

**Minutes of Annual General Meeting of
Lakeside Pakenham Community Enterprise Ltd (A.C.N.: 140931960)
held at Pakenham Bowls Club, cnr Henry & Anderson Sts, Pakenham VIC
on Wednesday 20th Novemeber-2013 at 7:30pm**

1. Opening

The Chairman confirmed that a quorum was present and declared the Meeting open for Business.

2. Notice of Meeting

The Notice convening the Annual General Meeting was taken as read.

3. Minutes of previous Annual General Meeting

The Chairman advised that the minutes of the previous Annual General Meeting of members of Lakeside Pakenham Community Enterprise Limited held on 22nd Nov-2012, were approved by the Board and signed by the Chairman in accordance with the provisions of section 251A of the Corporations Act

4. Proxies

The Chairman has asked the Company Secretary for the number of Proxies received and reported that the Company received eight (8) valid Proxy Forms.

5. Annual Report

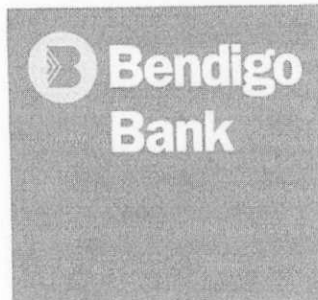
The Company's Financial Report for the year ended 30 June-2013 and the Directors' Report and the Auditor's Report were tabled and considered, with an opportunity for questions to be put to the Auditor.

Outcome: Shareholders have resolved to accept the Financial Report, Director's Report, Remuneration Report, and Auditor's Report for the Financial Year ending 30th June-2013

Motion carried on show of hands. The Proxies were as follows: For: 8 Against: 0 Abstain: 0

Note: There were several discussions and questions made by the Shareholders in regards to the Financial & Management Performance of the Company, however, no request were made by the Shareholders to have items Noted in the Minutes

Lakeside Pakenham Community Enterprise Limited



6. Re-Election and of Director/s

Outcome:

a) Shareholders have resolved to re-elected David Andrew Impey as a Director of the Company

Motion carried on show of hands. The Proxies were as follows: For: 8 Against: 0 Abstain: 0

b) Shareholders have resolved to re-elected Justin Andre Haakman as a Director of the Company

Motion carried on show of hands. The Proxies were as follows: For: 8 Against: 0 Abstain: 0

c) Shareholders have resolved to Elected Jennifer Mary Beasley as a Director of the Company since last AGM

Motion carried on show of hands. The Proxies were as follows: For: 8 Against: 0 Abstain: 0

d) Shareholders have resolved to Elected Sean Clinton Buntine as a Director of the Company since last AGM

Motion carried on show of hands. The Proxies were as follows: For: 8 Against: 0 Abstain: 0

7. Special Resolution

Outcome:

Shareholders have resolved to accept the Special Resolution that the Company delist from the National Stock Exchange of Australia (NSX) and apply to ASIC to operate a Low Volume Market

Motion carried on show of hands. The Proxies were as follows: For: 8 Against: 0 Abstain: 0

8. Close of Meeting

There being no further businesses the Meeting then closed.

Signed as a correct record


Bernard Wilson – Chairman

Date: 21st November 2013

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