

9 June 2023

249D Request for Directors to call a General Meeting

The Board announces that on 6 June 2023, the Company received a "Request for Directors to call a General Meeting" of members under Section 249D of the Corporations Act from Dawney and Co Ltd, who hold approximately 12% of the issued share capital of the Company.

The requisition from the abovementioned shareholder is that the Company call a general meeting to seek member approval to wind up Benjamin Hornigold Ltd. Such a resolution would need to be passed as a special resolution (that is, at least 75% of the votes validly cast on the resolution must be in favour of it).

The shareholder has also requisitioned that the Company seek member approval for the appointment of a liquidator to conduct the winding up, and to approve the Company remuneration of the proposed liquidator.

The Board notes that where shareholders who together hold more than 25% of the voting shares of the Company vote against the proposal, it will not be implemented. The Board is also required to form and express a view on the Company's ability to pay debts for at least 12 months after a liquidation is initiated.

The Board will consider the proposed requisitions and their impacts and the solvency of the Company and provide details of the proposal, along with its recommendation on the proposed resolutions and a member statement where applicable, when the notice of meeting is circulated. Notice of the general meeting is required to be within 21 days after receiving a valid requisition, and the meeting must be held not later than 2 months after receipt of the requisition.

BHD will provide an update in due course.

By authority of the Board

Michael Glennon



Chairman / Company Secretary

Benjamin Hornigold Ltd

Tel: **02 8117 8123**

Email: **cosec@bhdlimited.com.au**