

27 November 2024

NOTICE OF ANNUAL GENERAL MEETING

GEELONG FOOTBALL CLUB LIMITED (ACN 005 150 818)

Wednesday 18 December 2024

Notice is given in accordance with clause 9 of the Geelong Football Club Limited's Constitution ("the Constitution"), that the 2024 Annual General Meeting of the Geelong Football Club Limited (ACN 005 150 818) ("the Club") will be held in the President's Room, Brownlow Stand, GMHBA Stadium, Kardinia Park, Geelong on Wednesday 18 December 2024 at 7pm (AEDT) ("the AGM").

Items of business

The business to be dealt with at the AGM shall be:

Ordinary Business

1. The receipt and consideration of:
 - Minutes of 2023 Annual General Meeting.
2. The receipt and consideration of:
 - 2024 Financial Report; and
 - 2024 Directors' Report and Auditor's Report.
3. Any other general business as the Chair directs in accordance with the Constitution.

Special business

1. At the AGM the Club will ask all Members entitled to vote to consider and, if thought fit, to pass the following resolution as a special resolution:

"That, in accordance with sections 136(1)(b) and 136(2) of the Corporations Act 2001 (Cth) and for all other purposes, the Constitution of the Club is modified in accordance with the marked changes in the version of the Constitution accessible on the Club website at <https://www.geelongcats.com.au/agm-2024/>, with the changes having effect from the close of the AGM."

Minutes of 2023 Annual General Meeting

The Minutes of the 2023 Annual General Meeting will be available on the Club's website [geelongcats.com.au/agm-2024/](https://www.geelongcats.com.au/agm-2024/) from 27 November 2024. If you would like a hard copy of this document, please contact Marcus King, Chief Strategy & Growth Officer & Company Secretary, by email at companysecretary@geelongcats.com.au.

Geelong Football Club Ltd

GMHBA Stadium

PO Box 461 Geelong VIC 3220

1300 462 287

[geelongcats.com.au](https://www.geelongcats.com.au)

ABN 67 005 150 818

Premiers

1878, 1879, 1880, 1882, 1883, 1884, 1886
1925, 1931, 1937, 1951, 1952, 1963
2007, 2009, 2011, 2022



2024 Financial Report

The 2024 Financial Report will be available on the Club's website geelongcats.com.au/agm-2024/ from 27 November 2024.

If you would like a hardcopy of the document, please contact Marcus King by email at companysecretary@geelongcats.com.au. Members who request a hard copy will continue to receive all subsequent Financial Reports in this form until the Club is advised otherwise.

We trust you will find the 2024 Financial Report to be clear, informative and easy to access. Should you have any queries, please contact Marcus King by email at companysecretary@geelongcats.com.au.

Proposed special Resolution to amend the Club's Constitution

During 2024 the Club has undertaken a review of its Constitution to ensure it aligns with best practice corporate governance principles and the Club's current operations. In conducting the review, the Club considered current corporate governance principles, principles from the Australian Institute of Company Directors as well as the governance structures of similar organisations.

The Club provided Members with an opportunity to provide feedback on the amendments to the Constitution at a member forum held in August 2024 and via a member survey in October 2024. Feedback provided as part of that process has assisted with the final form of the proposed amendments.

Following the review and feedback process, the Club proposes amendments to its Constitution in relation to:

1. Extending the scope of members entitled to vote at general meetings of members of the Club;
2. Referencing the Club's Membership Code of Conduct within the disciplinary powers provisions;
3. Removing outdated references to gaming;
4. Formalising tenure limits for Directors of the Club;
5. The use of technology for general meetings of members of the Club.

The Directors of the Club and the Club Executive unanimously support the proposed amendments and recommend that Members vote in favour of the special resolution to amend the Club's Constitution.

A summary of the proposed amendments to the Club's Constitution is available on the Club's website geelongcats.com.au/agm-2024/

The proposed amendments are marked in the version of the Constitution available on the Club website, geelongcats.com.au/agm-2024/

Should you have any queries about the proposed amendments to the Club's Constitution, please contact Marcus King by email at companysecretary@geelongcats.com.au.

Appointing and voting by proxy

In accordance with the Constitution, a Member who is entitled to vote is entitled to appoint a proxy to attend and vote on behalf of that Member. A proxy need not be a Member of the Club.

A proxy appointment form accompanies this notice and is also available on this link geelongcats.com.au/agm-2024/. Proxy appointments must be received by the Club no later than 48 hours before the AGM (being not later than 7pm (AEDT) on Monday, 16 December 2024). Any proxy form received after that time will not be valid for the scheduled AGM. Proxy forms may be lodged by posting or delivery to: Marcus King, Company Secretary, Geelong Football Club, PO Box 461, Geelong VIC 3220, or by email to companysecretary@geelongcats.com.au.

If you are unsure as to whether you currently have a right to vote please contact the Club via email to companysecretary@geelongcats.com.au.

Attendance

To allow us to make arrangements for catering, if you are planning to attend the AGM, we request you RSVP online via <https://bit.ly/CatsAGM2024> by no later than 7pm (AEDT) on Friday, 13 December 2024.

Q&A

At conclusion of the AGM, we will be conducting a *Question and Answer* forum with Senior Club representatives.

We would like to give everyone the opportunity to ask a question and therefore request you submit your question in advance when submitting your RSVP.

2024 Annual Report

To download a copy of our 2024 Annual Report, please visit the Club's website, geelongcats.com.au/agm-2024.

Yours sincerely

A handwritten signature in blue ink, appearing to read 'Steven Hocking', with a stylized flourish at the end.

Steven Hocking
Chief Executive Officer
Geelong Football Club Limited

PROXY FORM

GEELONG FOOTBALL CLUB LIMITED

Proxy

I, _____

of _____

_____ Post code _____

being an Ordinary Voting Member of the Club entitled to vote HEREBY APPOINT

of _____

Post code _____ Phone number _____

as my proxy to vote for me and on my behalf at the Annual General Meeting of the Club to be held on
Wednesday 18 December 2024.

AS WITNESS my hand this _____ day of _____ 20____.

SIGNED by the said _____

in the presence of: _____ .