



# **JB Hi-Fi Limited**

## **2014 AGM**



# AGENDA



- ❑ Chairman's address
- ❑ Chief Executive Officer's address
- ❑ Items of business
  - Item 1: Financial and other Reports
  - Item 2: Remuneration Report
  - Item 3: Re-election of Directors
  - Item 4: Approval of grant of Options to Executive Director



# CHAIRMAN'S ADDRESS



**GREG RICHARDS**

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# CHIEF EXECUTIVE OFFICER'S ADDRESS



**RICHARD MURRAY**

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# ITEM 1: FINANCIAL AND OTHER REPORTS



To receive and consider the Financial Report, the Directors' Report and Auditor's Report for the financial year ended 30 June 2014.

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## ITEM 2: REMUNERATION REPORT



“That the Remuneration Report (which forms part of the Directors’ Report) for the financial year ended 30 June 2014 be adopted.”

Proxies:

In respect of this item of business, the following proxies have been received:

	Votes Received	% of Eligible Votes Cast (excluding abstentions)
<input type="checkbox"/> For	57,919,148	93.78%
<input type="checkbox"/> Open / Undirected (Chairman)	225,352	0.36%

The Chairman intends voting his open / undirected proxies in favour of the resolution.

<input type="checkbox"/> Against	3,352,347	5.42%
<input type="checkbox"/> Open / Undirected (Other)	272,083	0.44%
<input type="checkbox"/> Abstain	356,262	n/a



## ITEM 3: RE-ELECTION OF DIRECTORS



- (a) “That Mr Greg Richards, being a Director of the Company who retires by rotation pursuant to the Company’s Constitution, and, being eligible, offers himself for re-election, is re-elected as a Director of the Company.”

### Proxies:

In respect of this item of business, the following proxies have been received:

	Votes Received	% of Eligible Votes Cast (excluding abstentions)
<input type="checkbox"/> For	61,480,302	99.09%
<input type="checkbox"/> Open / Undirected (Chairman)	211,303	0.34%

The Chairman intends voting his open / undirected proxies in favour of the resolution.

<input type="checkbox"/> Against	76,971	0.12%
<input type="checkbox"/> Open / Undirected (Other)	277,563	0.45%
<input type="checkbox"/> Abstain	79,053	n/a



## ITEM 3: RE-ELECTION OF DIRECTORS

- (b) “That Mr Richard Uechtritz, being a Director of the Company who retires by rotation pursuant to the Company’s Constitution, and, being eligible, offers himself for re-election, is re-elected as a Director of the Company.”

### Proxies:

In respect of this item of business, the following proxies have been received:

	Votes Received	% of Eligible Votes Cast (excluding abstentions)
<input type="checkbox"/> For	61,466,248	99.06%
<input type="checkbox"/> Open / Undirected (Chairman)	218,168	0.35%

The Chairman intends voting his open / undirected proxies in favour of the resolution.

<input type="checkbox"/> Against	88,531	0.14%
<input type="checkbox"/> Open / Undirected (Other)	277,563	0.45%
<input type="checkbox"/> Abstain	74,682	n/a



# ITEM 4: APPROVAL OF GRANT OF OPTIONS TO EXECUTIVE DIRECTOR



(a) “That approval be and is hereby given to the grant to Mr Richard Murray of:

- (i) 101,537 options over 101,537 shares in the Company, each option having an exercise price of \$17.72; and
- (ii) 33,605 options over 33,605 shares in the Company, each option having a \$0 exercise price.

on the terms and conditions described in the Explanatory Notes.”

Proxies:

In respect of this item of business, the following proxies have been received:

	Votes Received	% of Eligible Votes Cast (excluding abstentions)
<input type="checkbox"/> For	52,429,748	84.82%
<input type="checkbox"/> Open / Undirected (Chairman)	211,478	0.34%

The Chairman intends voting his open / undirected proxies in favour of the resolution.

<input type="checkbox"/> Against	8,896,883	14.40%
<input type="checkbox"/> Open / Undirected (Other)	272,583	0.44%
<input type="checkbox"/> Abstain	314,500	n/a

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**THANK YOU**

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