

**Cash Converters International
Limited**

ABN 39 069 141 546

**Notice of
2021 Annual General Meeting,**

**Tuesday 26 October 2021
Commencing at 8:00am (Western Standard Time)**

Dear Shareholder

You are invited to attend the 2021 Annual General Meeting (“Meeting” or “AGM”) of Cash Converters International Limited (“Company”) which will be held on Tuesday, 26 October 2021 at 8:00am (WST).

In response to remaining Government restrictions and the potential health risks arising from the COVID-19 pandemic, the Company has decided that it will hold this year’s Meeting virtually. Shareholders will be able to participate in the AGM in real time through the Lumi meeting platform that allows shareholders to view and listen to the Meeting, submit questions and vote while the Meeting is in progress. Visitors to the Meeting will be able to listen to the Meeting via the Lumi meeting platform but will not have access to vote or ask questions.

Shareholders can participate in the Meeting online with the following details:

Online Meeting URL: <https://web.lumiagm.com/392993319>

Unique Meeting ID: 392-993-319

If you are planning to participate in the Meeting using the online platform referred to above, we encourage you to submit a proxy and any questions ahead of the meeting.

Shareholders can lodge their proxy online at <https://www.investorvote.com.au/Login> (Control Number: **185760**) or complete and return a hard- copy proxy form by 8:00am (WST) on Sunday, 24 October 2021, being not less than 48 hours before the commencement of the Meeting. Any proxy voting instructions received after that time will not be valid for the Meeting. Hard copy proxy forms can be obtained by contacting Computershare on 1300 653 310 (within Australia) or +61 3 9415 4000 (outside Australia).

Shareholders are also invited to submit questions ahead of the Meeting by sending an email to info@cashconverters.com - questions must be submitted by 5:00pm (WST) on Tuesday, 19 October 2021.

On behalf of the Board, we look forward to welcoming you to the Company’s 2021 AGM.

Yours sincerely

LK Crockett

Leslie Crockett

Company Secretary

How to participate in the 2021 AGM

Watch and participate live online

Shareholders and proxyholders can watch, vote, make comments and submit questions during the AGM via the online platform in the following ways:

1. entering the following URL in your browser: <https://web.lumiagm.com/392993319>
2. by using the Lumi AGM app, which can be downloaded from the Apple App or Google PlayStores by searching for 'Lumi AGM'

Unique Meeting ID: 392-993-319

To do this, you will need a computer or mobile/tablet device with internet access.

Shareholders: When you log onto the online platform, you will need to provide your details (including SRN/HIN and postcode) to be verified as a shareholder. Your SRN/HIN is commonly found on holding statements or payment advices. If you cannot locate your SRN you can call Computershare on 1300 653 310 (within Australia) or +61 3 9415 4000 (outside Australia).

Proxyholders: When you log onto the online platform, you will need your 'Proxy Number'. Computershare will make every attempt to contact proxyholders, but this will only be possible if a phone number or email address for the shareholder or proxyholder has been provided to Computershare. Proxyholders should contact Computershare on +61 3 9415 4024, to confirm their login details.

More information about how to use the AGM online platform to participate in the AGM is available in the AGM Online Voting Guide, which will be published on the ASX and the Company's website.

Other options for voting

Shareholders who are unable to join us at the AGM are encouraged to appoint a proxy to attend and vote on your behalf. If you direct your proxy how to vote, your votes will be cast at the Meeting in accordance with your directions.

Shareholders can appoint a proxy online at www.investorvote.com.au or by following the instructions on the proxy form. These must be received by no later than 8:00am (WST) on Sunday, 24 October 2021 to be valid.

Even if you plan to attend the virtual AGM, you are still encouraged to submit a directed proxy in advance of the Meeting so that your votes can still be counted if for any reason you cannot attend (for example, if there is an issue with your internet connection on the day of the Meeting).

Options for asking questions

Shareholders may direct questions during the Meeting to the Chairman about the operations and management of the Company, or to the Company's external auditor.

Shareholders are also able to submit written questions to the Company or auditor in advance of the AGM. Questions should be submitted by sending an email to info@cashconverters.com. Questions must be submitted no later than 5:00pm (WST) on Tuesday, 19 October 2021.

The Company will endeavour to address as many of the more frequently raised relevant questions as possible during the Meeting.

However, there may not be sufficient time available at the Meeting to address all the questions raised. Please note that individual responses will not be sent to shareholders, and that the auditor is not obliged to provide written answers.

Notice of Annual General

Cash Converters International Limited ("the Company") will hold its virtual 2021 Annual General Meeting ("Meeting" or "AGM") at 8:00am (WST) on Tuesday 26 October 2021 for the purpose of transacting the business set out in this Notice.

BUSINESS OF THE MEETING

ORDINARY BUSINESS

1. Financial statements and reports

To receive and consider the financial statements and the reports of the directors and of the auditor for the year ended 30 June 2021.

Note: There is no requirement for Shareholders to approve the financial statements and reports.

2. Resolution 1 - Re-election of Mr Peter Cumins

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

"That Mr Peter Cumins, being a Director of the Company who retires by rotation under clause 52.1 of the Company's Constitution, and being eligible, is re-elected as a Director of the Company"

3. Resolution 2 - Election of Mr Sam Budiselik

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

"That Mr Sam Budiselik, who having been appointed Managing Director of the Company since the last Annual General Meeting, is elected as Managing Director of the Company."

4. Resolution 3 - Election of Mr Henry Shiner

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

"That Mr Henry Shiner, who having been appointed a Director of the Company since the last Annual General Meeting, retires under clause 51.2 of the Company's Constitution, and being eligible, is elected as a Director of the Company."

5. Resolution 4 - Non-binding resolution to adopt the remuneration report

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

"That the remuneration report of the Company for the financial year ended 30 June 2021 be adopted."

Note: The vote on this resolution is advisory only and does not bind the Company or the directors.

Voting Exclusion Statement

The Company will disregard any votes cast on Resolution 4:

- by or on behalf of a member of the Key Management Personnel ("KMP") named in the Company's 2021 remuneration report or their Closely Related Parties, regardless of the capacity in which it is cast;
- as a proxy by a member of the KMP at the date of the Meeting or their Closely Related Parties; unless the vote is cast as proxy for a person entitled to vote on Resolution 4;
- in accordance with a direction on the Proxy Form; or
- by the Chairperson of the Meeting pursuant to an express authorisation to exercise the proxy as the Chairman decides even though it is connected directly or indirectly with the remuneration of a member of the KMP.

Notice of Annual General

SPECIAL BUSINESS

6. Resolution 5 – Approval of the Cash Converters Equity Incentive Plan

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

“That, for the purposes of Listing Rule 7.2, Exception 13(b) and for all other purposes, approval be given for the issue of securities under the Company’s Equity Incentive Plan as described in the Explanatory Memorandum.”

Voting Exclusion Statement

The Company will disregard any votes cast on Resolution 5:

- in favour of the resolution by or on behalf of a director or employee of the Company who is eligible to participate in the Company’s Equity Incentive Plan, or any of their associates; and
- as a proxy by a member of the KMP at the date of the Meeting or their Closely Related Parties, unless the vote is cast on Resolution 5 by:
- a person as proxy or attorney for a person entitled to vote on the resolution, in accordance with directions given to the proxy or attorney to vote on the resolution in that way; or
- the Chairperson of the Meeting as proxy or attorney for a person entitled to vote on the resolution, in accordance with a direction given to the Chairperson to vote on the resolution as the Chairperson decides (even though Resolution 5 relates to the remuneration of a member of the KMP); or
- a holder acting solely in a nominee, trust, custodial or other fiduciary capacity on behalf of a beneficiary provided the following conditions are met:
 - the beneficiary provides written confirmation to the holder that the beneficiary is not excluded from voting, and is not an associate of a person excluded from voting, on the resolution; and
 - the holder votes on the resolution in accordance with directions given by the beneficiary to the holder to vote in that way.

7. Resolution 6 – Approval of grant of performance rights to the Chief Executive Officer and Managing Director

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

“That, for the purposes of ASX Listing Rule 10.14 and all other purposes, approval be given for the grant of 3,256,578 performance rights to Mr Sam Budiselik, Chief Executive Officer and Managing Director of the Company, under the Company’s Equity Incentive Plan on the terms described in the Explanatory Memorandum.”

Resolution 6 is proposed conditional on the passing of Resolution 2. If Resolution 2 is not passed, Resolution 6 will not be tabled for consideration.

Voting Exclusion Statement

The Company will disregard any votes cast on Resolution 6:

- in favour of the resolution by or on behalf of Mr Budiselik or any of his associates; and
- as a proxy by a member of the KMP at the date of the Meeting or their Closely Related Parties, unless the vote is cast on Resolution 6 by:
- a person as proxy or attorney for a person entitled to vote on the resolution, in accordance with directions given to the proxy or attorney to vote on the resolution in that way; or
- the Chairperson of the Meeting as proxy or attorney for a person entitled to vote on the resolution, in accordance with a direction given to the Chairperson to vote on the resolution

Notice of Annual General

as the Chairperson decides (even though Resolution 6 relates to the remuneration of a member of the KMP); or

- a holder acting solely in a nominee, trust, custodial or other fiduciary capacity on behalf of a beneficiary provided the following conditions are met:
 - the beneficiary provides written confirmation to the holder that the beneficiary is not excluded from voting, and is not an associate of a person excluded from voting, on the resolution; and
 - the holder votes on the resolution in accordance with directions given by the beneficiary to the holder to vote in that way.

8. Resolution 7 – Constitution

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

“That the changes to the Company’s Constitution described in the Explanatory Note to this resolution and as tabled at the Annual General Meeting and signed by the Chair of the Annual General Meeting for identification purposes be made with effect from the close of the Annual General Meeting.”

Resolution 7 is proposed as a special resolution. Therefore, for it to be passed, at least 75% of the votes cast by the Company’s shareholders will need to be in favour of the resolution.

Explanatory Memorandum

Shareholders are referred to the attached Explanatory Memorandum forming part of this Notice of Meeting.

By order of the Board

LK Crockett

Leslie Crockett
Company Secretary
24 September 2021

Notice of Annual General

TECHNICAL DIFFICULTIES

Technical difficulties may arise during the online Meeting. The Chairman has discretion as to whether and how the online Meeting should proceed if a technical difficulty arises. In exercising his discretion, the Chairman will have regard to the number of shareholders impacted and the extent to which participation in the business of the Meeting is affected. Where he considers it appropriate, the Chairman may continue to hold the online Meeting and transact business, including conducting a poll and voting in accordance with valid proxy instructions.

VOTING

ELIGIBILITY TO ATTEND AND VOTE

You are eligible to vote at the Meeting if you are registered as a shareholder of the Company as at 8:00am (WST) on Sunday, 24 October 2021.

REGISTRATION

Shareholders can register to attend the AGM virtually and vote via the online platform at www.web.lumiagm.com/372765520. Online registration for the AGM will commence from 7:00am (WST) on Tuesday, 26 October 2021.

APPOINTING A PROXY

A Shareholder entitled to attend, and vote has a right to appoint a proxy to attend and vote at the Meeting instead of the Shareholder. A proxy need not be a Shareholder and can be either an individual or a body corporate. If a Shareholder appoints a body corporate as a proxy, that body corporate will need to ensure that it:

- appoints an individual as its corporate representative to exercise its powers in accordance with s250D of the Corporations Act; and
- provides satisfactory evidence of the appointment of its corporate representative.

A Shareholder that is entitled to cast two or more votes may appoint up to two proxies to attend the Meeting and vote on its behalf and may specify the proportion or number of votes that each proxy is entitled to exercise. If no proportions are specified, each proxy may exercise half the available votes on a poll. If a shareholder requires proxy forms, please request a form by contacting Computershare on 1300 653 310 (within Australia) or +61 3 9415 4000 (outside Australia).

For an appointment of proxy to be effective for the Meeting, the Company must receive the proxy appointment in accordance with the instructions given below by 8:00am (WST) on Sunday, 24 October 2021. If a proxy form is signed under power of attorney on behalf of a shareholder, then the Company must receive the original power of attorney or a certified copy of it by the same time.

You may direct your proxy to vote for a resolution, against a resolution or abstain from voting on a resolution. Any abstained votes will not be counted in computing the required majority on a poll. In the absence of such a direction, the proxy is authorised to vote or abstain from voting on any resolution at their discretion, subject to applicable voting restrictions.

If you submit a proxy form and you do not appoint any person or persons as your proxy on the proxy form, the Chairman of the Meeting will be appointed as your proxy by default. If your named proxy does not vote in accordance with your instructions on a resolution, the Chairman will become your proxy for that resolution and will vote in accordance with your directed proxy.

PROXY VOTING BY MEMBERS OF KMP

If you appoint a member of the Company's KMP or one of their Closely Related Parties as your proxy, they will not be able to cast your votes on Resolution 4, 5 and 6, unless you direct them how to vote, or the Chairman of the Meeting is your proxy.

Notice of Annual General

If you appoint the Chairman of the Meeting as your proxy, or the Chair of the Meeting becomes your proxy by default, and you do not mark a voting box for Resolution 4, 5 and 6, then by completing the proxy form you will be expressly authorising the Chairman to vote on Resolution 4, 5 and 6 as the Chairman decides, even though it relates to the remuneration of the Company's KMP.

CHAIRMAN'S VOTING INTENTIONS

The Chairman intends to vote all undirected proxies on, and in favour of, all resolutions set out in this Notice. All resolutions will be decided by a poll. Please refer to the Explanatory Memorandum for further information on the proposed resolutions and applicable voting exclusions.

LODGING YOUR PROXY

Proxies may be lodged in the following ways:

Online	At www.investorvote.com.au (by following the instructions set out on the website)
By Mail	Share Registry – Computershare Investor Services Pty Limited GPO Box 242 Melbourne VIC 3001
By Fax	(in Australia) 1800 783 447 (outside Australia) +61 3 9473 2555
By Mobile	Scan the QR Code on your proxy form and follow the prompts
Custodian Voting	For intermediary online subscribers only (custodians) please visit www.intermediaryonline.com to submit your voting intentions

IMPORTANT NOTICE

Please read this document carefully, as it contains important information.

This Explanatory Memorandum has been prepared to help Shareholders understand the business to be considered at the Meeting.

1. FINANCIAL STATEMENTS AND REPORTS

The Corporations Act requires the annual financial report, directors' report, and auditor's report of the Company for the year ended 30 June 2021 to be laid before the Annual General Meeting.

The Corporations Act does not require a vote of Shareholders on the reports or statements. However, Shareholders will be given ample opportunity to raise questions or comments on the management of the Company. The annual financial report, directors' report and auditor's report are contained in the Company's 2021 Annual Report and can be accessed at www.cashconverters.com/investor-centre.

Also, a reasonable opportunity will be given to Shareholders at the Meeting to ask the Company's auditor questions relevant to the conduct of the audit, the preparation and content of the auditor's report, the accounting policies adopted by the Company in relation to the preparation of the financial statements and the independence of the auditor in relation to the conduct of the audit.

2. – 4. RE-ELECTION AND ELECTION OF DIRECTORS (Resolutions 1 to 3)

There are three resolutions dealing with the re-election or election of directors. These are:

Resolution 1: Re-election of Mr Peter Cumins

Resolution 2: Election of Mr Sam Budiselik

Resolution 3: Election of Mr Henry Shiner

The following director changes relevant to the composition of the Board are as follows:

- Mr Peter Cumins was last re-elected in 2018 and will voluntarily seek re-election for a three-year period.
- Mr Sam Budiselik was appointed to the Board as Managing Director since the last Annual General Meeting in accordance with clause 51.1 of the Constitution. Accordingly, Mr Sam Budiselik will seek election at the AGM.
- Mr Henry Shiner was appointed to the Board since the last Annual General Meeting to fill casual vacancies in accordance with clause 51.1 of the Constitution. Accordingly, Mr Henry Shiner will seek election at the AGM for a three-year period. Background checks were completed before his appointment to the Board.

Each election and re-election will be dealt with as a separate resolution.

The experience, qualifications and other information about each director is provided below.

Explanatory Memorandum

Resolution 1 – Re-election of Mr Peter Cumins

Executive Deputy Chairman

Mr Cumins joined the Company in August 1990 as Finance and Administration Manager when the Company had 23 stores, becoming General Manager in March 1992. He became Managing Director in April 1995. Mr Cumins moved from this role to the role of Executive Deputy Chairman on 23 January 2017.

Mr Cumins is a qualified accountant and has overseen the major growth in the number of franchisees in Australia as well as the international development of the Cash Converters franchise system. His experience in the management of large organisations has included senior executive positions in the government health sector, specifically with the Fremantle Hospital Group, where he was Finance and Human Resources Manager.

Recommendation - Resolution 1

The Board (with Mr Cumins abstaining) unanimously recommends that Shareholders vote in favour of Mr Cumins's re-election.

Resolution 2 – Election of Mr Sam Budiselik

Managing Director

Mr Budiselik was appointed Chief Executive Officer in February 2020 after serving as Chief Operating Officer (COO) and interim CEO. Before joining Cash Converters, he was COO at stockbroking and wealth management firm Patersons Securities, in addition to holding a number of director positions across franchise, consulting and commercial drone businesses.

Mr Budiselik has spent a total of 12 years abroad during his career working for investment banks UBS and Barclays Capital in London, New York, and Singapore before returning to Australia.

Recommendation - Resolution 2

The Board (with Mr Budiselik abstaining) unanimously recommends that Shareholders vote in favour of Mr Budiselik's election.

Resolution 3 – Election of Mr Henry Shiner

Mr Henry Shiner

Independent, non-executive director

Member of the Governance, Remuneration and Nomination Committee

Member of the Audit and Risk Committee

Member of the Board Investment Committee

Mr Shiner most recently served as Vice President – Chief Information Officer of McDonald's Australasia since 2007, where he was responsible for IT strategy and implementation for the McDonald's business across Australia, New Zealand, and the Pacific Islands. Mr Shiner has held non-executive director roles on the National Board of Ronald McDonald Charities, Craveable Brands, DragonTail Systems, Guroo Producer, Slikr, AirService and Advisory Board roles with numerous other companies.

Prior to McDonald's, Mr Shiner held Senior Executive positions in Norske Skog, Fletcher Challenge Paper, Honeywell Ltd and AGL. His experience across these companies has included leading strategic planning, technology strategy and development, franchising, cyber security, manufacturing operations and governance and quality management. Mr Shiner's wealth of Executive and Board experience and personal commitment to seeing others succeed make him a welcome addition to the Cash Converters Board.

Explanatory Memorandum

In addition to an Honours Degree in Chemical Engineering, Mr Shiner has graduated in Management Studies focused on global strategy execution from the IMD School at Lausanne, Switzerland and is a member and graduate of the Australian Institute of Company Directors.

Recommendation - Resolution 3

The Board (with Mr Shiner abstaining) unanimously recommends that Shareholders vote in favour of Mr Shiner's election.

5. ADOPTION OF REMUNERATION REPORT (Resolution 4)

The Corporations Act requires ASX-listed companies to put a remuneration report relating to director and executive remuneration for each financial year to a resolution of members at their Annual General Meeting. The remuneration report is included in the Directors' report of the Company's annual financial report, which is available on the Company's website.

Under section 250R(3) of the Corporations Act, the vote is advisory only and does not bind the Directors or the Company. However, the Board will take discussion on this Resolution and the outcome of the vote into account when considering the Company's remuneration policy.

Recommendation - Resolution 4

The Board unanimously recommends that Shareholders vote in favour of Resolution 4.

6. ADOPTION OF CASH CONVERTERS EQUITY INCENTIVE PLAN RULES (Resolution 5)

Resolution 5 is proposed as an ordinary resolution.

The Board has recently adopted the Cash Converters Equity Incentive Plan ("Plan") under which certain eligible employees and directors of the Company and its subsidiaries ("Eligible Employees") may be granted equity awards from time to time. The Plan replaces the existing Cash Converters Rights Plan previously approved by Shareholders at the Company's 2018 annual general meeting.

The Plan is designed to align the interests of Eligible Employees more closely with the interests of Shareholders by providing an opportunity for Eligible Employees to receive an equity interest in the Company and to share in any future growth in value of the Company through the granting of equity awards in the Company under the Plan.

The Plan provides flexibility for the Company to grant options to acquire Shares, rights to acquire Shares and/or Shares as incentives ("Awards"), subject to the terms of individual offers. It is intended that the Plan will be used to facilitate the grant of performance rights as the long-term incentive component of the remuneration of Eligible Employees commencing from FY22. In future years, it may be used to deliver other types of equity awards to reward, retain or incentivise Eligible Employees.

Why is shareholder approval being sought?

ASX Listing Rule 7.1 provides that a listed company must not, without the approval of its shareholders, issue new securities of more than 15% of the securities already on issue in any 12-month period.

Exception 13(b) of ASX Listing Rule 7.2 provides that an issue of securities under an employee incentive scheme will be treated as an exception to ASX Listing 7.1 if, within 3 years before the date of issue of the securities, the shareholders of the listed company have approved the issue of securities pursuant to the relevant employee incentive scheme as an exception to ASX Listing Rule 7.1.

Explanatory Memorandum

Accordingly, Resolution 5 seeks the approval of Shareholders for any issue of securities under the Plan for the purposes of ASX Listing Rule 7.2, Exception 13(b) so that, to the extent that securities issued under the Plan (including the grant of any equity Awards under the Plan, and any issue of Shares under the Plan upon exercise of Awards) in the 3-year period following shareholder approval, those securities will not count towards the 15% limit under ASX Listing Rule 7.1.

What are the key terms of the Plan?

A summary of the key terms of the Equity Incentive Plan is set out in Schedule 1.

Maximum number of securities proposed to be issued

The maximum number of securities proposed to be issued under the Plan within the 3-year period following the passing of Resolution 5 is 9,740,000 securities, representing 1.6 % of the undiluted Shares in the Company as at 24 September 2021. The maximum number is not intended to be a prediction of the actual number of securities to be issued under the Plan, simply a ceiling for the purposes of ASX Listing Rule 7.2, (Exception 13(b)).

Securities previously issued under the Plan

The Plan has not previously been approved by shareholders for the purposes of ASX Listing Rule 7.2, Exception 13(b) and, as at 24 September 2021, no securities have been issued under the Plan.

What will happen if the resolution is, or is not, approved?

If Shareholder approval in accordance with Listing Rule 7.2, Exception 13(b) is granted, it will exempt grants of equity Awards under the Plan from the calculation of the 15% limit on the grant of new securities without prior Shareholder approval, for a 3-year period following the passing of Resolution 5, subject to there being no material amendments to the terms of the Plan.

If Shareholder approval in accordance with Listing Rule 7.2, Exception 13(b) is not granted, future issues of equity Awards under the Plan may still be made but must be counted towards the 15% limit on the Company's capacity to issue new securities without Shareholder approval under ASX Listing Rule 7.1. Alternatively, the Board may consider alternative remuneration arrangements which are consistent with the Company's remuneration principles, including providing an equivalent cash long term incentive subject to the risk of forfeiture, performance conditions and performance period.

Recommendation - Resolution 5

The Board (other than Mr Budiselik who declines to make a recommendation based on his interest in the outcome of Resolution 5) unanimously recommends that Shareholders vote in favour of Resolution 5.

7. APPROVAL OF GRANT OF PERFORMANCE RIGHTS TO THE CHIEF EXECUTIVE OFFICER AND MANAGING DIRECTOR (Resolution 6)

Resolution 6 is proposed as an ordinary resolution.

The Company proposes to grant 3,256,578 Performance Rights ("Rights") to Mr Sam Budiselik, Chief Executive Officer and Managing Director of the Company, as the long-term incentive component of his remuneration for FY22 under the new Equity Incentive Plan. The key terms of the Plan are summarised in the Explanatory Notes to Resolution 5 and Schedule 1.

Why is shareholder approval being sought?

ASX Listing Rule 10.14 requires Shareholder approval for a director of a listed company to be issued securities under an employee incentive scheme. Accordingly, Resolution 6 seeks

Explanatory Memorandum

approval from Shareholders under ASX Listing Rule 10.14 for the grant of performance rights to Mr Budiselik under the Plan, because he is the Managing Director. This is the first time Shareholder approval has been sought for the grant of performance rights to Mr Budiselik since he was appointed to the Board as Managing Director of the Company on 18 December 2020.

What will happen if the resolution is, or is not, approved?

The FY22 grant of performance rights to Mr Budiselik is conditional on receiving Shareholder approval. If Shareholder approval is obtained, 3,256,578 performance rights will be granted to Mr Budiselik under the Plan within 12 months of the Meeting. Once Shareholder approval is obtained under ASX Listing Rule 10.14, the issue of such performance rights to Mr Budiselik will not count towards the Company's capacity to issue equity securities under ASX Listing Rule 7.1.

If Shareholders do not approve the proposed grant of performance rights to Mr Budiselik, the proposed grant of performance rights will not proceed. In that circumstance, the Board would then need to consider alternative remuneration arrangements for Mr Budiselik which are consistent with the Company's remuneration principles, including providing an equivalent cash long term incentive subject to the risk of forfeiture, performance conditions and performance period.

Details of the proposed grant

It is proposed that 3,256,578 performance rights will be granted to Mr Budiselik as the long-term incentive component of his remuneration for FY22 under the Plan.

The Company has attributed the performance rights offered with a maximum indicative award value of \$866,250 in the event the maximum opportunity is achieved at the time of vesting. The actual value (if any) that Mr Budiselik will receive from the award will depend on the extent to which the vesting conditions are achieved including the Cash Converters share price at the time of vesting measurement.

The number of performance rights to be granted has been calculated by dividing the face value of Mr Budiselik's FY22 long-term incentive maximum opportunity, in the event of meeting the "stretch" requirements of the vesting conditions, of \$866,250 by the face value attributable to a performance right. The face value attributable to each performance right is \$0.266, being the 5-trading day volume weighted average price (VWAP) of the Company's Shares traded in the period immediately following (and not including) the date of release of annual results.

Each performance right entitles Mr Budiselik to one fully paid ordinary share in the Company on vesting (or a cash payment equivalent to the market value of a Share in lieu of a Share at the time of vesting at the discretion of the Board) if the applicable performance conditions (set out below) are met. The performance rights will be granted at no cost and there is no amount payable by Mr Budiselik on vesting.

Performance rights have been selected as the long-term incentive component of the FY22 remuneration of the Company's senior executives including Mr Budiselik as they align the interests of executives with the interests of Shareholders without providing the participant with ownership in Shares until performance conditions are met.

Performance conditions and performance period

The FY22 grant of performance rights will be subject to performance conditions measured over a performance period of 3 years commencing on 1 July 2021 and ending on 30 June 2024. Calculation of the achievement against the performance conditions will be determined by the Board of the Company in its absolute discretion at the conclusion of the performance period, having regard to any matters that it considers relevant. In line with the Plan rules, unless otherwise determined by the Board, the performance rights will lapse, where the vesting condition applicable to the award cannot be satisfied as at the end of the performance period. On this basis the expiry date for the performance rights is 30 September 2024.

The number of performance rights that vest will depend on the level of performance achieved.

Explanatory Memorandum

The Board also retains overall discretion to determine whether vesting of performance rights is appropriate considering, among other factors it considers relevant, Company performance from the perspective of Shareholders.

Of the total number of performance rights proposed to be granted to Mr Budiselik:

- 50% (i.e., 1,628,289 performance rights) will be subject to a Relative Total Shareholder Return ("rTSR Rights") measure, assessing the Company's performance relative to constituents of the S&P/ASX Small Ordinaries index^[1] excluding materials, utilities, and REITs over the Performance Period; and
- 50% (i.e., 1,628,289 performance rights) will be subject to an earnings per share ("EPS Rights") measure.

TSR Rights

Broadly, Total Shareholder Return ("TSR") calculates the return Shareholders would earn if they held a notional number of Shares over a period and measures the change in the Company's Share price together with the value of dividends during the period, assuming that all those dividends are re-invested into new Shares.

For any Rights subject to the rTSR measure to vest, a threshold level of performance must be achieved. The percentage of rTSR Rights that vest, if any, will be determined by the Board as follows:

Company's TSR relative to constituents of the S&P/ASX Small Ordinaries index excluding companies from the materials, utilities, and REIT sectors *	Performance Level	Percentage of rTSR Rights vesting	Number of rTSR Rights vesting
Less than 50 th percentile	< Threshold	Nil	Nil
At 50 th percentile (threshold performance)	Target	50%	814,145
Between 50 th percentile and 75 th percentile	Pro-rata	Straight line pro-rata vesting between 50% and 100%	Pro-rata
Above 50 th percentile of comparator group	Stretch	100%	1,628,289

* This index is designed to measure companies included in the S&P/ASX 300, but not in the S&P/ASX 100.

EPS Rights

Broadly, EPS measures the profit generated by the Company attributable to each Share on issue, adjusted for certain accounting items.

The table below sets out the percentage of Rights subject to the EPS hurdle that can vest depending on the Company's FY24 EPS.

For the purposes of assessing performance against the EPS target, the Board will consider whether any adjustments to statutory earnings are appropriate on a case-by-case basis to ensure that inappropriate outcomes are avoided.

Explanatory Memorandum

FY24 EPS	Percentage of Rights that vest (%)
Less than 3.40	Nil
3.40 (Threshold)	25%
3.40 to 3.85	Straight line pro-rata vesting between 25% and 50%
3.85 (Target)	50%
3.85 to 4.33	Straight line pro-rata vesting between 50% and 100%
4.33 (Stretch)	100%

Subject to the terms of the Plan, any performance rights that do not vest will lapse.

Cessation of employment

Unless the Board determines otherwise, if Mr Budiselik's employment with the Group is terminated during the performance period as a 'good leaver' (i.e. as result of genuine redundancy, death, terminal illness, total and permanent disablement, or any other reason as determined by the Board), he will be entitled to retain a pro-rata amount of his unvested performance rights based on the proportion of time that he remained an employee of the Company during the performance period. Any retained performance rights will be performance tested as outlined above following the end of the performance period. Any remaining unvested performance rights will lapse.

If Mr Budiselik's employment with the Group is terminated in circumstances in which he is not considered a good leaver (e.g., resignation, or termination of employment initiated by him or the Company other than where such termination is as a good leaver), his performance rights will immediately lapse, unless the Board determines otherwise. Notwithstanding the above, the Board may, subject to any requirement for shareholder approval, determine to treat any of Mr Budiselik's performance rights in a different manner to that set out above upon him ceasing to be an employee of the Group.

Other terms of grant

In addition to the terms outlined above, the FY22 grant of performance rights to Mr Budiselik will be subject to the terms of the Plan, the key terms of which are summarised in the Explanatory Notes to Resolution 5 and Schedule 1.

Additional Information

The following additional information is provided for the purposes of ASX Listing Rule 10.15:

- Mr Budiselik's current remuneration package is:

Total fixed remuneration (including superannuation) (TFR)	\$577,500
Short-term incentive (maximum opportunity)	\$577,500 (100% of TFR)
Long-term incentive (maximum opportunity)	\$866,250 (Maximum opportunity if stretch measurement conditions are met)

- The Company has determined that the grant of performance rights under the Plan pursuant to this Resolution 6 as part of the long-term incentive component of Mr Budiselik's FY22 remuneration will constitute the giving of reasonable remuneration for the purposes of Chapter 2E of the Corporations Act.
- No securities have previously been issued to Mr Budiselik under the Plan.
- No loan will be made by the Company in relation to the acquisition of performance

rights under the Plan.

- Details of any securities issued under the Plan will be published in the Company's Annual Report relating to the period in which they were issued, along with a statement that approval for the issue was obtained under ASX Listing Rule 10.14.
- Any additional persons covered by ASX Listing Rule 10.14 who become entitled to participate in an issue of securities under the Plan after Resolution 6 is approved and who are not named in this Notice of Meeting will not participate until approval is obtained under ASX Listing Rule 10.14.

Recommendation - Resolution 6

The Board (other than Mr Budiselik who declines to make a recommendation based on his interest in the outcome of Resolution 6) unanimously recommends that Shareholders vote in favour of Resolution 6.

8. ADOPTION OF CONSTITUTION AMENDMENTS (Resolution 7)

The Company's Constitution was adopted in 1996 and was last updated in 2012. There have been several developments in law, corporate governance principles and general corporate and commercial practice for ASX listed companies since that time, including in relation to general meetings.

It is proposed that the Constitution is amended to allow the Company to hold a meeting of members using or with the assistance of any technology that gives the members a reasonable opportunity to participate. This will provide the Board with discretion to hold a hybrid or virtual meeting, which gives shareholders more flexibility to attend AGMs.

A number of other flow-on changes are also proposed to support hybrid and virtual AGMs:

- Permitting shareholders to cast 'direct votes' using technology before or during the meeting.
- Recognising that a shareholder will be 'present' at a meeting if they have cast a direct vote. The Constitution currently provides that a shareholder is 'present' if they attend in person or by proxy or attorney or, in the case of a corporation, by a duly appointed representative.

The proposed amendment will ensure that the Company has flexibility to adapt its meeting approach to reflect changes in market practice, external factors, and advancements in technology. The impacts of COVID-19 have demonstrated that it is important to have this flexibility.

Schedule 2 contains the proposed changes to the Constitution. A copy of the Constitution containing the proposed amendments in red text can be obtained from the Company's website at [Corporate Governance - Cash Converters](#).

Recommendation - Resolution 7

For the reasons set out above,

The Board unanimously recommends that Shareholders vote in favour of Resolution 7.

The Chairman of the meeting intends to vote all available proxies in favour of Resolution 7

Glossary

In the Notice of Meeting and this Explanatory Memorandum the following terms have the meaning set out below:

Term	Meaning
Board	the board of directors of the Company
Closely Related Party	<p>has the meaning given in section 9 of the Corporations Act and includes in respect of a member of the Key Management Personnel:</p> <ul style="list-style-type: none">• a spouse or child of the member or a child of the member's spouse;• a dependent of the member or the member's spouse;• anyone else who is one of the member's family and may be expected to influence the member, or be influenced by the member, in the member's dealings with the Company; or• a company the member controls
Constitution	the constitution of the Company
Corporations Act	the <i>Corporations Act 2001</i> (Cth)
Director	a director of the Company
Explanatory Memorandum	this Explanatory Memorandum accompanying and forming part of the Notice of Meeting
Key Management Personnel	the key management personnel of the Company as defined in the Corporations Act
Listing Rules	the Listing Rules of the ASX
Meeting	the annual general meeting of the Company convened by the Notice of Meeting
Notice or Notice of Meeting	the notice convening the Meeting that accompanies this Explanatory Memorandum
Proxy Form	the proxy form in relation to the Meeting
Securities	an equity security
Shares	fully paid ordinary shares in the Company
Shareholder	the holder of Shares
WST	Western Standard Time

Schedule 1 – Key terms of the Equity Incentive Plan

Set out below is a summary of the key terms of the Cash Converters Equity Incentive Plan, for which Shareholder approval is sought under Resolution 6.

Term	Description
Eligibility	The Board has the discretion to determine which employees are eligible to participate in the Plan, and the number and type of Awards that they will be offered ("Eligible Employee"). The definition of employee under the Plan rules includes any full-time or part-time employee, casual employee, director, contractor, or prospective employee of the Company or any of its subsidiaries.
Awards	<p>The Plan provides flexibility for the Company to grant options to acquire Shares, rights to acquire Shares and/or Shares as incentives ("Awards"). The Board has the discretion to set the terms and conditions on which it will offer Awards under the Plan.</p> <p>The Board may determine that the Awards will be subject to performance, service, or other conditions which must be satisfied or waived before the Award vests ("Vesting Conditions") and, if so, will specify those Vesting Conditions in the invitation to each Eligible Employee.</p> <p>In addition, the Board may determine that Awards in the form of options or rights will be subject to further conditions which must be satisfied or waived before vested options or rights may be exercised ("Exercise Conditions").</p> <p>The Board may, at its discretion, vary, reduce or waive any Vesting Conditions and/or Exercise Conditions attaching to Awards at any time, subject to applicable law.</p>
Acquisition price	The grant of Awards under the Plan may be subject to the payment of an acquisition price by the participant as determined by the Board, or otherwise Awards may be granted at no cost to the participant.
Exercise price	The exercise of Awards in the form of options or rights may be subject to payment of an exercise price by the participant as determined by the Board, or otherwise may be exercised at no cost to the participant.
Shares as an Award or on vesting of an Award	<p>Shares granted under the Plan or issued or transferred on the exercise of options or rights will rank equally in all respects, and carry the same rights and entitlements, as other issued Shares, including dividend and voting rights.</p> <p>Depending on the terms of an Award, Shares may be subject to disposal restrictions, which means that they may not be disposed of or dealt with for a period.</p>
Vesting of Shares	<p>Shares granted under the Plan which have not been forfeited under the Plan will vest if and when any applicable Vesting Conditions have been satisfied or waived by the Board.</p> <p>Unless otherwise specified in an invitation, on vesting, Shares will cease to be subject to disposal restrictions and the forfeiture provisions of the Plan. Alternatively, the Board may determine to make a cash payment in lieu of the release of Shares from restriction (in which case, the Company will buy-back and cancel the Shares or deal with the Shares in any other manner determined by the Board).</p>
Vesting and exercise of options and rights	Options and rights which have not lapsed under the Plan will vest if and when any applicable Vesting Conditions have been satisfied or waived by the Board.

Schedule 1 – Key terms of the Equity Incentive Plan

	<p>However, vested options or rights will not become exercisable until any applicable Exercise Conditions have been satisfied or waived by the Board.</p> <p>Following the valid exercise of an option or right, the Company will issue or arrange the transfer of such number of Shares to the participant that relate to the option or right being exercised. Alternatively, the Board may determine to make a cash payment in lieu of the issue or transfer of Shares.</p>
Expiry of options and rights	<p>Options or rights which have not been exercised by the date 15 years from the date of grant of the options or rights, or such other date determined by the Board and specified in the invitation ("Expiry Date"), will lapse unless the Board determines otherwise.</p>
Forfeiture/lapse of Awards	<p>Unless otherwise determined by the Board, a Share granted under the Plan will be forfeited, and an option or right will lapse, in certain circumstances including:</p> <ul style="list-style-type: none">• where the Board determines that any Vesting or Exercise Condition applicable to the Award cannot be satisfied;• in the case of an option or right, on the Expiry Date applicable to the option or right;• in certain circumstances if the participant's employment is terminated (see 'Cessation of employment' below);• if the Board determines that the Award is liable to clawback (see 'Clawback and malus' below)• if the Board determines that the Award will be forfeited or lapse in the event of a change of control in respect of the Company; and• where the participant purports to dispose of the Award or enter any arrangement in respect of the Award, in breach of any disposal or hedging restrictions.
Dividend and voting entitlements	<p>Awards, other than Shares, are not entitled to dividend or voting rights. However, the Board may determine prior to making an invitation that any options or rights the subject of the offer will carry rights entitling the holder to receive a payment in cash or Shares equivalent to the value of dividends that would have been payable to the holder had they been the holder of the underlying Shares over which the option or right is exercisable.</p>
Participation rights of options and rights	<p>Options and rights do not confer the right to participate in new issues of Shares or other securities in the Company.</p> <p>However, subject to the ASX Listing Rules, the Plan provides for adjustments to be made to the number of Shares which a participant would be entitled on the exercise of options or rights or the exercise price (if any) of the options or rights in the event of a bonus issue or pro-rata issue to existing holders of Shares (other than an issue in lieu or in satisfaction of dividends or by way of dividend reinvestment) or a reorganisation of capital.</p>
Restrictions	<p>Awards may not be sold, transferred, mortgaged, pledged, charged, granted as security, or otherwise disposed of, without the prior approval of the Board, or unless required by law.</p> <p>Participants must not enter any arrangement for the purpose of hedging, or otherwise affecting their economic exposure to any unvested Shares, or options or rights.</p>

Schedule 1 – Key terms of the Equity Incentive Plan

Quotation	Awards, except Shares, will not be quoted on the ASX. The Company will apply for official quotation of any Shares issued under the Plan, in accordance with the ASX Listing Rules.
Cessation of employment	The Board has discretion to determine, subject to compliance with applicable law, the treatment of an Award if a Participant ceases to be employed by a Group Company prior to the vesting or exercise of an Award, or an Award ceasing to be subject to any disposal restrictions as a term of the invitation or at the time of cessation.
Clawback and malus	If the Board becomes aware of a material misstatement in the Company's financial statements, that a participant has committed an act of fraud, negligence or gross misconduct or failed to comply with any restrictive covenant or that some other event has occurred which, as a result, means that a participant's Award should be reduced or extinguished, or should not vest, then the Board may claw back or adjust any such Award at its discretion to ensure no unfair benefit is derived by the participant.
Change of control	If a change of control event occurs with respect to the Company, the Board may determine, in its discretion, the way all unvested Shares, or options or rights, will be dealt with.
Trust	The Company may establish an employee share trust for the purposes of the Plan.

A copy of the revised draft Equity Plan Rules can be obtained from the Company's website at [Corporate Governance - Cash Converters](#).

Resolution 7 – Changes to Company Constitution

1. That the following be included in the current Company Constitution:

The changes proposed to the Company's Constitution are set out below **in red**.

2 INTERPRETATION

2.1 Definitions

"Member present" means a Member present at any Meeting of the Company in person or by proxy or attorney or, in the case of a corporation, by a duly appointed representative, **or, except in any rule prescribed by the Directors, a member who has duly lodged a valid direct vote in relation to the meeting under rule 33.11.**

33 GENERAL MEETINGS

33.5 A meeting of the Company may be held at two or more venues simultaneously provided that these venues are linked using a form of technology that, in the opinion of Directors, gives Members as a whole a reasonable opportunity to participate in the meeting.

33.6 The Directors may determine to hold a meeting of the Company solely using or with the assistance of any technology, which may include electronic participation facilities, if in the opinion of Directors, this method:

- 1. gives Members as a whole a reasonable opportunity to participate in the meeting; and**
- 2. enables the Members to vote on a poll.**

33.7 Where a meeting is conducted in accordance with rule 33.6, a Member participating using that technology is taken to be present at the meeting and entitled to exercise all rights as if he or she was present in person at such a meeting.

33.8 If a meeting is to be held in accordance with rule 33.6, the Directors may prescribe the regulations, rules, and procedures in relation to the manner in which the meeting is to be conducted and the Directors may communicate such regulations, rules, and procedures (or instructions on how they can be accessed) to Members by notification to the ASX.

33.9 If, before or during the meeting, any technical difficulty occurs which may materially impact the participation of Members who are not present in the main physical location of the meeting, the Chairman of the meeting may adjourn the meeting until the difficulty is remedied or continue to hold the meeting in the main place (and any other place which is linked under rule 33.5) and transact business, and no Member may object to the meeting being held or continuing.

33.10 In no circumstances shall the inability of one or more Members to access, or to continue to access, an electronic participation facility or facilities affect the validity of a meeting, or any business conducted at meeting, provided that sufficient Members are able to participate in the meeting as are required to constitute a quorum.

33.11 The Board may decide that, at any meeting of the Company, a Member who is entitled to attend and vote on a resolution at that meeting is entitled to a direct vote in respect of that resolution. A 'direct vote' includes a vote delivered to the Company by post, fax or other electronic means approved by the directors. Where a direct vote has been validly submitted in advance of the meeting, the Member's attendance or participation in the meeting cancels the direct vote, unless the Member instructs the Company or at its instruction the Company's share registry otherwise. The Board may prescribe regulations, rules, and procedures in relation to direct voting, including specifying the form, method, and timing of giving a direct vote at a meeting in order for the vote to be valid.

Online meeting guide

Getting started

If you choose to participate online you will be able to view a live webcast of the meeting, ask the Directors questions online and submit your votes in real time. To participate online visit <https://web.lumiagm.com> on your smartphone, tablet, or computer. You will need the latest versions of Chrome, Safari, Internet Explorer 11, Edge, or Firefox. Please ensure your browser is compatible.

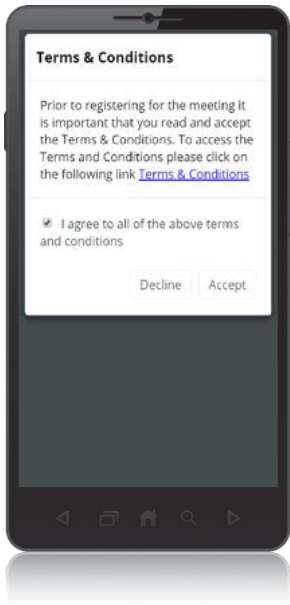
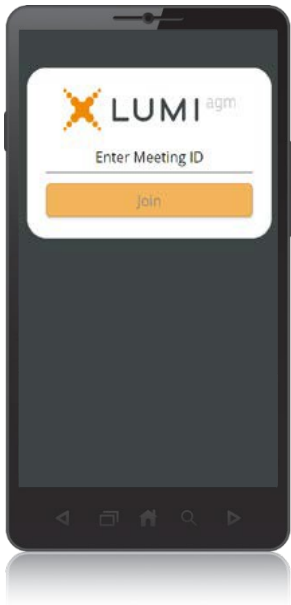
To log in, you must have the following information:

Meeting ID	Australian residents	Overseas Residents	Appointed Proxies
Meeting ID as provided in the Notice of Meeting.	> Username (SRN or HIN) and > Password (postcode of your registered address).	> Username (SRN or HIN) and > Password (three-character country code) e.g., New Zealand - NZL; United Kingdom - GBR; United States of America - USA; Canada - CAN. A full list of country codes is provided at the end of this guide.	To receive your unique username and password, please contact Computershare Investor Services on +61 3 9415 4024 during the online registration period which will open 1 hour before the start of the meeting





Participating at the meeting

1 To participate in the meeting, you will be required to enter the unique 9-digit Meeting ID as provided in the Notice of Meeting.

2 To proceed into the meeting, you will need to read and accept the Terms & Conditions



Icon descriptions

-  Voting icon, used to vote. Only visible when the Chair opens the poll.
-  Home page icon displays meeting information.
-  Questions icon, used to ask questions.
-  The broadcast bar allows you to view and listen to the proceedings.

- 3 To register as a securityholder**, select 'Securityholder or Proxy' and enter your SRN or HIN and Postcode or Country Code.



- 4 To register as a proxyholder**, select 'Securityholder or Proxy' and you will need your username and password as provided by Computershare. In the 'SRN or HIN' field enter your username and in the 'Postcode or Country Code' field enter your password.



- 5 To register as a guest**, select 'Guest' and enter your name and email address.



- 6** Once logged in, you will see the home page, which displays the meeting title and name of the registered securityholder or nominated proxy.



Icon descriptions



Voting icon, used to vote. Only visible when the Chair opens the poll.



Home page icon displays meeting information.

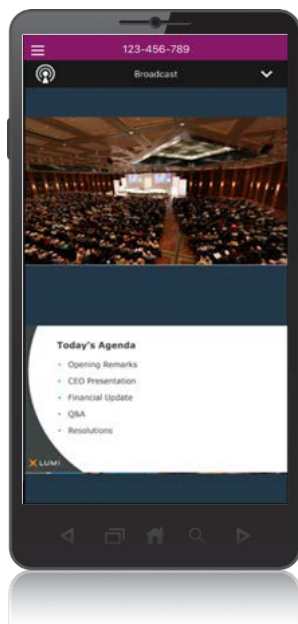



Questions icon, used to ask questions.

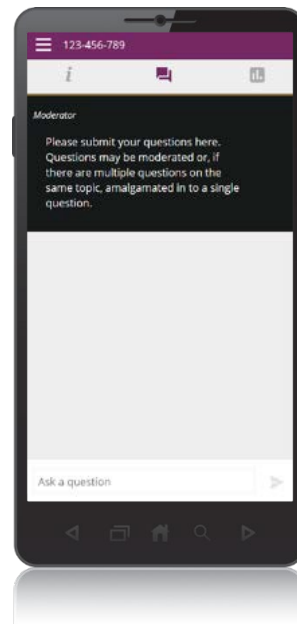



The broadcast bar allows you to view and listen to the proceedings.

- 7 To view the webcast, you must tap the broadcast arrow on your screen and press the play button. Toggle between the up and down arrow to switch between screens.

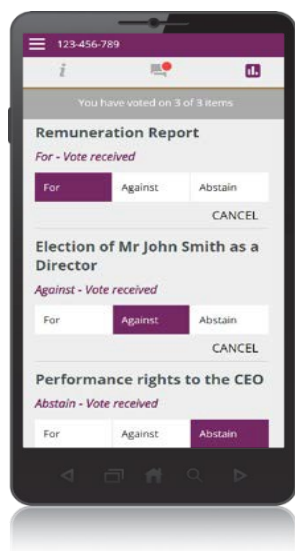


- 8 To ask a question tap on the question icon , type your question in the chat box at the bottom of the screen and select the send icon. Confirmation that your message has been received will appear.



- 9 When the Chair declares the poll open:
- > A voting icon  will appear on screen and the meeting resolutions will be displayed
 - > To vote, tap one of the voting options. Your response will be highlighted
 - > To change your vote, simply press a different option to override

The number of items you have voted on or are yet to vote on, is displayed at the top of the screen. Votes may be changed up to the time the Chair closes the poll.



Icon descriptions



Voting icon, used to vote. Only visible when the Chair opens the poll.



Home page icon displays meeting information.



Questions icon, used to ask questions.



The broadcast bar allows you to view and listen to the proceedings.

For Assistance

If you require assistance before or during the meeting please call +61 3 9415 4024

COUNTRY CODES

Select your country code from the list below and enter it into the 'Postcode or Country Code' field.

ABW ARUBA	DEU GERMANY	KHM CAMBODIA	PRK KOREA DEM PEOPLES REPUBLIC OF	TJK TAJIKISTAN
AFG AFGHANISTAN	DJI DJIBOUTI	KIR KIRIBATI	PRT PORTUGAL	TKL TOKELAU
AGO ANGOLA	DMA DOMINICA	KNA ST KITTS AND NEVIS	PRY PARAGUAY	TKM TURKMENISTAN
AIA ANGUILLA	DNK DENMARK	KOR KOREA REPUBLIC OF		TLS EAST TIMOR
ALA ALAND ISLANDS	DOM DOMINICAN REPUBLIC	KWT KUWAIT	PSE PALESTINIAN TERRITORY OCCUPIED	
ALB ALBANIA	DZA ALGERIA	LAO LAO PDR	PYF FRENCH POLYNESIA	TMP DEMOCRATIC REP OF EAST TIMOR
AND ANDORRA	ECU ECUADOR	LBN LEBANON	QAT QATARPL NEPAL	TON TONGA
ANT NETHERLANDS ANTILLES	EGY EGYPT	LBR LIBERIA		TTO TRINIDAD & TOBAGO
ARE UNITED ARAB EMIRATES	ERI ERITREA	LBY LIBYAN ARAB	NRU NAURU	TKM TURKMENISTAN
ARG ARGENTINA	ESH WESTERN SAHARA	LCA JAMAHIRIYA ST LUCIA	NZL NEW ZEALAND	TLS EAST TIMOR DEMOCRATIC REP OF
ARM ARMENIA	ESP SPAIN	LIE LIECHTENSTEIN	OMN OMAN	TMP EAST TIMOR
ASM AMERICAN SAMOA	EST ESTONIA	LKA SRI LANKA	PAK PAKISTAN	TON TONGA
ATA ANTARCTICA	ETH ETHIOPIA	LSO LESOTHO	PAN PANAMA	TTO TRINIDAD & TOBAGO
ATF FRENCH SOUTHERN TERRITORIES	FIN FINLAND	LTU LITHUANIA	PCN PITCAIRN ISLANDS	TZA TANZANIA UNITED REPUBLIC OF
ATG ANTIGUA AND BARBUDA	FJI FIJI	LUX LUXEMBOURG	PER PERU	
AUS AUSTRALIA	FLK FALKLAND ISLANDS (MALVINAS)	LVA LATVIA	PHL PHILIPPINES	
AUT AUSTRIA	FRA FRANCE	MAC MACAO	PLW PALAU	UGA UGANDA
AZE AZERBAIJAN	FRO FAROE ISLANDS	MAF ST MARTIN	PNG PAPUA NEW GUINEA	UKR UKRAINE
BDI BURUNDI	FSM MICRONESIA	MAR MOROCCO	POL POLAND	
BEL BELGIUM	GAB GABON	MCO MONACO	PRI PUERTO RICO	UMI UNITED STATES MINOR OUTLYING
BEN BENIN	GBR UNITED KINGDOM	MDA MOLDOVA REPUBLIC OF	PRK KOREA DEM PEOPLES REPUBLIC OF	URY URUGUAY
BFA BURKINA FASO	GEO GEORGIA	MDG MADAGASCAR		USA UNITED STATES OF AMERICA
BGD BANGLADESH	GGY GUERNSEY	MDV MALDIVES	PRT PORTUGAL	UZB UZBEKISTAN
BGR BULGARIA	GHA GHANA	MEX MEXICO	PRY PARAGUAY	VAT HOLY SEE (VATICAN CITY STATE)
BHR BAHRAIN	GIB GIBRALTAR	MHL MARSHALL ISLANDS	PSE PALESTINIAN TERRITORY OCCUPIED	
BHS BAHAMAS	GIN GUINEA	MKD MACEDONIA FORMER YUGOSLAV REP	PYF FRENCH POLYNESIA	VCT ST VINCENT & THE GRENADINES
BIH BOSNIA & HERZEGOVINA	GLP GUADELOUPE	MLI MALI	QAT QATAR	
BLM ST BARTHELEMY	GMB GAMBIA	MLT MALTA	REU REUNION	VEN VENEZUELA
BLR BELARUS	GNB GUINEA-BISSAU	MMR MYANMAR	ROU ROMANIA	VGB BRITISH VIRGIN ISLANDS
BLZ BELIZE	GNQ EQUATORIAL GUINEA	MNE MONTENEGRO	RUS RUSSIAN FEDERATION	VIR US VIRGIN ISLANDS
BMU BERMUDA	GRC GREECE	MNG MONGOLIA	RWA RWANDA	VNM VIETNAM
BOL BOLIVIA	GRD GRENADA	MNP NORTHERN MARIANA ISLANDS	SAU SAUDI ARABIA KINGDOM OF	VUT VANUATU
BRA BRAZIL	GRL GREENLAND	MOZ MOZAMBIQUE		WLF WALLIS AND FUTUNA
BRB BARBADOS	GTM GUATEMALA	MRT MAURITANIA	SCG SERBIA AND MONTENEGRO	WSM SAMOA
BRN BRUNEI DARUSSALAM	GUF FRENCH GUIANA	MSR MONTSERRAT		YEM YEMEN
BTN BHUTAN	GUM GUAM	MTQ MARTINIQUE	SDN SUDAN	YMD YEMEN DEMOCRATIC
BUR BURMA	GUY GUYANA	MUS MAURITIUS	SEN SENEGAL	YUG YUGOSLAVIA SOCIALIST FED REP
BVT BOUVET ISLAND	HKG HONG KONG	MWI MALAWI	SGP SINGAPORE	
BWA BOTSWANA	HMD HEARD AND MCDONALD ISLANDS	MYS MALAYSIA	SGS STH GEORGIA & STH SANDWICH ISL	ZAF SOUTH AFRICA
BLR BELARUS	HND HONDURAS	MYT MAYOTTE	SHN ST HELENA	ZAR ZAIRE
CAF CENTRAL AFRICAN REPUBLIC	HRV CROATIA	NAM NAMIBIA	SJM SVALBARD & JAN MAYEN	ZMB ZAMBIA
CAN CANADA	HTI HAITI	NCL NEW CALEDONIA	SLB SOLOMON ISLANDS	ZWE ZIMBABWE
CCK COCOS (KEELING) ISLANDS	HUN HUNGARY	NER NIGER	SLE SIERRA LEONE	
CHE SWITZERLAND	IDN INDONESIA	NFK NORFOLK ISLAND	SLV EL SALVADOR	
CHL CHILE	IMN ISLE OF MAN	NGA NIGERIA	SMR SAN MARINO	
CHN CHINA	IND INDIA	NIC NICARAGUA	SOM SOMALIA	
	IOT BRITISH INDIAN OCEAN		SPM ST PIERRE AND	

CIV	COTE D'IVOIRE		TERRITORY	NIU	NIUE		MIQUELON
CMR	CAMEROON	IRL	IRELAND	NLD	NETHERLANDS	SRB	SERBIA
COD	CONGO DEMOCRATIC REPUBLIC OF	IRN	IRAN ISLAMIC REPUBLIC OF	NOR	NORWAY	STP	SAO TOME AND
COG	CONGO PEOPLES REPUBLIC OF	IRQ	IRAQ	PL	NEPAL		PRINCIPE
COK	COOK ISLANDS COL COLOMBIA	ISL	ICELAND	NRU	NAURU	SUR	SURINAME
COM	COMOROS	ISM	BRITISH ISLES	NZL	NEW ZEALAND	SVK	SLOVAKIA
CPV	CAPE VERDE	ISR	ISRAEL	OMN	OMAN	SVN	SLOVENIA
CRI	COSTA RICA	ITA	ITALY	PAK	PAKISTAN	SWE	SWEDEN
		JAM	JAMAICA	PAN	PANAMA	SWZ	SWAZILAND
		JEY	JERSEY	PCN	PITCAIRN ISLANDS	SYC	SEYCHELLES
				PER	PERU	SYR	SYRIAN ARAB REPUBLIC
CUB	CUBA	JOR	JORDAN	PHL	PHILIPPINES	TCA	TURKS AND CAICOS ISLANDS
CXR	CHRISTMAS ISLAND	JPN	JAPAN	PLW	PALAU		
CYM	CAYMAN ISLANDS	KAZ	KAZAKHSTAN	PNG	PAPUA NEW GUINEA	TCD	CHAD
CYP	CYPRUS	KEN	KENYA	POL	POLAND	TGO	TOGO
CZE	CZECH REPUBLIC	KGZ	KYRGYZSTAN	PRI	PUERTO RICO	THA	THAILAND



**Cash Converters
International Limited**
ABN 39 069 141 546

Need assistance?



Phone:
1300 653 310 (within Australia)
+61 3 9415 4000 (outside Australia)



Online:
www.investorcentre.com/contact



YOUR VOTE IS IMPORTANT

For your proxy appointment to be effective it must be received by **8:00am (AWST) on Sunday, 24 October 2021**.

Proxy Form

How to Vote on Items of Business

All your securities will be voted in accordance with your directions.

APPOINTMENT OF PROXY

Voting 100% of your holding: Direct your proxy how to vote by marking one of the boxes opposite each item of business. If you do not mark a box your proxy may vote or abstain as they choose (to the extent permitted by law). If you mark more than one box on an item your vote will be invalid on that item.

Voting a portion of your holding: Indicate a portion of your voting rights by inserting the percentage or number of securities you wish to vote in the For, Against or Abstain box or boxes. The sum of the votes cast must not exceed your voting entitlement or 100%.

Appointing a second proxy: You are entitled to appoint up to two proxies to attend the meeting and vote on a poll. If you appoint two proxies you must specify the percentage of votes or number of securities for each proxy, otherwise each proxy may exercise half of the votes. When appointing a second proxy write both names and the percentage of votes or number of securities for each in Step 1 overleaf.

A proxy need not be a securityholder of the Company.

SIGNING INSTRUCTIONS FOR POSTAL FORMS

Individual: Where the holding is in one name, the securityholder must sign.

Joint Holding: Where the holding is in more than one name, all of the securityholders should sign.

Power of Attorney: If you have not already lodged the Power of Attorney with the registry, please attach a certified photocopy of the Power of Attorney to this form when you return it.

Companies: Where the company has a Sole Director who is also the Sole Company Secretary, this form must be signed by that person. If the company (pursuant to section 204A of the Corporations Act 2001) does not have a Company Secretary, a Sole Director can also sign alone. Otherwise this form must be signed by a Director jointly with either another Director or a Company Secretary. Please sign in the appropriate place to indicate the office held. Delete titles as applicable.

PARTICIPATING IN THE MEETING

Corporate Representative

If a representative of a corporate securityholder or proxy is to participate in the meeting you will need to provide the appropriate "Appointment of Corporate Representative". A form may be obtained from Computershare or online at www.investorcentre.com/au and select "Printable Forms".

Lodge your Proxy Form:

Online:

Lodge your vote online at www.investorvote.com.au using your secure access information or use your mobile device to scan the personalised QR code.

Your secure access information is



Control Number: 185760

SRN/HIN:

For Intermediary Online subscribers (custodians) go to www.intermediaryonline.com

By Mail:

Computershare Investor Services Pty Limited
GPO Box 242
Melbourne VIC 3001
Australia

By Fax:

1800 783 447 within Australia or
+61 3 9473 2555 outside Australia



PLEASE NOTE: For security reasons it is important that you keep your SRN/HIN confidential.

☐ **Change of address.** If incorrect, mark this box and make the correction in the space to the left. Securityholders sponsored by a broker (reference number commences with 'X') should advise your broker of any changes.

Proxy Form

Please mark ☒ to indicate your directions

Step 1 Appoint a Proxy to Vote on Your Behalf

I/We being a member/s of Cash Converters International Limited hereby appoint

☐ the Chairman of the Meeting **OR**

PLEASE NOTE: Leave this box blank if you have selected the Chairman of the Meeting. Do not insert your own name(s).

or failing the individual or body corporate named, or if no individual or body corporate is named, the Chairman of the Meeting, as my/our proxy to act generally at the meeting on my/our behalf and to vote in accordance with the following directions (or if no directions have been given, and to the extent permitted by law, as the proxy sees fit) at the Annual General Meeting of Cash Converters International Limited to be held as a virtual meeting on Tuesday, 26 October 2021 at 8:00am (AWST) and at any adjournment or postponement of that meeting.

Chairman authorised to exercise undirected proxies on remuneration related resolutions: Where I/we have appointed the Chairman of the Meeting as my/our proxy (or the Chairman becomes my/our proxy by default), I/we expressly authorise the Chairman to exercise my/our proxy on Resolutions 4, 5 and 6 (except where I/we have indicated a different voting intention in step 2) even though Resolutions 4, 5 and 6 are connected directly or indirectly with the remuneration of a member of key management personnel, which includes the Chairman.

Important Note: If the Chairman of the Meeting is (or becomes) your proxy you can direct the Chairman to vote for or against or abstain from voting on Resolutions 4, 5 and 6 by marking the appropriate box in step 2.

Step 2 Items of Business

PLEASE NOTE: If you mark the **Abstain** box for an item, you are directing your proxy not to vote on your behalf on a show of hands or a poll and your votes will not be counted in computing the required majority.

		For	Against	Abstain
Resolution 1	Re-election of Mr Peter Cumins	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Resolution 2	Election of Mr Sam Budiselik	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Resolution 3	Election of Mr Henry Shiner	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Resolution 4	Non-binding resolution to adopt the remuneration report	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Resolution 5	Approval of the Cash Converters Equity Incentive Plan	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Resolution 6	Approval of grant of performance rights to the Chief Executive Officer and Managing Director	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Resolution 7	Constitution	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

The Chairman of the Meeting intends to vote undirected proxies in favour of each item of business. In exceptional circumstances, the Chairman of the Meeting may change his/her voting intention on any resolution, in which case an ASX announcement will be made.

Step 3 Signature of Securityholder(s) *This section must be completed.*

Individual or Securityholder 1

Sole Director & Sole Company Secretary

Securityholder 2

Director

Securityholder 3

Director/Company Secretary

/ /

Date

Update your communication details (Optional)

Mobile Number

Email Address

By providing your email address, you consent to receive future Notice of Meeting & Proxy communications electronically

CCV

2 8 0 2 4 6 A



Computershare

