



**VIVA**  
LEISURE

# AGM 2020

ANNUAL  
GENERAL  
MEETING

**6 November 2020**

## Board of Directors



**Bruce Glanville**  
Independent Chair



**Susan Forrester**  
Independent  
Non-Executive Director



**Mark McConnell**  
Non-Executive  
Director



**Rhys Holleran**  
Independent  
Non-Executive Director



**Harry Konstantinou**  
CEO &  
Managing Director

## Agenda

1. Ordinary Business – Consideration of the Annual Report & Financial Statements
2. Formal Business – Resolutions
3. An opportunity for General Questions

## Item 1 – Statement and Reports

To receive and consider the Annual Report, the Financial Report and the reports and statements of the Directors and of the Auditor for the year ended 30 June 2020.

Note: There is no requirement for shareholders to approve these reports.

## Item 2 – Ordinary Business

### 1. Adoption of Remuneration Report

To consider and, if thought fit, to pass the following Resolution as a non-binding ordinary resolution:

*"To adopt the Remuneration Report set out in the Directors' Report for the year ended 30 June 2020."*

Please note that the vote on Resolution 1 is advisory only.

For	Open	Against	Abstain
24,253,949 99.80%	11,264 0.05%	36,928 0.15%	76,184



## Item 2 – Ordinary Business

### 2. Election of Rhys Holleran as Non-Executive Director

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

*"That, Rhys Holleran, who retires in accordance with Clause 13.3 of the Company's Constitution and Listing Rule 14.5 and all other purposes, and being eligible, be elected as a Director of the Company."*

For	Open	Against	Abstain
49,710,528 99.97%	7,768 0.02%	8,000 0.02%	0

## Item 2 – Ordinary Business

### 3. Ratification of Placement

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

*“That, for the purposes of ASX Listing Rule 7.4 and for all other purposes, the issue on 6 December 2019 of a total of 7,547,170 fully paid ordinary shares in Viva Leisure Limited (Shares) at an issue price of \$2.65 per Share, on the terms and conditions set out in the Explanatory Memorandum accompanying this Notice, is ratified.”*

For	Open	Against	Abstain
45,856,018 99.49%	8,369 0.02%	227,318 0.49%	3,634,591

## Item 2 – Ordinary Business

### 4. Ratification of Placement

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

*“That, for the purposes of ASX Listing Rule 7.4 and for all other purposes, the issue on 16 June 2020 of a total of 1,339,109 fully paid ordinary shares in Viva Leisure Limited (Shares) at an issue price of \$2.20 per Share, on the terms and conditions set out in the Explanatory Memorandum accompanying this Notice, is ratified.”*

For	Open	Against	Abstain
43,483,018 99.47%	8,369 0.02%	225,318 0.52%	6,009,591



## Item 2 – Ordinary Business

### 5. Approval of 10% Placement Facility

To consider and, if thought fit, to pass the following Resolution as a **special resolution**:

*"That, pursuant to and in accordance with ASX Listing Rule 7.1A and for all other purposes, shareholders approve the issue of equity securities up to 10% of the issued capital of the Company (at the time of the issue) calculated in accordance with the formula prescribed in Listing Rule 7.1A.2 and on the terms and conditions described in the Explanatory Statement."*

For	Open	Against	Abstain
49,476,662 99.50%	8,369 0.02%	241,265 0.49%	0

## Item 2 – Ordinary Business

### 6. Approval of Issue of Options to Harry Konstantinou

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

*"That, approval be given:*

- a) for the purpose of Listing Rule 10.14 and all other purposes, for the Company to grant 750,000 Premium Priced options to Managing Director Harry Konstantinou or his nominee(s); and*
- b) for the purpose of section 200E of the Corporations Act, to the giving of a benefit to Managing Director Harry Konstantinou, in connection with any accelerated vesting of those Premium Priced options on cessation of Mr Konstantinou's employment with the Company or a related body corporate of the Company,*

*in each case under the Company's Long Term Incentive Plan on the terms and conditions described in the Explanatory Statement."*

For	Open	Against	Abstain
24,783,232 99.79%	8,369 0.03%	43,280 0.17%	76,778

# Questions or Comments

**Thank you!**