


Travellers Choice Limited

MINUTES OF THE 19th ANNUAL GENERAL MEETING OF TRAVELLERS CHOICE LIMITED,
HELD 01 NOVEMBER 2024 AT HILTON SYDNEY, GEORGE ST, SYDNEY, NSW

1	OPENING AND APOLOGIES <u>Shareholders present</u> Trent Bartlett (Chair), Jacqui Wilson-Smith (Director), Christian Hunter (Managing Director and Company Secretary) plus 58 shareholders were present. The meeting was declared open at 3.32pm AEDT and an acknowledgement of country was given. New members joining the group in the last twelve months and attending their first AGM were acknowledged and welcomed. <u>Apologies</u> The Secretary advised that one apology had been received from Member Director Phil Dalley (Travel Makers), who was unable to attend due to hosting a group overseas that was confirmed prior to meeting dates being announced. It was acknowledged that the Constitution requires a quorum of at least seven shareholders in order for the meeting to be valid and it was confirmed that a quorum was present.
2	DECLARATION OF PROXIES The Secretary declared that four proxies had been received. Three were held by the Chair, on behalf of Travel and Cruise Professionals, Travel Design and Burnie Travelcentre. The fourth proxy on behalf of Globetrotters Travel was held by Ben Apsey. All proxies had directed their voting in relation to the Director election and special resolution consideration.
3	CONFIRMATION OF MINUTES FROM 2023 ANNUAL GENERAL MEETING Minutes from the 2023 AGM held on the Gold Coast, on 10 November 2023 were presented for acceptance and the resolution to accept minutes as a true and accurate record was carried unanimously.
4	CHAIRMAN'S ADDRESS The meeting Chair presented the Chairman's report as contained in the 2023/24 Annual Report.
5	CONSIDERATION OF REPORTS The Secretary presented the 2023/24 financial reports, and shareholders were given the opportunity to make enquiries in relation to the reports and company audit. The resolution to accept the Company reports was carried unanimously.
6	ELECTION OF DIRECTORS Under section 16.2 of the constitution, Trinity Hastwell (Hastwell Travel & Cruise, SA) retired from the Board by rotation and offered herself for re-election. Phil Dalley (Travel Makers, ACT) had also offered to stand down from the Board as other nominations had been received.

	<p>Three nominations had been received from Trinity Hastwell (Hastwell Travel & Cruise, SA), Benjamin Apsey (Globetrotters Travel, QLD) and Naome Burdon (Argyle Travel & Cruise, SA).</p> <p>With three nominees for two vacant positions, members had been requested to vote ahead of the AGM via the Vero Voting platform, as advised in the Notice of Meeting.</p> <p>It was declared that the successful nominees were Benjamin Apsey and Naome Burdon.</p> <p>The Chair acknowledged the outstanding contributions of both Phil and Trinity over the last 11 years, particularly through the very challenging pandemic period.</p> <p>Shareholders were advised that an oversight had been made in relation to the term of Non-Member Nominee Director, Jacqui Wilson-Smith, whose term was also expiring at this AGM. Her reappointment was supported by the Board, but as it was omitted from the Notice of Meeting, it could not be included at this AGM. Consequently, the Board had resolved to appoint Jacqui as a casual appointment in accordance with section 16.25 of the Constitution with her position to be ratified at the next AGM.</p> <p>Members were invited to ask any questions in relation to Jacqui's reappointment.</p>
7	SPECIAL RESOLUTION – AMENDMENTS TO THE CONSTITUTION
	<p>The Chair provided an overview of the proposed amendments to the Constitution, as outlined in the Notice of Meeting, and reminded members that being a special resolution, a 75% majority was required for approval.</p> <p>Members were invited to ask questions in relation to the proposed amendments.</p> <p>The special resolution was approved unanimously.</p>
8	REMUNERATION OF DIRECTORS
	<p>The Chair addressed the proposal for Director Fees to total \$144,015 inclusive of superannuation for the coming year, along with a policy position to set Director Fees for the next three years.</p> <p>The proposed resolution was approved unanimously.</p>
9	APPOINTMENT OF AUDITORS
	<p>It was proposed to re-appoint AMW Audit as Company Auditors.</p> <p>The proposed resolution was approved unanimously.</p>
10	REMUNERATION OF AUDITORS
	<p>It was proposed that the remuneration of Auditors would be an amount negotiated by Directors.</p> <p>The proposed resolution was approved unanimously.</p>
11	GENERAL BUSINESS
	<p>There were no items of general business submitted in advance and discussion items were called for from the floor. Members expressed their gratitude to Phil Dalley and Trinity Hastwell for their service to members.</p>

12	CLOSURE There being no further business the meeting closed at 4.07pm AEDT.
	CERTIFIED AS A TRUE AND ACCURATE RECORD.  CHAIR: Trent Bartlett DATE: 04 December 2024