORMATION FOR SHAREHOLDERS**

These notes and the Explanatory Statement form part of the **Notice of Meeting**.

### **NOTES**

1. In accordance with regulation 7.11.37 of the Corporations Regulations 2001, the Directors have determined that, for the purpose of voting at the Annual General Meeting, those Shareholders that appear in the share register at 5pm (AEST) on 27 October 2020 are entitled to attend and vote at the meeting.
2. If you are eligible, you may vote during the meeting or by proxy or attorney. A member who is a body corporate may appoint a representative to attend and vote on its behalf.
3. As a Virtual AGM, shareholders join the meeting through visiting Zoom on your smartphone, tablet or computer and entering the unique 11-digit Meeting ID 857 0205 8550 and 6-digit Passcode 011 454.
4. To vote by proxy, please complete and submit the enclosed proxy form in accordance with the following instructions. If you require an additional proxy form, the Company will supply it on request.
5. A member who is entitled to vote at the meeting may appoint up to two proxies. A proxy need to be a member of the Company.
6. Where the member appoints 2 proxies, the appointment may specify the proportion or number of votes that each proxy may exercise. If the appointment does not specify a proportion or number, each proxy may exercise one-half of the votes, in which case any fraction of votes will be disregarded.
7. The proxy form must be signed by the member or the member's attorney. Proxies given by a corporation must be executed in accordance with the Corporations Act 2001 and the constitution of the Corporation.
8. To be effective, the proxy form and the power of attorney or other authority (if any) under which it is signed or a certified copy of that authority, must be received by the Company at least 48 hours before the meeting – that is not later than 12pm (AEST) on 27 October 2020. The proxy form may be submitted to the Company:

By post: Suite 511, 434 St Kilda Road Melbourne VIC 3004

By email: [info@aoboet.com.au](mailto:info@aoboet.com.au)

Any proxy form after this deadline including at the meeting will be treated as invalid.

9. If you appoint a member of the Company's Key Management Personnel (which includes each of the Directors) or one of their Closely Related Parties as your proxy, that person will not be able to cast your vote unless you direct the person how to vote or the Chairman of the meeting is your proxy.
10. If you appoint the Chairman of meeting as your proxy or the Chairman of the meeting becomes your proxy by default, and you do not direct the Chairman how to vote, then by completing and submitting the proxy form you will be expressly authorising the Chairman of the meeting to exercise the proxy in respect of Resolutions.
11. The Chairman intends to vote all available proxies in favour of all resolutions.

## **EXPLANATORY STATEMENT**

This Explanatory Statement has been prepared for the information of Shareholders in relation to the business to be conducted at the Annual General Meeting. This Explanatory Statement should be read with, and form part of, the accompanying Notice of Annual General Meeting.

### **1. FINANCIAL REPORT, DIRECTORS' REPORT AND AUDITOR'S REPORT**

As required by the Corporations Act, the financial report, Directors' report and Auditor's report are available before the meeting. Members can download the reports from [www.aoboet.com.au](http://www.aoboet.com.au). Members will be given a reasonable opportunity at the meeting to ask questions and make comments on these reports and the management of the Company. There is no requirement however for members to approve the reports.

### **2. RESOLUTION 1,2&3 – RE-ELECTION OF DIRECTORS**

Clause 19.3 of the Company's constitution provides that the election of Directors must be by Resolution of the Company in general meeting. Clause 19.4 of the Company's constitution provides that the Directors may at any time appoint any person to be a Director, either to fill a casual vacancy or as an addition to the existing Directors, but so that the total number of Directors does not at any time exceed the maximum number of Directors specified by the Constitution.

In accordance with the above, Mr Andrew Smith, the Hon. Andrew Thomson and Mr Brendan Connell retire at the Meeting and, being eligible, offer themselves for re-election at the Annual General Meeting.

Mr Andrew Smith has over 30 years of experience in finance and financial markets in the Asia Pacific. He was formerly the Managing Director and Chief Executive of the stockbroking and corporate finance group Intersuisse Ltd (now Phillip Capital) from 2000 to 2010, and Executive Director of Phillip Asset Management Ltd from 2008 to 2010. Prior to that Andrew was Chairman of the Sedgwick Group in the Asia Pacific from 1995 to 2000.

The Hon. Andrew Thomson has significant experiences in legal practices in Australia and overseas. He commenced his career as a solicitor at Mallesons before holding the position of Investment Manager at GT Management (Japan) Ltd and Assistant Vice President of Compliance at Credit Suisse First Boston (Japan Ltd). He is a special counsel for Lander & Rogers Lawyers. The Hon. Andrew Thomson also held positions as a Member (House of Representatives) in the Australian Parliament, Parliamentary Secretary for Foreign Affairs, the Minister for Sport, Tourism and Sydney Olympic Games, and Chairman of the Joint Committee on Treaties for the Australian Parliament. He had previously been a Chairman for a number of ASX-listed companies. The Hon. Andrew Thomson holds a Bachelor of Arts and Bachelor of Laws from the University of Melbourne and a Master of Laws from Georgetown University. He is fluent in Japanese and Mandarin.

Mr. Brendan Connell is a lawyer with over 35 years' experience and was formerly the Managing Partner of one of the largest law firms in South Australia. Having qualified in 1982 he has acted for numerous Chinese companies in mergers and acquisitions and in corporate finance transactions. Brendan provides legal advice to listed and unlisted companies on all aspects of governance and has extensive experience with capital market transactions on all Australian stock exchanges. Brendan holds a Bachelor of Laws from Adelaide University and GDLP from South Australian Institute of Technology. He is admitted to South Australia Supreme Court and High Court of Australia.

The Board of Directors (in each case excluding the relevant candidate) unanimously recommends that Shareholders vote to in favour of Resolution 1,2&3.

## **ENQUIRIES**

Shareholders are invited to contact the Company on +61 3 9645 8001 if they have any queries in respect of the matters set out in this Notice of Meeting or the Explanatory Statement.

## GLOSSARY

**\$** means the Australian dollars

**Annual General Meeting** or **Meeting** means the meeting convened by the Notice.

**Annual Report** means the Financial Report, Directors Report and the Auditors Report.

**Auditor's Report** means the auditor's report on the Financial Report.

**Board** means the board of Directors.

**Business Day** means Monday to Friday inclusive, except New Year's Day, Good Friday, Easter Monday, Christmas Day, Boxing Day, and any other day that the NSX declares is not a business day.

**Chair or Chairman** means the person appointed to chair the meeting of the Company convened by this Notice.

**Closely Related Party** of the Key Management Personnel means:

- a) a spouse or child of the member;
- b) a child of the member's spouse;
- c) a dependent of the member or the member's spouse;
- d) anyone else who is one of the member's family and may be expected to influence the member, or be influenced by the member, in the member's dealing with the entity;
- e) a company the member controls; or
- f) a person prescribed by the Corporations Regulations 2001 (Cth).

**Company** or **AOBO** means Aobo Environmental Technology Limited (ACN 633 117 807).

**Constitution** means the Constitution of the Company as at the date of the Meeting.

**Corporations Act** means the Corporations Act 2001 (Cth).

**Directors** mean the directors of the Company.

**Directors Report** means the annual directors report prepared under Chapter 2M of the Corporations Act for the Company and its controlled entities.

**Equity Securities** includes a Share, a right to a Share or Option, an Option, a convertible security and any security that NSX decides to classify as an Equity Security.

**Explanatory Statement** means this explanatory statement.

**Financial Report** means the annual financial report prepared under Chapter 2M of the Corporations Act of the Company and its controlled entities.

**Key Management Personnel** means a person having authority and responsibility for planning, directing and controlling the activities of the Company, directly or indirectly, including any Director (whether executive or otherwise) of the Company.

**Notice** means this Notice of Annual General Meeting which this Explanatory Statement accompanies.

**NSX** means National Stock Exchange of Australia Limited ABN 11 000 902 063 or the National Stock Exchange, as the context requires.

**NSX Listing Rules** means the Listing Rules of NSX.

**Proxy Form** means the proxy form attached to the Notice.

**Resolution** means a resolution referred to in this Notice.

**Schedule** means a schedule to the Notice.

**Share** means a fully paid ordinary share in the capital of the Company.

**Shareholder** means a shareholder of the Company.

**AEST** means Australian Eastern Standard Time

In the Notice and this Explanatory Statement, words importing the singular include the plural and vice versa.

**PROXY FORM**

**STEP 1 APPOINT A PROXY**

I/We being a member/s of **Company Limited** (Company) and entitled to attend and vote hereby appoint:

the **Chair of the Meeting (mark box)**

**OR** if you are **NOT** appointing the Chair of the Meeting as your proxy, please write the name of the person or body corporate (excluding the registered shareholder) you are appointing as your proxy below

or failing the individual or body corporate named, or if no individual or body corporate is named, the Chair of the Meeting as my/our proxy at the Annual General Meeting of the Company to be held as a virtual meeting **on 29 October 2020 at 12pm** and at any adjournment of that meeting, to act on my/our behalf and to vote in accordance with the following directions or if no directions have been given, as the proxy sees fit.

The Chair of the Meeting intends to vote undirected proxies in favour of each of the items of business.

**STEP 2 VOTING DIRECTIONS**

\* If you mark the Abstain box for a particular item, you are directing your proxy not to vote on your behalf on a show of hands or on a poll and your vote will not be counted in calculating the required majority if a poll is called.

		For	Against	Abstain*
Resolution 1	To re-elect Mr Andrew Smith as a Director	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Resolution 2	To re-elect Mr Andrew Thomson as a Director	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Resolution 3	To re-elect Mr Brendan Connell as a Director	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

**STEP 3 SIGNATURE OF SHAREHOLDERS**

This form must be signed to enable your directions to be implemented.

Individual or Securityholder 1

Sole Director and Sole Company Secretary

Securityholder 2

Director

Securityholder 3

Director / Company Secretary

Contact Name.....

Contact Daytime Telephone.....

Date / / 2020