

Travellers Choice Limited

MINUTES OF THE 15th ANNUAL GENERAL MEETING OF TRAVELLERS CHOICE LIMITED,
HELD 19 NOVEMBER 2020, VIRTUALLY VIA THE VERO VOTING TECHNOLOGY
PLATFORM

<p>1</p>	<p>OPENING AND APOLOGIES</p> <p><u>Shareholders present</u></p> <p>Trent Bartlett (Chairman), Christian Hunter (Managing Director and Company Secretary) plus 86 shareholders were present.</p> <p>The Chairman acknowledged the fact that this AGM was the Company's first virtual AGM and outlined proceedings for the meeting, including voting, asking questions and required procedures in the event of technical difficulties.</p> <p>The meeting was declared open at 11.00am AWST and all present were welcomed.</p> <p><u>Apologies</u></p> <p>The Secretary advised that apologies had been received from the following shareholders:</p> <p>Phil & Janet Dalley - Travel Makers Greg Close - Live the Dream Travel Debra Gibb - Why Travel Simone Kelly - Travel Bound and Cruise Wayne Hamilton - Transformation Travel and Cruise Neal Kembery - Travel 195 Floris Fluitsma - Orange Journeys Carolyn Allen - Warrantdyte Travel and Cruise Rowena Barnes - Triple R Travel Caroline Sage - Panorama Cruise and Travel Susan Wynne - Corowa Travel Link Mary Balmain - Twofold Travel Hayley Morris - Sisterhood Womens Travel Jane & Allen Hammacott - Cairns Travel Professionals Anjlee Shah - Magic Carpet Tours and Travel Herman Wubben - Herman's Tours & Travel</p> <p>It was acknowledged that the Constitution requires a quorum of at least seven shareholders in order for the meeting to be valid. The secretary confirmed that with 62 voting shareholders online at that time, a quorum was present.</p>
<p>2</p>	<p>DECLARATION OF PROXIES</p>

	<p>The Secretary declared that fourteen proxy votes had been received. Twelve of these were held by the Chair, who would be voting in favour of all resolutions. The remaining two proxies had not stipulated a voting preference and votes would be cast through the meeting.</p>
3	CONFIRMATION OF MINUTES FROM 2019 ANNUAL GENERAL MEETING
	<p>Minutes from the 2019 AGM held in Adelaide, SA on 15 November 2019 were presented for acceptance.</p> <p>Proposed: Carol Shaw Seconded: Peter Emms</p> <p>100% of votes were in favour and the resolution was carried.</p>
4	CHAIRMAN'S ADDRESS
	<p>The Chairman presented his report as contained in the 2019/20 Annual Report.</p>
5	CONSIDERATION OF REPORTS
	<p>The Secretary presented the 2019/20 financial reports, and shareholders were given the opportunity to make enquiries in relation to the reports and company audit.</p> <p>Proposed: Lisa Carter Seconded: Sue Holmes</p> <p>100% of votes were in favour and the resolution was carried.</p>
6	ELECTION OF DIRECTORS
	<p>Under section 14.2 of the constitution, Trinity Hastwell (Hastwell Travel & Cruise, SA) retired from the Board by rotation and offered herself for re-election. No further nominations were received, so Trinity was elected to the Board.</p>
7	SPECIAL RESOLUTION 1 – SHAREHOLDING REPURCHASE (DEPARTED MEMBERS)
	<p>An overview of the Special Resolution was provided by the Chairman, including reading of the Explanatory Memorandum which had been distributed with the Notice of Meeting.</p> <p>Shareholders were offered the opportunity to ask any questions in relation to this matter.</p> <p>Proposed: Mark Hastwell Seconded: Sue Holmes</p> <p>In line with requirements of The Corporations Act (2001), a Selective Buy-Back of shares requires a Special Resolution with 75 majority. 100% of votes were in favour of the resolution, which was carried.</p>
8	SPECIAL RESOLUTION 2 – SHAREHOLDING REPURCHASE (CURRENT MEMBERS)
	<p>The Chairman provided an overview of the Special Resolution, which again included reading of the Explanatory Memorandum which had been distributed with the Notice of Meeting.</p> <p>Shareholders were offered the opportunity to ask any questions in relation to this matter.</p> <p>Proposed: Mark Hastwell Seconded: Carol Shaw</p>

	In line with requirements of The Corporations Act (2001), a Selective Buy-Back of shares requires a Special Resolution with approval of a 75% majority. 94.87% of votes were in favour of the resolution, which was carried.
9	REMUNERATION OF DIRECTORS
	<p>The Chairman addressed the proposal for Director Fees to total \$78,348 plus superannuation for the coming year, which was a 30% reduction from the approved amount in the prior year.</p> <p>A number of questions had been submitted in advance of the meeting, which were addressed by the Chair and shareholders were provided the opportunity to ask any further questions in relation to the matter.</p> <p>Proposed: Michael O'Leary Seconded: Sue Holmes</p> <p>96.25% of votes were in favour and the resolution was carried.</p>
8	APPOINTMENT OF AUDITORS
	<p>It was proposed to re-appoint Anderson, Munro & Wyllie as Company Auditors.</p> <p>Proposed: Mark Hastwell Seconded: Marina Conte</p> <p>100% of votes were in favour and the resolution was carried.</p>
9	REMUNERATION OF AUDITORS
	<p>It was proposed that the remuneration of Auditors would be an amount negotiated by Directors.</p> <p>Proposed: Carol Shaw Seconded: Matt Walker</p> <p>100% of votes were in favour and the resolution was carried.</p>
10	GENERAL BUSINESS
	There was no general business from the floor.
11	CLOSURE
	There being no further business the meeting closed at 12.11pm AWST.
	CERTIFIED AS A TRUE AND ACCURATE RECORD.
	CHAIRMAN: Trent Bartlett DATE: 19 November 2020