



13 September 2022

ASX:14D

## RESPONSE TO SECTION 249D NOTICE

1414 Degrees Limited (ASX: 14D) (**Company**) announced to the market on 12 September 2022 that the Company had received a notice pursuant to section 249D of the *Corporations Act 2001* (Cth) (**Corporations Act**), pursuant to which Pacific Communication and Investment Consultants Pty Ltd, Benger Superannuation Pty Limited as trustee for the Benger Superannuation Fund, Ranat Investments Pty Ltd <Marananga A/C>, Ian Ross Burdon & Catherine Louise Taylor as trustees for the Ian Burdon S/F Account and Mr Harold Tomblin and Mrs Judith Johnston as trustees for the Harold Tomblin S/F Account (**Requisitioning Parties**) 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 (**Notice**).

The Company, working with its legal advisers, has reviewed the Notice and determined (notwithstanding minor discrepancies in its drafting and form of execution) that it complies with the relevant provisions of the Corporations Act and the Company's constitution.

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

The Company is aware of its obligations under the Corporations Act in relation to convening a general meeting in response to the Notice.

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 11 November 2022. The Company is considering how best to manage these obligations in the context of its separate obligation to convene its Annual General Meeting by 30 November 2022.

The Board is disappointed that the matter of its composition continues to be the subject of activism so soon after the same resolutions as are proposed in the Notice were voted upon and rejected by shareholders at the Extraordinary General Meeting held on 28 July 2022. Despite this, the Board is committed to ensuring that the interests of shareholders as a whole continue to be served as the Company navigates this further challenge. The Board is particularly concerned to ensure that Company resources are not unnecessarily diverted in calling a further Extraordinary General Meeting in response to the Notice, in particular given any Extraordinary General Meeting will necessarily be required to be held in close proximity to the Annual General Meeting.

### AUTHORISED BY:

The Board of Directors of 1414 Degrees Ltd

+61 8 8357 8273



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## APPENDIX

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

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**ASX**  
14D

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**ADDRESS**  
136 Daws Road  
Melrose Park, SA, 5039

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**EMAIL**  
info@1414degrees.com.au

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**PHONE**  
+61 8 8357 8273

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[1414DEGREES.COM.AU](http://1414DEGREES.COM.AU)

**NOTICE TO CALL A GENERAL MEETING TO MOVE RESOLUTIONS FOR THE REMOVAL 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**

We, the undersigned, being members of 1414 Degrees Limited ACN 138 803 620 (**Company**) and entitled to vote at a general meeting of the Company, and being members with a total of at least 5% of the votes that may be cast at a general meeting of shareholders of the Company (**Members**), make 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."*

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: 10 / September / 2022

**Executed** by Pacific Communication and Investment Consultants ACN 086 379 482 in accordance with section 127 of the *Corporations Act 2001* (Cth):



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Director

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\*Director/\*Company Secretary

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Name of Director  
BLOCK LETTERS

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Name of \*Director/\*Company Secretary  
BLOCK LETTERS  
\*please strike out as appropriate

**Executed** by Benger Superannuation Pty Ltd ACN 142 116 167 as trustee for the Benger Superannuation Fund in accordance with section 127 of the *Corporations Act 2001* (Cth):

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Director

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\*Director/\*Company Secretary

---

Name of Director  
BLOCK LETTERS

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Name of \*Director/\*Company Secretary  
BLOCK LETTERS  
\*please strike out as appropriate

**Executed** by Ranat Investments Pty Ltd ACN 123 400 877 <Marananga A/C > in accordance with section 127 of the *Corporations Act 2001* (Cth):



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Director

RANDOLPH BOWEN



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\*Director/\*Company Secretary

ANITA BOWEN

**Executed** by Pacific Communication and Investment Consultants ACN 086 379 482 in accordance with section 127 of the *Corporations Act 2001* (Cth):



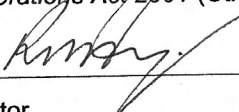
Director

\*Director/\*Company Secretary

Name of Director  
BLOCK LETTERS

Name of \*Director/\*Company Secretary  
BLOCK LETTERS  
\*please strike out as appropriate

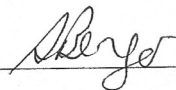
**Executed** by Benger Superannuation Pty Ltd ACN 142 116 167 as trustee for the Benger Superannuation Fund in accordance with section 127 of the *Corporations Act 2001* (Cth):



Director

ROSS STANLEY BENGER

Name of Director  
BLOCK LETTERS



\*Director/\*Company Secretary

SUSAN BENGER

Name of \*Director/\*Company Secretary  
BLOCK LETTERS  
\*please strike out as appropriate

**Executed** by Ranat Investments Pty Ltd ACN 123 400 877 <Marananga A/C > in accordance with section 127 of the *Corporations Act 2001* (Cth):

Director

\*Director/\*Company Secretary

Name of Director  
BLOCK LETTERS

Name of \*Director/\*Company Secretary  
BLOCK LETTERS  
\*please strike out as appropriate

**Executed** by Mr Ian Ross Burdon & Ms Catherine Louise Taylor as trustees for the <Ian Burdon S/F A/C> in accordance with section 127 of the *Corporations Act 2001* (Cth):

Trustee

Trustee

---

Name of Director  
BLOCK LETTERS

**Executed** by Mr Ian Ross Burdon &  
Ms Catherine Louise Taylor as trustees for the  
<Ian Burdon S/F A/C> in accordance with  
section 127 of the *Corporations Act 2001* (Cth):

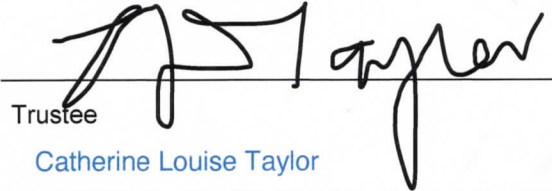


Trustee

Ian Ross Burdon

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Name of \*Director/\*Company Secretary  
BLOCK LETTERS  
\*please strike out as appropriate



Trustee

Catherine Louise Taylor

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Name of Trustee  
BLOCK LETTERS

**Executed** by Mr Harold Tomblin &  
Mrs Judith Johnston as trustees for the  
<Harold Tomblin S/F A/C> in accordance with  
section 127 of the *Corporations Act 2001* (Cth):



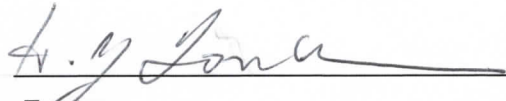
Trustee

JUDITH JOHNSTON

Name of Trustee  
BLOCK LETTERS

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Name of Trustee  
BLOCK LETTERS



Trustee

HAROLD GEORGE TOMBLIN

Name of Trustee  
BLOCK LETTERS