



# Scheme Meetings

6 November 2019





1. IBC Chairman's Address
2. Resolutions



# IBC Chairman's Address

Walter McDonald





# Resolutions



## **Resolution 1 – Amendment to the Aveo Group Trust Constitution**

‘That, subject to and conditional on:

- a. the AGL Scheme being approved by the Court under section 411(4)(b) of the Corporations Act (with or without modifications as approved by the Court) and an office copy of the order of the Court approving the AGL Scheme being lodged with ASIC; and
- b. Resolution 2 in this Notice of Trust Scheme Meeting being passed,

the Aveo Group Trust Constitution be amended with effect on and from the Effective Date, as set out in the Scheme Booklet of which the notice convening this Trust Scheme Meeting forms part, for the purpose of giving effect to the Trust Scheme and Aveo Funds RE be authorised to execute and lodge with ASIC a copy of the Aveo Group Trust Supplemental Deed.’

### **Resolution 2 – Acquisition of Aveo Group Trust Units**

‘That, subject to and conditional on:

- a. the AGL Scheme being approved by the Court under section 411(4)(b) of the Corporations Act (with or without modifications as approved by the Court) and an office copy of the order of the Court approving the AGL Scheme being lodged with ASIC; and
- b. Resolution 1 in this Notice of Trust Scheme Meeting being passed,

pursuant to and in accordance with the provisions of item 7 of section 611 of the Corporations Act 2001 (Cth), the Trust Scheme, as set out in the Scheme Booklet of which the notice convening this Trust Scheme Meeting forms part, be approved and, in particular, the acquisition by BidCo of all available Aveo Group Trust Units existing as at the Scheme Record Date pursuant to the Trust Scheme be approved for all purposes.’

## Resolution 3 - AGL Scheme Resolution

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‘That, subject to and conditional on:

- a. the Aveo Securityholders passing the Trust Scheme Resolutions; and
- b. the Court confirming that Aveo Funds RE would be justified in acting upon the Trust Scheme Resolutions and doing all things and taking all necessary steps to put the Trust Scheme into effect,

pursuant to and in accordance with the provisions of section 411 of the Corporations Act 2001 (Cth), the scheme of arrangement proposed between Aveo Group Limited and the holders of its ordinary shares, as contained in and more particularly described in the Scheme Booklet, of which the notice convening this meeting forms part, is agreed to (with or without modifications as approved by the Court).’



## Questions





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