

Racing NSW Country - Annual General Meeting

NOTICE OF MEETING

Notice is hereby given that the Annual General Meeting of Racing NSW Country Ltd will be held in the Boardroom of Racing NSW, Level 7, 51 Druiitt Street, Sydney on Thursday 26th November 2020 commencing at 1.00pm.

BUSINESS

1. Apologies.
2. Adopt the Minutes of the Annual General Meeting of Racing NSW Country held on 26 November 2019.
3. Receive and consider the Chairman's Report on behalf of the Board.
4. Receive and consider the Financial Statements for the year ending 30 June 2020.
5. Ordinary Resolution: Appointment of Auditor (refer below).

Ordinary Resolution: Appointment of Auditor

The following resolution will be proposed at the annual general meeting:

That, for the purposes of section 327B (1) of the Corporations Act 2001 and for all other purposes, BDO Audit Pty Ltd of Level 11, 1 Margaret Street, Sydney NSW 2000, having been nominated by a member and consented in writing to act as auditor of the Company, be appointed auditor of the Company, effective immediately.

Explanatory Statement

As announced to members on 24 September 2020, BDO Audit Pty Ltd ("BDO Audit") was appointed auditor of the Company following the resignation of BDO East Coast Partnership ("BDO ECP") and ASIC's consent to the resignation in accordance with s329(5) of the Corporations Act 2001 ("the Act").

The change of auditor arose as a result of BDO ECP restructuring its audit practice to provide for audits to be conducted by BDO Audit, an authorised audit company, rather than by BDO ECP.

As a result of the timing of the change, BDO Audit filled a casual vacancy in accordance with s327C(1) of the Act. Under section 327C(2) of the Act, an auditor who has been appointed under s327C(1) of the Act only holds office until the Company's next annual general meeting.

The Company is required to appoint an auditor to fill any vacancy at each annual general meeting (after its first annual general meeting) pursuant to s327B(1)(b) of the Act.

Pursuant to section 328B of the Act, the Company received a valid notice of nomination of auditor that nominated BDO Audit to be appointed as the auditor of the Company. A copy of the nomination is attached as Annexure A to this Notice of Meeting.

BDO Audit has provided the Company with its written consent to act, subject to members' approval being granted, as the Company's auditor in accordance with s328A(1) of the Act.

In accordance with s327B(1)(b) of the Act, an ordinary resolution is required at this Annual General Meeting to appoint BDO Audit as the Company's auditor and members' approval is sought to that appointment.

Brian Charman

Executive Officer

Racing NSW Country Limited