



Cash Converters International Limited

ABN 39 069 141 546

**Notice of
2018 Annual General Meeting,
Explanatory Memorandum
and Proxy Form**

**For the
Annual General Meeting
of
Cash Converters International Limited
To be held at
The Westin Perth, 480 Hay Street Perth WA 6000
On Thursday 29 November 2018
Commencing at 11am (Western Standard Time)**

Notice of Annual General Meeting

Notice is hereby given that the 2018 Annual General Meeting (“Meeting”) of Cash Converters International Limited (the “Company”) will be held at The Westin Perth, 480 Hay Street Perth WA 6000, on Thursday 29 November 2018 at 11am (WST).

The Explanatory Memorandum to this Notice provides additional information on matters to be considered at the Meeting. The Explanatory Memorandum and the Proxy Form form part of this Notice.

AGENDA ITEMS

ORDINARY BUSINESS

1. Financial report

To receive and consider the financial report for the year ended 30 June 2018 and the related directors’ report, directors’ declaration and auditor’s report.

Note: there is no vote on this item.

2. Resolution 1 - Re-election of Mr Lachlan Given

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

“That Mr Lachlan Given, 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 – 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.”

4. Resolution 3 – Non-binding resolution to adopt 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 2018 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 3:

- (in any capacity) by or on behalf of a member of the Key Management Personnel (which includes each of the Directors) named in the Company’s 2018 remuneration report;
- (in any capacity) by or on behalf of a Closely Related Party of a member of the Key Management Personnel; or

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- as a proxy by a member of the Key Management Personnel or a Closely Related Party of a member of the Key Management personnel,

unless the vote is cast as proxy for a person entitled to vote on Resolution 3:

- 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.

SPECIAL BUSINESS

5. Resolution 4 – Approval of the Cash Converters Rights Plan

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

“That, for the purposes of Listing Rule 7.2, Exception 9(b) and for all other purposes, approval be given to, and for the issue of securities under, the Company’s Rights Plan as described in the Explanatory Memorandum.”

Voting Exclusion Statement

The Company will disregard any votes cast in favour of Resolution 4 by or on behalf of:

- the Directors, except any Director who is ineligible to participate in any employee incentive scheme in relation to the Company, and by any of their associates; and
- as a proxy by a member of the Key Management Personnel or a Closely Related Party of a member of the Key Management personnel,

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.

EXPLANATORY MEMORANDUM

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

ENTITLEMENT TO VOTE

1. Snapshot date

In accordance with regulation 7.11.37 of the *Corporations Regulations 2001* (Cth), for the purposes of determining entitlements to attend and vote at the Meeting, Shares will be taken to be held by the persons who are the registered holders at 7pm (Sydney time) on Tuesday 27 November 2018.

Accordingly, transactions registered after this time will be disregarded in determining entitlements to attend and vote at the Meeting.

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2. Proxies

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 either be 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 section 250D of the Corporations Act; and
- provides satisfactory evidence of the appointment of its corporate representative.

To be valid, your Proxy Form (and any power of attorney under which it is signed) must be received at an address given below by 11am (WST) on 27 November 2018. Any proxy form received after that time will not be valid for the scheduled Meeting.

A Shareholder that is entitled to cast 2 or more votes may appoint up to 2 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 you do not specify the proportion or number of votes that each proxy is entitled to exercise, each proxy may exercise half of the votes. If you wish to appoint a second proxy, an additional proxy form may be obtained by telephoning the Company's share registry or you may copy the enclosed proxy form. To appoint a second proxy, you must follow the instructions on the proxy form.

Any directed proxies that are not voted on a poll at the Meeting by a Shareholder's appointed proxy will automatically default to the Chairperson of the Meeting, who must vote the proxies as directed on a poll.

A Proxy Form is enclosed with this Notice. An additional form will be supplied by the Company on request.

If a Shareholder intends to appoint a member of the Key Management Personnel (other than the Chairperson) or a Closely Related Party of a member of the Key Management Personnel as their proxy, the Shareholder should ensure that they direct the member of the Key Management Personnel, or a Closely Related Party of a member of the Key Management Personnel, how to vote on Resolutions 3 and 4.

If the Chairperson is your proxy or is appointed as your proxy by default, you may direct the Chairperson how to vote by ticking the relevant boxes in Step 2 of the proxy form. If you do direct the Chairperson how to vote in Step 2 of the proxy form, the Chairperson will vote on the relevant Item in accordance with those directions. If you do not direct the Chairperson how to vote on Resolutions 3 and 4, you will be directing the Chairperson to vote in accordance with the Chairperson's voting intentions in respect of that Resolution (that is in favour of Resolutions 3 and 4) and you will also be expressly authorising the Chairperson to exercise your proxy in respect of the relevant Resolution, even though the relevant Resolution is connected directly or indirectly with the remuneration of a member of Key Management Personnel.

Please note: The Chairperson of the meeting intends to vote all undirected proxies in favour of Resolutions 1 to 4.

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- Online** At www.investorvote.com.au
- By mail** Share Registry - Computershare Investor Services Pty Limited
GPO Box 242, Melbourne Victoria 3001, Australia
- By fax** 1800 783 447 (within Australia)
+61 3 9473 2555 (outside Australia)
- 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

By order of the Board



B Edwards
Company Secretary
18 October 2018

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 report

The Corporations Act and clause 38.1 of the Company's Constitution require:

- the reports of the directors and auditors; and
- the annual financial report, including the financial statements of the Company for the year ended 30 June 2018,

to be laid before the Annual General Meeting. Neither the Corporations Act nor the Company's Constitution requires 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.

Also, a reasonable opportunity will be given to Shareholders as a whole 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. Resolutions 1 and 2 - Re-election of Directors

Clause 52.1 of the Company's Constitution requires that at every Annual General Meeting of the Company, one-third (or the number nearest to but not exceeding one third) of the Directors (except the Managing Director) shall retire from office. Clause 52.2 states that in every year the Director (or Directors) to retire is the one third (or other nearest whole number) who have been longest in office since their last election (and, as between two or more who have been in office an equal length of time, the Director determined by lot).

2.1 Re-election of Mr Lachlan Given

In accordance with clauses 52.1 and 52.2 of the Company's Constitution, Mr Lachlan Given retires by rotation and offers himself for re-election.

The experience, qualifications and other information about Mr Given appears below:

Mr Lachlan Given

Non-executive Director – appointed 22 August 2014

Mr Given is the Executive Chairman of EZCORP Inc. (a US incorporated entity and substantial shareholder of the Company) and director of The Farm Journal Corporation, a pre-eminent US agricultural media company. He is also a director of Senetas Corporation Limited (ASX: SEN), a world leading developer and manufacturer of certified, defence-grade encryption solutions; CANSTAR Pty Ltd, a leading Australian financial services ratings and research firm; and Tab.com, a leading provider of physical and digital records management solutions in the US, Canada and Europe.

Explanatory Memorandum

Mr Given began his career working in the investment banking and equity capital markets divisions of Merrill Lynch in Hong Kong and Sydney where he specialised in the origination and execution of a variety of M&A, equity and equity-linked and fixed income transactions.

Mr Given graduated from the Queensland University of Technology with a Bachelor of Business majoring in Banking and Finance (with distinction).

Recommendation

The Board (with Mr Given abstaining) unanimously recommends that Shareholders vote in favour of Resolution 1. The Chairperson of the Meeting intends to vote undirected proxies in favour of Resolution 1.

2.2 Resolution 2 - Re-election of Mr Peter Cumins

In accordance with clauses 52.1 and 52.2 of the Company's Constitution, Mr Peter Cummins retires by rotation and offers himself for re-election.

The experience, qualifications and other information about Mr Cumins appears below:

Mr Peter Cumins

Executive Deputy Chairman – appointed 26 April 1995

Mr Cumins joined the Company in August 1990 as Finance and Administration Manager, becoming General Manager in March 1992 and Group Managing Director in April 1995. He became Executive Deputy Chairman in January 2017. Mr Cumins was appointed a director of the board of EZCORP Inc. (a US incorporated entity and substantial shareholder of the Company) in July 2014.

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 prior experience involves the management of large organisations as a senior executive.

Recommendation

The Board (with Mr Cumins abstaining) unanimously recommends that Shareholders vote in favour of Resolution 2. The Chairperson of the Meeting intends to vote undirected proxies in favour of Resolution 2.

3. Resolution 3 - Adoption of remuneration report

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.

Explanatory Memorandum

Shareholders should note that if at least 25 per cent of the votes cast on this Resolution are voted against the Resolution (constituting a “first strike”) and 25 per cent or more of the votes cast on a resolution at the 2019 annual general meeting (“2019 AGM”) to adopt the 2019 remuneration report are cast against the resolution, then, in accordance with the Corporations Act, a further resolution would be put to Shareholders at the 2019 AGM on whether to hold a further meeting to spill the Board (a “spill resolution”). At that spill resolution, all of the Directors who were directors at the time of the 2019 AGM would be up for re-election.

Recommendation

The Board unanimously recommends that Shareholders vote in favour of Resolution 3. The Chairperson of the Meeting intends to vote undirected proxies in favour of Resolution 3.

4. Resolution 4 - Approval of Cash Converters Rights Plan

In 2015 the Company established the Cash Converters Rights Plan (“Rights Plan”) to create alignment between Shareholder benefit and the remuneration of selected senior executives, and to retain employees and the required talent for the Company to be successful. Senior executives receive a significant component of their remuneration in the form of long term incentives issued under the Rights Plan. The terms of the Rights Plan were first approved by Shareholders at the 2015 Annual General Meeting.

Cash Converters Rights Plan terms generally

Under the Rights Plan, the Board (at its discretion) may issue Rights to senior executives for no monetary consideration and with no exercise price. Each Right is subject to vesting conditions, to be determined at the Board’s discretion, however, the conditions are intended to create alignment with the expectations of Shareholders over the Rights measurement period.

Since Shareholders first approved the Rights Plan in 2015, the Company has granted a total of 17,694,134 Rights. No Rights have yet vested.

A summary of the key terms of the Rights Plan is set out in Attachment A.

Approval under Listing Rule 7.2, Exception 9(b)

Approval under Listing Rule 7.2, Exception 9(b) is sought so that securities (which includes Rights and Shares issued on the exercise of those Rights) issued in accordance with the Rights Plan will be excluded from the calculation of the maximum number of Equity Securities that can be issued by the Company under Listing Rule 7.1 (being 15 per cent in each rolling 12 month period) for a period of three years from the date of Shareholder approval. Approval under Listing Rule 7.2, Exception 9(b) is therefore to be sought every 3 years.

As the Rights Plan was approved at the Company’s 2015 Annual General Meeting, any Rights granted (and the Shares issued on the exercise of those Rights), from the date of the 2015 Annual General Meeting up until this Meeting fell within the exception to Listing Rule 7.1.

Explanatory Memorandum

If Resolution 4 is approved by Shareholders, it will have the effect of enabling the securities issued by the Company under the Rights Plan to be automatically excluded under Listing Rule 7.1 during the next 3 year period.

The grant of any Rights to a Director will require additional approval of Shareholders under Listing Rule 10.14. Shareholder approval is not being sought for any grants of Rights to Directors at the Meeting.

Recommendation

The Directors who are not eligible to participate in the Rights Plan unanimously recommend that Shareholders vote in favour of Resolution 4.

The Chairperson of the Meeting intends to vote all undirected proxies in favour of Resolution 4.

Glossary

In the Notice of Meeting and this Explanatory Memorandum (including Attachment A) the following terms have the meaning set out below:

Term	Meaning
Associated Body Corporate	<ul style="list-style-type: none">• a body corporate that is a related body corporate of the Company;• a body corporate that has voting power in the Company of not less than 20% and that has been approved for participation in the Rights Plan by the Company; or• a body corporate in which the Company has voting power of not less than 20% and that has been approved for participation in the Rights Plan by the Company.
Board	the board of directors of the Company.
Closely Related Party	has the meaning given in section 9 of the Corporations Act and includes in respect of a member of the Key Management Personnel: <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).
Deferred Right	a Right that is vested at its grant.
Director	a director of the Company.
Equity Securities	equity securities as defined in the Listing Rules.
Explanatory Memorandum	this Explanatory Memorandum accompanying the Notice of Meeting.
Group	the Company and its Associated Bodies Corporate.
Group Company	any body corporate within the Group.
Key Management Personnel	the key management personnel of the Company as defined in AASB Standard 124.

Glossary

Listing Rules	the Listing Rules of the ASX.
Measurement Period	in relation to Offers of Performance and Retention Rights, means the period or periods specified in the Letter of Offer in relation to the Offer.
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.
Offer	an offer of Rights under the Rights Plan.
Offer Share Price	the volume weighted Share price at which the Company's shares were traded on the ASX over the 14 days following the announcement of annual result for the Company or such other date determined by the Board.
Participant	employees of a Group Company who have been issued Rights under the Rights Plan.
Performance Rights	Rights which are subject to performance related vesting conditions.
Proxy Form	the proxy form included with the Notice of Meeting.
Retention Rights	Rights that are subject to service related vesting conditions.
Rights	an entitlement to the value of a Share.
Rights Plan	the Cash Converters Rights Plan.
Shares	fully paid ordinary shares in the Company.
Shareholder	the holder of Shares.
Special Circumstances	<ul style="list-style-type: none">• death;• total and permanent disablement as determined by the Board;• retirement with the prior consent of the Board;• redundancy;• retrenchment; or• any other Company initiated terminations other than for cause.
WST	Western Standard Time

Attachment A – Summary of Rights Plan key terms

Eligibility

The Board has the discretion to determine which employees are eligible to participate in the Rights Plan. The definition of eligible employee under the rules of the Rights Plan includes a full-time or permanent part-time employee of the Company and its subsidiary companies (excluding non-executive directors).

Offers

The Board has the discretion to determine the number and types of Rights to be offered to Participants, and may withdraw any offer prior to acceptance. Any offer may be accepted or rejected but not partially accepted.

Vesting conditions

The vesting of any Rights issued under the Rights Plan may be made conditional on the satisfaction of performance of the Company, the participant and/or service or other conditions as determined by the Board and advised to each Participant in their offer documents (**Letter of Offer**). Any performance conditions may vary between each Letter of Offer and each tranche.

The most recent FY2018 Letters of Offer to participate in the Rights Plan included performance conditions which reflect two measures of long term performance, one reflecting external measures and one reflecting internal measures. For example:

- Tranche 1 (making up 50% of the Rights offered) attached the external performance condition of an indexed total shareholder return whereby the Company's total shareholder return is to be assessed against the S&P ASX Small Industrial Index (**iTSR**).
- Tranche 2 (making up the remaining 50% of the Rights offered) attached the internal performance condition of the Company's normalised earnings per share compound annual growth rate (excluding abnormal items as determined by the Board) (**EPS**).

Within each tranche of Rights, the percentage of Rights that vest is pro-rated from threshold performance through to stretch performance.

Exercise of rights

Performance Rights or Retention Rights shall be automatically exercised on the date of vesting. Deferred Rights are automatically exercised ninety (90) days after the grant date.

On exercise of such vested Rights, the Board will determine in its absolute discretion whether to issue Shares for the value of the exercised Rights, a cash payment, or a combination of both to the Participant. The Board will provide written notice to the Participant advising of its determination.

Shares allocated to a Participant under the Rights Plan may be issued by the Company or acquired on or off market by the trustee of the Cash Converters Limited Employee Share Trust.

Attachment A – Summary of Rights Plan key terms

Price

Rights offered under the Rights Plan are offered at no cost to the Participants. The Company will pay all costs of issuing and acquiring Shares for the purposes of satisfying exercised Rights, as well as any brokerage on acquisition of Shares for this purpose. Additionally, the Company will pay all costs of administering the Rights Plan.

Lapse/forfeiture

Performance Rights and Retention Rights in a tranche will lapse if they have not vested at the end of the Measurement Period and there is no opportunity for such Rights to vest at a later date.

Rights may not be disposed, transferred, or otherwise dealt with, and will lapse immediately on purported disposal, transfer or dealing unless the transfer is to the Participant's legal personal representative by operation of law on the death or legal incapacity of the Participant.

Change of control

Unless specified otherwise by the Board, in the event of a change of control of the Company (including a takeover):

- unvested Performance Rights granted in the financial year of the change of control will lapse in the same proportion that the remainder of the financial year bears to the full financial year;
- all remaining unvested Performance Rights will vest in the same proportion that the Share at the time of the change of control has increased in relation to the Offer Share Price (or otherwise lapse if nil);
- all unvested Retention Rights will vest; and
- any disposal restrictions for Deferred Rights will be lifted.

Cessation of employment

Unless the Board determines otherwise, if a Participant ceases to be an employee of a Group Company due to Special Circumstances and is not immediately re-employed by another Group Company, the Participant's Rights granted in the financial year of termination of employment will be forfeited in the same proportion that the remainder of the financial year bears to the full financial year. Rights that do not lapse at the termination of employment will continue to be held by the Participant with a view to testing for vesting at the end of the Measurement Period.

Unless the Board determines otherwise, if a Participant ceases to be an employee for reasons other than due to Special Circumstances, all unvested Rights held by the Participant will be forfeited and lapse.

No dealing or hedging

Dealing restrictions apply to Shares as a consequence of the exercise of Rights in accordance with the Company's share trading policy and Division 3 of Part 7.10 of the Corporations Act. Subject to dealing restrictions, Participants are prohibited from hedging or otherwise protecting the value of Rights (vested or unvested) issued under the Rights Plan.

Attachment A – Summary of Rights Plan key terms

Rights attaching to Shares

Rights issued under the Rights Plan do not carry voting or dividend entitlements. Shares issued when Rights vest will rank equally for voting, dividends and other entitlements with all ordinary Shares on issue.

Adjustments

Prior to the allocation of Shares to a Participant upon vesting of Rights, the Board may make any adjustment it considers appropriate to the terms of Shares in order to minimise or eliminate any material advantage or disadvantage to a Participant resulting from a corporate action such as bonus issues or capital reconstruction (in accordance with the Listing Rules as applicable).

Limits on Shares issued


The number of Shares that may be issued under the Rights Plan will be set with regard to the limits prescribed under ASIC Class Order 14/1000 with respect to employee incentive scheme offers made without a prospectus. Currently these limits provide that the number of Shares that may be issued under an employee incentive scheme, when aggregated with the number of Shares issued during the previous three years from Share issues under all employee incentive schemes established by the Company (including as a result of exercise of options to acquire Shares granted in the previous three years under any such employee incentive scheme), must not exceed 5% of the total number of Shares on issue, disregarding certain unregulated offers.

Amendments to the Rights Plan

The Board may at any time by written instrument, or by resolution, amend or repeal all or any of the provisions of the rules of the Rights Plan. However, no amendment or repeal of the rules can reduce the existing rights of any Participant in respect of any Offers that had commenced prior to the date of the amendment or repeal other than with the Participant's consent or to comply with law, correct any manifest error or to address possible adverse tax implications for Participants generally or the Company arising from a change in legislation or interpretation of tax laws.

Lodge your vote:

  **Online:**
www.investorvote.com.au

 **By Mail:**
Computershare Investor Services Pty Limited
GPO Box 242 Melbourne
Victoria 3001 Australia

Alternatively you can fax your form to
(within Australia) 1800 783 447
(outside Australia) +61 3 9473 2555

For Intermediary Online subscribers only
(custodians) www.intermediaryonline.com

For all enquiries call:
(within Australia) 1300 653 310
(outside Australia) +61 3 9946 4403

Proxy Form



Vote and view the annual report online

- Go to www.investorvote.com.au or scan the QR Code with your mobile device.
- Follow the instructions on the secure website to vote.

Your access information that you will need to vote:

Control Number: 181768

SRN/HIN:

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

 **For your vote to be effective it must be received by 11:00am (WST) Tuesday, 27 November 2018**

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.

Attending the Meeting

Bring this form to assist registration. If a representative of a corporate securityholder or proxy is to attend the meeting you will need to provide the appropriate "Certificate of Appointment of Corporate Representative" prior to admission. A form of the certificate may be obtained from Computershare or online at www.investorcentre.com under the help tab, "Printable Forms".

Comments & Questions: If you have any comments or questions for the company, please write them on a separate sheet of paper and return with this form.

**GO ONLINE TO VOTE,
or turn over to complete the form** →

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 at The Westin Perth, 480 Hay Street, Perth, Western Australia on Thursday, 29 November 2018 at 11:00am (WST) 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 3 and 4 (except where I/we have indicated a different voting intention below) even though Resolutions 3 and 4 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 3 and 4 by marking the appropriate box in step 2 below.

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 Lachlan Given	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Resolution 2	Re-election of Mr Peter Cumins	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Resolution 3	Non-binding resolution to adopt remuneration report	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Resolution 4	Approval of the Cash Converters Rights Plan	<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.

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

Individual or Securityholder 1

Sole Director and Sole Company Secretary

Securityholder 2

Director

Securityholder 3

Director/Company Secretary

Contact Name

Contact Daytime Telephone

Date / /