

**NEW SOUTH WALES LEAGUES CLUB LTD (NSWLC)
ABN 66 000 005 229**

**NOTICE TO MEMBERS REGARDING PROPOSED AMALGAMATION AND EXPRESSIONS OF INTEREST AND
UNSOLICITED MERGER OFFERS**

Pursuant to section 17AE of the *Registered Clubs Act 1976 (Act)* and clause 4(5) of the *Registered Clubs Regulation 2015 (Regulation)*, the members of NSWLC are hereby notified that:

1. New South Wales Leagues Club Ltd ABN 66 000 005 229 (**NSWLC**) called for expressions of interest in amalgamation from any other registered club on 2 May 2015.
2. DOOLEYS Lidcombe Catholic Club Limited ABN 95 000 963 244 (**DOOLEYS**) called for expressions of interest in amalgamation from any other registered club on 19 March 2020.
3. Other than expression of interest from DOOLEYS and Parramatta Leagues' Club Ltd, NSWLC has not received expressions of interest from another registered club or an unsolicited merger offer in the previous 12 months.
4. The Board has decided to proceed with an amalgamation with DOOLEYS rather than with Parramatta Leagues' Club Ltd.
5. The Boards of the both NSWLC and DOOLEYS decided to proceed with an amalgamation and negotiate the terms of a Memorandum of Understanding (**MOU**). However, clause 4(5) of the Regulation provides that each club must notify members of any other expressions of interest or unsolicited merger offers it has received in the previous 12 months before signing the MOU.
6. DOOLEYS will be the continuing club in the amalgamation and NSWLC will be the dissolving club in the amalgamation.
7. A copy of the MOU will be available to members on the NSWLC website.
8. For the purposes of section 17AE of the Act and clause 5 of the Regulation, notice is given to members that if further negotiations are successful, the Clubs intend to amalgamate and members will be given more details and the opportunity to vote on the amalgamation.
9. Each Club has to convene separate general meetings for members to vote on the proposed amalgamation.
10. A Notice of General Meeting will be sent to members so that it is received at least twenty (21) clear days before the General Meeting. A copy of the Notice of General Meeting will also be displayed on the NSWLC'S website.

Dated: 18 February 2021

By direction of the Board

Christopher G C Bowden

Acting Company Secretary