Notice of Annual General Meeting

Buderim Community Enterprises Limited
A.B.N. 28 136 810 074

To be held at 4.00pm on Tuesday, 24 November 2026
at The Men's Shed, 38 Advance Road, Kuluin QLD 4558

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 2026.

2. Election of Directors

To consider, and if thought fit, to pass each of the following resolutions as an ordinary resolution.
(a) That **Lara Higson** be elected as a Director of the company.
(b) That **Ruth Wade** be elected as a Director of the company.
(c) That **Errol Hay** be elected as a Director of the company.

3. Resolution – Equal Reduction of Share Capital

To consider and, if thought fit, to pass the following resolution as an ordinary resolution:
"To approve the following equal reduction of share capital be undertaken by the Company:
An equal share capital reduction of $0.06 per ordinary share to be paid by the Company to each registered holder of ordinary shares as at 17 December 2026."

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 4 pm on 24 November 2026.

By order of the Board
Ruth Wade
Company Secretary

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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) Lara Higson retires by rotation in accordance with the constitution of the company, and being eligible, offers herself for re-election
(b) Ruth Wade retires by rotation in accordance with the constitution of the company, and being eligible, offers herself for re-election
(c) Errol Hay, retires by rotation in accordance with the constitution of the company, and being eligible, offers himself for re-election

Agenda item 3: Equal Reduction of Share Capital.

Buderim Community Enterprises Limited is an Australian unlisted public company which was incorporated on 28 April 2009.

The Directors have determined it prudent to pay a return of capital to shareholders, rather than dividends, while the company remains in an accumulated losses position. This ensures compliance with provisions under both common law and the Corporations Act 2001. Shareholder approval is required for the return of capital to occur.

The proposed reduction constitutes an equal reduction for the purposes of the Corporations Act 2001 as it:

a. relates only to ordinary shares; and
b. it applies to each holder of ordinary shares in proportion to the number of ordinary shares they hold; and
c. the terms of the reduction are the same for each holder of ordinary shares.

The Corporations Act 2001 provides that a company may reduce its share capital provided it:

a. is fair and reasonable to the company's members as a whole
b. does not materially prejudice the company's ability to pay its creditors
c. is approved by members under section 256C.

The Board is satisfied that the requirements of the Corporations Act have been satisfied and resolved on 29 September 2026 to undertake an equal reduction of capital by the payment of $0.06 per ordinary share.

The funds to be paid by the Company to shareholders as a result of the capital reduction will be wholly funded from the Company’s cash at bank.

The share capital of the company currently comprises 802,740 ordinary shares, each originally paid to $1.00. With the return of capital in the 2023/24 financial year and after the return of capital in the current financial year each shareholder's share will have a paid-up value of $0.87.

This proposed capital reduction will reduce the paid-up capital of the company by $48,164.40. No shares will be cancelled in connection with this reduction, so it will not affect the number of shares held by each shareholder.

The record date for the capital reduction is 17 December 2026. The payment will be made to shareholders on 12 January 2027.

The Board believes that all information known to the Company that is material to the Shareholders' decision on how to vote on the proposed Resolution is disclosed in this Explanatory Memorandum or has previously been disclosed or is known to the Shareholders. The company has lodged the necessary documents with the Australian Securities & Investments Commission.

Each shareholder should seek their own tax advice regarding their personal tax position from their personal tax adviser in relation to this payment.