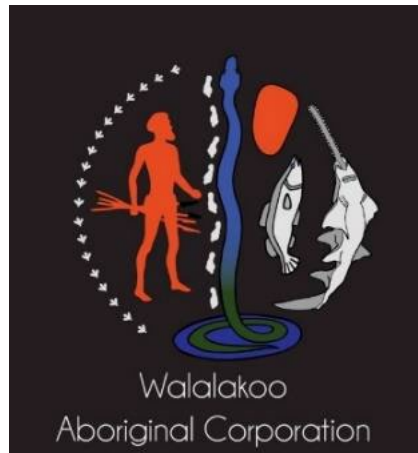


Date of Notice: 22nd September 2025



NOTICE OF ANNUAL GENERAL MEETING OF MEMBERS WALALAKOO ABORIGINAL CORPORATION ICN: 8041

The Walalakoo Aboriginal Corporation (**WAC**) Registered Native Title Body Corporate is holding its Annual General Meeting for members (**AGM**)

WHEN:

Wednesday 29th October 2025, from 9am- 4:30pm; &

Thursday 30th October 2025, from 9am- 4:30pm

(Registration from 8:30am on both days)

WHERE:

Derby Sportsmen's Club, 61 Ashley Street, Derby WA

AGENDA:

1. Apologies, Proxies and confirm quorum

2. Member register- check details are up to date

3. Approve 2024 AGM Minutes

4. Corporation Reports

4.1. Executive Chairperson's Report

4.2. General Manager Report

4.3. Audited Financial Report

5. Special Resolution

The following special resolution will be proposed at the meeting:

“The Walalakoo Aboriginal Corporation proposes that it be permitted to enter into a contract for services with the following parties as listed below, being entities that are owned and/or operated by Nyikina and/or Mangala people or are Nyikina and/or Mangala people:

- a) Altham Contracting
- b) Daniel Roe
- c) Gulbujargu Pty Ltd
- d) Hillside Contracting
- e) ICD PTY LTD
- f) Jarlmadangah Burru Enterprises Pty Ltd
- g) KG Creative
- h) Mad Jam Mad PTY LTD
- i) Monique Le Lievre - Compose Community
- j) Moorool Moorool Consultancy
- k) Ngooloodoo Contracting Pty Ltd
- l) Nellmax Civil
- m) Pandanus Park Aboriginal Corporation
- n) Pigram Construction
- o) Richard Rose
- p) Walyarra Contracting
- q) Wayne Bergmann
- r) Wuba Ngurra

*Please see accompanying explanatory statement prepared in accordance with s 290.10 of the Corporations (Aboriginal and Torres Strait Islander) Act 2006 (Cth) below at page 6.

6. Walalakoo Investment Policy Statement

7. General Business

8. Director Elections

All Directors are required to have a Directors ID and provide it to staff within 14 days after the AGM.

WALALAKOO ABORIGINAL CORPORATION AGM: PROXY VOTING FORM

If you cannot attend the 2025 WAC AGM and want to vote, you have the right to choose another member to vote and/or speak for you (**proxy**) using this form.

You must return this form to the WAC office via admin@walalakoo.org.au at least 2 business days before the AGM scheduled for 29th-30th October 2025. Late forms cannot be accepted.

Only members can be proxies for other members. A member must not be a proxy for more than one member.

I, (Full name of member)

a member of Walalakoo Aboriginal Corporation, of

..... (address)

appoint (Full name of proxy) of

..... (address)

to be my proxy and vote on my behalf at the 2025 WAC AGM to be held at Sportsman Club, Derby WA and at any adjournment of that meeting.

Signed (By member appointing proxy)

Date.....

Walalakoo Aboriginal Corporation (ICN 8041) 2025 AGM

IMPORTANT INFORMATION

Please read below some important information for the upcoming AGM. If you have any questions or require assistance, please contact the WAC Office (details below).

- Election for Director of WAC
 - You will need a valid Director ID to nominate and be elected as a Director.
 - **There are two ways to apply for Director ID.:**
 - Online <https://www.abrs.gov.au/director-identification-number/apply-director-identification-number>
 - Or call **13 62 50**
- Appointment of Proxy
 - If you are unable to attend the AGM, you can still vote if you appoint a proxy, the forms are included with this AGM Notice.
 - The completed forms must be received by WAC at least 48 hours prior to the meeting (27th October 2025).
 - A person cannot be a Proxy for more than 1 member.
 - Only a member of the Corporation can be a Proxy for another member of the Corporation.
- Guidelines for Travel assistance
 - WAC has limited resources available for members to travel for AGM's. The assistance below is to alleviate some cost of travel but it may not be enough to cover everything you will need.
 - Fuel will be provided for members that need to travel in accordance with the below table

Within the Kimberley	120km or less, return (for example Pandanus Park and Derby Communities)	\$100 per vehicle
Within the Kimberley	500km or less, return (for example Looma, Jarlmadangah and Broome)	\$350 per vehicle
Within the Kimberley	1000km or less, return (for example Bidyadanga or Fitzroy Crossing)	\$500 per vehicle
Outside the Kimberley but within WA	More than 1000km, return	Capped at \$500 per vehicle
Outside WA	Flights or bus fare only	Capped at \$500 per member

- Any bookings for flights or buses that are missed will not be changed, cancelled or re-booked if your plans change.
- All travel must be between 27th October – 2nd November 2025

If you need assistance with transport or accommodation, please contact: Chantay; admin@walalakoo.org.au or 0437 912 544 Tarrena; officecoordinator@walalakoo.org.au or 0499 515 571
PLEASE NOTE: ALL TRAVEL ASSISTANCE REQUESTS MUST BE RECEIVED NO LATER THAN 12PM ON TUESDAY, 21st OCTOBER 2025 TO ALLOW TIME FOR PROCESSING

Explanatory Statement

1. In providing the explanatory statement with regard to proposed special resolution at item 4 on the above agenda, the directors of the Walalakoo Aboriginal Corporation make the following statements:
 - I, Rona Charles, recommend that the members of the Walalakoo Aboriginal Corporation ICN 8041 (WAC) support the proposed resolution. My reasons for this are that, where possible, I wish to support building the capacity of Nyikina and Mangala businesses and Nyikina and Mangala people through the operations of the WAC.
 - I, Geoffrey Drummond, recommend that the members of the Walalakoo Aboriginal Corporation ICN 8041 (WAC) support the proposed resolution. My reasons for this are that, where possible, I wish to support building the capacity of Nyikina and Mangala businesses and Nyikina and Mangala people through the operations of the WAC.
 - I, Helen Edwards, recommend that the members of the Walalakoo Aboriginal Corporation ICN 8041 (WAC) support the proposed resolution. My reasons for this are that, where possible, I wish to support building the capacity of Nyikina and Mangala businesses and Nyikina and Mangala people through the operations of the WAC.
 - I, Norah Gunyan, wish to abstain from making a recommendation about the proposed resolution.
 - I, Matthew Le Lievre, recommend that the members of the Walalakoo Aboriginal Corporation ICN 8041 (WAC) support the proposed resolution. My reasons for this are that, where possible, I wish to support building the capacity of Nyikina and Mangala businesses and Nyikina and Mangala people through the operations of the WAC.
 - I, Joseph Milgin, recommend that the members of the Walalakoo Aboriginal Corporation ICN 8041 (WAC) support the proposed resolution. My reasons for this are that, where possible, I wish to support building the capacity of Nyikina and Mangala businesses and Nyikina and Mangala people through the operations of the WAC.
 - I, Josephine (Linda) Milgin, am unable to make a recommendation to the members of the Walalakoo Aboriginal Corporation ICN 8041 (WAC) to support the proposed resolution because I have an interest in the outcome, being that I am the mother of Martina Watson who is a director of Jarlmadangah Burru Enterprises Pty Ltd, however I support the resolution in respect of each of the other entities listed above because I wish to support building the capacity of Nyikina and Mangala businesses and Nyikina and Mangala people through the operations of the WAC.
 - I, Maria (Maureen) Pigram am unable to make a recommendation to the members of the Walalakoo Aboriginal Corporation ICN 8041 (WAC) to support the proposed resolution because I have an interest in the outcome, being that I am the mother of Tristram Pigram (director of Pigram Constructions), however I support the resolution in respect of each of the other entities listed above because I wish to support building the capacity of Nyikina and Mangala businesses and Nyikina and Mangala people through the operations of the WAC.
 - I, Patricia Riley, am unable to make a recommendation to the members of the Walalakoo Aboriginal Corporation ICN 8041 (WAC) to support the proposed resolution because I have an interest in the outcome, being that I am a Director of Pandanus Park Aboriginal Corporation, however I support the resolution in respect of each of the other entities listed above because I wish to support building the capacity of Nyikina and Mangala businesses and Nyikina and Mangala people through the operations of the WAC.

- I, Eric Rose, am unable to make a recommendation to the members of the Walalakoo Aboriginal Corporation ICN 8041 (WAC) to support the proposed resolution because I have an interest in the outcome, being that I am one of the entities listed and am a Director of Moorool Moorool Consultancy, however I support the resolution in respect of each of the other entities listed above because I wish to support building the capacity of Nyikina and Mangala businesses and Nyikina and Mangala people through the operations of the WAC.
- I, Rosita Shaw, am unable to make a recommendation to the members of the Walalakoo Aboriginal Corporation ICN 8041 (WAC) to support the proposed resolution because I have an interest in the outcome, being that I am an owner/operator of Ngooloodoo Contracting Pty Ltd and am the mother of Lorenzo Shaw who is the owner/operator of Hillside Contracting, however I support the resolution in respect of each of the other entities listed above because I wish to support building the capacity of Nyikina and Mangala businesses and Nyikina and Mangala people through the operations of the WAC.
- I, Martina Watson, am unable to make a recommendation to the members of the Walalakoo Aboriginal Corporation ICN 8041 (WAC) to support the proposed resolution because I have an interest in the outcome, being that I am a Director/operator of Jarlmadangah Burru Enterprises Pty Ltd, however I support the resolution in respect of each of the other entities listed above because I wish to support building the capacity of Nyikina and Mangala businesses and Nyikina and Mangala people through the operations of the WAC.
- I, Robert Watson, am unable to make a recommendation to the members of the Walalakoo Aboriginal Corporation ICN 8041 (WAC) to support the proposed resolution because I have an interest in the outcome, being that I am a Director of Gulbujargu Pty Ltd however I support the resolution in respect of each of the other entities listed above because I wish to support building the capacity of Nyikina and Mangala businesses and Nyikina and Mangala people through the operations of the WAC.

Other directors

2. Mr Wayne Bergmann was not available to make a recommendation regarding the proposed resolution due to travel and work commitments, however Mr Bergmann is noted to have an interest in the outcome of the resolution due to being a listed entity in a personal capacity and as a director/operator of Mad Jam Mad PTY LTD.

All other information

3. Whilst not all of the listed entities are currently related parties of the WAC, each of the listed parties is either a Nyikina and/or Mangala Person or Nyikina and/or Mangala owned and operated business. Through new appointments to the WAC board of directors, these parties are considered likely to become WAC related entities. It is on that basis that the WAC proposes to ensure that it is permitted by its members to enter into contracts for services with these parties, should they become related parties before 31 December 2026.
4. Three new entities¹ have been added to the list of entities that were approved by the WAC members at the last WAC annual general meeting to receive related party benefits in the same form as proposed in this notice. Those previously approved entities are re-listed in this notice to ensure WAC's compliance with s 284.1(1)(a)(ii) of the Corporations (Aboriginal and Torres Strait Islander) Act 2006 (Cth) which requires WAC to give the benefit within 15 months of receiving the WAC members' approval.

¹ Identified in bold font

5. The WAC proposes the special resolution in the form and manner proposed as it seeks to ensure it is meeting the Corporation's objectives as outlined at clause 3 of its Rule Book, in particular, the objectives:
- "To promote and conduct activities that address the economic, social well-being, cultural, political and legal interests of the Native Title Holders..."; and
 - "To achieve relief from poverty, misfortune, disadvantage and suffering of the Native Title Holders."
6. The names of the Nyikina and/or Mangala persons who are directors and/or operators of the entities and a description of the services provided by the listed parties is provided below.

Business/Individual Name	Director/Operator	Description of Service	Website
Altham Contracting	Santana Rose - Owner/ Director	Residential plumbing Commercial plumbing Plumbing repair and installations services Drain construction, cleaning or repairing Gas plumbing Hot water systems installation Repairing installed plumbing Septic tank installation Solar hot water systems installation	P: 0448 831 082 AlthamContracting@gmail.com
Daniel Roe	Daniel Roe	Firebreaks, Green waste removal, fencing, property cleanup of mixed waste, slashing	N/A
Gulbujargu Pty Ltd	Robert Watson	Personal development programs, cultural awareness services, fencing services	N/A
Hillside Contracting	Lorenzo Shaw	Fencing contractor	N/A
ICD PTY LTD	Wayne Bergmann	Civil Works, Road construction, Road maintenance, Detailed earthworks, Mining Services: Load and haul operations; Miscellaneous site services; Mine rehabilitation	N/A
Jarlmadangah Burru Enterprises Pty Ltd	Martina Watson	Cultural heritage consultancy	N/A

KG Creative	Kylie Gibson	Culturally grounded creative, administration, and social media services- over 25 years' experience in Aboriginal education, training, employment, and reconciliation Current member of WAC	P: 0400 489 990 k.g.creative@outlook.com
Mad Jam Mad PTY LTD	Wayne Bergmann	Business consulting, Native Title Services and advice, accommodation, hospitality, food services	N/A
Monique Le Lievre - Compose Community	Monique Le Lievre	Live Bands, 1:1 Mentoring/Life Coaching. Mindset/Music Workshops, Red Earth Sound recording studio, Sound Healing Meditation, Choirs	P: 0439458514 www.moniquelelievre.com.au www.moniquelelievremusic.com.au livethelifeyoulove@live.com.au
Moorool Moorool Consultancy	Richard Rose (Eric Rose)	Cultural awareness training, business stakeholder engagement consultancy, language, literacy and numeracy support services and career development	N/A
Ngooloodoo Contracting Pty Ltd	Rosita Shaw	Cultural Awareness and machinery Dry hire and car hire	N/A
Nellmax Civil	Tony Garlett	Civil road construction and maintenance, and earthworks	P: 0419 744 054 nellmaxcivil@hotmail.com
Pandanus Park Aboriginal Corporation	Patricia Riley	Catering services and meeting facility hire	N/A
Pigram Construction	Tristram Pigram	Construction services, building, carpentry, and maintenance	N/A
Walyarra Contracting	Trent Haerewa	Civil construction, earthworks, and commercial construction	www.walyarra.com.au

Wayne Bergmann		Business Consulting, Native Title Services and Advice, Accommodation, Hospitality, Food services	N/A
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ORIC COMMENTS OF 18 SEPTEMBER 2025

Explanatory statement

To comply with section s290-10(c) an explanatory statement should set out the nature of the financial benefits the corporation proposes to confer. A description of a 'contract for services' and a description of the type of services to be provided does not sufficiently characterise the nature of the financial benefit. While the total contract amount would satisfy this requirement, if this is not known with a degree of certainty an estimate or upper limit on a contract would assist to ensure members can better understand the nature of the financial benefit.

To comply with section 290-10(e) of the CATSI Act the explanatory statement requires the inclusion of:

- all other information that is reasonably required by members in order to decide whether or not it is in the corporation's interests to pass the proposal; and
- all other information that is known to the corporation or to any of its directors.

The corporation should consider if the disclosure of materials relating to this decision to members in the explanatory statement fully reflects these requirements. In this respect the corporation can have regard to 'ORIC Policy Statement 9: Member approval for related party benefits' to consider what is typically required to ensure members are fully informed about the consequences of a related party benefits proposal.

I note that sections 265-1 and 265-5 require officers involved in the preparation of explanatory statements to exercise care and diligence in the preparation of explanatory statements to ensure members can make an informed decision on each proposed benefit.