

Notice of Annual General Meeting

BARWON HEADS COMMUNITY ENTERPRISE LIMITED

ABN 68 149 465 396

To be held at 6pm on Tuesday 30th October 2018

At

Barwon Heads Football & Netball Clubrooms
(located within the Foreshore Camping Reserve).

Ordinary Business

1. Receipt of Annual Report

To receive the company's Financial Report, the Director's Report and the Auditor's Report for the year ended 30 June 2018.

2. Election of Directors

2.1 To note the following Director has retired since the last Annual General Meeting or are now retiring and not seeking re-election.

Mr Graeme Leslie Hanel and **Margaret Christine Austin**.

2.2 To consider, and if thought fit, to pass each of the following resolutions as an ordinary resolution.

(a) That **Damien Patrick O'Malley** be elected as a Director of the company.

(b) That **Anita Joy Phillips** be elected as a Director of the company.

(c) That **Jason Anthony Hutton** be elected as a Director of the company.

2.3 To consider, and if thought fit, to pass the following resolution as an ordinary resolution.
Re-election of Director retiring by rotation.

That **Bruce Anthony Symons** and **David John Halliday** be re-elected as a Director of the company.

3. Appointment of Auditor

No change to auditor.

Attending the meeting

All shareholders may attend the Annual General Meeting.

Joint holders: In the case of joint shareholders, all holders may attend the Meeting. If only one holder attends (including by proxy), that shareholder may vote at the Meeting as if that holder were solely entitled to the shares. If more than one joint holder is present (including by proxy), the joint holder whose name appears first in the register may vote.

Proxy: If you are unable to attend the Meeting, you are entitled to appoint a proxy to attend and vote. See the attached Proxy Form for information on appointing a proxy.

Corporate shareholder: A corporate shareholder may appoint one or more persons to act as its representative under section 250D of the Corporations Act, but only one representative may exercise the corporate shareholder's powers at any one time. The company requires written evidence of a representative's appointment to be given to the company before the meeting.

Voting rights

Each shareholder is entitled to one vote.

For the purposes of voting at the Meeting, shares will be taken to be held by the persons who are registered as members as at **5pm on 21st September 2018**.

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By order of the Board
Peter MacMillan
Company Secretary
14th September 2018

Explanatory Notes

This information has been included to assist you in making an informed decision about the resolutions proposed at the meeting.

Agenda item 2: Election of Directors

The following information is provided about candidates for election to the Board.

(a) **Damien Patrick O'Malley**, having been appointed by the Board since the last Annual General Meeting, retires in accordance with the constitution of the company, and being eligible, offers him/herself for election.

Appointed Director: 28th November 2017

Occupation: Consultant

Qualifications, experience and expertise: Founder and Senior Consultant of strategic HR consulting business and co-founder of strategic off-sites consulting business. Clients include commercial / non-for-profit organisations in health, hospitality, infrastructure, financial services, legal services & retail. Previous experience as senior HR practitioner in leading national business in financial services, directories, gambling & entertainment, aviation and retail. Masters of Human Resources Development (UTS), Bachelor of Arts (Adelaide University), accredited as Executive Coach and number of leadership, team and cultural diagnostics.

(b) **Anita Joy Phillips**, retires by rotation in accordance with the constitution of the company, and being eligible, offers him/herself for re-election.

Appointed Director: 14th June 2018

Occupation: Dr. Deputy Director of Clinical Studies

Qualifications, experience and expertise: General Practitioner in Drysdale, Deputy Director Clinical Studies in the School of Medicine, Deakin University, Senior lecturer and researcher in Clinical Communication. Anita brings to the board experience in leadership, in the health and tertiary education sector. Member Barwon Health End of Life Expert Advisory Committee, iValidate Research and Education Faculty. Past community projects have involved Healthy Eating Hub Days for Barwon Heads Soccer Club. Aiming to bring guidance to community grants to improve community health and wellbeing.

(c) **Jason Anthony Hutton**, retires by rotation in accordance with the constitution of the company, and being eligible, offers him/herself for re-election.

Appointed Director: 24th July 2018

Occupation: Consultant

Qualifications, experience and expertise: Jason is currently a consultant IT Technical Architect and has over 25 years in the IT industry from system support and design to management. He moved to Barwon Heads ten years ago and has since been involved with various local community groups and is currently on the Barwon Heads Tennis Club committee. Jason has been a member of the board since July 2018.

Agenda item 3: Appointment of Auditor

No change to auditor.