

Notice of Annual General Meeting

Upper Yarra Community Enterprise Ltd
A.B.N. 54 090 252 627
To be held at 7.00pm on Wednesday 15th November 2023
at Warburton Golf & Sports Club

Agenda

1. Welcome
2. Apologies
3. Presentation Ian De La Rue Youth Initiative Award 2023
4. Reports
 - a. Chair's Address
 - b. Senior Bank Branch Manager's Address
 - c. Bendigo Bank Address

5. Ordinary Business

a. Receipt of Annual Report 2023

To receive the company's Financial Report, the Director's Report and the Auditor's Report for the year ended 30 June 2023

An opportunity will be provided to ask questions of the 2023 Annual report at this point, to assist with the efficient operation of the meeting written questions prior to the meeting are preferred.

b. Election of Directors

To consider, and if thought fit, to pass each of the following resolutions

Two Directors (I & ii) retire by rotation in accordance with the constitution of the company, and being eligible, offers themselves for re-election. One new Directors (iii) has recently been appointed to a fill a vacancy and is recommended for election for the term specified.

- i. That **Gordon Buller** be re-elected as a director of the company for a 3 year term
- ii. That **Neil Jorgensen** be re-elected as a director of the company for a 3 year term
- iii. That **Louise Hogan** be elected as a director of the company for a 3 year term

c. Proposed share Buyback

Proposed motion to be presented to meeting.

'That UYCE Ltd undertake a buyback program in line with the shareholder brief included in the notice of the meeting incorporating a total of 453,720 shares.'

6. Questions without notice

7. Meeting close

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Attending the meeting

All shareholders may attend the Annual General Meeting.

Joint holders: In the case of joint shareholders, all holders may attend the Meeting. If only one holder attends (including by proxy), that shareholder may vote at the Meeting as if that holder were solely entitled to the shares. If more than one joint holder is present (including by proxy), the joint holder whose name appears first in the register may vote.

Proxy: If you are unable to attend the Meeting, you are entitled to appoint a proxy to attend and vote. See the attached Proxy Form for information on appointing a proxy. Proxies must be received by the company **not later than MIDDAY on 14 November 2023** before the meeting. Any Proxy Form received after that time will not be valid for the scheduled meeting.

A Proxy form may be lodged in any of the following ways:

Electronic	Email to chair@upperyarra.net.au
Hand Delivered	Warburton Office at 3399 Warburton Highway Warburton or the Community Bank Yarra Junction Shop 1 2453 Warburton Highway Yarra Junction
Post	To the company's registered office UYCE Ltd PO Box 434, Warburton VIC 3799

Corporate shareholder: A corporate shareholder may appoint one or more persons to act as its representative under section 250D of the Corporations Act, but only one representative may exercise the corporate shareholder's powers at any one time. The company requires written evidence of a representative's appointment to be given to the company before the meeting.

Voting rights: Each shareholder is entitled to one vote. For the purposes of voting at the Meeting, shares will be taken to be held by the persons who are registered as members as at 01 October 2023.

By order of the Board



Rodney McKail
Company Secretary
Upper Yarra Community Enterprise Ltd