

Notice of Annual General Meeting

Lakeside Pakenham Community Enterprise Limited
A.B.N. 68 140 931 960

**To be held at 7:30pm on 20th November 2013
at Pakenham Bowls Club – cnr Henry Street and Anderson Street Pakenham**

Ordinary Business

1. 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 2013.

2. Election of Directors

To consider, and if thought fit, to pass each of the following resolutions as an ordinary resolution.

Re-election of Director retiring by rotation

- (a) That **David Andrew Impey** be elected as a Director of the Company.
- (b) That **Justin Andre Haakman** be elected as a Director of the Company.

Election of Directors appointed since last Annual General Meeting

- (c) That **Jennifer Mary Beasley** be elected as a Director of the Company.
- (d) That **Sean Clinton Buntine** be elected as a Director of the Company.

Attending the meeting

All shareholders may attend the Annual General Meeting.

Joint holders: In the case of joint shareholders, all holders may attend the Meeting. If only one holder attends (including by proxy), that shareholder may vote at the Meeting as if that holder were solely entitled to the shares. If more than one joint holder is present (including by proxy), the joint holder whose name appears first in the register may vote.

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

Corporate Shareholder: A corporate shareholder may appoint one or more persons to act as its representative under section 250D of the Corporations Act, but only one representative may exercise the corporate shareholder's powers at any one time. The Company requires written evidence of a representative's appointment to be given to the Company before the meeting.

Voting rights

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

For the purposes of voting at the Meeting, shares will be taken to be held by the persons who are registered as members as at **5^{pm} on 11th October 2013**.

By order of the Board

Alexander Sy
Company Secretary
11th October 2013

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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 2. Election of Directors

The following information is provided about candidates for election to the Board.

Re-election of Director appointment since last Annual General Meeting

(a) **David Andrew Impey**, having been appointed by the Board since the last annual general meeting, retires in accordance with the constitution of the Company, and being eligible, offers him/herself for election.

Re-election of Director retiring by rotation

(b) **Justin Andre Haakman** retires by rotation in accordance with the constitution of the Company, and being eligible, offers him/herself for re-election.

Election of New Directors appointed since last Annual General Meeting

(c) **Jennifer Mary Beasley** having been appointed by the Board on 27th February-2013.

Occupation: Administrator

Experience and expertise:

Past Secretary Lakeside Residents group. Support Tiger Sharks & Cardinia Piranhas swimming club.

Set up stroke Units as Project Manager. Nurse for 22 Years

The board endorse the above candidates for election as Director of the Company.

(d) **Sean Clinton Buntine** having been appointed by the Board on 24th July-2013.

Occupation: Accountant

Experience and expertise:

Bachelor of Business (Accounting) at Monash University

Current Treasurer of Pakenham Football Club Inc

Currently self employed as a Bookkeeper and Consultant

The board endorse the above candidates for election as Director of the Company.

Agenda item 3. Special Resolution: NSX and Low Volume Market

To consider and if thought fit, pass the following resolution as a special Resolution.

That the Company delist from the National Stock Exchange of Australia (NSX) and apply to ASIC to operate a Low Volume Market (LVM).

Explanatory Notes:

The Company proposes to delist from the National Stock Exchange of Australia (NSX) and apply to ASIC to operate a Low Volume Market (LVM) as the preferred trading framework for shares for the Company. Ninety (90) days notice is required by the NSX. The Directors are of the opinion that the Low Volume Market provided by ASIC is an appropriate share trading framework for the Company's shareholding given the size and nature of the Company and its Shareholders and shareholdings.