

Notice of Annual General Meeting

Manningham Community Enterprises Limited
A.B.N. 69 101 174 270

To be held at 1:30pm for a 2:00pm start on Thursday, November 16, 2017
at Yarra Valley Country Club, 9 Templestowe Road, Bulleen, VIC, 3105

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, 2017.

2. Election of Directors

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

Re-election of Directors appointed since last Annual General Meeting:

- a. **Simon D. Lewis**, 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 himself up for re-election.
- b. **Christopher Potter**, 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 himself up for re-election.

Re-election of Directors retiring by rotation

- c. That **Raymond B. Barrington** be re-elected as a Director of the Company.
- d. That **C. Rod Davitt** be re-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 Proxy Form for information on appointing a proxy.

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 **1:30pm on Tuesday, November 14, 2017.**

By order of the Board -

Victoria Paouros
Company Secretary
October 13, 2017

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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.

Item 2. Election of Directors

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

Re-election of Directors appointed since last Annual General Meeting:

- a. **Simon D. Lewis**, 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 himself up for re-election.
- b. **Christopher Potter**, 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 himself up for re-election.

Re-election of Directors retiring by rotation

- c. **Raymond B. Barrington** retires by rotation in accordance with the constitution of the Company, and being eligible, offers himself for re-election.
- d. **C. Rod Davitt** retires by rotation in accordance with the constitution of the Company, and being eligible, offers himself for re-election.

Candidate Information – further information on all candidates is included in the Annual Report.

Raymond B. Barrington - Ray has a wealth of experience in small business having run his family business for over 20 years and spending 10 years banking and finance industry. He is currently responsible for MCEL's premises management and actively sits on its Marketing & Sponsorship and Human Resources Committees. Ray is also a Board Member of MannaCare.

C. Rod Davitt - Over the course of his career, Rod has held a number senior positions with major international consulting practices and specialist firms. He is experienced in a range of relevant areas which include but are not limited to banking & finance, government & government business enterprises, insurance and the media. Rod is a Fellow of CPA Australia a graduate member of AICD and a member of the Access Health and Community Board. He currently chairs the Governance Committee and is member of the Finance Committee.

Simon D. Lewis - Simon is the Chief Executive Officer of Onemda, a centre for learning and therapeutic development for people with a disability. He possesses significant management expertise which has been developed through various leadership positions within the disability sector over the past 20 years. Simon currently holds a Post Graduate Diploma in Leadership Studies (Disability), is an AICD member and was the 2015 recipient of a Winston Churchill Fellowship.

Christopher Potter - Chris is an accountant by profession, qualifying in the UK prior to migrating to Australia in 2005. He is AICD certified and currently holds the position of 'Director of Community Programs' at Manningham City Council. Chris has a passion for community development and has accumulated a plethora of board and management experience over the years, with particular expertise in the public service sphere.



Victoria Paouros
Company Secretary
October 13, 2017