



NOTICE OF ANNUAL GENERAL MEETING

Polocrosse Australia Limited

ACN 657 299 664

Notice is hereby given that an Annual General Meeting of the members of Polocrosse Australia Limited (**Company**) will be held at the Terrace Suite, [The Terrace Hotel](#), 208 South Terrace, Adelaide, South Australia on Saturday 21 March 2026 at 9:00 am (local time), for the purpose of considering the following resolutions.

The attachments and explanatory memorandum accompanying this notice of meeting explain the items of business to be considered at the meeting, form part of this notice of meeting and should be read in conjunction with it.

AGENDA

Ordinary Business

Welcome and apologies

Confirmation of quorum

Financial statements, reports and minutes

To receive and consider:

- the audited Financial statements and Directors' report for Polocrosse Australia Limited for the financial year ending on 31 December 2025;
- the minutes of meeting from the 2025 Polocrosse Australia annual general meeting held on 22 March 2025 in Adelaide, South Australia.

Resolution 1 – Approval of New Constitution 1 to comply with the Australian Sports Commission's (ASC) Sports Governance Standards

To consider and if thought fit, pass the following as a **special resolution**:

“That the New Constitution 1 in the form attached at Annexure A to this Notice of Annual General Meeting be approved and adopted by the Company, in substitution for, and to the exclusion of, any previous constitution with effect from the date of this resolution, for all purposes including under section 136 of the Corporations Act 2001 (Cth) (Act).”

Resolution 2 – Approval of New Constitution 2

To consider and if thought fit, pass the following as a **special resolution**:

“That, subject to the passing of Resolution 1, and with effect immediately following the closing of the meeting to which this Resolution is put, the New Constitution 2 in the form attached at Annexure C to this Notice of Annual General Meeting be approved and adopted by the Company, in substitution for, and to the exclusion of, any previous constitution, for all purposes including under section 136 of the Act.”

Note: if Resolution 1 is not passed, then this Resolution 2 will not be put to the members of the Company at the meeting.

Note for Resolutions 3 and 4: the voting for elections to fill any vacancy of Elected Directors at the Annual General Meeting is to be conducted by the Chair in accordance clause 14.4 of the Company's constitution. If Resolution 1 is passed, there will be one (1) vacancy in the office of Elected Director to be filled. If Resolution 1 is not passed, there will be two (2) vacancies in the office of an Elected Director to be filled.

Resolution 3- Election of elected director – Mrs Rebecca Brennan

To consider and if thought fit, pass the following as a **super-majority resolution**:

“That pursuant to the Company's constitution and for all other purposes, the members of the Company approve the election of Mrs Rebecca Brennan as an elected director of the Company, who pursuant to clause 14.4 of the Company's constitution offers herself for election.”

Resolution 4 - Election of elected director – Mr Phillip Day

To consider and if thought fit, pass the following as a **super-majority resolution**:

“That pursuant to the Company's constitution and for all other purposes, the members of the Company approve the election of Mr Phillip Day as an elected director of the Company, who pursuant to clause 14.4 of the Company's constitution offers himself for election.”

Resolution 5 – Approval of ex-gratia payments to the Board

To consider and if thought fit, pass the following as an **ordinary resolution**:

“That the Company's payment of the following ex-gratia payments to certain office holders of the Company, including the directors, be and are hereby approved:

- | | |
|-------------------|----------|
| ○ Chair | \$10,085 |
| ○ Other directors | \$3,600 |
| ○ Treasurer | \$7,355 |

By order of the Board:



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Mick Templeton
Chair
24 February 2026

General Business

- 1. Governance**
- 2. Participation and growth**
- 3. Business Development**
- 4. Other General Business**

Annexure A

New Constitution 1

See attached

Annexure B

Mark-up of New Constitution 1

See attached

Annexure C

New Constitution 2

See attached

Annexure D

Mark-up of New Constitution 2

See attached