



CATALINA

CLUB

NOTICE OF GENERAL MEETING

CATALINA COUNTRY CLUB LTD • ACN 000 256 155

NOTICE is hereby given that a General Meeting of Members will be held at the Clubhouse, 154 Beach Road, Catalina on **Thursday 12 December 2024 at 12pm.**

BUSINESS

1. To consider the Ordinary Resolution 1 (as listed)
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MEMBERS PLEASE NOTE

Members are requested to advise the General Manager, in writing, seven days prior to the General Meeting of any query relating to the documents on which further information may be required. Such information will be extracted from the records and be available at the General Meeting.

ORDINARY RESOLUTION FOR GENERAL MEETING

ORDINARY RESOLUTION 1

To consider, and if thought fit, to pass the following ordinary resolution:

“That, for the purposes of Regulation 29B(1)(f) of the Registered Clubs Regulation 2015, the members hereby approve the Club entering into a Supercharger Licence Agreement with Tesla Motors Australia Pty Ltd (“Tesla”) which would allow Tesla to install an electric vehicle charging station in the car park of the Club”.

EXPLANATORY NOTES TO MEMBERS ON ORDINARY RESOLUTION 1

1. The car park of the Club is, pursuant to section 41E(6) of the Registered Clubs Act 1976 (NSW) (“Registered Clubs Act”), deemed to be “core property” of the Club. The Club can only dispose of its “core property” in a manner as permitted by s41E(1) of the Registered Clubs Act unless such disposal is consistent with an exception as set out in the Registered Clubs Regulation 2015.
2. The entering into of the proposed Supercharger Licence Agreement is, under the provisions of the Registered Clubs Act, a form of disposal. For the purposes of the Act ‘disposal’ includes sell, lease or licence the property.
3. The Club has determined to use the exceptions set out Regulation 29B(1)(f) of the Registered Clubs Regulation 2015 provides as follows:
 - “(1) Section 41E (1) of the Act does not apply in relation to the disposal of any core property of a registered club in any of the following circumstances–*
 - (f) The terms and nature of the disposal (including details of the parties, property, price and valuation) are disclosed to the ordinary members of the club, and the disposal is approved at a general meeting of the ordinary members of the club”.*
4. The Board has determined that the disposal of the core property is in the best interests of the Club and its members, in line with the Club’s strategic objectives.
5. The disposal requires member approval.
6. Accordingly, for the purposes of complying with the exemption contained in Regulation 29B(1)(f), the Club has determined to utilize the exception set. Members are hereby advised of the following with respect to the Supercharger Licence Agreement:
 - a. The parties are the Club and Tesla Motors Australia Pty Ltd (“Tesla”).
 - b. The area being disposed of is six (6) car parking spaces and a further 25-40 square metres of space for equipment in the north-east corner of the car park.
 - c. The term of the agreement is five (5) years with Tesla having the right to extend the term once for a further period of five (5) years.
 - d. The licence fee is \$18,000 per annum (inclusive of GST) payable by Tesla to the Club monthly with the licence fee being subject to a four percent (4%) increase annually.
7. An independent valuation has been obtained from Wendy Walsh of Opteon (API No: 102767) valuation dated 15 October, issued on 1 November 2024. The proposed market gross rent of the area considered to be disposed of is valued at \$16,364 per annum (plus GST) (or \$18,000 per annum inclusive of GST).
8. By voting in favour of the resolution Club members are approving the Club entering into the Supercharger Licence Agreement with Tesla.
9. A copy of the valuation report (which includes a copy of the proposed Supercharger License Agreement) is available for inspection at the Club’s reception during normal business hours.
10. The Board recommends that members vote in favour of Ordinary Resolution 1.

NOTES TO MEMBERS

1. To be passed Ordinary Resolution 1 require votes from a simple majority of ordinary members of the Club who are present and voting at the General Meeting.
2. Proxy voting is not permitted pursuant to the provisions of the Registered Clubs Act.
3. Employees of the Club are not permitted to vote pursuant to the provisions of the Registered Clubs Act.

Dated: **19th November 2024**

By direction of the Board.

A handwritten signature in black ink that reads "Guy Chapman". The signature is written in a cursive, flowing style.

Guy Chapman
GENERAL MANAGER