



## **MINUTES OF PTBC EXTRAORDINARY GENERAL MEETING**

### **For Sanctuary Cove Primary Thoroughfare Body Corporate GTP 201**

**Location of meeting:** Meeting Room 1, Sanctuary Cove Body Corporate Services, Sanctuary Cove, QLD 4212

**Date and time of meeting:** Friday 9<sup>th</sup> February 2024  
11:02am – 11:14am

**Chairperson:** Mr Stephen Anderson

#### **ATTENDANCE**

##### **The following members were Present at the Meeting:**

Position: Chairperson Member Name: Mulpha Sanctuary Cove Investments Pty Ltd Lot 6 Rep: Mr Stephen Anderson

Position: Ordinary Member Name: Sanctuary Cove Golf and Country Club Holdings Limited Lot 10 Rep: Mr Paul Sanders

Position: Ordinary Member Name: Sanctuary Cove Golf and Country Club Holdings Limited Lot 20 Rep: Mr Paul Sanders

Position: Ordinary Member Name: Sanctuary Cove Golf and Country Club Holdings Limited Lot 51 Rep: Mr Paul Sanders

Position: Ordinary Member Name: Sanctuary Cove Golf and Country Club Holdings Limited Lot 52 SP 301179 Rep: Mr Paul Sanders

Position: Ordinary Member Name: Sanctuary Cove Golf and Country Club Holdings Limited Lot 52 SP 327424 Rep: Mr Paul Sanders

Position: Ordinary Member Name: Sanctuary Cove Golf and Country Club Holdings Limited Lot 53 Rep: Mr Paul Sanders

Position: Ordinary Member Name: Sanctuary Cove Golf and Country Club Holdings Limited Lot 54 Rep: Mr Paul Sanders

Position: Ordinary Member Name: Sanctuary Cove Golf and Country Club Holdings Limited Lot 58 Rep: Mr Paul Sanders

Position: Ordinary Member Name: Sanctuary Cove Golf and Country Club Holdings Limited Rep Lot 16: Mr Paul Sanders

Position: Ordinary Member Name: Sanctuary Cove Golf and Country Club Holdings Limited Lot 1 Rep: Mr Paul Sanders

Position: Ordinary Member Name: Principal Body Corporate GTP 202 Rep: Mr Stuart Shakespeare

##### **The following members were represented at the meeting by voting paper & In Person:**

##### **The following members present by Voting Paper:**

##### **The following members were represented at the meeting by Proxy:**

Position: Ordinary Member Name: Mulpha Sanctuary Cove Hotel Investments Pty Limited Lot 31 Rep: Mr Barry Teeling to Stephen Anderson

Position: Ordinary Member Name: Mulpha Sanctuary Cove Hotel Investments Pty Limited Lot 32 Rep: Mr Barry Teeling to Stephen Anderson

Position: Ordinary Member Name: Mulpha Sanctuary Cove Hotel Investments Pty Limited Lot 38 Rep: Mr Barry Teeling to Stephen Anderson

**Present by Invitation:**

Mr Dale St George, Secretary  
Ms Jodie Cornish, Minute Taker

**Apologies:**

Mr Barry Teeling

A quorum was present.  
Nil Conflict of Interest.  
The Meeting was not recorded.

**MOTIONS**

**1 Approval of Previous Annual General Meeting Minutes – 11<sup>th</sup> December 2023 (Agenda Item 5.1) CARRIED**

Proposed by: Statutory Motion

|   |         |   |
|---|---------|---|
| <b>THAT</b> the Minutes of the PTBC Annual General Meeting held on 11 <sup>th</sup> December 2023 be accepted as a true and correct record of the proceedings of the meeting. | Yes     | 4 |
|   | No      | 0 |
|   | Abstain | 0 |

| Members Name       | Yes | No | Abstain |
|--------------------|-----|----|---------|
| Stephen Anderson   | X   |    |         |
| Paul Sanders       | X   |    |         |
| Barry Teeling      | X   |    |         |
| Stuart Shakespeare | X   |    |         |

**2 Approval of PTBC EGM VOC Minutes held 20<sup>th</sup> December 2023 (Agenda Item 5.2) CARRIED**

Proposed by: Statutory Motion

|  |         |   |
|--|---------|---|
| <b>THAT</b> the VOC Minutes of the PTBC Extraordinary General Meeting held on 20 <sup>th</sup> December 2023 be accepted as a true and correct record of the proceedings of the meeting. | Yes     | 4 |
|  | No      | 0 |
|  | Abstain | 0 |

| Members Name       | Yes | No | Abstain |
|--------------------|-----|----|---------|
| Stephen Anderson   | X   |    |         |
| Paul Sanders       | X   |    |         |
| Barry Teeling      | X   |    |         |
| Stuart Shakespeare | X   |    |         |

|          |  |                |
|----------|--|----------------|
| <b>3</b> | <b>Body Corporate – PTBC Appointment of Additional Nominee Director to Board of SCCSL &amp; Subsidiaries (Agenda Item 5.3)</b> | <b>CARRIED</b> |
|----------|--|----------------|

Proposed by: PTBC Chairperson

**THAT** per clause 5.6 of the Shareholders Agreement, the PTBC is to give notice to the Company (SCCSL), and the PBC as 50% shareholder, of the intent to appoint an additional Nominee Director (Barry Teeling), to the Board of SCCSL and Subsidiaries, with a date for the appointment (Notice of Appointment) to take effect 4 weeks from the date of the passing of this resolution.

|         |   |
|---------|---|
| Yes     | 4 |
| No      | 0 |
| Abstain | 0 |

| Members Name       | Yes | No | Abstain |
|--------------------|-----|----|---------|
| Stephen Anderson   | X   |    |         |
| Paul Sanders       | X   |    |         |
| Barry Teeling      | X   |    |         |
| Stuart Shakespeare | X   |    |         |

|          |   |                |
|----------|---|----------------|
| <b>4</b> | <b>Body Corporate – Approval of Stephen Anderson to be renominated as a Director of the Board of SCCSL &amp; Subsidiaries (Agenda Item 5.4)</b> | <b>CARRIED</b> |
|----------|---|----------------|

Proposed by: PTBC Chairperson

**THAT** the PTBC EGM approves and accepts Stephen Anderson to be renominated as a Director of the Board of SCCSL and Subsidiaries.

|         |   |
|---------|---|
| Yes     | 4 |
| No      | 0 |
| Abstain | 0 |

| Members Name       | Yes | No | Abstain |
|--------------------|-----|----|---------|
| Stephen Anderson   | X   |    |         |
| Paul Sanders       | X   |    |         |
| Barry Teeling      | X   |    |         |
| Stuart Shakespeare | X   |    |         |

**5 Body Corporate – Independent Director of Board (Agenda Item 5.5)**

**WITHDRAWN**

Proposed by: PTBC Chairperson

**THAT** the PTBC requests the Board of the Company (SCCSL) to consider a motion to advertise externally for the appointment of an Independent Director to the Board of SCCSL and Subsidiaries. This action will commence by issuing correspondence to the Company (SCCSL) by the PTBC Secretary.

|         |  |
|---------|--|
| Yes     |  |
| No      |  |
| Abstain |  |

**NOTE:**  
***Motion withdrawn by the PTBC Chairperson***

**6. Correspondence for Information:**

**6.1 – Sediment Depth Assessment –** Already commenced.

**Next meeting Thursday 29<sup>th</sup> February 2024 @ 12:00pm**

**Meeting Closed at 11:14am**

**Chairman .....**