



3 June 2022

ASX:14D

## RESPONSE TO SECTION 249D NOTICE

1414 Degrees Limited (ASX: 14D) (**Company**) announced to the market on 1 June 2022 that the Company had received a notice pursuant to section 249D of the *Corporations Act 2001* (Cth) (**Corporations Act**), pursuant to which Focem Pty Ltd as trustee for the Towarnie Superannuation Fund (being a company associated with Dr Kevin Moriarty) sought to requisition a general meeting of the Company to consider resolutions for the removal of Mr Dana Larson, Mr Peter Gan and Mr Tony Sacre, and for the appointment of Dr Kevin Moriarty and Mr Ian Ross Burdon, as directors of the Company (**Notice**).

The Company, working with its legal advisers, has reviewed the Notice and determined that it complies with the relevant provisions of the Corporations Act and the Company's constitution. The Company has also received valid nominations and consents to act from Dr Moriarty and Mr Burdon.

A copy of the Notice is set out in full in the Appendix to this announcement.

The Company will now undertake the necessary steps to convene a general meeting in compliance with its obligations under the Corporations Act.

Pursuant to those obligations, the Board must call the meeting within 21 days after the Notice was given to the Company and the meeting must be held not later than 2 months after receipt of the Notice by the Company. The meeting must accordingly be held on or before 1 August 2022.

Further details of the general meeting, including the date and formal notice, will be circulated in due course.

The Board is looking forward to finally resolving this matter at the meeting.

### AUTHORISED BY:

The Board of Directors of 1414 Degrees Ltd

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APPENDIX

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**1414 DEGREES LTD**  
ABN 57 138 803 620

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14D

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**NOTICE TO CALL A GENERAL MEETING TO MOVE RESOLUTIONS FOR THE REMOVAL AND  
APPOINTMENT OF DIRECTORS  
PURSUANT TO SECTION 249D OF THE CORPORATIONS ACT**

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To: Attention: The Board of Directors  
1414 Degrees Limited ACN 138 803 620  
136 Daws Road  
Melrose Park SA 5039

Dear Directors

**Request to call and arrange to hold a general meeting to remove and appoint directors**

**Focem Pty Ltd ACN 159 197 341 as trustee for the Towarnie Superannuation Fund**, being a member of 1414 Degrees Limited ACN 138 803 620 (**Company**) and entitled to vote at a general meeting of the Company, and being a member with a total of at least 5% of the votes that may be cast at a general meeting of shareholders of the Company (**Member**), makes a request under section 249D of the *Corporations Act 2001* (Cth) (**Corporations Act**) that the directors of the Company call and arrange to consider and, if thought fit, pass the following resolutions as ordinary resolutions:

**Resolution 1: Removal of Mr Dana Larson as a Director**

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

*"That Mr Dana Larson be removed as a director of the Company in accordance with clause 3.10(a)(i) of the Company's Constitution, effective immediately on the passing of this resolution."*

**Resolution 2: Removal of Mr Peter Gan as a Director**

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

*"That Mr Peter Gan be removed as a director of the Company in accordance with clause 3.10(a)(i) of the Company's Constitution, effective immediately on the passing of this resolution."*

**Resolution 3: Removal of Mr Tony Sacre as a Director**

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

*"That Mr Tony Sacre be removed as a director of the Company in accordance with clause 3.10(a)(i) of the Company's Constitution, effective immediately on the passing of this resolution."*

**Resolution 5: Appointment of Mr Ian Ross Burdon as a Director**

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

*"That, Mr Ian Ross Burdon, having been nominated by Mr Ian Ross Burdon and Ms Catherine Louise Taylor and consented to act as a Director of the Company in accordance with clause 3.5(a)(iii) of the Company's Constitution and being eligible, be elected as a Director of the Company in accordance with clause 3.4 of the Company's Constitution."*

**Resolution 6: Appointment of Dr Kevin Moriarty as a Director**

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

*"That, Dr Kevin Moriarty, having been nominated by Focem Pty Ltd ACN 159 197 341 as trustee for the Towarnie Superannuation Fund and consented to act as a Director of the Company in accordance with clause 3.5(a)(iii) of the Company's Constitution and being eligible, be elected as a Director of the Company in accordance with clause 3.4 of the Company's Constitution."*

In accordance with Section 249D of the Corporations Act, the directors of the Company are required to call the requested general meeting within 21 days of the date this requisition is given to the Company, and the general meeting is required to be held within 2 months of the date of this request. If the directors do not call the meeting within this timeframe, the Member making this requisition may call and arrange a general meeting at the expense of the Company for the purpose of passing the above resolutions under Section 249E of the Corporations Act.

If the Company fails to call and hold a meeting to consider these resolutions within 2 months of delivery of this requisition, the Member reserves the right to move the above resolutions at the next meeting of the Company in accordance with Section 249N of the Corporations Act.

The notice does not derogate from the obligations of the directors to convene and hold a meeting within the time limit set out in Section 249D(5) of the Corporations Act.

Dated: 1 / June / 2022

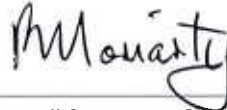
**Executed by Focem Pty Ltd** ACN 159 197  
341 as trustee for the **Towarnie**  
**Superannuation Fund** in accordance with  
section 127 of the *Corporations Act 2001* (Cth):



Director

Kevin Charles Moriarty

Name of Director



~~\*Director/\*Company Secretary~~

Pamela Christine Moriarty

Name of ~~\*Director/\*Company Secretary~~