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13 May 2020

Grower Representative Member Elections – 2020

I am writing to advise that nominations are now open for the election of QSL Grower Representative Members who are ***elected holders***.

QSL Grower Representative Members are elected holders who are appointed to their position for a three-year period. Our current representatives were elected in 2017 and are now coming to the end of their term, prompting the 2020 election process.

Under the QSL Constitution, there are two categories of members of QSL – Mill Owner Members and Grower Representative Members. Our Grower Representative Members represent over 4000 growers around the state, with one representative from each single mill area. Where a mill area is part of a mill group, the number of representatives from that mill area is equal to the number of mills in that mill group. For example, there are four mills in the Burdekin mill group and so four elected representatives for that district.

In addition to these elected representatives, the Australian Cane Farmers Association (ACFA) and CANEGROWERS both appoint one representative each, bringing the total QSL Grower Representative Member positions to 23 (see attached list which sets out the mill areas and the number of Grower Representative Members allocated to each mill area). The election process does not apply for these two grower-group representatives, whose appointments are made by their respective organisations from time to time by notice in writing to QSL.

NOMINATIONS & THE ELECTION PROCESS

We are encouraging growers to nominate a representative from their mill area who is connected to growers, understands the needs of growers in their region, and has the enthusiasm and desire to be their voice and keep them updated on QSL's activities. Please see the enclosed Grower Member overview for further details about the role.

Should you know growers who would fit this criteria, please encourage them to consider nominating. To nominate as a representative for a mill area, they must be a sugar cane grower who supplies sugar cane under contract to the mill in the relevant mill area. Nomination forms must be lodged with QSL by **5pm QLD time on Friday 12 June 2020**. This can be easily done by the grower completing and signing the form and scanning the signed form to legal@qsl.com.au or by the grower giving the completed/signed form to their local QSL Grower Representative Officer.

To ensure growers are able to easily access nomination forms, we have made them available through the QSL website (www.qsl.com.au), their local mill and local grower organisation. To this end, we have attached a 'nomination pack' and would value your assistance with the nomination process. Included in this pack is a nomination form, Grower Member overview, Frequently Asked Questions, and details of the

existing Grower Representative Members. Additional copies are available by contacting us or downloading the documents from our website at www.qsl.com.au.

We are aiming to have all Grower Representative Members appointed by late August/early September 2020 to ensure they are provided with ample notice to attend the QSL 2020 AGM the following month. If QSL receives more nominations than the designated number of Grower Representative Members required for a particular mill area, that region will be notified that a vote will need to take place.

QSL will arrange any voting papers and notify all relevant parties of the election process through email correspondence and advertisements in QSL communications and grower organisation communications. Growers entitled to vote will be able to download a voting paper from our website or collect a hard copy from selected locations or from their local QSL Grower Representative Officer, before lodging their vote with QSL by a specified date. Votes will then be tallied and all relevant parties notified of the outcome of the election.

QSL Grower Representative Members are the voice of cane growers across the state and play a vital role in voting on key matters of importance. Therefore, I thank you in advance for your assistance with this important process.

If you have any queries, please don't hesitate to contact me or your local QSL representative.

Yours sincerely

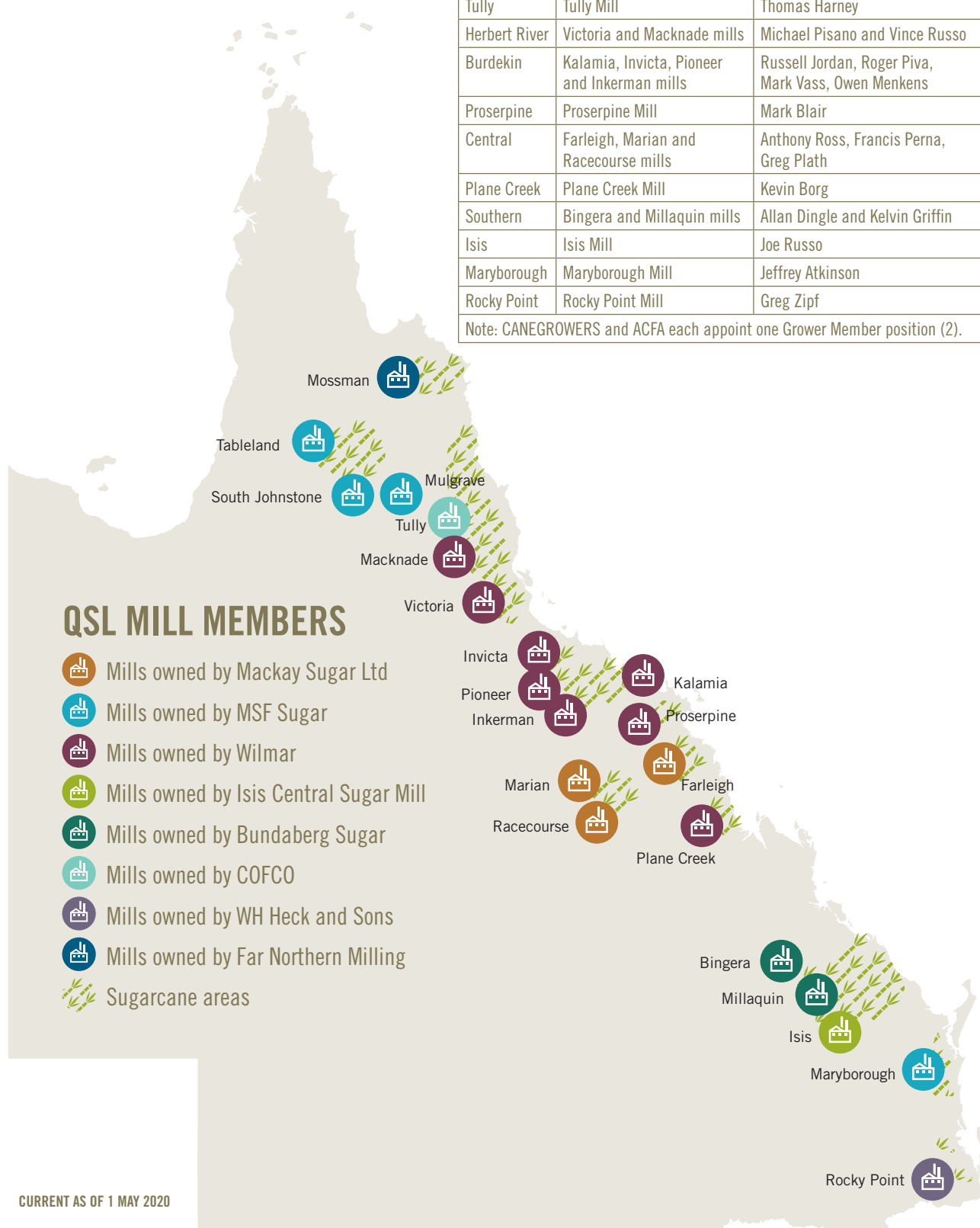


Greg Beashel
Managing Director/CEO

Grower Representative Members



Region	Mill Area	CURRENT Grower Representative Member/s as at 1 May 2020	Grower Member positions available (23)
Mossman	Mossman Mill	Gerard Puglisi	1
Tableland	Tableland Mill	Nirmal Chohan	1
Mulgrave	Mulgrave Mill	Jeffrey Day	1
Northern	South Johnstone Mill	Barry Stubbs	1
Tully	Tully Mill	Thomas Harney	1
Herbert River	Victoria and Macknade mills	Michael Pisano and Vince Russo	2
Burdekin	Kalamia, Invicta, Pioneer and Inkerman mills	Russell Jordan, Roger Piva, Mark Vass, Owen Menkens	4
Proserpine	Proserpine Mill	Mark Blair	1
Central	Farleigh, Marian and Racecourse mills	Anthony Ross, Francis Perna, Greg Plath	3
Plane Creek	Plane Creek Mill	Kevin Borg	1
Southern	Bingera and Millaquin mills	Allan Dingle and Kelvin Griffin	2
Isis	Isis Mill	Joe Russo	1
Maryborough	Maryborough Mill	Jeffrey Atkinson	1
Rocky Point	Rocky Point Mill	Greg Zipf	1
Note: CANEGROWERS and ACFA each appoint one Grower Member position (2).			2



QSL Fact Sheet

Current as of 10 May 2020

QSL Grower Representative Members Frequently Asked Questions

What is the role of the QSL Grower Representative Member?

QSL Grower Representative Members are the voice of cane growers from across the state, and represent the growers located in their local mill area. As well as being called upon to vote on key matters of importance at QSL general meetings, including the Annual General Meeting, they are a vital communication link between QSL and growers throughout Queensland. Not only are do they provide direct feedback to QSL on behalf of the growers in their region, they also play a pivotal role in QSL's regional engagement activities and the dissemination of QSL information and updates.

How many QSL Grower Representative Member positions are there?

There are a total of 23 QSL Grower Representative Members, which also includes one representative each from both CANEGROWERS QLD and the Australian Cane Farmers Association (ACFA).

Region	Mill Area	Grower Member positions (23)
Southern	Bingera and Millaquin	2
Central	Farleigh, Marian and Racecourse	3
Burdekin	Kalamia, Invicta, Pioneer and Inkerman	4
Herbert River	Victoria and Macknade	2
Northern	South Johnstone	1
One position at each of the following mill areas; Rocky Point, Maryborough, Isis, Plane Creek, Proserpine, Tully, Mulgrave, Mossman and Tableland (9).		
Note: CANEGROWERS QLD and ACFA each occupy one Grower Member position (2).		

How long is the Grower Representative Member term?

QSL Grower Representative Members hold their position for three years. To date, QSL has held a total of five Grower Representative Member elections; 2005, 2008, 2011, 2014 and 2017.

What if I am appointed and can't see out this term?

While we prefer that Grower Representative Members see out the full term, from time to time it is necessary for a Grower Representative Member to resign from the position due to exceptional circumstances. If this happens, the Chairman of QSL may appoint a grower from the relevant mill area to fill a casual vacancy until the next election is due to take place.

Is there any remuneration involved with this position?

There is no remuneration paid for this role, however reasonable travel expenses will be covered.

What sort of time commitment is involved?

Grower Representative Members are expected to attend the QSL AGM and other special meetings as they are called, however they may send a proxy on their behalf if they are unable to attend. QSL also endeavours to hold four Grower Member workshops each year, usually in Brisbane. Again, if a Grower Representative Member is unable to attend, they may send a proxy. At a local level, our Grower Representative Members are encouraged to meet regularly with local QSL personnel for briefings and to ensure their feedback is incorporated into local engagement activities.

How do Grower Representative Members make the most of their role?

As the voice of growers, QSL wants to hear from Grower Representative Members. To make the most of their role, they are encouraged to:

- Keep connected to their local QSL Grower Services Team and provide feedback to QSL.
- Keep informed by reading QSL's weekly updates, news stories and other information.
- Attend the events that QSL holds in their area and the specific workshops hosted for Grower Representative Members.
- Share their understanding of QSL and the value it provides to the industry with others.

What benefits are there in being a Grower Representative Member?

QSL Grower Representative Members are the voice of cane growers from across the state. As a conduit between QSL and the industry it serves, you have a unique opportunity to contribute to the Queensland sugar industry.

Do Grower Representative Members have input into the day-to-day running of QSL?

No, Grower Representative Members do not have input into the day-to-day running of QSL, however we do welcome feedback. QSL is owned by the industry and has a membership which is structured to have equal representation between growers and millers. Therefore, Grower Representative Members have voting rights at the AGM and other special meetings as they are called.

How do I put my hand up to become a QSL Grower Representative Member?

To nominate as a grower representative for a mill area, you must be a sugar cane grower who supplies sugar cane under contract to a mill in your relevant mill area. Simply fill out the nomination form available on QSL's website (www.qsl.com.au) and return it to QSL by **5pm (QLD time) on Friday 12 June 2020**.



If I have previously been a QSL Grower Representative Member, can I nominate again?

Yes, there are no restrictions to the number of terms you can nominate and/or serve for.

Do I need to be a member of an industry organisation such as CANEGROWERS or ACFA to nominate?

No, you do not need to be a member or affiliate of an industry organisation to nominate.

What if I live in one mill area but supply sugar cane under contract to a mill in a different mill area?

You must nominate yourself, or a representative, for the mill area in which the mill that you have a cane supply agreement is situated. For example, if you have a contract to supply sugar cane to the Isis Mill, then you can only nominate as a grower representative for the Isis mill area.

When do nominations have to be submitted by?

Completed nomination forms must be received by QSL by no later than 5pm QLD time on Friday 12 June 2020.

What happens if you receive more nominations than there are positions in a mill area?

If QSL receives more nominations than the designated number of Grower Members referable to a particular mill area, a vote will take place. That mill area will be notified that a vote is to take place, and voting papers will be made available. If we receive the same number of nominations as positions available in a particular mill area, then those nominated will be appointed to the position without any need for voting.

How are nominations and votes counted?

The nominations and votes will be reviewed and counted in the presence of an independent scrutineer.

When will Grower Representative Members be appointed?

QSL is working towards having all Members appointed prior to the QSL Annual General Meeting due to be held on 23 October 2020. The intention is for the newly appointed Grower Representative Members to attend the 2020 AGM.

I have some questions about the role/the nomination process. Is there someone I can speak to about this?

Your local QSL representative can help with any questions you may have, or you can contact Cathy Kelly on 0409 285 074.

QUEENSLAND SUGAR LIMITED
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ELECTION GROWER REPRESENTATIVE MEMBERS 2020

NOMINATION FORM

Please complete this form using block letters. This nomination form must be received by Queensland Sugar Limited by no later than **5:00 pm QLD time on Friday 12 June 2020** via post, fax, email or in person to:

The Company Secretary, Queensland Sugar Limited | GPO Box 891, Brisbane QLD, 4001
Level 12, 348 Edward Street, Brisbane QLD 4000
Email: legal@qsl.com.au

I wish to nominate for the position of Elected Holder to be a **Grower Representative Member** of Queensland Sugar Limited to represent a Mill Area.

I certify that I am a “grower” owning or leasing sugar cane farms within the Mill Area related to the following mill/mills and that I supply sugar cane under contract to such mill/s:

Name of grower:

Name of mill/mills:

Residential address:

Postal address:

(if different from residential address)

Phone:

Email:

If elected as a Grower Representative Member, **I agree to be bound by the constitution of Queensland Sugar Limited as a member.** I acknowledge the rights of members of the Company are as set out in the constitution or as otherwise set out as at law and that members have no direct role in the management of the Company or in the deliberations of the Board of Directors of the Company.

I have / have not (delete whichever is not applicable) included with this nomination, a profile of not greater than 200 words for inclusion with the voting papers distribution for this election (voting will only be held if there is more than one nomination for each vacancy).

Signature of nominee:

Date:

ELECTION OF GROWER MEMBERS 2020

INFORMATION SHEET

Eligibility To nominate as a grower representative for a Mill Area, the person nominating must be a “grower” who owns or leases a sugar cane farm in that Mill Area and supplies sugar cane under contract to a mill in that Mill Area.

Closing date You must sign and return this nomination form so that it is received by Queensland Sugar Limited by no later than **5:00 pm QLD time on Friday 12 June 2020** via post, fax, email or in person to:

The Company Secretary, Queensland Sugar Limited | GPO Box 891, Brisbane QLD, 4001
Level 12, 348 Edward Street, Brisbane QLD 4000
Email: legal@qsl.com.au

Forms received unsigned or after this time **will not** be considered.

Profile

A person nominating may send a personal profile of not more than 200 words along with their nomination form. In the event of that there is more than one nominee for each vacancy and a vote is required, this will be sent along with voting papers to those growers who express an interest to vote.

Role of an Elected Holder as a Grower Representative Member

The rights of an Elected Holder as a **Grower Representative Member** of the Company are as set out in the constitution or as otherwise set out as at law. **Grower Representative Members** have no direct role in the management of the Company or in the deliberations of the Board of Directors of the Company. As a member, your rights are principally in relation to attending and voting on matters required to be put to a vote at a members’ general meeting. There is no remuneration paid for this position, however reasonable travel expenses will be met by QSL.

Definitions from QSL’s Constitution

Elected Holder means a Grower who is elected or appointed as a Grower Representative to represent a Mill Area in accordance with Article 8A.

Grower Representative Members means the Members for the time being who are Grower Representatives.

Grower Representative means a person appointed from time to time by Australian Cane Farmers Association Limited and a person appointed from time to time by Queensland Cane Growers Organisation Limited, in each case as notified in writing from time to time by the appointor to the company, **or** an Elected Holder.

Grower means a person who supplies sugar cane under contract to a Mill either alone or with others, but does not include:

- (a) a person who is a Mill Owner; and
- (b) a corporation that is a subsidiary of another corporation (within the meaning of the Corporations Law) when the other corporation is a Mill Owner.

Mill means a building or other structure located in Queensland that is equipped for the manufacture of sugar from cane and is either in operation or not permanently closed.

Mill Area means:

- (a) in relation to a Mill which is supplied by Growers under an agreement with the Mill Owner which provides that the relevant Growers shall supply sugar cane to that particular Mill, the area comprising all sugar cane farms that supply the Mill;
- (b) in relation to a group of Mills in a single Region owned by a single Mill Owner (the **Mill Group**) which is supplied by Growers under an agreement with the Mill Owner which provides that the relevant Growers shall supply the Mill Owner with sugar cane and where the Mill Owner then processes the sugar cane at any one of the Mills constituting the Mill Group, the area within the Region comprising all sugar cane farms that supply the Mill Owner of the Mill Group,

except where the Directors, considering the particular circumstances of a Region, determine otherwise (provided that following any such determination the total number of Elected Holders for a Region must equal the total number of Mills in the Region).

Region means each of the following

- (a) the Northern Region
- (b) the Herbert River Region
- (c) the Burdekin Region
- (d) the Central Region
- (e) the Southern Region

such regions being as generally understood by participants in the Queensland sugar industry or, in the event of any conflict or ambiguity, as determined by the Directors.

Clause 8A of the QSL Constitution

- (a) The Growers owning or leasing sugar cane farms in each Mill Area are entitled to elect:
 - (i) in the case of a Mill Area referable to a single Mill, a single Grower from the relevant Mill Area as an Elected Holder; and
 - (ii) in the case of a Mill Area referable to a Mill Group, a number of Growers from the relevant Mill Area equal to the number of Mills in the Mill Group as Elected Holders,
- except where the Directors, considering the particular circumstances of a Region, determine otherwise (provided that following any such determination the total number of Elected Holders for a Region must equal the total number of Mills in the Region).

Mill Areas and number of Grower Representative Member positions

Region	Mill Area	Grower Member positions available (23)
Southern	Bingera and Millaquin	2
Central	Farleigh, Marian and Racecourse	3
Burdekin	Kalamia, Invicta, Pioneer and Inkerman	4
Herbert River	Victoria and Macknade	2
Northern	South Johnstone	1
One position at each of the following mill areas; Rocky Point, Maryborough, Isis, Plane Creek, Proserpine, Tully, Mulgrave, Mossman and Tableland (9).		
Note: CANEGROWERS and ACFA each occupy one Grower Member position (2).		

*We take your privacy very seriously. View our [Privacy Statement](#) on QSL's website at www.qsl.com.au
When you make enquiries of QSL or sign up for QSL news or information, you thereby consent to QSL collecting and using the personal information that you provide to QSL in the operation of QSL's business, which may include direct marketing. You may opt out of receiving marketing material or information from us at any time by simply contacting us on info@qsl.com.au or the QSL Company Secretary on Telephone +61 7 3004 4400. Under its constitution and the law, QSL is however required to send members of QSL (including Grower Representative Members) certain information in your capacity as a Grower Representative Member – this cannot be opted out of.*

QSL GROWER MEMBER OVERVIEW

QSL Grower Members are the voice of cane growers from across the state

WHAT IS YOUR ROLE?

As one of 23 Grower Representative Members from around the state, you represent growers in your local mill area and act as a conduit between QSL and the industry it serves.

Not only do you provide direct feedback to QSL from your district, you play an active part in our regional engagement activities and share QSL information and updates with your fellow growers.

You also attend and contribute to Grower Member workshops and other special meetings as they are called, including the QSL Annual General Meeting.

OUR PROMISE TO YOU

We are committed to working hard to ensure your time as a Grower Representative Member is a valuable experience.

We promise to listen to the feedback you provide us and explore the ideas you put forward. We will keep you updated on our activities and provide you with an in-depth understanding of the services and products we offer.

MAKING THE MOST OF YOUR ROLE

You are the voice of growers and we want to hear from you. Keep connected to your local QSL Grower Services Team and provide feedback to them. Keep informed by reading QSL's weekly updates, news stories and other information we send you. The QSL website is also a great source of information. Attend grower sessions that QSL holds in your area and the workshops we host for Grower Representative Members. Importantly, share your understanding of QSL and the value we provide to the industry with others.

YOUR OBLIGATIONS

In addition to the regular activities outlined above, as a Grower Representative Member you are expected to attend the QSL Annual General Meeting and other special meetings as they are called. However, you may send a proxy on your behalf if unable to attend. It should be noted that while there is no remuneration paid for this role, reasonable travel expenses will be covered.

