

(ABN 23 000 145 193)

**WARRUGANG SKI CLUB LIMITED**  
**NOTICE OF ANNUAL GENERAL MEETING**  
**2022**

Notice is hereby given that the Annual General Meeting of members of Warrugang Ski Club Limited is to be held at **7.30 pm** on **Friday 24<sup>th</sup> June 2022** at 20/1145-1153 Pittwater Road, Collaroy, NSW and by instantaneous audio-visual communication accessible at—

<https://kyndryl.webex.com/meet/chris.jones> or  
by telephone: (02) 8188 2146 & Conference Number 130 229 5972

to consider and conduct the following business:

**AGENDA**

1. To approve the minutes of the 2021 Annual General Meeting.
2. To receive the President's report.
3. To approve the financial reports, the reports of the Directors and the independent financial reviewer for the year ended 31 December 2021.
4. To consider and if thought fit, to pass the following resolutions as special resolutions to amend the Articles of Association of Warrugang Ski Club Ltd as follows—
  - a) Delete clause 39 and insert instead—

*39. The Directors shall be no more than 9 members of the Club elected as herein provided.*
  - b) Delete clause 61 and insert instead—

*61. (a) The quorum for a meeting of Directors shall be calculated by adding 2 to the number of directors then currently appointed and halving the resultant number. Should that number not be a whole number, the quorum shall be that number rounded up to the next whole number.*

*(b) The Chairman shall have a deliberative vote and shall in addition have a casting vote where the voting after counting his deliberative vote shall be equal.*
5. To elect 8 Directors of the Club in accordance with Article 44 of the Company's Articles of Association.
6. General Business.

By order of the Board of Directors, Sydney, 2<sup>nd</sup> June 2022.

**Tim Doubleday**  
President

### **Voting**

Article 30: Every member of the Club shall have one vote and no more. No member to vote at any meeting unless all monies then due from them to the Club have been paid.

### **Proxies**

A member entitled to attend and vote at the meeting is entitled to appoint a proxy. A proxy must be a member of the Club.

The proxy form must be signed by the member or the member's attorney, duly authorised in writing. Proxies given by corporations must be signed either under seal or under the hand of its attorney, director or secretary.

To be valid, the power of attorney or the instrument appointing the proxy and the power of attorney (if any) under which it is signed must be lodged with the Club not less than 24 hours before the time for holding the meeting.

Note 1: A proxy must be a member of the Club. You may appoint the Chairman of the meeting as your proxy. The Chairman is automatically appointed your proxy if this form is returned duly signed but with no proxy named.

Note 2: The proxy form must be signed by the member or the member's attorney, duly authorised in writing. Proxies given by corporations must be signed either under seal or under the hand of its attorney, director or secretary. To be valid, the power of attorney or the instrument appointing the proxy and the power of attorney (if any) under which it is signed must be lodged with the Club not less than 24 hours before the time for holding the meeting.

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**WARRUGANG SKI CLUB LIMITED**  
**ANNUAL GENERAL MEETING 2022**

**PROXY VOTING**

Instruments of proxy voting are to be completed as provided below and lodged at the Registered Postal Address of the Club, addressed to the Secretary, Warrugang Ski Club Limited, Box 1075, GPO Sydney, 2001 no later than 24 hours before the stated time of the meeting.

I ..... of .....

in the state of ....., being a member of Warrugang Ski Club Limited, do hereby appoint (See Note 1, previous page),

.....

of .....

or failing him/her .....

of .....

or, in default, the Chairman of the meeting as my proxy to vote on my behalf as directed below at the Annual General Meeting of the Club to be held at 7.30 pm on Friday 24 June 2022, and at any adjournment of that meeting.

If I do not indicate my specific wishes by marking either one of the YES or NO boxes for all the resolutions set out below, then I acknowledge that my proxy may vote at his/her discretion on those resolutions. My proxy may in any event vote at their discretion in relation to any other business before the meeting.

As witness my hand, this ..... day of ..... 2022.

Signed by the said (See Note 2, previous page): .....

in the presence of: .....

	<b>YES</b>	<b>NO</b>
1. To approve the Minutes of the 2021 AGM	<input type="checkbox"/>	<input type="checkbox"/>
2. To receive the President's report.	<input type="checkbox"/>	<input type="checkbox"/>
3. To approve the financial reports, the reports of the Directors and the independent financial reviewer for the year ended 31 December 2021	<input type="checkbox"/>	<input type="checkbox"/>

4. To elect 8 Directors of the Club.

Place a cross in the box alongside each of the nominees for whom you wish to vote—

- BANNING, Carl
- DOUBLEDAY, Tim
- FUNNELL, Peter
- JONES, Christine
- RITCHARD, Jane
- SCHOLES, Gordon
- TUMMINELLO, Paul
- WILSON, Tony

5. To consider and if thought fit, to pass the following resolutions as special resolutions amending the Articles of Association of Warrugang Ski Club Ltd—

**YES**      **NO**

- a) Delete clause 39 and insert instead—  
39. *The Directors shall be no more than 9 members of the Club elected as herein provided.*
  
- a) Delete clause 61 and insert instead—  
61. (a) *The quorum for a meeting of Directors shall be calculated by adding 2 to the number of directors then currently appointed and halving the resultant number. Should that number not be a whole number, the quorum shall be that number rounded up to the next whole number.*    
(b) *The Chairman shall have a deliberative vote and shall in addition have a casting vote where the voting after counting his deliberative vote shall be equal.*