



REEF
CASINO TRUST

22 April 2022

Market Announcements Office
Australian Securities Exchange
PO Box H224
AUSTRALIA SQUARE NSW 1215

NOTICE OF ANNUAL GENERAL MEETING 2022

Please find attached the following documents in respect of the Annual General Meeting of the Reef Casino Trust:

- Letter to unitholders
- Notice of Annual General Meeting
- Proxy form

Documents will be sent to unitholders today.

Authorised by:

Alison Galligan
Company Secretary
Reef Corporate Services Limited
Responsible Entity, Reef Casino Trust

Registered Office
Level 3 Sofitel Hotel
249 Turbot Street
Brisbane QLD 4000
PO Box 12072 George Street
Brisbane QLD 4003
Telephone: +61 7 3211 3000
Facsimile: +61 7 3211 4777

REEF CASINO TRUST
ARSN 093 156 293

Responsible Entity -
Reef Corporate Services Limited
ABN 66 057 599 621, AFSL 246699

Addressing for invoicing
Reef Hotel Casino
35-41 Wharf Street
Cairns QLD 4870
PO Box 7320
Cairns QLD 4870
Telephone: +61 7 4030 8888
Facsimile: +61 7 4030 8831

For personal use only



REEF
CASINO TRUST

22 April 2022

Dear Unitholder

Annual General Meeting

I invite you to the annual general meeting of the Reef Casino Trust (the **Trust**), which will be held at the Reef Hotel Casino, 35 Wharf Street, Cairns, Queensland, on 27 May 2022, at 2 pm (AEST). The notice of meeting and a proxy form are enclosed.

Special Offers for Unitholders

Car Parking

Free car parking is available to you in the basement car park of the Reef Hotel Casino. If you are driving to the meeting, take a ticket from the machine as you enter the car park and bring it to the meeting's registration desk where we will exchange it for a complimentary exit ticket. Simply insert this complimentary exit ticket in the machine near the boom gate when you leave the car park.

Tamarind Restaurant

Please inform our staff when making your booking and present this letter upon entering the Tamarind restaurant for a special unitholder 20% discount for dinner valid for 26, 27 and 28 May 2022.

Soy Kitchen Street Food

Present this letter upon entering Soy Kitchen Street Food for a special unitholder 20% discount for lunch or dinner valid for 26, 27 and 28 May 2022.

Hotel Accommodation

A special accommodation rate is also on offer at the Pullman Reef Hotel Casino during the annual general meeting of just \$195 per night, including breakfast for two and car parking. This special rate is offered exclusively for unitholders and will be available for the nights of 26, 27 and 28 May 2022 subject to availability. At the time of booking, please mention that you are a unitholder. Bookings can be made by telephoning 07 4030 8888.

Wildlife Dome

The Cairns Wildlife Dome is offering half price entry of \$13 for unitholders to visit the wildlife experience located in the rooftop conservatory. Also try out the ZOOM course at a discount of 30%, in addition receive a 20% discount off koala and ZOOM photos. Please present this letter to gain entry, and offers valid for 26, 27 and 28 May 2022 only.

If it becomes necessary to make alternative arrangements with respect to any aspect of the annual general meeting, we will advise unitholders through the Trust's website www.reefcasino.com.au/reef-casino-trust.

I look forward to welcoming you at the annual general meeting.

Yours sincerely

Philip Basha
Chairman
Reef Corporate Services Ltd
Responsible Entity of Reef Casino Trust

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NOTICE OF ANNUAL GENERAL MEETING

Notice is hereby given by Reef Corporate Services Ltd ABN 66 057 599 621 as responsible entity (the **Responsible Entity**) of Reef Casino Trust (the **Trust**) that the annual general meeting of the Trust will be held at the Reef Hotel Casino, 35 Wharf Street, Cairns, Queensland on Friday 27 May 2022 at 2pm (AEST).

Ordinary Business

1. Financial Statements and Reports

To receive and consider the Financial Report, the Directors' Report and the Independent Auditor's Report to the Unitholders for the year ended 31 December 2021.

Special Business

2. Amendments to the Trust Constitution

To consider and, if thought fit, pass the following resolution as a special resolution:

That the constitution of Reef Casino Trust be amended in the manner outlined in the Explanatory Memorandum accompanying the notice of meeting dated 22 April 2022 and set out in the amended constitution tabled by the Chair of the meeting and signed for the purpose of identification.

By order of the Board

Alison Galligan
Company Secretary
Reef Corporate Services Ltd
22 April 2022

EXPLANATORY NOTES

Item 1 Annual Report

The Financial Report, the Directors' Report, and the Independent Auditor's Report to Unitholders for the year ended 31 December 2021 are set out in the 2021 Annual Report and can be viewed on the Trust's website www.reefcasino.com.au/trust. No resolution is required for this item of business.

Unitholders will be given a reasonable opportunity at the meeting to ask questions and make comments on these reports and on the business, operations and management of the Trust.

Unitholders will also have a reasonable opportunity to ask questions of the Trust's Auditor.

Item 2 Amendments to the Trust Constitution

The Responsible Entity is seeking unitholder approval to amend the existing constitution of the Trust. A review of the Trust's constitution was undertaken with a view to remove outdated provisions and amend it to reflect current law and market practices. As a result of that review, it is recommended that the existing constitution be amended.

A summary of the key changes to the Trust's constitution proposed by the Resolution is set out in the table below.

A copy of the amended constitution, marked up to show the proposed changes is available on the Responsible Entity's website at <http://www.reefcasino.com.au/trust>. Copies may be obtained by emailing the Responsible Entity at trust@reefcasino.com.au.

The amendments proposed in this notice of meeting are subject to approval by the Minister under the Cairns Casino Agreement. If the amendments are approved by unitholders, those amendments will not be lodged with ASIC and will therefore not become effective unless and until we have received the Minister's approval.

Each Director of the Responsible Entity recommends that unitholders vote in favour of this resolution.

The resolution will be decided by a poll. The resolution must be decided by at least 75% of the votes cast by Unitholders entitled to vote on the resolution.

Key differences between the current constitution and the proposed amended constitution:

| Subject | Clause | Comments |
|------------------------------------|-----------------|--|
| Definition | 1.1 | The definition of "Home Exchange" has been deleted. The concept is no longer used. |
| Underwriting | 4.8 | The reference to clause 17(m) has been deleted because there is no clause 17(m). |
| Registered Holder | 4.20 | Clause deleted because it is inconsistent with transfers on ASX. |
| 80 th anniversary | 4.22 | Clause deleted because units can lawfully be issued after the 80 th anniversary of the Trust's establishment. |
| Investment in unregistered schemes | 10.4 | Clause deleted because it reflects a repealed provision of the Corporations Act. |
| Enforcement | 10.19 | Heading amended to correctly refer to the Operator. |
| Valuations | 11.1(f) | Amended to be consistent with current accounting standards. |
| Current Unit Value | 11.5 and 11.6 | Amended to be consistent with Corporations Act. |
| Indemnity | 19.2 | Amended to clarify Operator's general indemnity for proper performance of duties. |
| Location of books and records | 20.2 | Amended for consistency with Corporations Act requirements. |
| Accounts | 20.3 | Amended to delete reference to "Statement of Constitution" – unknown term. |
| Statement of Constitution | 20.7 | Deleted as meaning unclear. |
| Report to ASX | 20.9 | Amended for consistency with heading and to reflect current ASX structure. |
| Application | 22.1 | Reference to "prospectus" deleted as the term is not now used in relation to managed investment schemes. |
| Audit of Register | 24.2 | Reference to "Auditor" deleted as there is no legal requirement that the Register be audited by the Trust's auditor. |
| Closure of Register | 24.7 | "ASX" substituted for "Home Exchange" to reflect current ASX structure. |
| Transfers | 26.10 | Amended to ensure consistency with clause 26.5(a). |
| Votes | 29.9 | Amended to be consistent with the Corporations Act. |
| Proxies | 29.15 and 29.16 | Amended to accommodate current technology and practice. |
| Meetings | 29.25 | New clause added to permit wholly or partially virtual meetings consistent with recent amendments to the Corporations Act. |
| Restricted Units | 30.12 | Amended to remedy a cross referencing error. |
| Notices | 31.1 | Amended to permit notices to be sent by electronic means. |
| Alterations | 33.1 | Amended to reflect Corporations Act provisions. |
| Unitholder complaints | 36A.1 and 36A.2 | Amended to reflect current ASIC requirements. |

Questions in advance

Unitholders are invited to register questions in advance of the annual general meeting. Unitholders may also submit written questions relevant to the Independent Auditor's Report or the conduct of the audit to be considered at the annual general meeting.

In the course of the annual general meeting, we intend to respond to as many of these questions as is practicable.

Unitholder questions must be received by Reef Corporate Services Ltd, PO Box 12072, George St, Brisbane 4003 or email trust@reefcasino.com.au no later than 2 pm (AEST) on 20 May 2022.

Further information about the meeting

Entitlement to Vote

The directors have determined, in accordance with the Constitution of the Trust, that Unitholders who are the registered holders of units at 7pm (AEST) on Wednesday 25 May 2022 will be entitled to vote at the meeting.

Proxies or Representatives

A proxy form accompanies this notice of meeting. A Unitholder of the Trust who is entitled to attend and vote at the annual general meeting is entitled to appoint not more than two proxies to attend and vote instead of the Unitholder at the meeting. A proxy need not be a Unitholder of the Trust.

A Unitholder appointing two proxies may specify the proportion or number of votes that each proxy is appointed to exercise, and if the Unitholder does not do so the proxy may exercise half of the votes. The proxy form contains instructions for appointing two proxies.

The instrument appointing a proxy must be in writing signed by the appointer or that person's duly authorised proxy or attorney or, if the appointer is a body corporate, either under seal or otherwise executed as authorised by the constitution of the body corporate or signed by the appointer's duly authorised proxy or attorney.

A body corporate is able to authorise a representative to vote on its behalf. For corporate representatives a certificate must be executed under the common seal of that body corporate or otherwise as authorised by the body's constitution and must be produced at the meeting. The form required for that certificate can be obtained from the Trust's security registry.

Proxy forms and a copy of the power of attorney or other authority (if any) under which the form is signed must be lodged at the Trust's security registry, Computershare Investor Services Pty Ltd, GPO Box 242, Melbourne Vic 3001 or at fax number 1800 783 447 (within Australia) or at fax number +61 3 9473 2555 (outside of Australia), or email proxies@computershare.com.au no later than 2pm (AEST) on Wednesday 25 May 2022.

Majority required

The special resolution will be passed if at least 75% of the votes cast by Unitholders entitled to vote on the resolution are cast in favour of the Resolution. The vote will be undertaken by way of a poll as required by the Corporations Act.



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Reef Casino Trust
ARSN 093 156 293

RCT

MR SAM SAMPLE
FLAT 123
123 SAMPLE STREET
THE SAMPLE HILL
SAMPLE ESTATE
SAMPLEVILLE VIC 3030

Need assistance?



Phone:

1300 850 505 (within Australia)
+61 3 9415 4000 (outside Australia)



Online:

www.investorcentre.com/contact



YOUR VOTE IS IMPORTANT

For your proxy appointment to be effective it must be received by **2:00 PM (AEST) Wednesday, 25 May 2022.**

Proxy Form

How to Vote on Items of Business

All your units will be voted in accordance with your directions.

APPOINTMENT OF PROXY

oting 100% of your holding: Direct your proxy how to vote by marking one of the boxes opposite each item of business. If you do not mark a box your proxy may vote or abstain as they choose (to the extent permitted by law). If you mark more than one box on an item your vote will be invalid on that item.

Voting a portion of your holding: Indicate a portion of your voting rights by inserting the percentage or number of units you wish to vote in the For, Against or Abstain box or boxes. The sum of the votes cast must not exceed your voting entitlement or 100%.

Appointing a second proxy: You are entitled to appoint up to two proxies to attend the meeting and vote on a poll. If you appoint two proxies you must specify the percentage of votes or number of securities for each proxy, otherwise each proxy may exercise half of the votes. When appointing a second proxy write both names and the percentage of votes or number of securities for each in Step 1 overleaf.

A proxy need not be a unitholder of the Trust.

SIGNING INSTRUCTIONS

Individual: Where the holding is in one name, the unitholder must sign.

Joint Holding: Where the holding is in more than one name, all of the unitholders should sign.

Power of Attorney: If you have not already lodged the Power of Attorney with the registry, please attach a certified photocopy of the Power of Attorney to this form when you return it.

Companies: Where the company has a Sole Director who is also the Sole Company Secretary, this form must be signed by that person. If the company (pursuant to section 204A of the Corporations Act 2001) does not have a Company Secretary, a Sole Director can also sign alone. Otherwise this form must be signed by a Director jointly with either another Director or a Company Secretary. Please sign in the appropriate place to indicate the office held. Delete titles as applicable.

PARTICIPATING IN THE MEETING

Corporate Representative

If a representative of a corporate securityholder or proxy is to participate in the meeting you will need to provide the appropriate "Appointment of Corporate Representative". A form may be obtained from Computershare or online at www.investorcentre.com/au and select "Printable Forms".

Lodge your Proxy Form:

XX

By Mail:

Computershare Investor Services Pty Limited
GPO Box 242
Melbourne VIC 3001
Australia

By Fax:

1800 783 447 within Australia or
+61 3 9473 2555 outside Australia

By Email:

proxies@computershare.com.au



PLEASE NOTE: For security reasons it is important that you keep your SRN/HIN confidential.

MR SAM SAMPLE
FLAT 123
123 SAMPLE STREET
THE SAMPLE HILL
SAMPLE ESTATE
SAMPLEVILLE VIC 3030

Change of address. If incorrect, mark this box and make the correction in the space to the left. Unitholders sponsored by a broker (reference number commences with 'X') should advise your broker of any changes.



I 9999999999

I ND

Proxy Form

Please mark to indicate your directions

Step 1 Appoint a Proxy to Vote on Your Behalf

XX

I/We being a member/s of Reef Casino Trust hereby appoint

the Chairman of the Meeting OR

PLEASE NOTE: Leave this box blank if you have selected the Chairman of the Meeting. Do not insert your own name(s).

or failing the individual or body corporate named, or if no individual or body corporate is named, the Chairman of the Meeting, as my/our proxy to act generally at the meeting on my/our behalf and to vote in accordance with the following directions (or if no directions have been given, and to the extent permitted by law, as the proxy sees fit) at the Annual General Meeting of Reef Casino Trust to be held at The Reef Hotel Casino, 35 Wharf Street, Cairns City, QLD 4870 on Friday, 27 May 2022 at 2:00 PM (AEST) and at any adjournment or postponement of that meeting.

Step 2 Items of Business

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

| | For | Against | Abstain |
|---|--------------------------|--------------------------|--------------------------|
| Item 2 Amendments to the Trust Constitution | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |

The Chairman of the Meeting intends to vote undirected proxies in favour of each item of business.

Step 3 Signature of Unitholder(s)

This section must be completed.

Individual or Unitholder 1

Sole Director & Sole Company Secretary

Unitholder 2

Director

Unitholder 3

Director/Company Secretary

/ /

Date

Update your communication details (Optional)

Mobile Number

Email Address

By providing your email address, you consent to receive future communications electronically (where offered)

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Computershare

