

NOTICE OF THIRD ADJOURNMENT OF EXTRAORDINARY GENERAL MEETING

NEW SOUTH WALES LEAGUES' CLUB LIMITED

ACN 000 005 229

NOTICE IS GIVEN that the Extraordinary General Meeting of New South Wales Leagues' Club Limited ACN 000 005 229 (**NSWLC**) which was scheduled to be held at on Friday, 3rd September 2021 **has been further adjourned to Friday the 15th October 2021 at 10am.**

The Extraordinary General Meeting (notice of which has been previously posted to members together with supporting documents) has been adjourned as follows:

Location: 12-14 Dawn Fraser Avenue, Sydney Olympic Park NSW 2127 (**venue**)

AND

Online Via Webex (see instructions below and for login in details see the version of this Notice sent by post to members. Members may also request a Webex link and login details from Jarred Farlow at jfarlow@nswrl.com.au – see below)

Day and date: Friday, 15th October 2021

Time: 10:00am

REASONS FOR THE ADJOURNMENT AND FOR HAVING A COMBINATION OF A PHYSICAL AND VIRTUAL MEETING

1. The Extraordinary General Meeting was initially scheduled to take place on the 2nd July 2021. It has since been adjourned twice – the first adjournment was to the 30th July 2021 and the second adjournment was to 3rd September. Unfortunately the latest COVID-19 restrictions prevented the meeting being held on the 3rd September 2021 as the current lockdown affecting Greater Sydney and other areas was extended to the end of September 2021. It was therefore necessary to further adjourn the meeting.
2. The NSW State Government has announced further COVID-19 restrictions which will likely be in place until at least the end of September 2021.
3. The current COVID-19 restrictions mean that people who live in or usually work in Greater Sydney are to stay at home unless they have a reasonable excuse. Attendance at a general meeting of NSWLC will not likely be considered as a reasonable excuse under the current restrictions.
4. In addition, due to these COVID-19 restrictions, the venue for the Extraordinary General Meeting was closed to large numbers of people and it would not have been possible to avoid adjourning the meeting.
5. The Board of Directors considered the extension of the lockdown and felt it would be prudent to:
 - (a) further delay holding the Extraordinary General Meeting until the 15th October 2021; and
 - (b) allow the Extraordinary General Meeting to be held:
 - (i) at the venue (if permitted under any COVID-19 restrictions which may be in place at the time); AND
 - (ii) using technology.
6. Recent changes to the *Corporations Act 2001* (Cth) permit NSWLC to hold the meeting using technology and/or at the venue. The Board considers that in allowing the Extraordinary General Meeting to be held at the venue (if permitted under any COVID-19 restrictions which might apply at the time) and using Webex will avoid having to again adjourn the Extraordinary General Meeting, whilst also affording all members the greatest opportunity to attend and participate at the meeting.

HOW TO ATTEND AND VOTE AT THE EXTRAORDINARY GENERAL MEETING VIRTUALLY USING WEBEX

1. If you are a full member and wish to virtually attend and vote at the Extraordinary General Meeting, you should go to the www.webex.com website page in your computer browser or

download the Webex app onto your computer, tablet or mobile device well ahead of the Extraordinary General Meeting.

2. Virtual attendance and voting at the virtual Extraordinary General Meeting is via Webex at www.webex.com and click the "Join a Meeting" tab. Login instructions are contained in the version of this Notice sent by post to members. Any member who would like any additional assistance, such as having the Webex link emailed to them or who would like login details emailed to them, please email Jarred Farlow at jfarlow@nswrl.com.au no later than 8 October 2021.
3. NSWLC recommends logging into www.webex.com at least 15 minutes prior to the scheduled start time of the virtual Extraordinary General Meeting.
4. All resolutions will be decided on a poll. This is because the recent changes to the *Corporations Act 2001* (Cth) require that votes cast during general meetings conducted using technology must be decided on a poll.
5. Members will be able to vote and ask questions at the Extraordinary General Meeting, whether they attend in person at the venue (if this is permitted by the COVID-19 rules which apply) or via Webex.
6. Members are also encouraged to submit any questions in advance of the Extraordinary General Meeting to NSWLC. Questions may be submitted in writing to NSWLC at chris@nswleagues.com.au at least fourteen (14) days prior to the Extraordinary General Meeting.
7. NSWLC will provide members with the opportunity to ask questions during the Extraordinary General Meeting.

NEXT STEPS

1. Therefore, in accordance with article 24 of NSWLC's Memorandum and Articles of Association, on 3rd September 2021 a quorum of 3 members of NSWLC was constituted for the purpose of formally adjourning the Extraordinary General Meeting to Friday, 15th October 2021 at 10am.
2. If members are permitted to attend the venue of the Extraordinary General Meeting on 15th October 2021, they may do so. In addition, members may attend the Extraordinary General Meeting virtually via Webex. If members are unable to attend the venue of the Extraordinary General Meeting, either because of any applicable COVID-19 restrictions or because of venue capacity due to applicable COVID-19 restrictions, members may nevertheless attend the Extraordinary General Meeting via Webex.
3. Members should treat this notice and post as formal notice of the adjournment of the Extraordinary General Meeting, and should now attend the meeting on the 15th October 2021 (physically at the venue unless prevented from doing so because of COVID-19 restrictions, including for reasons of venue capacity and social distancing requirements), or virtually via Webex.
4. Members should regularly check NSWLC's website at <http://nswleagues.com.au/> prior to 15th October 2021 for any further updates given by NSWLC regarding the holding or conduct of the Extraordinary General Meeting at the venue. If attendance at the venue is restricted or prevented because of any applicable COVID-19 rules, members can nevertheless attend the meeting via Webex.
5. The use of Webex for conduct and participation in the meeting will be available whether or not the Extraordinary General Meeting can be held at the venue.
6. The business of the adjourned Extraordinary General Meeting remains unchanged from that listed in the original Notice posted to members previously, and that is:
 - (a) To consider and, if thought fit, pass the First Ordinary Resolution to approve in principle the amalgamation of NSWLC with DOOLEYS Lidcombe Catholic Club Ltd ACN 000 963 244, pursuant to section 17AEB of the *Registered Clubs Act 1976* (NSW).

- (b) If the First Ordinary Resolution is passed, to consider and, if thought fit, pass the Second Ordinary Resolution for approval of a related party benefit for the purposes of Chapter 2E of the *Corporations Act 2001* (Cth) and for all other purposes.

The text of each resolution and explanatory notes for each were contained in the original Notice of Extraordinary General Meeting that was posted to members previously (together with supporting documents). These supporting documents are also contained on NSWLC's website.

7. The Board apologises for any inconvenience to members which may be caused by the adjournment of the Extraordinary General Meeting. The adjournment is due to matters beyond the Board's control.

Chris Bowden

Director and Acting Secretary

Dated: 13 September 2021