

NOTICE OF ANNUAL GENERAL MEETING

Notice is hereby given that the AGM of Huntington's Victoria Inc. A0006862N (**HVI**) will be held at **NAB Arena, 700 Bourke Street, Docklands** on **Thursday 30 November 2017** at **6:00pm**.

ORDINARY BUSINESS

- 1 Welcome**
- 2 Confirmation of minutes of previous meetings**
- 3 Board and CEO reports for the 1 July 2016 to 30 June 2017 financial year**
- 4 Financial reports for the 1 July 2016 to 30 June 2017 financial year**
- 5 Announcement of Board members deemed elected**
- 6 Election of Auditor**
- 7 Confirmation of annual membership fees**

SPECIAL BUSINESS

- 8 Conversion to become a company**

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

THAT:

- (a) Huntington's Victoria Inc. (**HVI**) apply to the Australian Securities and Investments Commission (**ASIC**) for registration as a public company limited by guarantee under the Corporations Act 2001 (Cth) (the **Conversion**);*
- (b) from the time of such registration HVI adopt the name Huntington's Victoria Ltd as its new name;*
- (c) from the time of such registration HVI adopt as its Constitution the constitution tabled at the AGM and initialled by the Chairman for the purposes of identification; and*
- (d) the Board members and management of HVI are requested to take all action they consider necessary or desirable to prepare for the Conversion, and they are authorised to take any further action (including sending and lodging applicable notices and forms) necessary or desirable in relation to the Conversion.*

To be passed, this resolution will need to receive the support of at least 75% of the votes cast at the meeting.

- 9 Close**

BY ORDER OF THE BOARD

Tammy Gardner
Chief Executive Officer

1 November 2017

SUPPLEMENTARY NOTES

A Conversion to become a company

Members will already be aware of the proposal for HVI to convert to become a company under Part 5B.1 of Chapter 5B of the *Corporations Act 2001* (Cth).

Members are free to ask questions at the AGM in relation to this proposal.

A copy of the proposed Constitution for Huntington's Victoria Ltd is available from the HVI website at: www.huntingtonsvic.org.au.

B The Board members' recommendation

The Board members unanimously recommend that members vote *in favour* of the special resolution to be proposed at the AGM.

C Proxies

A member of HVI entitled to attend and vote at the AGM is entitled to appoint a proxy to attend and vote in his or her place. A proxy must be another member of HVI. A proxy form is included with this Notice of AGM.

For an appointment of a proxy to be effective, the proxy form and, if the form is signed by the member's attorney, the authority under which the form was signed (or a certified copy of it), must be received by HVI no later than 6:00pm on Wednesday 29 November 2017 by any of the following 4 lodgement methods:

- in person: 16 Wakefield Street, Hawthorn, Victoria 3122
- by fax: (03) 9818 7333
- by email: info@huntingtonsvic.org.au
- by mail: PO Box 2112, Hawthorn, Victoria 3122

PROXY FORM

I, (full name of appointor)
 of..... (address of appointor)
 being a member of Huntington's Victoria Inc. A0006862N (**HVI**),
 with membership number:

hereby appoint:

- the chair of the meeting; or
- (full name of proxy, who **MUST** be a member of HVI)
 of (address of proxy)

or failing that person or if no person is named, the chair of the meeting, as my proxy to act generally and vote on my behalf at the AGM of HVI to be held on Thursday 30 November 2017 and at any adjournment of that meeting.

I direct my proxy to vote as follows:

RESOLUTION	IN FAVOUR	AGAINST	ABSTAIN
8 Conversion to become a company	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

The chair intends to cast undirected proxies held by the chair in favour of the special resolution.

.....
 (Signature of appointor)

Date..... 2017