



25 October 2024

Dear Member

2024 Annual General Meeting

When you prepaid your funeral with Memorial Guardian Plan, Dignity Pre-Arranged Funerals, or by direct debit to the Guardian Funeral Bond, you became a member of Over Fifty Guardian Friendly Society Limited (**Company**), which was established to invest the funds paid for the future provision of your prepaid funeral.

As a member, you are entitled to attend the Company's Annual General Meeting (**AGM**), which will be held at the offices of Centuria Capital Limited, located at Level 41, Chifley Tower, 2 Chifley Square, Sydney NSW 2000 on **Monday, 18 November 2024 at 11:00am (AEDT)**.

The following documents are enclosed with this letter:

- Notice of Annual General Meeting;
- Appointment of Proxy Form; and
- Annual Financial Report of the Company for the financial year ended 30 June 2024 (unless you have elected not to receive it).

We encourage you to submit your votes in advance of the AGM (along with any questions) so that your votes are still counted if for any reason you cannot vote on the day. You can vote in advance by direct voting or the appointment of a proxy.

Registration for the meeting will start at 10:00am (AEDT). You may nominate a proxy to vote on your behalf by completing the Proxy Form and returning it as follows:

By mail:

Over Fifty Guardian Friendly Society Limited
C/-Boardroom Pty Limited
GPO Box 3993
Sydney NSW 2001 Australia

In person:

Over Fifty Guardian Friendly Society Limited
C/-Boardroom Pty Limited
Level 8, 210 George Street
Sydney NSW 2000

By facsimile to:

(+61 2) 9290 9655

To be effective, the duly completed Proxy Form must be received by **11:00am (AEDT) on Saturday, 16 November 2024**.



OVER FIFTY GUARDIAN FRIENDLY SOCIETY LIMITED

If you wish, you can nominate the Chairman of the Meeting to be your proxy.

If you prefer to receive your Guardian communications digitally in future years, please contact GuardianEnquiry@boardroomlimited.com.au and a copy will be sent via email. We recommend using your personal email address. You will be helping the environment as well as helping to reduce costs by receiving a digital copy. Update your email, change your annual report delivery preferences or delivery address at any time by emailing GuardianEnquiry@boardroomlimited.com.au.

Yours sincerely,

Anna Kovarik
Company Secretary



NOTICE OF ANNUAL GENERAL MEETING

Notice is given that the 2024 Annual General Meeting of Over Fifty Guardian Friendly Society Limited ACN 087 649 063 (**Company**) will be held at the offices of Centuria Capital Limited, located at Level 41, Chifley Tower, 2 Chifley Square, Sydney NSW 2000 on **Monday, 18 November 2024 at 11:00am (AEDT)**.

ITEMS OF BUSINESS

For further information about the Items of Business please refer to the Explanatory Notes that accompany and form part of this Notice of Annual General Meeting.

Terms and abbreviations are defined in the Glossary at the end of this Notice of Annual General Meeting and Explanatory Notes.

ORDINARY BUSINESS

Item 1: Receipt of Annual Financial Report

To receive and consider the Company's Financial Report, Directors' Report and Auditor's Report for the financial year ended 30 June 2024.

Item 2: Election of Director – Ms Joanne Dawson

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

'That Ms Joanne Dawson be elected as a Director of the Company.'

Item 3: Election of Director – Mr Eron Plumb

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

'That Mr Eron Plumb be elected as a Director of the Company.'

Item 4: Election of Director – Mr Ian Brannan

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

'That Mr Ian Brannan be elected as a Director of the Company.'

By order of the Board

Anna Kovarik
Company Secretary



EXPLANATORY NOTES

These Explanatory Notes have been prepared for the information of members in relation to the business to be conducted at the AGM. You should read the Explanatory Notes in full before making any decisions in relation to the resolutions.

Item 1: Receipt of Annual Financial Report

The Corporations Act requires the Annual Financial Report (which includes the Directors' Declaration, Directors' Report and Auditor's Report) to be received and considered at the AGM. Neither the Corporations Act nor the Constitution requires members to vote on the Annual Financial Report. Members will, however, be given the opportunity to raise questions on the Annual Financial Report at the AGM.

Item 2: Election of Ms Joanne Dawson

Ms Joanne Dawson joined the Board as a Non-Executive Director on 8 December 2023.

In accordance with clause 21 of the Constitution, Ms Joanne Dawson holds office until the conclusion of the AGM and, being eligible, offers herself for election as a Director.

Ms Joanne Dawson is also Chair of the Company's Audit Committee (**AC**) and Risk and Compliance Committee (**RCC**). She also sits on the Boards of Centuria Capital Group and Centuria Life Limited. She is a member and Chair of the Centuria Capital Group's Audit, Risk and Compliance Committee (ARCC), and a member and Chair of Centuria Life Limited's AC and RCC.

Ms Joanne Dawson has experience in highly regulated, service businesses coupled with a long history of corporate transactions. She is presently a Non-Executive Director of PSC Insurance Group Limited (ASX:PSI), AMA Group Limited (ASX:AMA), Pacific Current Group Limited (ASX:PAC), Bank First Ltd, PetSure (Australia) Pty Ltd and an Independent Trustee Director and Chair of the Investment Committee of Vision Super.

Her previous board experience includes Templeton Global Growth Fund Limited (ASX:TGG). She worked with Deloitte in both Australia and the USA in their Financial Services, Assurance and Advisory Division including as a consultant to the US Department of Housing and Urban Development. She was also founder and CEO of Executive Wealth Strategies, is a Chartered Accountant and a Fellow of the Australian Institute of Company Directors. She has a Bachelor of Commerce from the University of Melbourne and a Master of Business Administration from RMIT.

Recommendation

The Board (with Ms Joanne Dawson abstaining) recommends that members vote in favour of the election of Ms Joanne Dawson.

Item 3: Election of Mr Eron Plumb

Mr Eron Plumb joined the Board as a Non-Executive Director on 18 December 2023.

In accordance with clause 21 of the Constitution, Mr Eron Plumb holds office until the conclusion of the AGM and, being eligible, offers himself for election as a Director.



Mr Eron Plumb is a seasoned executive with extensive experience in driving growth and profitability while delivering exceptional customer outcomes across various sectors including FMCG, Big Box Retail, Speciality Retail and Health Sectors in both B2C and B2B channels throughout APAC. As the recently appointed CEO and Managing Director of InvoCare Australia Pty Limited (**Invocare**), he is leading the transformational change in the business while maintaining its compassionate centred client family and customer focus.

Mr Eron Plumb has held senior leadership positions for Coles Supermarkets, Officeworks, Harris Technology (Coles Myer / Wesfarmers), Bay Audio and InvoCare. He also founded a successful private investment and management consultancy that has worked with existing businesses and start-ups around the world.

One of his recent notable achievements includes the successful turnaround of the Bay Audio Australian business that took it from a loss making start up to an industry record setting sale of \$A550m in 2021. This accomplishment underscores his deep understanding of the retail and health sectors and applying retail know how on productivity and efficiency to a health sector while maintaining superior customer outcomes.

With a strong foundation in business strategy and operations, Mr Eron Plumb has consistently delivered results, making him a trusted leader in both corporate and entrepreneurial settings. His expertise spans across aspects of business, from scaling large enterprises to nurturing specialty retail ventures, always with a focus on innovation and customer-centricity.

Mr Eron Plumb is passionate about driving change and fostering growth within organisations, ensuring they are well-positioned to thrive in competitive markets. His leadership is characterised by a blend of strategic foresight and hands-on approach to execution, making him an influential figure in the industry.

Recommendation

The Board (with Mr Eron Plumb abstaining) recommends that members vote in favour of the election of Mr Eron Plumb.

Item 4: Election of Mr Ian Brannan

Mr Ian Brannan joined the Board as a Non-Executive Director on 18 December 2023.

In accordance with clause 21 of the Constitution, Mr Ian Brannan holds office until the conclusion of the AGM and, being eligible, offers himself for election as a Director.

Mr Ian Brannan has 30 years' senior management experience in public and private companies in Australia, the US, and the UK. He has extensive experience as a CFO, Director and Company Secretary in the food, manufacturing, and intensive protein processing industries.

Mr Ian Brannan is currently CFO for Invocare. He is a qualified Accountant (ACMA CGMA) and holds an MBA from the University of Warwick.

Recommendation

The Board (with Mr Ian Brannan abstaining) recommends that members vote in favour of the election of Mr Ian Brannan.



Glossary

In this Notice of Annual General Meeting (including the Explanatory Notes):

AEDT	means Australian Eastern Daylight Time.
AGM or Annual General Meeting	means the annual general meeting of the members of the Company which will be held (as adjourned from time to time) on Monday, 18 November 2024.
Board	means the board of directors of the Company.
Chairperson or Chairman	means the chairperson of the Company.
Company	means Over Fifty Guardian Friendly Society Limited ACN 087 649 063.
Constitution	means the constitution of the Company.
Corporations Act	means the <i>Corporations Act 2001</i> (Cth).
Director	means a director of the Company.
Notice of Annual General Meeting	means this notice of annual general meeting.