

LAMBTON BOWLS SPORTS AND RECREATION CLUB CO-OPERATIVE LTD (LAMBTON)

NOTICE TO MEMBERS REGARDING PROPOSED AMALGAMATION AND EXPRESSIONS OF INTEREST AND UNSOLICITED MERGER OFFERS

Pursuant to Section 17AE of the *Registered Clubs Act* and Clause 4(5) of the *Registered Clubs Regulation*, the members of Lambton Bowls Sports and Recreation Club Co-Operative Ltd (**Lambton**) are hereby notified that:

1. Charlestown Bowling Club Limited (**Charlestown**) called for expressions of interest in amalgamation on the basis that it would be the parent club (continuing club) in the amalgamation.
2. After careful consideration, Lambton lodged an expression of interest in amalgamation in response to that call. The Board is of the view that an amalgamation is the best way of ensuring the continued presence of a club premises at the current Lambton site.
3. Charlestown accepted that expression of interest and the Boards of the both clubs decided to proceed with an amalgamation and negotiate the terms of a Memorandum of Understanding (**MOU**).
4. Charlestown will be the continuing club in the amalgamation and Lambton will be the dissolving club in the amalgamation.
5. A copy of the MOU will be available to members on the Club's noticeboards and on the Club's website.
6. Each Club has to convene separate general meetings for members to vote on the proposed amalgamation.
7. A Notice of General Meeting will be sent to members so that it is received at least twenty (21) clear days before the General Meeting. A copy of the Notice of General Meeting will also be displayed on the Club's noticeboard and on the Club's website.
8. Prior to calling the General Meeting, Lambton, as it is a co-operative, must make a number of applications and have those application's and other documents approved by the Registry of Co-operatives and Associations.
9. Lambton has not received any other expressions of interest in amalgamation or unsolicited merger offers during the previous twelve (12) months.

Dated: 22nd August 2020

By direction of the Board


