

**NOTICE** is hereby given that the Annual General Meeting of **PENRITH RUGBY LEAGUE CLUB LIMITED** will be held at Panthers, Ron Mulock AO Room, Mulgoa Road, Penrith, New South Wales on **Thursday 23rd March 2017** commencing at **6.00pm**.

## **BUSINESS**

### **ORDINARY RESOLUTIONS**

1. To receive and confirm the minutes of the Annual General Meeting 24 March 2016.
2. To receive and consider the following:
  - (a) the Financial report for the financial year of the Club ending 31 October 2016;
  - (b) the Group Directors' report for the financial year of the Club ending 31 October 2016;
  - (c) the Auditor's report on the Financial report for the financial year of the Club ending 31 October 2016;
  - (d) the Group Chairman's report;
  - (e) the Group Chief Executive Officer's report.
3. To consider and if thought fit pass 11 Ordinary Resolutions approving and agreeing to the payment of expenses (up to the amounts specified in those Resolutions) and other benefits for Group Directors, certain Officers of the Club, partners of Group Directors, Club Committee members, partners of Club Committee members, Senior employees of Home Clubs, the Group Chairman, Club Committee Chairmen and incurred up to the next Annual General Meeting of the Club, the provision of the use of a Club car for the Group Chairman and the remuneration of the Group Board Directors.

### **NOTES TO MEMBERS IN RELATION TO ORDINARY RESOLUTIONS IN 3 ABOVE**

*The text of the 11 Ordinary Resolutions referred to in 3. above is on the Club web page ([www.panthers.com.au/AGM](http://www.panthers.com.au/AGM)) and copies have been placed on the notice board of the Club at each of its premises. Copies of the text of each of the Ordinary Resolutions referred to in 3. above may also be obtained on request from the general office of each premises of the Club. Further copies will be made available to members attending the Annual General Meeting. The Ordinary Resolutions in 3. above are in similar terms as approved by the Annual General Meeting in 2016.*

### **SPECIAL RESOLUTION**

4. To consider a recommendation of a special resolution to amend the Constitution of the Penrith Rugby League Club Limited, in accordance with the proposed draft Constitution which has been made available to members and in accordance with the document titled "2017 proposed changes to the PRLC Constitution and the PDRLFC Constitution" which is included with this Notice.

### **NOTES TO MEMBERS IN RELATION TO SPECIAL RESOLUTION 4 ABOVE**

A copy of the proposed Constitution is available at [www.panthers.com.au/AGM](http://www.panthers.com.au/AGM). Should a member require a printed version of the proposed constitution, please request a copy from the reception of your club, and arrangements will be made to provide a printed copy. A summary of the proposed substantive changes along with an explanation of those changes is contained in the document titled "2017 proposed changes to the PRLC Constitution and the PDRLFC Constitution", a copy of which has been included with this Notice, and a copy has also been placed on the website at [www.panthers.com.au/AGM](http://www.panthers.com.au/AGM)

### **OTHER**

5. Recommendations to the Group Board.

Brian Fletcher (Secretary)

Dated: 08 February 2017

### **NOTES TO MEMBERS**

- a) *Under the Registered Clubs Act proxy voting is not permitted, all members other than Temporary members, Honorary members and Provisional members are entitled to attend the Annual General Meeting and vote on the Ordinary Resolution irrespective of the restrictions on voting rights for certain classes of members in the Club's Constitution, except employees who are members, who are not permitted to vote.*
- b) *To be passed an Ordinary Resolution needs votes in favour from a simple majority of those members who being eligible to do so vote in person on the Ordinary Resolution at the Annual General Meeting.*
- c) *To be passed a Special Resolution needs votes in favour from 75% of those members who being eligible to do so vote in person on the Special Resolution at the Annual General Meeting.*
- d) *Each of the Ordinary Resolutions and the Special Resolution must be considered as a whole and*

*cannot be amended by motion from members at the meeting.*

- e) Any questions that a member has regarding the financial report should be directed to Brian Fletcher, Secretary, Panthers, Locked Bag 8322, Penrith NSW 2751, in writing by close of business at least 7 days before the Annual General Meeting so that answers can be provided.*
- f) The Group Board of the Club recommends to members that they vote in favour of each Ordinary Resolution and the Special Resolution.*