

# Notice of 2024 **Annual General Meeting**

Beyond Bank Australia Limited ACN 087 651 143

**for  
and  
with  
you**

**Beyond Bank**  
AUSTRALIA

28 October 2024

Dear Member

It is my pleasure to invite you to the 2024 Annual General Meeting (AGM) of Beyond Bank Australia Limited (Beyond Bank) to be held at 6pm (ACDT) on Monday, 25 November 2024.

The Beyond Bank Board and Executive team will provide members with an overview of your Bank's performance for the year ended 30 June 2024 and we will update you on our strategy for the year ahead.

## Company Performance

I am pleased to report that your Bank has continued to perform well despite the difficult market conditions, generating a Net Profit After Tax of \$26m. As a customer-owned bank, this after-tax surplus is reinvested back into the Bank. This enables it to maintain a strong capital position; invest in new technology and innovative products; pursue our customer relationship and community growth strategies; and position it to meet future competitive challenges.

Mergers with both First Choice Credit Union Ltd (FCCU) and AWA Mutual Limited (AWA) were undertaken during the period, with systems integration for FCCU taking place in April 2024, and AWA in September 2024. Through these mergers, we were pleased to welcome more than 9,700 new members to Beyond Bank.

While merger discussions with Police & Nurses Limited concluded without an agreement, Beyond Bank Australia remains prudentially strong and prosperous. Our robust strategy positions us for continued success and to be ready for exciting opportunities in the evolving financial sector landscape.

In this increasingly competitive environment, we continue our quest to provide you with unrivalled customer service and the best relationship banking. This year, we once again placed in the top ten banks in Australia in Forbes' annual listing of World's Best Banks (2024) and won Canstar's Digital Banking Award – Customer Owned Banks (2024) for the tenth year running, reflecting our commitment to bring you secure, modern, and flexible banking access.

We remain committed to supporting our communities through more than 5,000 community partnerships. This year, we provided \$670,000 in community contributions through our Community Reward Program; supported 15 charity partners with our Double Donation campaign (raising over \$330,000); and committed \$758,000 of investment in our local communities via the Beyond Bank Foundation and our Community Development Partnership Program.

This year, the Australian Treasury Department proposed mandatory Australian Sustainability Reporting Standards (ASRS) for Australian companies that meet certain threshold requirements. We expect to be included in the first tranche of companies required to commence reporting against these standards for the 2025-26 financial year, which will focus on climate-related financial disclosures.

Over the course of the year, your Bank continued its preparations to meet its climate-related reporting obligations, driven by a cross-functional internal project team. Actions taken include reviewing our Climate Risk Policy and Climate Risk Profile, conducting a gap analysis of our current readiness to report on climate-related governance and risk requirements against the proposed ASRS requirements as well as consideration of data needed to improve quantification of climate risk, including how it may be obtained.

Planned activities for the coming period include calculating your Bank's carbon inventory to inform the development of near-term and 2050 emissions reductions targets. In line with the Climate Risk Policy, the physical risk assessment will also be refreshed to obtain more granular information on physical risk impacts to credit exposures and the inclusion of transition risk scenario analysis to inform the measurement of climate risk in financial terms.

Detailed information on Beyond Bank's progress towards achieving our strategic ambitions is contained in the 2024 Corporate Report, which will be available at [beyondbank.com.au/your-community/sustainability/corporate-report](https://www.beyondbank.com.au/your-community/sustainability/corporate-report)

## Conduct of our Meeting

We will again hold a 'hybrid' AGM. This means that you are invited to attend and participate in person, online, or via a phone conference facility. Please see the information set out in the Information for Members section at the end of this notice.

## Business of the Meeting

The agenda for the 2024 AGM is attached to this letter.

At this AGM, two of your Directors – Daryl Johnson and Jodie Baker, were due to retire by rotation.

As a result, there were two member-elected Board positions to be filled at this year's AGM for which members were invited to nominate. Retiring Directors Daryl Johnson and Jodie Baker (Chair of the Board Risk Committee) both nominated themselves for re-election. In accordance with our Constitution, the Board implemented the required process for determination of Approved Candidates for election. No other candidates completed the nomination and assessment process and no external candidates were approved for nomination.

Following our call for nominations, the Nomination Committee, which consists of two independent committee members and the Chair of the Beyond Bank Board, met with the two nominating candidates to assess fitness and propriety, and the skills and experience, of each nominee. On the recommendation of the Nomination Committee, both nominees were approved by the Board as approved candidates. As the number of candidates was equal to the number of positions to be filled, no election was required and, in accordance with the Constitution, it was intended that Daryl Johnson and Jodie Baker would be declared elected at this AGM for a term of three years.

Daryl Johnson, however, resigned on 31 August 2024 to pursue an opportunity to progress his Board career at another financial organisation. It is therefore only Jodie Baker that will be declared elected at this AGM.

The Board continues to critically review the structure, composition, and competencies of the Beyond Bank Board and its individual directors. Our peer-rated assessments of the skills and competencies indicate that the Board is collectively and individually rated as 'expert' or 'very strong' in the core requirements of boards of banks of a similar size and complexity; and is confident that the current Board composition meets the requirements of our regulator, APRA (the Australian Prudential Regulation Authority).

Notwithstanding the capability of our current composition, the Board has commenced recruitment for specific skills in banking and financial services, and expects to make appointments to bolster current capacity and return the board to its usual strength of seven directors.

## Digital Reports

I invite you to explore our digital Annual and Corporate Reports at: [beyondbank.com.au/about-us/corporate-governance/annual-reports](https://beyondbank.com.au/about-us/corporate-governance/annual-reports) and [beyondbank.com.au/your-community/sustainability/corporate-report](https://beyondbank.com.au/your-community/sustainability/corporate-report)

Whether you attend in person, online or via the phone conference facility, you are encouraged to submit questions ahead of the meeting using the link on our website at [beyondbank.com.au/agm](https://beyondbank.com.au/agm)

All members may view a replay of the webcast after the meeting.

I encourage you to attend/join our hybrid 2024 AGM and take an active interest in the management and strategic direction of your Bank. Details on how to join the meeting and ask questions are set out in the Notice of Meeting as well as the Virtual Online Meeting Guide available at: [beyondbank.com.au/agm](https://beyondbank.com.au/agm)

The Directors and Executives of Beyond Bank look forward to your participation in our hybrid AGM. If you have any questions in relation to the meeting, please contact the Company Secretary via email at [companysecretary@beyondbank.com.au](mailto:companysecretary@beyondbank.com.au)



**Sam Andersen**

Chair

Beyond Bank Australia

# Notice of 2024 Annual General Meeting

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The Annual General Meeting (AGM) of the members of Beyond Bank Australia Limited (ACN 087 651 143) will be held as a hybrid meeting on Monday, 25 November 2024 commencing at 6pm (Australian Central Daylight Time / ACDT). Registration will open at 5:30pm (ACDT).

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## Members may attend:

- **in person** at the U City Function Centre, 43 Franklin Street, Adelaide SA 5000
- **online** via our AGM service provider, Link Market Services, virtual meeting platform at <https://meetings.linkgroup.com/BBA24>; or
- **via phone conference** on 1800 416 518 (in Australia) or +61 2 9189 8864 (outside of Australia).

If you are attending in person, you will be required to register upon arrival. Registration will open at 5:30pm ACDT.

If you are attending the AGM online, it is recommended you login to the platform at least 15 minutes prior to the scheduled Meeting start time.

If you are attending the AGM via the phone conference facility, you must first obtain your PIN by calling our AGM service provider Link Market Services on 1800 990 363 (Australia and international) any time between 9:00am (ACDT) 31 October 2024 and 5:00pm (ACDT) 22 November 2024.

The Online Guide is available on our website at [beyondbank.com.au/agm](https://beyondbank.com.au/agm) and provides details about how to ensure your browser is compatible with the online platform as well as a step-by-step guide to successfully log in and navigate the site. It also includes information relating to participation via the phone conference facility.

Technical difficulties may arise during the course of the Meeting. The Chair has discretion as to whether and how the Meeting should proceed in the event that a technical difficulty arises. In exercising this discretion, the Chair will have regard to the number of members impacted and the extent to which participation in the business of the meeting is affected. Where the Chair considers it appropriate, the Chair may continue to hold the Meeting.

## Agenda

### 1. Ordinary Business

#### ITEM 1: Welcome

Welcome and opening by the Chair of the Board.

#### ITEM 2: Reports

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

#### ITEM 3: Election of Directors

To announce the Directors elected in the 2024 Director election.

### 2. Special Business

There are no items of special business to be considered at this meeting.

By Order of the Board of Directors



**Kristyn Verrall**  
Company Secretary

28 October 2024

# Information for Members

## Attending via the online platform

Members can participate in the AGM online at <https://meetings.linkgroup.com/BBA24>. You will be able to attend the AGM and ask questions, all online.

We recommend logging in to the online platform at least 15 minutes prior to the scheduled start time for the AGM by entering the BBA meeting link <https://meetings.linkgroup.com/BBA24> into a web browser on a mobile or online device. Make sure you have your member number ready or, if you are a proxyholder, you will need your proxy code which Link Market Services will provide via email no later than 24 hours prior to the AGM.

More information about online participation in the AGM is available in the Online Guide at [beyondbank.com.au/agm](https://beyondbank.com.au/agm)

## Attending via phone conference

Members can also participate in the AGM via a phone conference facility. You will be able to attend the AGM by phone and ask questions during the AGM.

You will need to contact Link Market Services before the AGM to obtain your unique PIN which will allow you to access the phone conference facility. Please contact Link Market Services on +61 1800 990 363 (Australia and international). You will need to advise your full name and your member number to obtain your PIN.

We recommend logging in to the phone conference at least 15 minutes prior to the scheduled start time for the AGM using the instructions below:

- call toll free 1800 798 136 (in Australia) or +61 2 9189 1102 (outside of Australia); and
- when prompted by the moderator, enter your unique PIN to be admitted to the AGM.

## Proxies

A member who is entitled to attend the AGM and vote has the right to appoint a proxy. A proxy need not be a member. A proxy form allows you to appoint a proxy to act on your behalf

to attend and participate in the meeting, and to vote on the resolutions and any procedural motions which may be proposed during the meeting.

If you wish to appoint a proxy, details of how to obtain and lodge a proxy form are available at [beyondbank.com.au/agm](https://beyondbank.com.au/agm). For more information on appointing a proxy, please refer to the section entitled "How to complete this Member Proxy Form" on the proxy form.

If you appoint the Chair of the Meeting as your proxy, or the Chair becomes your proxy by default, and you do not direct your proxy how to vote, then by submitting the proxy appointment you will be expressly authorising the Chair to exercise your proxy on the relevant resolution.

## Body corporate representatives

If a member is a body corporate, and a representative of that member is to attend the meeting virtually, the appropriate "Certificate of Appointment of Corporate Representative" must be received at [registrars@linkmarketservices.com.au](mailto:registrars@linkmarketservices.com.au) prior to the meeting. The relevant form may be obtained from the Company Secretary at [companysecretary@beyondbank.com.au](mailto:companysecretary@beyondbank.com.au) or at [linkmarketservices.com.au](https://linkmarketservices.com.au)

## Catering arrangements

To assist with catering arrangements please advise Vicki McLoughlin on 0436 378 166 or [vmcloughlin@beyondbank.com.au](mailto:vmcloughlin@beyondbank.com.au) by 18 November 2024, if you will be attending the AGM in person.

