

Byellee Corporation Limited

NOTICE OF ANNUAL GENERAL MEETING

Notice is hereby given of an Annual General Meeting of Members of Byellee Corporation Limited.

Venue: 33 Warne Street, Gladstone and via Teams.

Date: Sunday 22 November 2026

Time: Commencing 10:30am

Members may participate electronically via **Teams link**. Please email the Company Secretary at enquiries@kalawyer.com.au at least 48 hours prior to the meeting to advise of attendance by Teams and a link will be sent to you.

On entering the meeting, members should check the register of members and if needed, update their name, address and any other details.

When entering the meeting via Teams, members should provide their full name and address to the Company Secretary, who will check and update their details in the register of members.

Agenda

Item	Description
1	Welcome, Attendees and Apologies
2	Minutes of the previous meeting of members
3	Corporation Update
4	Questions for Directors regarding management of the Corporation
5	PBC Bailai Representative Director Endorsement
6	Byellee Corporation Ltd Director Endorsement
7	<p>Special Resolution</p> <p><u>Background</u></p> <p>Byellee Corporation Limited is a charity registered with the Australian Charities and Not-for-Profits Commission (ACNC). The current Constitution meets the requirements of the ACNC, including a clause prohibiting distributions and payments to members. However, to enable registration of the corporation as a Charitable Institution in Queensland, the relevant clause in the Constitution must be amended to expressly restrict the application of income and property to members in accordance with the specific requirements of the Taxation Administration Act 2001 (Qld).</p> <p><u>Specific Changes</u></p>

	<p>As a result, the following specific changes to the Constitution are proposed.</p> <p>Replace clause 51.2 of the Constitution with the following new clause.</p>
	<p>New Clause 51.2</p> <p>(a) The Company must not distribute any income or assets, directly or indirectly, to a Member of the Company.</p> <p>(b) Clause 51.2 (a) does not prevent the Company doing the following things, provided they are done in good faith (fairly and honestly):</p> <p>(i) paying a Member for goods or services they have provided or expenses they have properly incurred at fair and reasonable rates or rates more favourable to the Company, or</p> <p>(ii) making a payment or providing a benefit to a Member in carrying out the Company's charitable purpose(s).</p>
	<p><u>Resolution</u></p> <p>The following resolution is proposed to the members of the corporation as a special resolution according to the corporation's current Constitution and the <i>Corporations Act 2001 (Cth)</i>.</p> <p>THE MEMBERS RESOLVE:</p> <ul style="list-style-type: none"> • That clause 51.2 of the current Constitution of the corporation be repealed; and • That the proposed new clause 51.2, described in the notice of the meeting of the members of the corporation, be adopted in the Constitution of the corporation.
7	Any Other Business
8	Close of Annual General Meeting