

MINUTES OF ANNUAL GENERAL MEETING

for Sanctuary Cove Primary Thoroughfare Body Corporate GTP 201

| Location of meeting: | Meeting Room 1, Sanctuary Cove Body Corporate Services, Shop 1A, Building 1, Masthead Way, Sanctuary Cove, QLD, 4212 |
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| | Building 1, Masthead Way, Sanctuary Cove, QLD, 4212 |
| Date and time of meeting: | Monday 09 December 2024 at 9:00 AM |
| Meeting time: | 09:05AM – 09:14AM |
| Chairperson: | Stephen Andreson |

ATTENDANCE

The following members were Present in Person at the meeting:

| Lot 6 | Mulpha Sanctuary Cove Investments Pty Ltd | Mr Stephen Anderson |
|----------|--|-----------------------|
| Lot 10- | Mulpha Sanctuary Cove Marina Pty Ltd | Mr Stephen Anderson |
| 02100022 | | |
| Lot 24 | Mulpha Sanctuary Cove (Developments) Pty Limited | Mr Stephen Anderson |
| Lot 31 | Mulpha Sanctuary Cove Marine Village Pty Ltd | Mr Stephen Anderson |
| Lot 32 | Mulpha Sanctuary Cove Marine Village Pty Ltd | Mr Stephen Anderson |
| Lot 34 | Mulpha Sanctuary Cove Marina Pty Ltd | Mr Stephen Anderson |
| Lot 38 | Mulpha Sanctuary Cove Marine Village Pty Ltd | Mr Stephen Anderson |
| Lot 40 | Mulpha Sanctuary Cove Hotel Investments Pty Limited | Mr Stephen Anderson |
| Lot 10 – | Mulpha Sanctuary Cove (Developments) Pty Ltd | Mr Barry Teeling |
| 02100015 | | |
| Lot 58 | Mulpha Sanctuary Cove (Developments Pty Limited | Mr Barry Teeling |
| Lot 1 | Sanctuary Cove Golf and Country Club Holdings Limited | Mr Paul Sanders |
| Lot 16 | Sanctuary Cove Golf and Country Club Holdings Limited | Mr Paul Sanders |
| Lot 20 | Sanctuary Cove Golf and Country Club Holdings Limited | Mr Paul Sanders |
| Lot 51 | Sanctuary Cove Golf and Country Club Holdings Limited | Mr Paul Sanders |
| Lot 52- | Sanctuary Cove Golf and Country Club Holdings Limited | Mr Paul Sanders |
| 02100019 | | |
| Lot 52- | Sanctuary Cove Golf and Country Club Holdings Limited | Mr Paul Sanders |
| 02100026 | | |
| Lot 53 | Sanctuary Cove Golf and Country Club Holdings Limited | Mr Paul Sanders |
| Lot 54 | Sanctuary Cove Golf and Country Club Holdings Limited | Mr Paul Sanders |
| Lot 278 | Body Corporate for Sanctuary Cove Principal Body Corporate | Mr Stuart Shakespeare |
| | | |

The following members present by Voting Paper and In Person:

The following members present by Voting Paper:

The following members were present by Proxy:

The following members were present by Proxy however unable to vote:

Present by Invitation:

Apologies:

RECC – Lot 22

The following members were not financial for the meeting: NIL

A Quorum was present Nil Conflict of Interest The Meeting was recorded.

Mr Stephen Anderson was appointed by Barry Teeling as the Chairperson for the meeting.

Motions

| 1 | Financial Statements Year Ending 31 October 2024 (Agenda Item 1) | Ordinary Resolution |
|-----|--|---------------------|
| Sub | mitted by Committee | Motion CARRIED. |

RESOLVED that the Primary Thoroughfare Body Corporate:

(a) accepts that the body corporate is a non-reporting entity and that to the best of the knowledge and belief of the Members of the body corporate, would remain so in the current financial year; and

(b) approves and adopts the audited Statements of Income and Expenditure for the year ending 31 October 2024 showing a deficit of \$272,730.41 in the Administration Fund and a surplus of \$304,056.13 in the Sinking Fund, together with the Statement of Assets and Liabilities as of 31 October 2024 showing total Net Assets (accumulated funds) of \$1,947,803.57.

Note:

The PTBC Administrative Fund Balance year ending 31 October 2024 is \$64,908.67 given the carried forward balance of \$337,639.08 from the previous year. The PTBC Sinking Fund Balance year ending 31 October 2024 is \$1,882,894.90

| Members Name | Yes | No | Abstain | Members Name | Yes | No | Abstain |
|--------------------------|-----|----|---------|--------------------------|-----|----|---------|
| Lot 1 SCGCC (PS) | Х | | | Lot 34 MSCD Marina (SA) | Х | | |
| Lot 6 MSCD Invmts (SA) | Х | | | Lot 38 MSCD Village (SA) | Х | | |
| Lot 10 MSCD Dvlpts (BT) | Х | | | Lot 40 MSCD Hotel (SA) | Х | | |
| Lot 10 MSCD Marina (SA) | Х | | | Lot 51 SCGCC (PS) | Х | | |
| Lot 16 SCGCC (PS) | Х | | | Lot 52 SCGCC (PS) | Х | | |
| Lot 20 SCGCC (PS) | Х | | | Lot 52 SCGCC (PS) | Х | | |
| Lot 22 RECC | | | | Lot 53 SCGCC (PS) | Х | | |
| Lot 24 MSCD Dvlpmts (SA) | Х | | | Lot 54 SCGCC (PS) | Х | | |
| Lot 31 MSCD Village (SA) | Х | | | Lot 58 MSCD Dvlpts (BT) | Х | | |
| Lot 32 MSCD Village (SA) | Х | | | Lot 278 PBC (SS) | Х | | |

| Yes | 19 |
|---------|----|
| No | 0 |
| Abstain | 0 |

No Appointment of Auditor (Agenda Item 2)

Statutory Motion Submitted by Committee

2

RESOLVED that pursuant to Section 70(5) of the Sanctuary Cove Resort Act 1985, and in accordance with the provisions of Part 2 of the Second Schedule Sections 1(5A), 1(5B) and 1(5C) of the Building Units and Group Titles Act 1980 the accounts of the body corporate relating to the financial year ending 31 October 2025 not be audited.

| Members Name | Yes | No | Abstain | Members Name | Yes | No | Abstain |
|--------------------------|-----|----|---------|--------------------------|-----|----|---------|
| Lot 1 SCGCC (PS) | | Х | | Lot 34 MSCD Marina (SA) | | Х | |
| Lot 6 MSCD Invmts (SA) | | Х | | Lot 38 MSCD Village (SA) | | Х | |
| Lot 10 MSCD Dvlpts (BT) | | Х | | Lot 40 MSCD Hotel (SA) | | Х | |
| Lot 10 MSCD Marina (SA) | | Х | | Lot 51 SCGCC (PS) | | Х | |
| Lot 16 SCGCC (PS) | | Х | | Lot 52 SCGCC (PS) | | Х | |
| Lot 20 SCGCC (PS) | | Х | | Lot 52 SCGCC (PS) | | Х | |
| Lot 22 RECC | | | | Lot 53 SCGCC (PS) | | Х | |
| Lot 24 MSCD Dvlpmts (SA) | | Х | | Lot 54 SCGCC (PS) | | Х | |
| Lot 31 MSCD Village (SA) | | Х | | Lot 58 MSCD Dvlpts (BT) | | Х | |
| Lot 32 MSCD Village (SA) | | Х | | Lot 278 PBC (SS) | | Х | |

3 Appointment of Auditor (Agenda Item 3)

| Statutory Motion | Submitted by Committee |
|------------------|------------------------|

RESOLVED that pursuant to Section 27(5) of the Sanctuary Cove Resort Act 1985 and Part 2 of the Second Schedule Section 1(5) (ba) of the Building Units and Group Titles Act1980, auditors PKF Chartered Accountants to conduct the audit of the body corporate financial records for the financial year ending 31 October 2025 at a cost of \$4,026 inc GST.

Note:

Price has increased \$11.00 from last year.

| Yes | 0 |
|---------|----|
| No | 19 |
| Abstain | 0 |

| Yes | 19 |
|---------|----|
| No | 0 |
| Ahstain | 0 |

Ordinary Resolution

Motion CARRIED.

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Motion DEFEATED.

Special Resolution

| Members Name | Yes | No | Abstain | Members Name | Yes | No | Abstain |
|--------------------------|-----|----|---------|--------------------------|-----|----|---------|
| Lot 1 SCGCC (PS) | Х | | | Lot 34 MSCD Marina (SA) | Х | | |
| Lot 6 MSCD Invmts (SA) | Х | | | Lot 38 MSCD Village (SA) | Х | | |
| Lot 10 MSCD Dvlpts (BT) | Х | | | Lot 40 MSCD Hotel (SA) | Х | | |
| Lot 10 MSCD Marina (SA) | Х | | | Lot 51 SCGCC (PS) | Х | | |
| Lot 16 SCGCC (PS) | Х | | | Lot 52 SCGCC (PS) | Х | | |
| Lot 20 SCGCC (PS) | Х | | | Lot 52 SCGCC (PS) | Х | | |
| Lot 22 RECC | | | | Lot 53 SCGCC (PS) | Х | | |
| Lot 24 MSCD Dvlpmts (SA) | Х | | | Lot 54 SCGCC (PS) | Х | | |
| Lot 31 MSCD Village (SA) | Х | | | Lot 58 MSCD Dvlpts (BT) | Х | | |
| Lot 32 MSCD Village (SA) | Х | | | Lot 278 PBC (SS) | Х | | |

4 Strata Residential Property Insurance (Agenda Item 4)

Statutory Motion Submitted by Committee

RESOLVED that the PTBC accepts the renewal invitation from CHU Underwriting Agency for strata residential insurance (excluding flood cover) at a total cost of \$267,545.00 (including GST, stamp duty and administration fee) and approve payment in full, with the premium of \$80,263.50 Inc. GST being apportioned to the PTBC and the balance being \$187,281.50 Inc GST payable by the PBC.

| Yes | 19 |
|---------|----|
| No | 0 |
| Abstain | 0 |

Ordinary Resolution

Motion CARRIED.

Period of Cover: 31/01/2024 to 31/01/2025

Community Property \$139,774,265 Community Income \$20,966,139 Common Area Contents \$1,397,743 Machinery Breakdown sum Insured \$250,000 Loss of Rent / Temporary Accommodation/Community Income/Storage \$3,144,920 Catastrophe Insurance \$19,016,906 Deductibles: Community Property \$10,000 Machinery Breakdown \$1,000

Premium: \$267,545 Flood Cover excluded. Machinery Breakdown was included in a separate policy previously, this is now consolidated. Public Liability, Fidelity Guarantee, Office Bearers Legal Liability and Government audit and legal expenses now covered under the individual Public liability policies.

Insurance report note: Successful renewal negotiation secured a rate reduction for the coming year via existing insurer CHU.

| Members Name | Yes | No | Abstain | Members Name | Yes | No | Abstain |
|--------------------------|-----|----|---------|--------------------------|-----|----|---------|
| Lot 1 SCGCC (PS) | Х | | | Lot 34 MSCD Marina (SA) | Х | | |
| Lot 6 MSCD Invmts (SA) | Х | | | Lot 38 MSCD Village (SA) | Х | | |
| Lot 10 MSCD Dvlpts (BT) | Х | | | Lot 40 MSCD Hotel (SA) | Х | | |
| Lot 10 MSCD Marina (SA) | Х | | | Lot 51 SCGCC (PS) | Х | | |
| Lot 16 SCGCC (PS) | Х | | | Lot 52 SCGCC (PS) | Х | | |
| Lot 20 SCGCC (PS) | Х | | | Lot 52 SCGCC (PS) | Х | | |
| Lot 22 RECC | | | | Lot 53 SCGCC (PS) | Х | | |
| Lot 24 MSCD Dvlpmts (SA) | Х | | | Lot 54 SCGCC (PS) | Х | | |
| Lot 31 MSCD Village (SA) | Х | | | Lot 58 MSCD Dvlpts (BT) | Х | | |
| Lot 32 MSCD Village (SA) | Х | | | Lot 278 PBC (SS) | Х | | |

Public Liability Insurance (Agenda Item 5)

Statutory Motion Submitted by Committee

5

RESOVLED that the PTBC accepts the renewal invitation from CHU Underwriting Agency for Public Liability Insurance at a cost of \$25,785.00 (including GST, stamp duty and administration fee) and approve payment in full with the premium of \$12,595.00 (including gst, stamp duty and administration fee) being apportioned to the PTBC, and the balance being payable by the PBC \$13,190.00 Inc GST.

| Yes | 19 |
|---------|----|
| No | 0 |
| Abstain | 0 |

Ordinary Resolution

Motion CARRIED.

Period of Cover: 31/01/2024 to 31/01/2025

Liability to others to a limit of \$50,000,000 Voluntary Workers:

- Death \$200,000
- Total Disablement \$2,000 per week
- Government Audit Costs & Legal Expenses:
 - Government Audit Costs \$25,000
 - Appeal Expenses \$100,000
 - Legal Defence Expenses \$50,000

Fidelity Guarantee \$100,000 Office Bearers Legal Liability \$10,000,000

Premium: \$25,785.00

NOTE: Stuart (PBC) enquired into A Class Water and whether there was an agreement in place for PBCs contribution as it was located on PTBC land.

| Members Name | Yes | No | Abstain | Members Name | Yes | No | Abstain |
|--------------------------|-----|----|---------|--------------------------|-----|----|---------|
| Lot 1 SCGCC (PS) | Х | | | Lot 34 MSCD Marina (SA) | Х | | |
| Lot 6 MSCD Invmts (SA) | Х | | | Lot 38 MSCD Village (SA) | Х | | |
| Lot 10 MSCD Dvlpts (BT) | Х | | | Lot 40 MSCD Hotel (SA) | Х | | |
| Lot 10 MSCD Marina (SA) | Х | | | Lot 51 SCGCC (PS) | Х | | |
| Lot 16 SCGCC (PS) | Х | | | Lot 52 SCGCC (PS) | Х | | |
| Lot 20 SCGCC (PS) | Х | | | Lot 52 SCGCC (PS) | Х | | |
| Lot 22 RECC | | | | Lot 53 SCGCC (PS) | Х | | |
| Lot 24 MSCD Dvlpmts (SA) | Х | | | Lot 54 SCGCC (PS) | Х | | |
| Lot 31 MSCD Village (SA) | Х | | | Lot 58 MSCD Dvlpts (BT) | Х | | |
| Lot 32 MSCD Village (SA) | Х | | | Lot 278 PBC (SS) | Х | | |

ELECTION OF PTBC EXECUTIVE COMMITTEE

As only one (1) nomination was received for the position of Chairperson, Mr Stephen Anderson was duly appointed to the role of PTBC Chairperson at the meeting.

Schedule 3 of the Administration and Management Agreement states:

Management Services

1. To put forward a suitable employee for appointment as Secretary and Treasurer of the bodies corporate and perform the powers and duties specified in the By-Laws and under the Act.

As no nominations were received for the position of Secretary / Treasurer, Mrs Jodie Syrett was duly appointed to the role of PTBC Secretary (non – voting) and Mika Yanaka was duly appointed to the role of PTBC Treasurer (non – voting) at the meeting. Motion to be added for February 2025 PTBC EGM agenda.

Two (2) valid nominations were received to fill the vacant Six (6) Ordinary Member positions on the Primary Thoroughfare Executive Committee. Motion to be added for February 2025 PTBC EGM agenda.

The following members were appointed as Ordinary Members of the Primary Thoroughfare Executive Committee:

- 1. Mr Barry Teeling
- 2. Mr Paul Sanders

As the PBC AGM was being held at 10am following this meeting, appointment of the PTBC Executive Committee will be decided once the secret ballot has been conducted to appoint the PBC EC members.

There being no further business the chairperson declared the meeting closed.

MEETING CLOSED at 09:14 AM

Chairperson: Mr Stephen Andreson x.....