

ASIC registered agent number 296
lodging party or agent name McCullough Robertson
 office, level, building name or PO Box no Level 11, Central Plaza Two
 street number & name 66 Eagle Street
 suburb/city Brisbane state/territory Qld postcode 4000
 telephone (07) 3233 8888
 facsimile (07) 3229 9949
 DX number DX 158 suburb/city Brisbane
 Ref

ASS. ☐ REQ-A ☐
 CASH. ☐ REQ-P ☐
 PROC ☐

Australian Securities & Investments Commission

form **205**

Notification of resolution

Corporations Act 2001
 Regulation 1.0.12

Company name Betta Stores Ltd
 ACN 009 710 605

Subject(s) of the resolution

(tick boxes which apply)

- 157(2) change of company name ☐ A
 162(3) change from public company ☐ B
 to proprietary company
 162(3) change from proprietary company ☐ C
 to public company
 162(3) change from no-liability company ☐ F
 to company limited by shares
 162(3) change from limited company ☐ G
 to unlimited company
 162(3) change from unlimited company ☐ H
 to limited company
 162(3) change from company limited by ☐ AA
 guarantee to company limited by shares
 167AA(1) change from company limited by both ☐ AB
 shares & guarantee to company limited
 by shares
 167AA(1) change from company limited by both ☐ AC
 shares & guarantee to company limited
 by guarantee
 162(3) change from limited (mining) ☐ X
 company to a no-liability company
 136(5) alteration of constitution ☒ J
 491(1) voluntary winding up by members ☐ L
 491(1) voluntary winding up by creditors ☐ M
 461(2) company resolved to be wound up by ☐ AD
 Court
 506(1B) powers & duties of liquidator (voluntary) ☐ AF
 507(11) company's arrangement with liquidator ☐ AG
 510(1A) binding arrangements on company/ ☐ AH
 creditors
 other ☐ R
 section number
 brief description

Details of the resolution (tick the appropriate box & provide details)

date of meeting 29/11/2005
 The resolution ☐ set out below
☒ in the attached annexure marked "A" (show mark A B etc), was passed as
 a special resolution in accordance with the Corporations Act 2001.

The Resolution

For change of company name

Is the proposed name identical to a registered business name(s)? ☐ yes ☐ no

if yes, provide business name(s) registration details

Business Number : State/Territory of Registration

I DECLARE that I make this application for the company name AS, or ON BEHALF of and with
 the authority of, the registered owner(s) of the above identical business name(s).

Signature

I certify that the information in this form is true and correct

print name Ruth Marshall capacity Company Secretary

sign here

date / /

Small Business (less than 20
 employees), please provide an estimate
 of the time taken to complete this form

Include

- The time actually spent reading the instructions, working on the question and obtaining the information
- The time spent by all employees in collecting and providing this information

hrs mins

GUIDE

This guide does not form part of the prescribed form and is included by ASIC to assist you in completing and lodging form 205.

Signature

This form must be signed by a director or secretary.

Lodging period & fee

Lodging periods are calculated from the date on which the special or ordinary resolution was passed or agreed to - which ever is applicable.

Change of name	14 days	\$330
Change from public to proprietary company (a form 206 must be lodged)	14 days	\$65
Change from proprietary to public company (a form 206 must be lodged)	14 days	\$65
Change from LMG & LMSG to LMSH, or other (a form 206 must be lodged)	14 days	
	Various	
Alteration to company's constitution (ss.136(5))	14 days	Nil
Voluntary winding up (ss.491(1))	7 days	Nil
Company resolved to be wound up by Court (ss.461(2))	14 days	Nil
Powers & duties of liquidator (voluntary) (s.506(1B))	14 days	Nil
Company's arrangement with liquidator (ss.507(11))	14 days	Nil
Binding arrangements on company/creditors (s.510(1A))	14 days	Nil
Other - see Corporations Act 2001	Various	Various

A receipt will not be issued unless requested.

Late lodging fees

If lodged within 1 month after the prescribed lodging period stated above \$65

If lodged more than 1 month after the prescribed lodging period stated above \$270

Generally, a form is not regarded as being lodged until it is received and accepted by ASIC as being in compliance with s1274(8) of the Corporations Act 2001

Additional requirements

The details of the resolution must be machine printed or clearly handwritten.

Names: A name is available unless it is identical to a name that is currently reserved or registered under the Corporations Act 2001 for another body, or is identical to a name that is included on the national business names register in respect of another individual or body who is not the person applying to have the name, or is unacceptable for registration under the Regulations.

If the company proposes to change its name to a name which is identical to a registered business name(s), ASIC must be satisfied that the company is entitled to the use of the name under s147. To assess entitlement to the name, the questions regarding the business name(s) issue shown on the form 205 must be completed. Alternatively, *that* information may be given in a statement attached to a form 205 (as an annexure) under the heading 'Declaration Regarding Registered Business Name(s)'. Be sure to provide the same information as is required on the form 205. The statement must also be **dated and signed** by a director/secretary of the company as being 'true and correct' as follows: *'I declare that the information given in this statement is true and correct'.*

Send to

Australian Securities & Investments Commission
GPO Box 4000
Gippsland Mail Centre VIC 3841

Annexures

To make any annexure conform to the regulations, you must

- 1 use A4 size paper of white or light pastel colour with a margin of at least 10mm on all sides
- 2 show the corporation name and ACN.
- 3 number the pages consecutively
- 4 print or type in BLOCK letters in dark blue or black ink so that the document is clearly legible when photocopied
- 5 identify the annexure with a mark such as A, B, C, etc
- 6 endorse the annexure with the words:
This is annexure (mark) of (number) pages referred to in form (form number and title)
- 7 sign and date the annexure

The annexure must be signed by the same person(s) who signed the form.

‘Annexure A’

Amendments to the Constitution and consequential variation to share rights

‘That the Company’s constitution be amended by the modification or deletion of certain clauses or rules and making other changes as follows:

- (a) the deletion of clauses 8.2, 11, 12, 53, 54, 66.1, 66.2, 66.3, 67 and 69.1;
 - (b) the deletion of the following definitions in clause 5 namely: Key Resolution, Key Resolution Provisions, Ordinary Shareholding Limit, Ordinary Shareholding Limit Provisions, Primary Notice, Retailer Director, Retailer Director Provisions, Retailer Director Restrictions, Review Date, Secondary Notice and Sunset Date; and in the definition of ‘Managing Director’, changing the reference clause number ‘66.3’ to ‘66.1’;
 - (c) the inclusion of a new clause 66.1, namely:
‘Subject to the Corporations Act and unless the Company resolves to change the number of Directors, the Company shall have not less than three Directors nor more than nine Directors, one of whom may be an Executive Director (who will be appointed by the Directors and who will, except as otherwise determined by the Directors, be the Managing Director).’
 - (d) the deletion of clause 68.1 and the substitution of the words ‘Directors are not required to hold any Shares’;
 - (e) the deletion of the words and numbers ‘clause 69.1 and 69.2’ in clause 69.3 and substitution of ‘clause 69.1;’
 - (f) the deletion of the words and numbers ‘clause 69.1 and 69.2 (as applicable)’ in clause 69.4(c) and substitution of ‘clause 69.1’;
 - (g) the deletion of the words ‘Subject to clauses 66 and 67, ‘ in clause 70.1 and with a change so that clause 70.1 thereafter commences with: ‘The’;
 - (h) to renumber clauses and correct cross-references having regard to deletions; and
- that the rights attaching to Retailer Shares and Ordinary Shares, as varied by the above paragraphs, be approved.