

Carlton Football Club Limited

ACN 005 449 909

Notice of Annual General Meeting

Notice is hereby given that the 161st Annual General Meeting (**AGM**) of the Carlton Football Club Limited ACN 005 449 909 (**Club**) will be held at the Carlton Football Club, IKON Park, 400 Royal Parade, Carlton North, Victoria 3054 on Wednesday, 11th February 2026 at 6:00pm (AEDT).

The meeting will be a physical meeting held in the Match-Day Pavilion, with entry through Gate 6 from 5:45pm.

Terms not otherwise defined in this Notice of Annual General Meeting or the accompanying Explanatory Notes have the meanings given to them in the constitution of the Club (**Constitution**).

Ordinary business

1. Financial statements and reports

To receive and consider the financial report, the directors' report and the auditors' report for the financial year ended 31 October 2025.

2. Election of Directors

To declare the results of the election of Directors.

3. Life Members

To announce the players who have achieved the Player Life Membership Criteria and deemed to be Life Members of the Club.

Other business

To deal with any other business that may be brought forward in accordance with the Constitution and the *Corporations Act 2001 (Cth)* (**Corporations Act**).

By order of the board:



Thomas Crookes

Company Secretary

16 January 2026

Further information

Proxies

If you are unable to attend the meeting and wish to have your interests represented at the meeting, each Voting Member has a right to appoint a proxy. A proxy must be a Member of the Club holding voting entitlements. Proxy forms are available online at <https://www.carltonfc.com.au/club/about/> or alternatively on request by contacting the Club's Membership Department. Completed proxy forms must be received no later than 6:00pm (AEDT) on Monday, 9th February 2026 to be valid.

Voting entitlement

In accordance with the Constitution and the Corporations Act, a Member's entitlement to attend and vote for the purposes of this meeting will be taken to be the entitlement of that person shown in the Register of Members as at 9:00am on 1st September 2025. It is noted that new Ordinary Members that have joined since 1st September 2025 and that were not previously a member for the 2025 season will not have the ability to vote at this meeting.

Annual Report

To access the Club's Annual Report, please go to the Club's website at www.carltonfc.com.au. Hard copies are available for collection at the Club. Please contact the Club if you require a hard copy.

Explanatory notes

1. Financial statements and reports

Section 317 of the Corporations Act requires the last financial year's financial report, the directors' report and the auditor's report to be laid before the Club's annual general meeting. Members will have a reasonable opportunity at the AGM to ask questions and comment on these reports and on the management of the Club. There is no requirement for Members to vote on or approve the reports.

2. Election of Directors

In accordance with clause 9.3(a) of the Constitution, every year one-quarter of the Club's Directors (or the number nearest to one-quarter), excluding any Director required to submit for election under clause 9.8(d), must retire from office as of the Friday immediately before the date set for the annual general meeting, but will be eligible for re-election (subject to certain criteria). The Director/s to retire in each year will be those who have been the longest in office, since last elected.

As David Campbell is the longest serving Director since last elected, he is required to retire by rotation.

Clause 9.8(a) of the Constitution allows the Board to appoint any person (subject to that person meeting certain eligibility criteria) to fill a casual vacancy on the Board or as an addition to existing Directors, provided that the total number of Directors does not exceed the maximum number in the Constitution (which is 8).

On 2 April 2025, Michael Burn and Christopher Townshend KC were appointed to the Board to fill casual vacancies in accordance with clause 9.8(a) of the Constitution and are therefore also required to nominate for election under clause 9.8(d).

David Campbell, Michael Burn and Christopher Townshend KC have nominated for re-election/election and the Club has not received any other nominations. Accordingly, there is no requirement for a Members' ballot.

3. Life Members

It is noted that Jacob Weitering, Harry McKay, Jack Silvagni and Charlie Curnow met the Player Life Membership Criteria and are eligible to be awarded Life Membership of the Club under clause 3.6(b) of the Constitution with effect from this AGM.