

BRIDGE HOUSING LIMITED
ACN 135 570 955

NOTICE OF ANNUAL GENERAL MEETING

Bridge Housing Limited (“Company”) gives notice that the Annual General Meeting (“AGM”) of members will be held on **Wednesday, 17 November 2021 commencing at 10.00 am**

The Explanatory Memorandum accompanying this Notice of Meeting provides additional information on matters to be considered at the AGM. The Explanatory Memorandum and annexures are part of this Notice of Meeting.

Business

Item 1 – Welcome by Chairman: Mark Turner

Item 2 – Welcome to Country

Item 3 – 2020 AGM Minutes

Item 4 – Video Presentation – Our Year in Review

Item 5 – Chairman’s Report

Item 6 – Chief Executive Officer’s Report

Item 7 – Financial Statements and Reports

To receive and consider the Financial Report, the Directors’ Report and the Independent Auditor’s Report of the Company for the financial year ended 30 June 2021.

All members can view the Annual Report which contains the Financial Report for the year ended 30 June 2021 on the Company’s website at www.bridgehousing.org.au from early November. Following consideration of the Reports, the Chair will give members a reasonable opportunity to ask questions about or comment on the management of the Company.

The Chair will also give members a reasonable opportunity to ask the Auditor questions relevant to:

- a) the conduct of the audit;
- b) the preparation and content of the Independent Auditor’s Report;
- c) the accounting policies adopted by the Company in relation to the preparation of the financial statements; and
- d) the independence of the Auditor in relation to the conduct of the audit.

The Chair will also give the Auditor a reasonable opportunity to answer written questions submitted by members that are relevant to the content of the Independent Auditor’s Report or the conduct of the audit. A list of relevant written questions submitted by members will be made available at the AGM and any written answer tabled by the Auditor at the AGM will be made available as soon as practicable after the Meeting.

Item 8 – Election of Directors

To consider and, if thought fit, pass the following as an ordinary resolution of the Company:

“That Ms Jill Hannaford, who was appointed as a Director of the Company on December 2018 and who is standing for re-election in accordance with article 8.4 of the Constitution, being eligible, be elected as a Director of the Company for a three-year term from the conclusion of the Annual General Meeting.”

The Directors, with Ms Hannaford abstaining, recommend that members vote “FOR” the election.

“That Ms Carolyn Scobie, who was appointed as a Director of the Company on December 2015 and who is standing for re-election in accordance with article 8.4 of the Constitution, being eligible, be elected as a Director of the Company for a three-year term from the conclusion of the Annual General Meeting.”

The Directors, with Ms Scobie abstaining, recommend that members vote “FOR” the election.

“That Ms Liz Forsyth, who was appointed as a Director of the Company on December 2020 and who is standing for election in accordance with article 8.9 of the Constitution, being eligible, be elected as a Director of the Company for a three-year term from the conclusion of the Annual General Meeting.”

The Directors, with Ms Forsyth abstaining, recommend that members vote “FOR” the election.

“That Mr Stephen Bull, who was appointed as a Director of the Company on December 2020 and who is standing for election in accordance with article 8.9 of the Constitution, being eligible, be elected as a Director of the Company for a three-year term from the conclusion of the Annual General Meeting.”

The Directors, with Mr Bull abstaining, recommend that members vote “FOR” the election.

Item 9 – Farewell to John Nicolades

Dated 22 October 2021

By order of the Board

A handwritten signature in black ink, appearing to read 'RPinkstone'.

**Rebecca Pinkstone
Company Secretary**

**EXPLANATORY MEMORANDUM
To the 2021 Notice of Annual General Meeting**

This Explanatory Memorandum has been prepared for the information of members of the Company in relation to the resolutions to be considered at the Company's AGM to be held on Wednesday, 17 November 2021.

The purpose of this Explanatory Memorandum is to provide members with information that is reasonably required by members to decide how to vote upon the resolutions.

The directors of the Company ("Directors") recommend that members read this Explanatory Memorandum in full, in conjunction with the accompanying Notice of Annual General Meeting of members of which this Explanatory Memorandum forms a part.

Subject to the abstentions noted below, the Directors unanimously recommend members vote in favour of all Resolutions. The Chair of the meeting intends to vote all available undirected proxies in favour of each resolution.

Item 9 relates to four ordinary resolutions, for these resolutions to pass they require 51% of votes cast by members entitled to vote to be in favour of the resolution.

ITEM 9

The first resolution relates to **Ms Jill Hannaford**, who was appointed in February 2018. In accordance with article 8.4 of the Company's Constitution, and being eligible, Jill has put herself forward for re-election as a Director of the Company.

Ms Jill Hannaford - BappSc (AppEcG) (Hons 1), MUrb&RegPlg. Jill has been a Director since February 2018, with Skill Areas: Community and stakeholder engagement, social sustainability, communication and diversity and inclusion. Jill is a social scientist who is passionate about diversity and social equity. Jill is General Manager Technical Services, APAC at global professional services firm GHD, where she has worked for the past 30 years. Jill is also responsible for GHD's Reconciliation Action Plan. She co-founded IAP2 in Australia in the 1990s and has strong community engagement expertise. Jill is a founding corporate partner of CareerTrackers, an Indigenous internship program and CareerSeekers, an employment program for refugees and asylum seekers. She is also on the Advisory Board of the Henry Halloran Trust for Urban Research at the University of Sydney.

The Directors, with Ms Hannaford abstaining, recommend that members vote in favour of the election.

The second resolution relates to **Ms Carolyn Scobie**, who was appointed in June 2015. In accordance with article 8.4 of the Company's Constitution, and being eligible, Carolyn has put herself forward for re-election as a Director of the Company.

Ms Carolyn Scobie - BA LLB, Grad Dip CSP, MA (Japanese), GAICD. Carolyn has been a Director since June 2015 with Skills Area: Legal. Carolyn has over 30 years of legal experience in corporate and commercial property and is responsible for all aspects of legal risk management for QBE. She was previously with the Goodman Group, an integrated commercial and industrial property group. Prior to

Goodman, Carolyn spent three years in the legal profession and six years as in-house counsel with the Japanese construction company Kumagai Australia Group. Carolyn is a member of the Governance Institute of Australia and Chief Executive Women and a graduate of the Australian Institute of Company Directors.

The Directors, with Ms Scobie abstaining, recommend that members vote in favour of the election.

The third resolution relates to **Ms Liz Forsyth**, who was appointed in November 2020 as a casual appointment. In accordance with article 8.9 of the Company's Constitution, and being eligible, Liz has put herself forward for re-election as a Director of the Company.

Ms Liz Forsyth - BSW, Member of IPAA. Liz has been a casual Director since November 2020 with Skills Area: Housing and human service policy; Strategic planning, Service delivery and implementation, Government administration, Professional services consulting. Liz is currently CEO, Disability and Aged Care for APM Human Services International Ltd. Until recently, Liz was KPMG's Global Industry Lead for Infrastructure, Government and Healthcare along with being their Global Sector Head for Government and Global Lead for Human and Social Services. Liz has had a 30 plus year career in the human services sector working in a range of areas focussed on improving outcomes for citizens, improving their lives and the communities within which they live. Prior to KPMG, Liz held senior and executive positions in the Commonwealth and NSW Governments. She started her career as a social worker working in rehabilitation for the Commonwealth Rehabilitation Service.

The Directors, with Ms Forsyth abstaining, recommend that members vote in favour of the election.

The fourth resolution relates to **Mr Stephen Bull**, who was appointed in November 2020 as a casual appointment. In accordance with article 8.9 of the Company's Constitution, and being eligible, Stephen has put himself forward for re-election as a Director of the Company.

Mr Stephen Bull - BCom, BPsyc(Hons). Stephen has been a casual Director since November 2020 with Skills Area: Real estate development and management, finance, community development, people and culture. Stephen has over 25 years' experience in real estate, community creation and finance roles. He has worked at Westfield, AMP and Stockland. The last five years of his executive career were as Group Executive and CEO of Stockland's retirement village business. Prior to his real estate career in Australia, Stephen spent several years working in investment banking in London. Stephen is a member of Chartered Accountants (Australia and New Zealand). He currently sits on the Investment Committees for the MaxCap Industrial Opportunities Fund and the Wingate Direct Property business and is a member of the Advisory Board for the Moits Group.

The Directors, with Mr Bull abstaining, recommend that members vote in favour of the election.

Proxy Voting Form

Lodging a Proxy Form

If you are unable to attend the AGM or would like to organise your vote in advance, you can vote by Proxy.

For your vote to be effective, the Proxy Form must be received by 10:00 am on 15 November 2021.

Appointment of Proxy

If you wish to appoint the Chair of the meeting as your proxy, please **mark box 1**.

If you wish to nominate someone other than the Chair, please write the name of that person **in box 2**.

If you leave this section blank, or your proxy does not attend the meeting, the Chair will be your proxy. If no direction is given on all of the items, or if you complete both Box 1 and Box 2, your vote may be passed to the Chair of the meeting as your proxy.

Voting

You can direct your proxy how to vote by marking one box associated with each resolution. If you mark more than one box for one item, your vote will be invalid for that item.

Signing Instructions

You must sign the form in the space provided, **box 3**.

How to Lodge this Proxy Form

This Proxy Form may be lodged:

By email to agm@bridgehousing.org.au

By post to:

AGM Bridge Housing
PO Box 20217
World Square NSW 2002

Delivered in person:

Bridge Housing Limited
Level 9, 59 Goulburn Street, Sydney NSW 2000
Attention: AGM 2021

Appointment of Proxy

I/we, _____ of, _____ being a member of Bridge Housing Limited (the **Company**) and entitled to attend and vote appoint:

the **Chair** of the meeting **1** ☐ **OR** **2**

(mark with an 'X')

(Name of the person you are appointing as your proxy)

or failing the person/ named, or if no person is named, the Chair of the Meeting as my/our proxy to act on my behalf and to vote in accordance with the following directions in respect of all of my votes at the Annual General Meeting of the Company to be held on 17 November 2021 at 10.00 am via the online platform.

Proxies will only be accepted by the Company if they are received no later than 48 hours before the meeting.

Voting Directions

I/We direct my/our proxy to vote in respect of each resolution to be considered as indicated with an **X** below. If no direction is given, I/we authorise my/our proxy to vote or abstain as my/our proxy thinks fit in respect of each resolution (including any procedural resolution) to be considered by the meeting and any adjournment of the meeting.

Resolutions

Ordinary Resolution 1 – Re-election of Jill Hannaford	For <input type="checkbox"/>	Against <input type="checkbox"/>	Abstain <input type="checkbox"/>
Ordinary Resolution 2 – Re-election of Carolyn Scobie	For <input type="checkbox"/>	Against <input type="checkbox"/>	Abstain <input type="checkbox"/>
Ordinary Resolution 3 – Re-election of Liz Forsyth	For <input type="checkbox"/>	Against <input type="checkbox"/>	Abstain <input type="checkbox"/>
Ordinary Resolution 4 – Re-election of Stephen Bull	For <input type="checkbox"/>	Against <input type="checkbox"/>	Abstain <input type="checkbox"/>

*If you mark the Abstain box for a particular item of business, you are directing your proxy not to vote on your behalf on a show of hands or on a poll and your votes will not be counted in computing the required majority on a poll.

3. Signature of Member — *This section must be completed*

Question Form

How to ask a question at Bridge Housing 2021 AGM

This year, Bridge Housing will be holding its 2021 Annual General Meeting of members online. Therefore, in order to provide opportunity for members to participate, we encourage you to submit questions in relation to the Bridge Housing 2021 Annual General Meeting ahead of the meeting. Please use this form to submit any questions.

Your questions should relate to matters that are relevant to the business of the meeting, as outlined in the Notice of Meeting.

All questions must be submitted by **9.00am (AEDT) Wednesday, 10 November 2021**. Your questions can be submitted via this form via the following methods:

By email: agm@bridgehousing.org.au

By post: AGM Bridge Housing
PO Box 20217
World Square NSW 2002

Delivered in person:
Bridge Housing Limited
Level 9, 59 Goulburn Street, Sydney NSW 2000
Attention: AGM 2021

During the course of the AGM, the Chair of the meeting will endeavor to address the most frequently raised questions by members. However, there may not be sufficient time available to address all questions raised.

My question relates to

- | | |
|--|---|
| <input type="checkbox"/> Performance or financial reports | <input type="checkbox"/> Future direction |
| <input type="checkbox"/> Sustainability / Environment | <input type="checkbox"/> General suggestion |
| <input type="checkbox"/> A resolution being put to the AGM | <input type="checkbox"/> Other |

Your question

Rules of the Meeting

Chair

The Chair of the meeting will be Mr Mark Turner, Chair of the Bridge Housing Board.

Eligibility to vote

For the purpose of determining a person's entitlement to vote at the Annual General Meeting, a person will be recognised as a member of the Company if that person is registered as a member at 9:00am on Monday, 15 November 2021.

The Chair has decided that each resolution will be decided on a poll.

Due to health and safety concerns related to the COVID-19 pandemic, members may attend the AGM via ZOOM and vote online using the polling facility during the meeting.

On a poll, each member present online or by attorney or by proxy (or, in the case of a body corporate, by a representative) shall have one vote.

Voting on resolutions

Each of the resolutions set out in this Notice of Meeting will be decided by a poll which will combine votes received prior to the meeting and votes submitted during the meeting.

Online platform

Due to the COVID-19 situation, this year, members (or their proxies) have the ability to attend the meeting and vote and ask questions in real-time using ZOOM. The meeting can be attended using a phone or through your audio/video device.

The Company recommends you log in to the ZOOM meeting at least 15 minutes prior to the scheduled start time for the AGM.

Online voting will be open between the commencement of the AGM at 10:00am on Wednesday, 17 November 2021 and the time at which the Chair of the meeting announces the poll is closed.

A user guide has been developed to assist members to attend via ZOOM. This will be sent to all members that RSVP to attend the meeting.

Proxy

If you are a member entitled to attend and vote, you may appoint one proxy which may be an individual or a body corporate. If a body corporate is appointed as a proxy, that body corporate must ensure that it appoints a corporate representative in accordance with section 250D of the Corporations Act 2001 (Cth) to exercise its powers as proxy at the AGM. A proxy need not be a member of the Company.

IMPORTANT: For an appointment of a proxy for the meeting to be effective the Company **must receive:**

- the proxy's appointment (see attached form);
- if the appointment is signed by the appointer's attorney – the authority under which the appointment was signed (e.g., a power of attorney) or a certified copy of it; and
- the above documents at least 48 hours before the meeting, which is by **10:00am on Monday, 15 November 2021.**

Proxies must be received before that time by one of the following methods:

By email: agm@bridgehousing.org.au

By post: AGM Bridge Housing
PO Box 20217
World Square NSW 2002

Delivered in person:
Bridge Housing Limited
Level 9, 59 Goulburn Street, Sydney NSW 2000
Attention: AGM 2021

A proxy form may specify the manner in which the proxy is to vote in respect of a particular Resolution and, where a proxy form provides, the proxy is not entitled to vote on the Resolution except as specified in the proxy form.

A proxy has the authority to vote on the member's behalf as they think fit, on any motion to adjourn the Annual General Meeting, or any other procedural motion, unless the member gives a direction to the contrary.

IMPORTANT: If you appoint the Chair of the meeting as your proxy, or the Chair becomes your proxy by default, and you do not direct your proxy how to vote on resolutions, then by submitting the proxy form you will be expressly authorising the Chair to exercise your proxy on the relevant resolution.

Technical difficulties

Technical difficulties may arise during the course of the AGM. If there is a technical difficulty affecting any online participants, the meeting Chair has discretion as to whether and how the meeting should proceed. In exercising this discretion, the Chair will have regard to the number of members impacted and the extent to which participation in the business of the meeting is affected. Where the Chair considers it appropriate, the Chair may continue to hold the meeting and transact business, including conducting a poll and voting in accordance with valid proxy instructions. For this reason, members are encouraged to lodge a proxy vote by **10:00am on Monday, 15 November 2021** even if they are able to participate online.

Asking questions

Members attending the meeting via ZOOM will note that the facility offers a mechanism for putting questions to the Chair who can direct the question to the appropriate person. This will be via both the Q&A chat function and orally. To facilitate a streamlined meeting, members are highly encouraged to submit their questions before the meeting. If you have a specific question that you would like to submit to the Chair, please send your question to: agm@bridgehousing.org.au.

AGM 2021 Zoom Meeting Set Up

Meeting ID: 982 9796 5868

Passcode: 028525

If you are joining using a web browser/laptop:

- Bridge suggests you use Google Chrome as audio works best on this browser
- You can join the meeting with the email invitation you have been sent, OR
- Visit the webpage: www.zoom.us/join
- Enter the meeting ID from above and click join
- If nothing launches find and press on [click here](#) button
- You may then be required to click on [join from your browser](#)
- You will be asked to type in your name, please use your first name only
- This will take you to the waiting room until the meeting begins.

If you are joining using a tablet or smartphone:

- Search Zoom via the App Store or Google Play and download
- Once the app is opened click on [Join a Meeting](#)
- Enter the Meeting ID from above and your name using your first name only
- This will take you to the waiting room until the meeting begins.

If you are joining by phoning in:

- Dial 02 8015 6011
- You will be instructed to type in the Meeting ID from above then the # key
- During the meeting if you want to ask a question press STAR 9 (*9)

KEY POINTS TO NOTE

- During the meeting you will be able to participate and other attendees and they may be able to see you.
- Ask a question in the chat. Click "chat". Other attendees might be able to see what you say. You can also raise your hand button to show you would like to speak. Click "reactions" Staff can set up Closed Captions if any tenants require this
- Let staff know if you would like a trial session to test accessing Zoom before the day