

Notice of Annual General Meeting

Grampians Regional Community Enterprises Limited

A.B.N. 29139414234

To be held at 7:30pm on Wednesday 22nd November 2023
at Stirling Place, Dunkeld

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 2023.

2. Remuneration Report

No Directors received remuneration for Board duties in 2022-23.

3. Election of Directors

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

Re-election of Directors retiring by rotation

- (a) That **Brendan Kelly** be elected as a Director of the company.
- (b) That **Jodie Young** be elected as a Director of the company.

Election of Directors who have been appointed since the last AGM

- (c) That **Catherine Loria** be elected as a Director of the company.
- (d) That **Michael Alderman** be elected as a Director of the company.
- (e) That **Paul Carrazzo** be elected as a Director of the company.
- (f) That **Carly Behncke** be elected as a Director of the company.

Attending the meeting

All shareholders may attend the Annual General Meeting.

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.

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.

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.

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For the purposes of voting at the meeting, shares will be taken to be held by the persons who are registered as members on the Record Date as at 5pm on 3rd November 2023

By order of the Board
Grampians Regional Community Enterprises Limited

Catherine Loria
Company Secretary
18th October 2023

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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 3: Election of Directors

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

Re-election of Directors retiring by rotation

(a) **Brendan Kelly** retires by rotation in accordance with the constitution of the company, and being eligible, offers himself for re-election.

Occupation: Small business director

Qualifications, experience and expertise:

Brendan is the managing director of Kellys which is a rural merchandise, fertiliser and hardware business located in both Peshurst & Dunkeld. Brendan established Kellys in Peshurst in 1988, then in Dunkeld in 2005. In recent years Brendan has commenced selling real estate working with Charles Stewart & Co, this is somewhat a family tradition with previous generation being involved in real estate valuations and sales. Brendan is the fourth generation of the Kelly family to live and work in Peshurst and district. Brendan and his wife Liz have three children Brooke, Shannon and Laine. They are active in the local community being involved in the football netball club, race club and Monivae college.

(b) **Jodie Young** retires by rotation in accordance with the constitution of the company, and being eligible, offers herself for re-election.

Occupation: Nurse

Qualifications, experience and expertise: Bachelor of Nursing, Marcus Oldham Rural Leadership Program, Cavendish Red Gum Festival committee member. Jodie is from a family farming operation running a commercial Angus herd in Western Victoria. A registered nurse currently employed part time at Casterton, Victoria. Jodie lives with her husband and children at Cavendish running sheep and cattle and plans to improve the liveability and amenities of Cavendish and within our region by becoming a Bendigo Community Bank director. Jodie brings attributes including; different workplace exposure, practical, enjoys challenges and seeking out improvements, community minded, volunteering and gardening.

Election of New Directors

(c) **Catherine Loria** has not previously served as a Director and offers herself for election.

Occupation: Director of Nursing/Manager Peshurst & District Health Service

Qualifications, experience and expertise: A Registered Nurse with post graduate qualifications in a number of specialties and management. Have been working in health for over 40 years with experience in management across different health services over the past 30 years. Have been involved in community groups in the Peshurst Community -Advance Peshurst, Peshurst Football Netball Club.

(d) **Michael Alderman** has not previously served as a Director and offers himself for election.

Occupation: Farmer

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Qualifications, experience and expertise: He previously worked at NAB as an Agribusiness and business Banker. Michael is involved in Glenthompson Dunkeld Football Netball Club, Grampians Cricket Club and the CFA. Michael holds a Bachelor of Agricultural Science from Melbourne University.

(e) **Paul Carrazzo** has not previously served as a Director and offers himself for election.

Occupation: Accountant

Qualifications, experience and expertise: Is the principal of Carrazzo Consulting CAs with over 25 years experience in taxation and business consulting. Carrazzo Consulting is a leading horse tax advisor, providing comprehensive horse accounting services to the thoroughbreds industry for more than 30 years. Currently on the Dunkeld Lands Committee and has a residence in Dunkeld and Melbourne.

(f) **Carly Behncke** offers herself for election, (having previously served as a Director in 2016-2018).

Occupation:

Qualifications, experience and expertise:

Carly Behncke grew up on a farm in Bulart. Carly was a previous director of GRCE, leaving the board to work in the branch as a Customer Service Officer.

She along with her husband and daughters are running their sheep farming property in partnership in Bulart. She is an active member of the community, plays netball for Cavendish Football Netball Club, sits on many local committees; Cavendish Primary School Council and Parents Club, Cavendish Kindergarten, Cavendish Red Gum Festival as well as Western District Health Service Fundraising Committee. Carly has over 15 years of Marketing experience and has a passion for all things community.