



Thursday, 28 September 2017

Dear Shareholder

BOARD ENDORSED ELECTION CANDIDATES

I write to advise you that there are five candidates vying for election to fill three vacancies on the Board of Directors (the **Board**) of Murray Irrigation Limited (the **Company**), being:

- James Sides
- Bruce Simpson
- Waander van Beek
- Timothy McKindlay
- Phillip Snowden

Mr Simpson and Mr McKindlay are the Board's endorsed candidates.

Mr Simpson is currently the Company's Chairman and Mr McKindlay is a current Director, Chairman of the Board's Safety and Infrastructure Committee and Deputy Chairman of the National Irrigators Council. Both Mr Simpson and Mr McKindlay are experienced members of the Board with a history of landholder representation. The Board believes their re-election provides the Company with the vital stability, mix of skills and continuity needed to guide the Company at a time when it is delivering once-in-a-generation technology and changes to the network.

The Board declined to endorse the candidature of Mr Sides whose conduct, in the Board's view, has failed to meet the minimum requirements of a Director of the Company. The Board is constrained from commenting further on Mr Sides' performance.

Whilst not formally endorsed, the Board has welcomed the candidature of Messrs van Beek and Snowden who are also be expected to bring landholder experience to the Board's deliberations.

The Board is determined to pursue the highest standards of corporate governance and performance. It is equally determined to promote an environment in which Directors are able to work together harmoniously and with a singular focus on its core business that is, *the delivery of water on time, in full and at a price that is sustainable to customers and business continuity.*

I ask that you read all election material carefully and that you make an informed vote that supports the core business objectives of the Company.

Ben Barlow

Deputy Chairman of the Company
Chairman of the Company's Governance Committee

Frequently asked questions

October 2017



FAQ

Q. Why did the Board decide to endorse some directors and not others and thereby set a precedence?

A. The company indicates in its Corporate Governance statement published in the Murray Irrigation Annual Report that it is committed to good governance. In setting its policies the Board takes guidance from the Australian Securities Exchange (ASX) Corporate Governance Guidelines and Recommendations. Under the ASX Recommendations, a Board is expected to disclose whether it supports the re-election of a director. Accordingly, the Board believes it appropriate to disclose whether it supports the re-election of directors.

Q. Why did directors decline to endorse the re-election of Director Sides?

A. The decision not to endorse the re-election of Director Sides was taken because in the view of the Board his conduct did not meet the minimum requirements of a director of Murray Irrigation.

Q. Why does the Board suggest Director Sides does not meet the minimum requirements of a director?

A. The Board recently completed an internal assessment of the performance of individual directors and an external governance review. Following a review of the findings, Directors attending the September Board meeting, who were not subject to re-election, determined not to support the re-election of Director Sides because his conduct did not meet the minimum requirements of a director of Murray Irrigation.

Q. In what specific way has Director Sides failed to meet the minimum requirements of a director of Murray Irrigation?

A. In the interests of privacy and in accordance with its confidentiality policies, the Board has sought the approval of Director Sides to divulge this information; Director Sides has refused to consent to the release of this information.