

## NOTICE OF ANNUAL GENERAL MEETING

To be held on Monday 19 November 2018 at 6.30pm  
at the Mt Eliza Bowling Club, 90–100 Canadian Bay Rd, Mt Eliza VIC 3930

### ORDINARY BUSINESS

#### 1. Receipt of Annual Report

To receive the company's financial report, the directors' report and the auditor's report for the year ended 30 June 2018.

#### 2. Re-election of directors

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

Re-election of directors retiring by rotation:

- (a) That Reagan Barry be re-elected as a director of the company
- (b) That Alex Godfrey be re-elected as a director of the company
- (c) That Peter Hutchinson be re-elected as a director of the company

#### 3. Election of director

To consider, and if thought fit, pass the following resolution as an ordinary resolution.

- (a) That Matthew Wilson be elected as a director of the company

#### 4. Dividend payment

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

The payment of a dividend of 5 cents per share payable to all shareholders registered as at 1 October 2018. The dividend will be unfranked and we anticipate that it will be paid on 14 December 2018.

### 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 6.30pm on 16 November 2018.

By order of the board

**Carolyn Parker**

Company Secretary

17 October 2018

## EXPLANATORY NOTES

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

### Agenda item 2. Re-election of Directors

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

- (a) **Reagan Barry** retires by rotation in accordance with the constitution of the company, and being eligible, offers himself for election. He has provided the following information:

Reagan holds a Masters of Business (Banking and Finance), Bachelor of Commerce (accounting) and is a member of the Australian Institute of Company Directors. Professionally, he works in the corporate sector as a commercial finance manager, with financial responsibility for a national sales division within the telecommunications industry. Reagan is Mt Eliza born and bred and has actively been involved in a variety of organisations. He was elected to board in June 2013, elected deputy chair in November 2013 and as Chair in April 2014. He is passionate about the Mt Eliza community and keen to contribute to its growth and development.

Reagan is the company Chairman and sits on a number of committees.

- (b) **Alex Godfrey** retires by rotation in accordance with the constitution of the company, and being eligible, offers herself for election. She has provided the following information:

Alex is a communications and design professional with over 20 years' experience. She produces branding and identity design, publications, marketing and advertising campaigns for clients in a variety of sectors. She is a digital and online communications specialist who is inspired by the power of technology to educate, motivate and transform. She has lived in Mt Eliza since 2006. She represents us on the committee of the Mt Eliza Chamber of Commerce and is a member of the Mt Eliza Men's Shed committee.

Alex was elected to the board in 2014 and is the chair of our marketing and community engagement committee.

- (c) **Peter Hutchinson** retires by rotation in accordance with the constitution of the company, and being eligible, offers himself for election. He has provided the following information:

Peter is an experienced business management executive. His company raises capital, plans and develops new projects in the construction industry. He has strong skills as a market analyst, team leader and manager of stakeholder relations. Peter has diplomas in Business Management and Human Resource Management. He is an active supporter of a range of sport and health services organisations. Peter's passion is helping other people to build their future.

Peter was elected to the board in 2014 and is the chair of our business growth committee.

### Agenda item 3. Election of Director

The following information is provided about the candidate for election to the board.

**Matthew Wilson** being eligible, offers himself for election. He has provided the following information:

Matthew is an experienced investment adviser and stockbroker at one of Australia's leading Investment and wealth management firms. He holds a number of finance-related degrees, including a Bachelor of Business (Law) from Monash University; as well as a Graduate Diploma of Wealth Management from Deakin University. Having previously worked for Morgan Stanley and Citibank, he assists his private clients with the effective and efficient management of their financial investments and affairs. Matthew and his wife both have grown up in the Mt Eliza area and have two young sons. Matthew is active within the community and is delighted to contribute his skills, knowledge and experience.

### Agenda item 4. Dividend payment

As announced on 1 September 2018, the board proposes the payment of a dividend of 5 cents per share payable to all shareholders registered as at 1 October 2018. The dividend will be unfranked and we anticipate that it will be paid on 14 December 2018.

**The directors recommend that you vote in favour of the items of business.**