

**CUDGEN LEAGUES CLUB LTD**  
**ABN 18 001 518 574**

**NOTICE TO MEMBERS OF PROPOSED AMALGAMATION**

Members of Cudgen Leagues Club Ltd ABN 18 001 518 574 (**Cudgen Leagues**) are hereby notified that:

1. Twin Towns Services Club Ltd ABN 61 001 042 833 (**Twin Towns**) called for expressions of interest in amalgamation in February 2021. Cudgen Leagues responded positively to the call for expressions of interest and Twin Towns put forward a proposal for amalgamation.
2. After careful consideration of the Twin Towns proposal further negotiations were held with Twin Towns and the Board to progress this amalgamation.
3. If the further negotiations with Twin Towns are successful between Cudgen Leagues and Twin Towns, the terms of the proposed amalgamation will be set out in a Memorandum of Understanding and Deed of Amalgamation. Those documents will be made available to members and members will be given the opportunity to vote on the approving the amalgamation in principle.
4. The amalgamation proposal with Twin Towns includes guarantees of significant financial and other commitments for Cudgen Leagues' senior and junior leagues and bowls clubs. These will be set out in separate Relationship Agreements and Commitments Confirmation documents with those groups which will also be made available to members.
5. Under the proposed amalgamation, Twin Towns will be the continuing club in the amalgamation and Cudgen Leagues will be the dissolving club in the amalgamation. Members of Cudgen Leagues will become members of Twin Towns.
6. The proposed amalgamation process is governed by legislation. It will only proceed if it is approved at separate Extraordinary General Meetings of the members of each club who are eligible to vote at the meetings and if the amalgamation is approved by the Independent Liquor and Gaming Authority.
7. In the previous 12 months, Cudgen Leagues received an unsolicited merger offer/amalgamation proposal from only one other registered club, namely North Sydney Leagues' Club Ltd (**Norths Collective**). The Board considered the Norths Collective proposal but considers Twin Towns as the preferred amalgamation partner as the Twin Towns proposal overall is in the best interest of Cudgen Leagues both for now and into the future.
8. This Notice is given in accordance with clause 4(5) of the *Registered Clubs Regulation 2015* (NSW), and is displayed on the noticeboard and website of Cudgen Leagues.

**By authority of the Board**  
**Peter McConnell**  
**President**

**Dated: 28 July 2021**