## COROWA R S L CLUB LTD (ACN 001 066 628)

## NOTICE TO MEMBERS REGARDING PROPOSED AMALGAMATION WITH HOWLONG COUNTRY GOLF CLUB LIMITED (ACN 001 023 516)

Pursuant to Section 17AE of the *Registered Clubs Act* and clause 4(5) of the *Registered Clubs Regulation* 2015, the members of Corowa R S L Club Ltd (ACN 001 066 628) ("Corowa R S L Club") are hereby notified that:

- 1. Corowa R S L Club called for expressions of interest in an amalgamation on 21 August 2023.
- 2. Howlong Country Golf Club Limited (ACN 001 023 516) ("Howlong Country Golf Club") responded to Corowa R S L Club 's call for expressions of interest in amalgamation and Corowa R S L Club has advised Howlong Country Golf Club that it has decided to pursue an amalgamation with Howlong Country Golf Club subject to execution of a Memorandum of Understanding and member approval.
- 3. Corowa R S L Club will be the continuing club in the amalgamation and Howlong Country Golf Club will be the dissolving club in the amalgamation. Corowa R S L Club and Howlong Country Golf Club will shortly enter a Memorandum of Understanding containing the terms of the proposed amalgamation.
- 4. A copy of the Memorandum of Understanding once entered will be made available to members of Corowa R S L Club for inspection on the Club's premises at reception and on Corowa R S L Club's website at least twenty-one (21) days before the General Meeting at which members will vote on the proposed amalgamation.
- 5. After the Memorandum of Understanding is executed, Corowa R S L Club and Howlong Country Golf Club will convene separate general meetings for members of each club to vote on the proposed amalgamation. A Notice of General Meeting will be sent to members of Corowa R S L Club at least twenty (21) days before the General Meeting.
- 6. If the proposed amalgamation can be completed after various requirements have been met, then in substance all land, assets, liabilities and the club licence of Howlong Country Golf Club, as set out in the Memorandum of Understanding, will pass to Corowa R S L Club subject to the terms and conditions on the Memorandum of Understanding.
- 7. Any questions in relation to this notice should be directed to Peter Norris, CEO of Corowa R S L Club.

Dated: 27<sup>th</sup> November 2023

By direction of the Board

**Peter Norris** 

**Chief Executive Officer**