

MASTERS GROCERS AUSTRALIA LTD
A.C.N. 004 063 263 / ABN 44 004 063 263

MINUTES OF ANNUAL GENERAL MEETING HELD 16th November 2017 at 9.10am

Waterview at Bicentennial Drive

Bicentennial Park, Sydney Olympic Park, Sydney

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| Present | Gino Divitini, Debbie Smith, Chris dos Santos, Grant Hinchcliffe, Mick Daly, Andrew Bray, Steve Miller, Graeme Gough, Carmel Goldsmith, Pranav Orangie, Tao Cheng, Pamela Yu, Tony Lin, Ahmed Allhs, Steve Smith, Alex Malinowski, John Turvill, David Scally |
| Apologies | Rod Allen, Joseph Romeo, Fred Harrison, Phil Ibbotson – Company Secretary, Steve Sellars, Ian Ashcroft, Carlo Cavallaro, Andrew Cochrane, Colin Turner, Jag Rawat, Terry Karkarzis, |
| Proxies | Nil |
| Minutes | Jos de Bruin |

| Item | Description | Discussion | Resolution | Carried (Y/N) |
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| 1 | Formal Opening | | | Y |
| 2 | Steve Miller MGA Vice President conducted the meeting with the assistance of Jos de Bruin – acting as Co Sec. | | | |
| 3 | Apologies Proxy Votes Minutes of Previous Meeting read | Noted as above Nil received Tabled | Minutes - Moved to accept, David Scally Seconded, Gino Divitini | |
| | Business arising | Nil | | |
| 4 | CEO Report | Circulated, no questions | Moved to accept, Chris dos Santos Seconded, Debbie Smith | Y |
| 5 | President's Report | Circulated, no questions | Moved to accept, Chris dos Santos Seconded, Debbie Smith | |
| 6 & 7 | Consideration of Annual Reports including Directors and Auditors Report | All; annual reports were circulated. There were no questions CEO Jos de Bruin summarised by saying MGA had had a very successful year of trading. | Moved to accept, Carmel Goldsmith Seconded, Steve Smith | Y |
| 8 | Report on Election of Councillors by AEC | The AEC received 5 nominations for 3 MGA Board of Directors positions. The AEC conducted a ballot and declared on the 14 th of November 2017 the results. | Moved to accept, Grant Hinchcliffe Seconded, Tao Cheng | Y |

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| | | <p>Grant Hinchcliffe, Mick Daly and Graeme Gough have been re-elected to MGA's Board.</p> <p>Jag Rawat and Carmel Goldsmith from NSW were acknowledged and thanked by MGA Vice President, Steve Miller, for nominating to become a MGA Director.</p> <p>The role of President and Vice President are yet to be determined. The AEC will conduct a ballot in December 2017 / January 2018</p> | | |
| 9 & 10 | Appointment of Mr Cobain - Auditor & fixing Auditors remuneration | Jos de Bruin to request that Phil Ibbotson liaise with Mr Cobain to negotiate a fair and reasonable remuneration for his services. | Moved to accept Graeme Gough Seconded, Chris dos santos | Y |
| 11 | General Business | There was no General Business raised | | |
| 13 | Closure | 9.25am MGA Vice President Steve Miller thanked everyone for their attendance | | |