

# Notice of Annual General Meeting

**Molonglo Financial Services Limited**  
**A.B.N. 77 100 097 443**

**To be held at 5:30pm on 15 November 2018**  
**at the Yacht Club, Mariner Place, Yarralumla, ACT**

## Ordinary Business

The meeting is asked to pass the following resolutions:

### 1. Receipt of Annual Report

**Resolution 1.:** That the meeting receives 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

The Chair advises that during the financial year **Robbie Rynehart, Nigel Phair, Emma Stonham and Catherine Walsh** have been appointed to fill casual vacancies on the board by the board and offer themselves for re-election.

- (a) **Robbie Rynehart**, 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 re-election.

**Resolution 2.:** That **Robbie Rynehart** be re-elected as a Director.

- (b) **Nigel Phair**, 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 re-election.

**Resolution 3.:** That **Nigel Phair** be re-elected as a Director.

- (c) **Emma Stonham**, 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 herself for re-election.

**Resolution 4.:** That **Emma Stonham** be re-elected as a Director.

- (d) **Catherine Walsh**, 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 herself for re-election.

**Resolution 5.:** That **Catherine Walsh** be re-elected as a Director.

## Re-election of Directors retiring by rotation

Under the Constitution one-third of directors must stand down by rotation annually. This year Alison Bleathman (nee. Grimes) retired and offers herself for re-election. Robert Evans retired and does not seek to be re-elected.

- (e) **Alison Bleathman (nee. Grimes)**, retires by rotation in accordance with the constitution of the company, and being eligible, offers herself for re-election.

**Resolution 6.:** That **Alison Bleathman (nee. Grimes)** be re-elected as a Director.

## 3. Remuneration of Directors

**Resolution 7.:** Up to \$20,000 be allocated to be distributed to Directors as remuneration for their services as the Board sees fit amongst the Directors during the 2018-19 tax year.

## 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 shareholders as at **5:00pm on 01 October 2018**.

By order of the Board



Alison Bleathman CA  
Company Secretary  
05 October 2018

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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 the candidates for election to the Board.

### Re-election of Director appointed since last Annual General Meeting

- a) **Robbie Jack Rynehart**, 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.
- b) **Nigel William Phair**, 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.
- c) **Emma Stonham**, 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 herself for election.
- d) **Catherine Walsh**, having been appointed by the Board since the last Annual General Meeting, retired in accordance with the constitution of the company, and being eligible, offers herself for election.

## **Relevant Experience:**

### **Robbie Jack Rynehart**

Occupation: Adviser

Robbie is a communications and strategy professional with over a decade of experience in government relations and campaign management. He has worked as an Economic Development Adviser to ACT Chief Minister and as Press Secretary to the Minister for Defence Material. He has played key roles in developing and delivering successful campaigns to attract economic development to the local region. Robbie holds a Master of Communications from Griffith University.

### **Nigel William Phair**

Occupation: Consultant

Nigel Phair is an influential analyst on the intersection of technology, crime and society. Adjunct Professor Phair has published three acclaimed books on the international impact of cybercrime, is a regular media commentator and provides executive and board advice on strategy, risk & governance of technology. In a 21 year career with the Australian Federal Police he achieved the rank of Detective Superintendent and headed up investigations at the Australian High Tech Crime Centre for four years. He is founder and managing director of a technology 'start-up' company and has chaired a number of not-for-profit organisations.

### **Emma Stonham**

Occupation: Consultant

Emma is a Consultant in People and Organisation at PricewaterhouseCoopers. She has over twenty years' experience in organisational change, human resource management with particular emphasis on merge, acquisitions, organisational culture, human behaviour, future of work, project and program management. Her experience covers both public and private enterprises. She has worked with a number of clients throughout Australia, France and the United States delivering strategic organisational change and human resource capability. Emma is also currently the CEO of The Ricky Stuart Foundation and Head Coach for The Develop a Diamond Netball Academy in the ACT.

### **Catherine Walsh**

Occupation: Public Servant

Catherine has over twenty years' government experience in leadership roles across three federal departments and as an officer in the Royal Australian Air Force. As an active member of the Canberra community, Catherine volunteers with a number of not-for-profit organisations in board, mentoring and "roll up your sleeves" roles with both local and national organisations. She holds qualifications in law, training and assessment and a postgraduate degree in human resource management. Catherine is also a member of the departments of Defence and Veterans' Affairs Human Research Ethics Committee.