

NOTICE OF ANNUAL GENERAL MEETING

To be held at 5.30pm on Wednesday, 22nd November, 2023
Crown Hotel (Function Room), Sandwyck Street, Wentworth NSW 2648.

Items of Business

1. *Chairpersons and Managers presentations*

2. *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.

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 **Kerryn Dawn Swarbrick** be re-elected as a Director of the Company.
- b) That **Emily Rebecca Bysouth** be re-elected as a Director of the Company.

Attending the meeting

All Members may attend the General Meeting. Your vote is important. You are encouraged to attend and vote at the meeting. If you plan to attend the meeting, we ask that you arrive at the meeting venue a little earlier to complete registration formalities.

Proxy: If you are unable to attend the Meeting, you are entitled to appoint a proxy to attend and vote. Refer to the Proxy Form for information on appointing a proxy.

Voting rights

Each member is entitled to **one** vote.

For the purposes of voting at the Meeting, all members listed on the Wentworth District Capital Limited members register at **6.00pm (AEST) on 20th November 2023**, are entitled to attend and vote at the meeting.

After the Meeting

You are invited to stay immediately after the AGM to meet the Board and other members in attendance with light refreshments and finger food being served. For catering purposes, could you please let Bec Marshall know (on 5027 3518 or email cdc@wdcl.com.au) of your planned attendance at the AGM by **16th November 2023**.

By order of the Board



Leonard R Verstappen
Company Secretary
30 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.

In accordance with the Company's constitution the nearest one third of Directors retire by rotation, creating 2 Board member vacancies. The Company did not receive any additional nominations from members for election as director. Directors appointed by the Board during the year retire in accordance with clause 48 of the Company's constitution, and being eligible, have offered themselves for election to the Board. The directors retiring by rotation have offered themselves for re-election to the Board.

- a) **Kerryn Dawn Swarbrick** retires by rotation in accordance with the constitution of the Company, and being eligible, offers herself for re-election.
- b) **Emily Rebecca Bysouth** retires by rotation in accordance with the constitution of the Company, and being eligible, offers herself for re-election.

As the number of nominations received does not exceed the number of vacancies to be filled, no ballot is required and the persons so named, shall subject to member approval, be deemed to have been elected / re-elected as Directors.

The Chairperson of the Meeting intends to vote undirected proxies in favour of each item of business.

Appointment of Auditor

It is not necessary for subsequent AGM's to deal with auditor appointments as a regular item of business. Section 327B requires the auditor to be appointed by members at the AGM. The appointed auditor then holds office until they resign or are removed under the Corporations Act.