

Management Information Circular of First Growth Funds Limited

FIRST GROWTH FUNDS LIMITED

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Notice is given that the Annual General Meeting of shareholders of First Growth Funds Limited ACN 006 648 835 (the "Company") for the financial year ended June 30, 2020 will be held as a virtual meeting, on Friday, 4 December 2020 at 10:30am (AEDST) for the following purposes:

Financial Reports

To receive and consider the Company's Annual Financial Statements for the financial year ended 30 June 2020.

Resolution 1 – Election of Directors

- a) That Anoosh Manzoori, who retires in accordance with Rule 25.1 of the Company's Constitution and, being eligible, offers himself for re-election, be re-elected as a Director.
- b) That Geoff Barnes, who retires in accordance with Rule 25.1 of the Company's Constitution and, being eligible, offers himself for re-election, be re-elected as a Director.
- c) That Michael Clarke, who retires in accordance with Rule 25.1 of the Company's Constitution and, being eligible, offers himself for re-election, be re-elected as a Director.
- d) That Athan Lekkas, who retires in accordance with Rule 25.1 of the Company's Constitution and, being eligible, offers himself for re-election, be re-elected as a Director.

Resolution 2– Appointment of Auditors

To appoint Pitcher Partners, Chartered Accountants as auditor of the Company for the ensuing year and to authorise the directors to fix their remuneration.

To consider any permitted amendment to or variation of any matter identified in this Notice, and to transact such other business as may be properly brought before the Meeting or any adjournment or postponement thereof.

The Information Circular contains details of matters to be considered at the Meeting. No other matters are contemplated, however any permitted amendment to or variation of any matter identified in this Notice may properly be considered at the Meeting.

Record date

Only shareholders of record on October 20, 2020 ("Record Date") will be entitled to receive notice of, and to vote at, the Meeting or any adjournment thereof. A shareholder wishing to be represented by proxy at the Meeting or any adjournment thereof must have deposited his duly executed form of proxy not later than 10:30 a.m. (AEDST), on 2 December, 2020 or, if the Meeting is adjourned, not later than 48 hours preceding the time of such adjourned Meeting.

Virtual meeting information for shareholders

1. The Company holding a virtual Annual General Meeting, conducted via a live webcast. All shareholders regardless of geographic location and equity ownership will have an equal opportunity to participate at the Meeting.
2. Shareholders will not be able to attend the Meeting in person.
3. Registered shareholders and duly appointed proxyholders will be able to attend, participate and vote at the Meeting online at <https://web.lumiagm.com/280017361>
4. Beneficial shareholders (being shareholders who hold their Shares through a broker, investment dealer, bank, trust company, custodian, nominee or other intermediary) who have not duly appointed themselves as proxyholder will be able to attend as a guest and view the webcast but not be able to participate or vote at the Meeting.
5. It is important that Shareholders read the following management information circular and other Meeting materials carefully.
6. A shareholder who wishes to appoint a person other than the management nominees identified on the form of proxy or voting instruction form, to represent him, her or it at the Meeting may do so by inserting such person's name in the blank space provided in the form of proxy or voting instruction form and following the instructions for submitting such form of proxy or voting instruction form.
7. This must be completed prior to registering such proxyholder, which is an additional step to be completed once you have submitted your form of proxy or voting instruction form. If you wish that a person other than the management nominees identified on the form of proxy or voting instruction form attend and participate at the Meeting as your proxy and vote your Shares, including if you are a nonregistered shareholder and wish to appoint yourself as proxyholder to attend, participate and vote at the Meeting, you MUST register such proxyholder after having submitted your form of proxy or voting instruction form identifying such proxyholder. Failure to register the proxyholder will result in the proxyholder not receiving a Username to participate in the Meeting. Without a Username, proxyholders will not be able to attend, participate or vote at the Meeting. To register a proxyholder, shareholders MUST send an email to firstgrowth@odysseytrust.com and provide Odyssey Trust Company ("Odyssey") with their proxyholder's contact information, amount of shares appointed, name in which the shares are registered if they are a registered shareholder, or name of broker where the shares are held if a beneficial shareholder, so that Odyssey may provide the proxyholder with a Username via email.
8. Regardless of whether a shareholder plans to attend the Virtual Meeting, we request that each shareholder please complete, date, and sign the enclosed form of proxy and deliver it in accordance with the instructions set out in the form of proxy and Information Circular.

Dated at Melbourne, Victoria, Australia the 27th day of October, 2020

BY ORDER OF THE BOARD

"Anoosh Manzooril"

Chief Executive Officer