

13 September 2021



Dear Shareholder

Please find **enclosed** notice of the 2021 Cooks Global Foods Limited (the **Company**) AGM which will be held on Tuesday, 28 September 2021 starting at 2:00pm via the virtual meeting platform using the following link:

<https://us02web.zoom.us/j/82743314893?pwd=RmZWm1J2WdU5bDdZk2lYyZc3MwlaQT09>

Meeting ID: 827 4331 4893

Passcode: 709020

At the AGM I will comment on the performance of the Company for the financial year ended 31 March 2021. The presentation to shareholders will be available on the NZX and the Company's websites.

The **enclosed** shareholder voting form has detailed instructions on how shareholders may lodge their vote, or appoint a proxy to vote on their behalf if they are unable to attend.

Shareholders will be able to vote at the meeting using the Zoom private message functionality by sending their vote on each resolution along with their CSN number as directed by the chairman.

Shareholders may submit specific questions to the Board, in advance of the AGM, by emailing me at keith.jackson@cooksglobalfoods.com.

I look forward to seeing you then.

Yours faithfully

A handwritten signature in black ink that reads "Keith Jackson". The signature is written in a cursive style with a large initial "K".

Keith Jackson
Executive Chairman



NOTICE OF ANNUAL MEETING

Notice is hereby given that the 2021 annual meeting of shareholders of Cooks Global Foods Limited (the **Company**) will be held on Tuesday, 28 September 2021 starting at 2:00pm via the virtual meeting platform using the following link:

<https://us02web.zoom.us/j/82743314893?pwd=RmZWm1J2WdU5bDdZk2lYyZc3MwlaQT09>

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Agenda

- A. The Chairman's introduction.
- B. Presentation to shareholders.
- C. Shareholder discussion.
- D. Resolutions.

Resolutions

To consider and, if thought fit, to pass the following Ordinary Resolutions:

- 1 **Re-election of Graeme Keith Jackson:** that Graeme Keith Jackson, who retires in accordance with NZX Listing Rule 2.7.1, and being eligible for re-election, be re-elected as a director of the Company.
- 2 **Auditors:** that the Board is authorised to fix the auditor's remuneration.

Other Business

To consider any other matter that may properly be brought before the meeting.

Proxies

Any shareholder of the Company who is entitled to attend and vote at the meeting may appoint a proxy to attend and vote on their behalf. A corporation which is a shareholder may appoint a representative to attend the meeting on its behalf in the same manner as it could appoint a proxy. A proxy does not need to be a shareholder of the Company. The Chairman of the meeting can be appointed as a proxy. Where the Chairman is appointed as a discretionary proxy, he intends to vote in favour of all Resolutions.

To appoint a proxy you should complete and sign the enclosed Proxy Form and either return it by mail, fax or email to the share registrar of the Company:

By delivery:

Cooks Global Foods Limited
C/- Link Market Services Limited
Level 30, PwC Tower
15 Customs Street West
Auckland 1010

By Fax: +64 9 375 5990

By Email: meetings@linkmarketservices.co.nz (please put "Cooks Proxy Form" as the subject of the email for easy identification)

By mail:

Cooks Global Foods Limited
C/- Link Market Services Limited
PO Box 91976
Auckland 1142

Alternatively, to appoint your proxy and vote online please go to the Link Market Services website at <https://investorcentre.linkmarketservices.co.nz/voting/CGF> and follow the instructions. You will be

required to enter your holder number and FIN for security purposes. A shareholder will be taken to have signed the Proxy Form by lodging it in accordance with the instructions on the website.

The completed Proxy Form must be received no later than 48 hours before the meeting, being 2:00 pm on Sunday, 26 September 2021. Online proxy appointments must also be completed by this time. Registered shareholders at that time will be the only persons entitled to vote at the meeting and only the shares registered in those holders' names at that time may be voted at the meeting.

Ordinary Resolutions

All of the resolutions being put to the Meeting are ordinary resolutions. An ordinary resolution is a resolution passed by a simple majority of votes of those holders of securities of the Company which carry votes, are entitled to vote and are voting on the resolutions in person or by proxy.

EXPLANATORY NOTES

Resolution 1: Re-election of Graeme Keith Jackson

Graeme Keith Jackson retires due to having held office for three years and, being eligible, offers himself for re-election as a Director. The Board does not consider that Keith is an Independent Director given that he is both a substantial shareholder and, an executive of, the Company.

Keith is the current Executive Chairman of the Board. Keith founded Cooks Food Group (now Cooks Global Foods Limited) in 2008 via a merger of four companies.

Keith has an extensive background in management and governance with particular emphasis on the food and dairy industries. Keith was CEO of Tegel Foods for 16 years from 1980 to 1996, Deputy Chairman of Ernest Adams from 1998 to 2000 and Managing Director of Independent Dairy Producers, and is currently Chairman of the Advisory Board of Pic's Peanut Butter.

The Board unanimously recommends that shareholders vote in favour of Keith's re-election as Director.

Resolution 2: Auditors

William Buck is automatically reappointed as auditor under section 207T of the Companies Act 1993. This resolution authorises the Board to fix the fees and expenses of the auditor.