

Notice of Annual General Meeting

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

To be held at 5pm AEDT via Zoom Meetings (online) on Thursday, 18 November 2021

Important Information for Shareholders

Dear MCEL Shareholders,

1. Meeting details:

We seek to inform you that due to the COVID-19 pandemic, Manningham Community Enterprises Limited (MCEL) will be hosting their Annual General Meeting (AGM) online via Zoom Meetings this year.

2. How to register your attendance:

All shareholders have the right to attend MCEL's AGM. However, this year, shareholders wishing to attend will need to register their attendance by **5pm AEDT on Monday, 15 November 2021**.

To register, you will need to email secretary@mcel.net.au with your:

- a) expressed intention to attend MCEL's 2021 AGM;
- b) full name and residential address (as stated on your share certificate/s); and
- c) email address and contact number.

All registered shareholders will receive the AGM agenda and Zoom web link at least 48 hours prior to the event.

3. How to vote:

Each shareholder or joint shareholders are only entitled to **one** vote.

Shares will be taken to be held by the persons whose names appear on the MCEL share registry as at **2pm AEDT on Tuesday, 16 November 2021**.

To ensure that all shareholder views are heard and to minimise the impact of potential technological challenges, we request that shareholders (including those attending) vote prior to the AGM via proxy form.

We note this will not prohibit registered shareholders from voting live at the AGM if they require clarification on any matter prior to making a decision.

Proxy forms may be submitted with the registration request email to secretary@mcel.net.au.

Alternatively, proxy forms may be mailed/delivered to MCEL's registered office at 900 Doncaster Road, Doncaster East, VIC, 3109 by **5pm AEDT on Tuesday, 16 November 2021**.

4. Need help?

If you have any questions about the online AGM, the registration or voting process, please email secretary@mcel.net.au and assistance will be provided within 3 business days of receipt.

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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 2021.

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 retiring by rotation:

- a. **Ian Graham Goldsmith:** retires by rotation in accordance with the constitution of the company, and being eligible, offers himself for re-election.
- b. **Geoffrey Bruce Roberts:** retires by rotation in accordance with the constitution of the company, and being eligible, offers himself for re-election.
- c. **Deirdre Elizabeth Diamante:** retires by rotation in accordance with the constitution of the company, and being eligible, offers herself for re-election.
- d. **Maxwell Chapman:** retires by rotation in accordance with the constitution of the company, and being eligible, offers himself for re-election.

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 re-election to the Board. For additional information, please see MCEL's 2021 Annual Report.

a. Ian Graham Goldsmith:

Ian has served as an MCEL Director since 2012 and was appointed Board Chair in 2016. Ian has over 45 years' experience in the hospital, aged care, ambulance and health insurance sectors in senior executive positions. He is a Certified Practising Accountant (CPA) and is currently Chief Executive Officer of Edith Bendall Lodge Aged Care in Pascoe Vale. Ian is also the Treasurer of the Rotary Club of Manningham and has been a Rotarian for 22 years and a Board member for 20 years.

b. Geoffrey Bruce Roberts:

Geoff has served as an MCEL Director since 2009 and is the Board's Vice Chair. Geoff held the position of Board Chair from 2010-2016. He has had over forty years' experience in the manufacturing, distribution, clothing and footwear industries having worked as a Senior Marketing Executive with the McPherson Group of companies, Director with the Yakka Group and more recently with Oliver Footwear. Whilst in these roles he also sat on many Industry boards. He has significant community involvement with his work with Rotary International.

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c. **Deirdre Elizabeth Diamante:**

Deirdre has served as an MCEL Director since 2018. She is the founder and principal of MIA Consulting Services, a government advisory firm, providing procurement, probity and government advisory services to public and private sector clients. Deirdre serves as Immediate Past Chair for the Victorian Council of the Australian Information Industry Association (AIIA) and is the Director and Co-Founder of the #TechDiversity Foundation and serves on its Board. She is also a Board Advisory to a Digital Services Firm, Advisory Board member to the Swinburne Course Advisory Board for their Master of Entrepreneurship and Innovation. Deirdre is a Councillor for Manningham City Council, elected in 2020.

d. **Maxwell Chapman:**

Max has served as an MCEL Director since 2019. He has 20 years' experience in retail, franchising and retail property, specialising in Large Format Retail. Max has lived in Manningham for over 35 years. He has been a Committee Member of Doncaster All Abilities Basketball Club for over 14 years and is currently the Treasurer. The Club provides a Basketball Competition for Children and Young Adults with an Intellectual Disability.

By order of the MCEL Board.



Victoria Paouros
Company Secretary
11 October 2021