



Cancer Patient's Assistance Society of New South Wales (Can Assist)
ACN 000 412 715

Explanatory Memorandum

This Explanatory memorandum has been prepared to assist members to understand the business to be put to members at the forthcoming annual general meeting.

5 Financial report

The *Corporations Act 2001* (Cth) (**Corporations Act**) requires:

- the reports of the directors and auditors; and
- the annual financial report, including the financial statements of Can Assist for the period ended 30 June 2023,

to be laid before the annual general meeting. Neither the Corporations Act requires a vote of members on the reports or statements. However, members will be given ample opportunity to raise questions or comments.

6 Questions to Directors

A reasonable opportunity will be given to members as a whole at the meeting to ask the company's directors questions relevant to the organisation Can Assist.

To ensure questions are received and given adequate time and detail it is suggested that questions are presented for consideration before the AGM. Please send your questions to: admin@canassist.org.au, marked for the attention of Emma Phillips.

7 Questions of the Auditor

The audit is primarily a financial audit where the auditor is required to report to members in relation to the company's financial report, and adequacy of financial and statutory record keeping.

A reasonable opportunity will be given to members as a whole at the meeting to ask the company's auditor questions relevant to the conduct of the audit, the preparation and content of the auditor's report, the accounting policies adopted by the company in relation to the preparation of the financial statements and the independence of the auditor in relation to the conduct of the audit.

To ensure questions are received and given adequate time and detail it is suggested that questions are presented for consideration before the AGM. Please send your questions to: admin@canassist.org.au, marked for the attention of Emma Phillips.

8 Change the number of Directors for a twelve month period

The Cancer Patients' Assistance Society of New South Wales constitution ruling 11.1(a) sets the maximum number of directors to be fixed by the directors to be no more than 9 unless the company in general meeting resolves otherwise. Ruling 11.1(d) establishes a director holds office for a maximum term of 9 years from the date of appointment, unless the maximum term is varied for a particular director by the directors.

In its succession planning, the current Directorship recognises that in the following 12 month period a number of existing directors will retire having provided service for their maximum period. Increasing to 10 Directors would ensure a seamless handover.

9 Resignation of Directors

Vicki Meyer retires under rule 11.2(g) of the Company's constitution. Ms Meyer offers her resignation.

10 Election of directors

There are currently 6 directors who do not otherwise retire from the Board. Members will be asked to vote by ballot at the AGM on the appointment of the 4 new nominees to the office of director of the Company.