



**REEF**  
CASINO TRUST

20 April 2021

**Market Announcements Office**  
Australian Securities Exchange  
PO Box H224  
AUSTRALIA SQUARE NSW 1215

## **NOTICE OF ANNUAL GENERAL MEETING 2021**

Please find attached the following documents in respect of the Annual General Meeting of the Reef Casino Trust:

- Letter to unitholders
- Notice of Annual General Meeting
- Proxy form

Authorised by:

**Alison Galligan**  
Company Secretary  
Reef Corporate Services Limited  
Responsible Entity, Reef Casino Trust

**Registered Office**  
Level 3 Sofitel Hotel  
249 Turbot Street  
Brisbane QLD 4000  
PO Box 12072 George Street  
Brisbane QLD 4003  
Telephone: +61 7 3211 3000  
Facsimile: +61 7 3211 4777

**REEF CASINO TRUST**  
ARSN 093 156 293  
  
Responsible Entity -  
**Reef Corporate Services Limited**  
ABN 66 057 599 621, AFSL 246699

**Addressing for invoicing**  
Reef Hotel Casino  
35-41 Wharf Street  
Cairns QLD 4870  
PO Box 7320  
Cairns QLD 4870  
Telephone: +61 7 4030 8888  
Facsimile: +61 7 4030 8831



REEF  
CASINO TRUST

20 April 2021

Dear Unitholder

### Annual General Meeting

I invite you to the annual general meeting of the Reef Casino Trust (the **Trust**), which will be held at the Reef Hotel Casino, 35 Wharf Street, Cairns, Queensland, on 21 May 2021, at 2 pm (AEST). The notice of meeting and a proxy form are enclosed.

### Special Offers for Unitholders

#### Car Parking

Free car parking is available to you in the basement car park of the Reef Hotel Casino. If you are driving to the meeting, take a ticket from the machine as you enter the car park and bring it to the meeting's registration desk where we will exchange it for a complimentary exit ticket. Simply insert this complimentary exit ticket in the machine near the boom gate when you leave the car park.

#### Tamarind Restaurant

Please inform our staff when making your booking and present this letter upon entering the Tamarind restaurant for a special unitholder 20% discount for dinner valid for 20, 21 and 22 May 2021.

#### Soy Kitchen Street Food

Present this letter upon entering Soy Kitchen Street Food for a special unitholder 20% discount for lunch or dinner valid for 20, 21 and 22 May 2021.

#### Hotel Accommodation

A special accommodation rate is also on offer at the Pullman Reef Hotel Casino during the annual general meeting of just \$195 per night, including breakfast for two and car parking. This special rate is offered exclusively for unitholders and will be available for the nights of 20, 21 and 22 May 2021 subject to availability. At the time of booking, please mention that you are a unitholder. Bookings can be made by telephoning 07 4030 8888.

#### Wildlife Dome

The Cairns Wildlife Dome is offering half price entry of \$12.50 for unitholders to visit the wildlife experience located in the rooftop conservatory. Also try out the ZOOM course at a discount of 30%, in addition receive a 20% discount off koala and ZOOM photos. Please present this letter to gain entry, and offers valid for 20, 21 and 22 May 2021 only.

If it becomes necessary to make alternative arrangements with respect to any aspect of the annual general meeting, we will advise unitholders through the Trust's website [www.reefcasino.com.au/reef-casino-trust](http://www.reefcasino.com.au/reef-casino-trust).

I look forward to welcoming you at the annual general meeting.

Yours sincerely

**Richard Haire**  
**Chairman**  
**Reef Corporate Services Ltd**  
**Responsible Entity of Reef Casino Trust**

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Level 3 Sofitel Hotel  
249 Turbot Street  
Brisbane QLD 4000  
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## NOTICE OF ANNUAL GENERAL MEETING

Notice is hereby given by Reef Corporate Services Ltd ABN 66 057 599 621 as responsible entity (the **Responsible Entity**) of Reef Casino Trust (the **Trust**) that the annual general meeting of the Trust will be held at the Reef Hotel Casino, 35 Wharf Street, Cairns, Queensland on Friday 21 May 2021 at 2pm (AEST).

### Ordinary Business

1. Financial Statements and Reports  
To receive and consider the Financial Report, the Directors' Report and the Independent Auditor's Report to the Unitholders for the year ended 31 December 2020.
2. Election of Directors  
To consider and, if thought fit, pass the following as separate ordinary resolutions:
  - a) That the Honourable Keith DeLacy, being eligible, is re-elected as a Director of the Responsible Entity appointed by Unitholders.
  - b) That Mr Michael Issenberg, being eligible, is elected as a Director of the Responsible Entity appointed by Unitholders.

By order of the Board

**Alison Galligan**  
Company Secretary  
Reef Corporate Services Ltd  
20 April 2021

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### EXPLANATORY NOTES

#### Item 1 Annual Report

The Financial Report, the Directors' Report, and the Independent Auditor's Report to Unitholders for the year ended 31 December 2020 are set out in the 2020 Annual Report and can be viewed on the Trust's website [www.reefcasino.com.au/trust](http://www.reefcasino.com.au/trust). There is no legal requirement for a formal resolution on this item. However, in accordance with previous practice, a formal resolution is proposed and Unitholders will have the opportunity to vote on this item. However, the vote is non-binding.

Unitholders will be given a reasonable opportunity at the meeting to ask questions and make comments on these reports and on the business, operations and management of the Trust.

Unitholders will also have a reasonable opportunity to ask questions of the Trust's Auditor.

#### Questions in advance

Unitholders are invited to register questions in advance of the annual general meeting. Unitholders may also submit written questions relevant to the Independent Auditor's Report or the conduct of the audit to be considered at the annual general meeting.

In the course of the annual general meeting, we intend to respond to as many of these questions as is practicable.

Unitholder questions must be received by Reef Corporate Services Ltd, PO Box 12072, George St, Brisbane 4003 or email [trust@reefcasino.com.au](mailto:trust@reefcasino.com.au) no later than 2 pm (AEST) on 14 May 2021.

## Item 2 Election of Directors

In accordance with the Trust Constitution, 2021 is an Election Year. Election years occur at 3 yearly intervals. Unitholders may appoint two eligible persons as directors of the Responsible Entity.

In accordance with clause 29.32 of the Trust Constitution, Mr DeLacy, who has been previously appointed pursuant to this clause, is eligible and has given written notice of his intention to stand for re-election.

In accordance with clause 29.32 of the Trust Constitution, Mr Issenberg, who has been nominated by the board of directors of the Responsible Entity and has given his written consent to the nomination, is eligible for election.

Mr Richard Haire will conclude his term as a unitholder-appointed director and chairman of the Responsible Entity and will retire with effect from the conclusion of the annual general meeting. The board wishes to thank Mr Haire for his significant contribution since his appointment to the board on 1 October 2013. The board will appoint a new chairman following conclusion of the annual general meeting.

### a) Keith DeLacy

Mr DeLacy has been a non-executive director of the Responsible Entity since 1 December 1999 and is currently the Chairman of the Compliance, Audit and Risk Committee.

He is a past President of the Queensland Division of the Australian Institute of Company Directors.

He was born in Cairns and until recently still lived there with his family. He was the State Member for Cairns for fifteen years and Treasurer of Queensland from 1989 to 1996.

Over the years he has been Chairman of Macarthur Coal, Australia's largest cotton producer Cubbie Group, COFCO Australia, Queensland Sugar (QSL) and the Global Sugar Alliance, Ergon Energy and the Trinity Group, as well as a range of not-for profits.

For services to the community Mr DeLacy has been awarded an AM, the Centenary Medal, honorary doctorates from both James Cook University (HonDLitt) and Central Queensland University (DUniv), the Gatton Gold medal from the University of Queensland and the Company Directors Gold Medal for service to Corporate Governance.

The board notes Mr DeLacy's tenure and considers that he continues to demonstrate independent judgment.

### b) Michael Issenberg

Mr Issenberg has been a non-executive director (appointed by Accor Casino Investments (Australia) Pty Limited in accordance with the Constitution of the Responsible Entity) since 21 January 2002. Having now ceased all his executive roles with Accor on 31 December 2020, Mr Issenberg will cease to be a director appointed by Accor at the conclusion of this AGM. However, in view of his extensive experience, the board has nominated Mr Issenberg for election as a unitholder-appointed director.

Mr Issenberg has had an impressive background in the hotel industry, and for the past 25 years was with Accor, most recently holding the position of Chairman and Chief Executive Officer of AccorHotels Asia Pacific. Prior to joining AccorHotels, he spent five years as Chief Executive Officer, Mirvac Hotels. This was following a successful career at Westin Hotels and Resorts, Laventhol & Horwath and Horwath & Horwath Services Pty Limited in San Francisco and Sydney.

Mr Issenberg holds a degree in hotel administration from Cornell University, USA and is a Lifetime Member of the Cornell Hotel Society. He is also a Lifetime Member of the Tourism and Transport Forum in Australia.

Mr Issenberg was awarded the Ordre National du Mérite from the French Government for his work in forging strong links between France and the world and for showcasing the best standards in French hospitality, innovation and savoir faire. He was named Asia Pacific Hotelier of the Year 2019, 2015 and 2012 in the Hotel Management Awards and International Hotelier of the Year 2014 at the China Hotel Investment Conference.

Upon Mr Issenberg ceasing all his executive roles with Accor on 31 December 2020, he was retained as an advisor until 31 December 2021. As a result of this the board does not for the time being consider Mr Issenberg to be an independent director. Nevertheless, the board is confident that Mr Issenberg will bring an independent mind to board matters and decision-making in practice.

## Board recommendation

The board recognises that having a range of different skills, backgrounds and experience amongst its directors is important. The board considers that any director standing for re-election must demonstrate commitment to their role and continue to make a valuable contribution to the board. The board recognises that a range of tenures amongst the directors provides a valuable perspective on the Trust and its operations. In particular, the board values Mr DeLacy's deep understanding of the Trust, its investments and the environment in which it operates because of his long tenure as a board member and his lifelong residence of and contribution to Cairns.

The board considers that, having regard to the ASX Corporate Governance Council's *Corporate Governance Principles and Recommendations*, 4th Edition (the **Governance Principles**), Mr Issenberg is not likely to be an independent director because he has been employed by Accor within the previous three years. Nevertheless, as an experienced member of the current board, Mr Issenberg is deeply familiar with the board's responsibilities and operation, and brings significant, valuable industry experience to the role. Having relinquished his executive responsibilities with Accor, the board considers that Mr Issenberg is well-suited to serve as a unitholder-appointed director, will continue to exercise strong and independent judgement on issues before the board, and will continue to act in the best interests of the Trust as a whole. The board will continue to evaluate Mr Issenberg's independence in accordance with the Governance Principles and considers that, over time, Mr Issenberg's degree of independence will increase.

The chairman of the meeting intends to vote undirected proxies in favour of the election of Mr DeLacy and Mr Issenberg.

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## **Further information about the meeting**

### Entitlement to Vote

The directors have determined, in accordance with the Constitution of the Trust, that Unitholders who are the registered holders of units at 7pm (AEST) on Wednesday 19 May 2021 will be entitled to vote at the meeting.

### Proxies or Representatives

A proxy form accompanies this notice of meeting. A Unitholder of the Trust who is entitled to attend and vote at the annual general meeting is entitled to appoint not more than two proxies to attend and vote instead of the Unitholder at the meeting. A proxy need not be a Unitholder of the Trust.

A Unitholder appointing two proxies may specify the proportion or number of votes that each proxy is appointed to exercise, and if the Unitholder does not do so the proxy may exercise half of the votes. The proxy form contains instructions for appointing two proxies.

The instrument appointing a proxy must be in writing signed by the appointer or that person's duly authorised proxy or attorney or, if the appointer is a body corporate, either under seal or otherwise executed as authorised by the constitution of the body corporate or signed by the appointer's duly authorised proxy or attorney.

A body corporate is able to authorise a representative to vote on its behalf. For corporate representatives a certificate must be executed under the common seal of that body corporate or otherwise as authorised by the body's constitution and must be produced at the meeting. The form required for that certificate can be obtained from the Trust's security registry.

Proxy forms and a copy of the power of attorney or other authority (if any) under which the form is signed must be lodged at the Trust's security registry, Computershare Investor Services Pty Ltd, GPO Box 242, Melbourne Vic 3001 or at fax number 1800 783 447 (within Australia) or at fax number +61 3 9473 2555 (outside of Australia), or email [Proxies@computershare.com.au](mailto:Proxies@computershare.com.au) no later than 2pm (AEST) on Wednesday 19 May 2021.



**Reef Casino Trust**  
ARSN 093 156 293

## Need assistance?



**Phone:**  
1300 552 270 (within Australia)  
+61 3 9415 4000 (outside Australia)



**Online:**  
[www.investorcentre.com/contact](http://www.investorcentre.com/contact)

RCT

MR SAM SAMPLE  
FLAT 123  
123 SAMPLE STREET  
THE SAMPLE HILL  
SAMPLE ESTATE  
SAMPLEVILLE VIC 3030



## YOUR VOTE IS IMPORTANT

For your proxy appointment to be effective it must be received by **2:00 PM (AEST) on Wednesday, 19 May 2021.**

# Proxy Form

## How to Vote on Items of Business

All your units will be voted in accordance with your directions.

### APPOINTMENT OF PROXY

**Voting 100% of your holding:** Direct your proxy how to vote by marking one of the boxes opposite each item of business. If you do not mark a box your proxy may vote or abstain as they choose (to the extent permitted by law). If you mark more than one box on an item your vote will be invalid on that item.

**Voting a portion of your holding:** Indicate a portion of your voting rights by inserting the percentage or number of units you wish to vote in the For, Against or Abstain box or boxes. The sum of the votes cast must not exceed your voting entitlement or 100%.

**Appointing a second proxy:** You are entitled to appoint up to two proxies to attend the meeting and vote on a poll. If you appoint two proxies you must specify the percentage of votes or number of units for each proxy, otherwise each proxy may exercise half of the votes. When appointing a second proxy write both names and the percentage of votes or number of units for each in Step 1 overleaf.

**A proxy need not be a unitholder of the Trust.**

### SIGNING INSTRUCTIONS

**Individual:** Where the holding is in one name, the unitholder must sign.

**Joint Holding:** Where the holding is in more than one name, all of the unitholders should sign.

**Power of Attorney:** If you have not already lodged the Power of Attorney with the registry, please attach a certified photocopy of the Power of Attorney to this form when you return it.

**Companies:** Where the company has a Sole Director who is also the Sole Company Secretary, this form must be signed by that person. If the company (pursuant to section 204A of the Corporations Act 2001) does not have a Company Secretary, a Sole Director can also sign alone. Otherwise this form must be signed by a Director jointly with either another Director or a Company Secretary. Please sign in the appropriate place to indicate the office held. Delete titles as applicable.

### PARTICIPATING IN THE MEETING

#### Corporate Representative

If a representative of a corporate unitholder or proxy is to participate in the meeting you will need to provide the appropriate "Appointment of Corporate Representative". A form may be obtained from Computershare or online at [www.investorcentre.com](http://www.investorcentre.com) under the help tab, "Printable Forms".

## Lodge your Proxy Form:

**XX**

### By Mail:

Computershare Investor Services Pty Limited  
GPO Box 242  
Melbourne VIC 3001  
Australia

### By Fax:

1800 783 447 within Australia or  
+61 3 9473 2555 outside Australia

### By Email:

[Proxies@computershare.com.au](mailto:Proxies@computershare.com.au)



**PLEASE NOTE:** For security reasons it is important that you keep your SRN/HIN confidential.

MR SAM SAMPLE  
FLAT 123  
123 SAMPLE STREET  
THE SAMPLE HILL  
SAMPLE ESTATE  
SAMPLEVILLE VIC 3030

☐

**Change of address.** If incorrect, mark this box and make the correction in the space to the left. Unitholders sponsored by a broker (reference number commences with 'X') should advise your broker of any changes.



I 9999999999

I ND

## Proxy Form

Please mark ☒ to indicate your directions

### Step 1 Appoint a Proxy to Vote on Your Behalf

XX

I/We being a member/s of Reef Casino Trust hereby appoint

☐

the Chairman  
of the Meeting

OR

**PLEASE NOTE:** Leave this box blank if you have selected the Chairman of the Meeting. Do not insert your own name(s).

or failing the individual or body corporate named, or if no individual or body corporate is named, the Chairman of the Meeting, as my/our proxy to act generally at the meeting on my/our behalf and to vote in accordance with the following directions (or if no directions have been given, and to the extent permitted by law, as the proxy sees fit) at the Annual General Meeting of Reef Casino Trust to be held at The Reef Hotel Casino, 35 Wharf Street, Cairns City, QLD 4870 on Friday, 21 May 2021 at 2:00 PM (AEST) and at any adjournment or postponement of that meeting.

### Step 2 Items of Business

**PLEASE NOTE:** If you mark the **Abstain** box for an item, you are directing your proxy not to vote on your behalf on a show of hands or a poll and your votes will not be counted in computing the required majority.

		For	Against	Abstain
Item 1	To receive and consider the Financial Report, the Directors' Report and the Independent Auditor's Report to the Unitholders for the year ended 31 December 2020	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Item 2a)	That the Honourable Keith DeLacy, being eligible, is re-elected as a Director of the Responsible Entity appointed by Unitholders	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Item 2b)	That Mr Michael Issenberg, being eligible, is elected as a Director of the Responsible Entity appointed by Unitholders	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

The Chairman of the Meeting intends to vote undirected proxies in favour of each item of business.

### Step 3 Signature of Unitholder(s)

*This section must be completed.*

Individual or Unitholder 1

Unitholder 2

Unitholder 3

Sole Director & Sole Company Secretary

Director

Director/Company Secretary

Date

**Update your communication details** (Optional)

Mobile Number

Email Address

By providing your email address, you consent to receive future communications electronically (where offered)

RCT

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Computershare

