

Notice of Annual General Meeting

Inner West Community Enterprises Limited A.B.N.

93 124 893 705

To be held at 6.30pm on Monday 22 November 2021
As a virtual online meeting using Zoom
The Zoom meeting link is provided with this notice

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 2021.

2. Election of Directors

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

- (a) That **Freddy Lopez** be elected as a Director of the company.
- (b) That **Pamela Sutton-Legaud** be re-elected as a Director of the company.
- (b) That **Jennifer Britt** be re-elected as a Director of the company.
- (c) That **Sarah Franklyn** be re-elected as a Director of the company.

Special Business

3. Adoption of updated IWCE Constitution

To adopt the Constitution of Inner West Community Enterprises Limited (Version Date: 1 July 2020).

Attending the meeting

All shareholders may attend the virtual online 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 5.00pm on 18 November 2021.

By order of the Board

David St.John

Company Secretary

21 October 2021

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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) **Freddy Lopez**, 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 himself for election.
Freddy is an FCPA with experience gained across diverse ASX listed organisations. Expertise spans commercial, business development and operations, with a demonstrated capacity to develop and execute strategy and build strong teams.
- (b) **Pamela Sutton-Legaud** retires by rotation in accordance with the constitution of the company, and being eligible, offers herself for re-election.
Pamela is CEO of Homeward Bound, a leadership program for women in STEMM and is a proven business strategy specialist who has significantly contributed to the non-profit and commercial sectors.
Pamela serves as a Director or Trustee on several non-profit boards including BirdLife Australia, Hobsons Bay Community Fund and the Western Melbourne Tourism Board. In recognition of her achievements, she was awarded the 2006 Victorian Telstra Businesswoman of the Year award (Community & Government) for her work with Plan International and the Melbourne 2006 Commonwealth Games.
Pamela completed a Master of Business Administration (MBA) in February 2017 and is accredited as a Certified Fundraising Executive (CFRE) with CFRE International and a Fellow of the Fundraising Institute of Australia. In 2020, Pamela was elected as an independent councillor to Hobsons Bay City Council.
- (c) **Jennifer Britt** retires by rotation in accordance with the constitution of the company, and being eligible, offers herself for re-election.
Jenny brings experience from across the private, State and Federal public sectors. Jenny has a Master of Business Administration and is a Graduate of the Australian Institute of Company Directors. She has a strong understanding of the community sector, including sport and recreation, community infrastructure, disability and service delivery.
- (d) **Sarah Franklyn** retires by rotation in accordance with the constitution of the company, and being eligible, offers herself for re-election.
With a Bachelor of Business Marketing from Monash, Sarah has spent many years working in the loyalty, membership and digital industries across a number of sectors along with volunteering her time as a mentor to university graduates and other community groups. Sarah has also worked as a consultant for many small businesses and entrepreneurs to help build their marketing and business plans. A long-term resident of Yarraville, Sarah shares a passion for the people and places of the inner west.

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Special Business

Agenda item 3: Adoption of updated IWCE Constitution

Item 3 is a special resolution to seek your approval for the adoption of the Constitution of Inner West Community Enterprises Limited (Version Date: 1 July 2020)

The adoption of the updated IWCE Constitution requires approval of shareholders under the Corporations Act s1365(5).

The amendments to the Constitution of the Inner West Community Enterprises Limited (Version Date: 1 July 2020) can be summarized as following:

- (1) updates to formatting,
- (2) changes to reflect suggested improvements (based on current best-practice);
- (3) changes to reflect changes in law; and
- (4) specific changes to rule 9.

A link to the Constitution of the Inner West Community Enterprises Limited (Version Date: 1 July 2020) can be found at the following web address:

<https://www.bendigobank.com.au/siteassets/branchassets/communitycompanies/innerwestcommunityenterpriseslimited/investorshareholder/companynoticeboard/constitution-iwcel-1-july-2020.pdf>

Online Meeting Details

Due to the impact of COVID19 restrictions, the AGM will be conducted as a virtual online meeting using Zoom software. The instructions to access the AGM meeting are provided with this notice.