

## HISTORY

The Triglav club was established in the late 60's early 70's due to the need for young Slovenia families to participate in family orientated activities. There was also a need to preserve nationality, maintain links with the old country and speak the Slovenia language fluently with fellow Slovenians.

The company Triglav PTY LTD was established , with members being shareholders, with a view to buy land and establish a club. One member secured a loan through his own resources and a block of land was purchased for \$36000. The families then all worked together to raise money to repay the loan. The money was raised from donations, lotteries, picnics, special events and celebration of national days. The family and community spirit enabled the money to be raised to repay the loan.

When the club became registered and membership increased the company was dissolved. Shares were paid back to some members with no dividend. Most members however, opted for Life membership instead of having the shares.

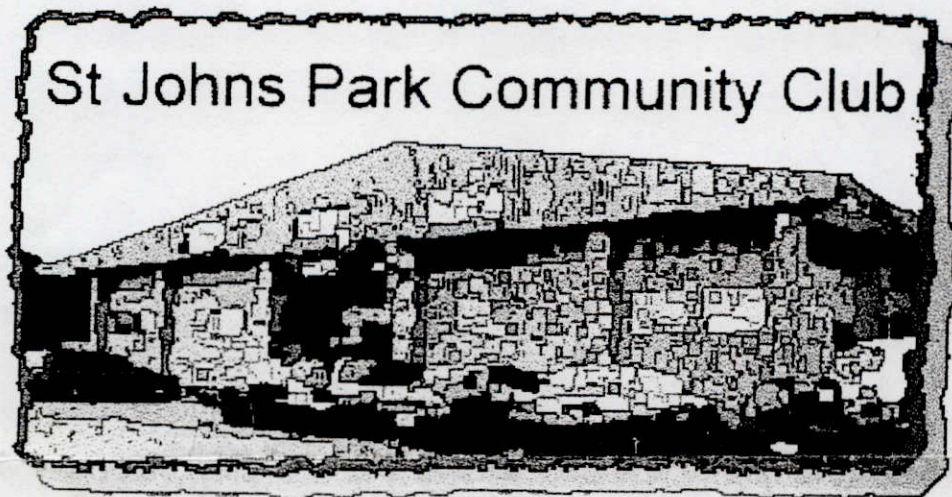
As the club grew there was a need for a larger building, so a loan was obtained from the Country Slovenia. This loan was for \$186,000 and was for the purchase of materials only. The building was built by volunteers mainly the Slovenian families and community. This loan has since been repaid and there are no debts. The club is free holders of the deeds to the land.

For a number of years the club was a close ethnic community, operating on a strictly volunteer basis for all services, with no paid labour. With the growth of the club and a decline in membership, it was decided to open the club up to the wider community, thus the name was changed to StJohns Park Community Club. There was also a need for a more professional approach to the operation of the club, thus paid staff were secured for all services.

Unfortunately the club is now experiencing many overheads with the introduction of paid staff and it is felt at this time that a merger with a larger and greater financial club is required. However, the culture and history of the club is to be maintained.

*Peter Krop*

# DEVELOPMENT PLAN



JULY 2000

ATTN

Mr.

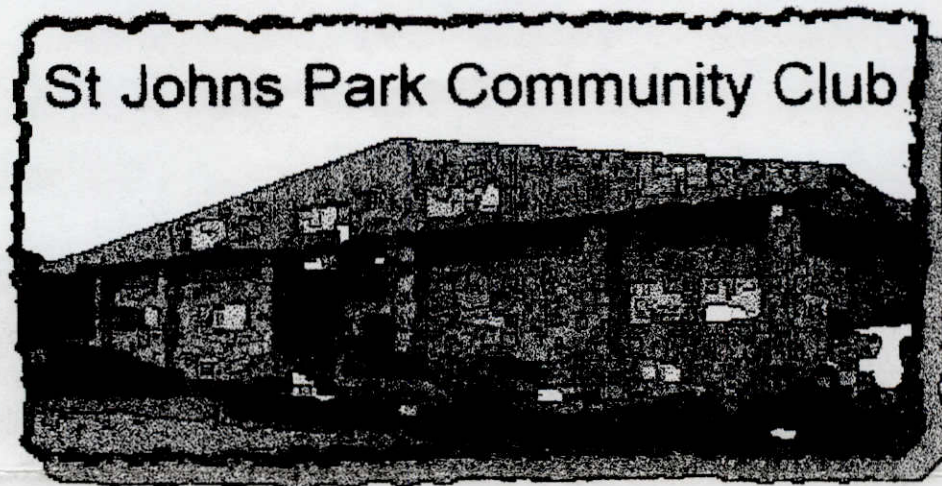
TODD GAMMEL

*John L. [Signature]*<sup>0</sup>

(5 PAGES) FAX-9286 9888

SYDNEY, 9.08.01

# DEVELOPMENT PLAN



JULY 2000

Sydney, 30, 10, 01

ATTN

MR. STEVE VEN ZWIETEN,

YOURS FAITHFULLY

Peter Kropf =

DIRECTOR

T.H. 9610 1370

FAX: 9753 1947

Peter, kaj praviš, če bi se dala  
ta objava na radio?

Preteklo sredo je bil v prostorih kluba  
Triglav Sydney sestanek med člani kluba in  
upravnimi finančnega velikaša na klubskega  
področju, Panthers Pentish. Klub Triglav je bil  
zadnjih nekaj mesecev zaradi finančnih težav  
v prostovoljni administraciji. Po daljših  
pogajanjih z različnimi zainteresiranimi  
klubi je bilo sprejeto kot najboljša <sup>edukativna</sup> <sup>in</sup> <sup>trajna</sup> <sup>ponudba</sup>  
kluba Panthers, ki so se spogodbno obvezali  
spoštovati in vzdrževati Slovensko narodno,  
kulturno in sportno tradicijo kluba. V ta namen  
so se obvezali tudi na izdatno finančno  
podporo dejavnosti slovenske skupnosti kluba.  
Potem, ko so jim bile zagotovljene posebne  
prave in ustanovni privilegiji, so zbrani  
člani skoraj z absolutno večino glasovali za  
združitv s Panthers.

in

Preteklo spredo 13. decembra je bil v prostorih kluba Triglav - Sydney sestanek članov kluba in uprava kluba Panthers - Penrith.

V okolici kluba Triglav, je zadnjih nekaj let postalo več, oziroma pet velikih "mega" klubov, kar je prisililo klub Triglav v neenakopravno konkurenco ki je preprečila v preveliko finančno breme za samostojni obstoj in normalno poslovanje kluba.

To in iz tedna v teden manjša število klubskih članov Slovenske narodnosti, ki bi naš klub krepčevali, je prisililo upravo Triglava, da se je odločila za prostovoljno administracijo in združitve z večjim klubom. Po daljših razgovorih z večjimi zainteresiranimi klubi je bila sprejeta združitvena ponudba kluba Panthers - Penrith. Uprava kluba Panthers se je v pogajanjih z odborom Triglava z pogodbo obvezala, sponzorati in vzdrževati Slovenske narodne, kulturne ter športne tradicije in dejavnosti kluba. V ta namen so se obvezali tudi na zadovoljivo finančno podporo.

To tem, ko so predstavniki kluba Panthers - Penrith zadovoljivo odgovorili na številna vprašanja članov Triglava, ki so se sestanka udeležili in jim tudi z jamstvom zagotovili posebne pravice in usttarne privilegije ter vse možne dejavnosti, ki bi bile zanimive za Slovenski del člaustva, so prisotni člani z absolutno večino glasovali za združitve z klubom Panthers - Penrith.

**KARLO PELCAR - PREDSEDNIK**

Vsem članom in prijateljem kluba Triglav,

Vsem Slovenskim klubom in organizacijam ter Sodelavcem Radia S.B.S. - Vesele Božične praznike in srečno, zdravo in uspešno novo leto 2001!

Fax: to Mr Bob Adamson  
Quality Services Manager  
Penrith Panthers Club

Fax: 4731 2665

Pages in this fax: 4 (inclusive)

From: Danica Sajn

Fax: 9602 3063

Apologies for the delay.

Yours sincerely

Danica Sajn.

Thank you for allowing me to present  
my grievances and concerns to you.

14/12/01

Mr Bob Adamson  
Quality Services Manager  
Penrith Panthers Club  
Fax: 02 4731 2665

Dear Mr Adamson

I am writing to inform you of an incident involving myself and Ms Sharyn Kent, Manager of the St John's Community Club (Triglav) which occurred at the Club at approx 9.30pm on the night of Wed 12/12/01, and to object to the way I was treated by Ms Kent.

I was attending the meeting that had been called to formalise the agreement between the Club and your Club, Penrith Panthers; and to elect the Committee that would oversee and administer the \$100,000 fund, being for, as I understand to support and allow to continue the various cultural and sporting events that Slovenian members of the 'Triglav' Club have been actively involved with since the Club's beginning in the 1970s. I also understood that it was hoped that this would encourage people from this group to continue to attend the Club, and that other groups existing amongst the members, such as football clubs, could also be assisted. However as my parents are Slovenian and have been very active members since the 1970s (my father being amongst the early founding members and also having an honorary life membership) and with myself being active in the community in many ways since my childhood, I was relieved to learn that it was your Club's intention and as I understand also Mr Graham Campbell's, that the bulk of this fund be made available for the support of Slovenian community events occurring at the Club.

Thus I attended the meeting with hope and expectation that this would occur. During the meeting nominations were called for and they were quickly called out and noted - in fact the Slovenian members at the meeting had to act quickly to ensure that enough of our nominations were noted. It was expressed clearly by Mr Campbell at the time that it was intended that people with interest in Slovenian cultural/sporting activities be in majority on the Committee. As the list was compiled amongst ourselves, verbally at the time, most of us were of the understanding that there were 5 people with a Slovenian interest on the 9 member Committee: and we understood at the time that these people were Peter Krope, Silvio Pahor, myself, Tony Ursic and Frank Valencic. This understanding was supported by Mr Campbell's comments that we had 5 Slovenian names noted down by the minutes' recorder at the time, Ms Sharyn Kent. I do not have a clear recollection of the list being read out in its entirety, and because of the Chairman's comments we did not at the time believe that anything not in accordance with his words was taking place.

Shortly after Mr Campbell left, Peter Krope asked Ms Kent for a copy of the nominated Committee members. In shock he brought the list to me and we were dismayed that in fact only 4 of the 9 members were of Slovenian background. This totally perplexed me at the time, as Mr Campbell's intent, as explained above was very clear and was probably heard by everyone at the meeting, several times. Peter and I decided to ask Ms Kent how such an error could have occurred. We spoke to her over the bar area. I was

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a)

very concerned, but I stress I was neither rude nor threatening; mostly I was just incredulous. In essence my words to her were that as she had been sitting next to the chairman, as we had all heard his words, did she not hear them? She immediately began raising her voice at me and leaned in to me at the bar, saying words to the effect that "this is the list that was read out"; again when I asked the same questions she shouted at me that "she was not going to have me on the Committee" and walked away from Peter and myself. I sat down very distressed and upset. As other members gradually found out what had occurred they approached Ms Kent to clarify the situation.

I had deliberately sat down to calm myself and watched from across the room. From the look of the people's faces I could see that no satisfactory explanations were being given to them. I decided to approach the group. As I did Ms Kent, who had walked away from the group was also returning. At about 10 paces away from her I stopped and listened to what the others were saying - I don't recall in detail what their comments were, but there was no threatening tone or shouting, in fact I started to notice that disappointment and confusion more than anything was on their faces. I spoke to her from this distance and said in exasperation again, "But you were sitting next to Graham as he spoke....(and as above)". As I was speaking she strode straight up to me to within an inch of my face and began speaking to me in a very raised voice (I don't recall if she shouted - I was in too much shock, she may have, as I was feeling very intimidated). For the same reason I can't recall what she was saying, but there were several witnesses at the time. I stopped saying anything immediately, while I contemplated her angry face in my face. I recall the end of what she was saying dimly - words to the effect that she was now getting the security guard to throw me out of the Club. And this he started to do by sweeping me out of the Club with outstretched hands. The whole incident happened so quickly that no one really had a chance to say much. I recall being in shock and again incredulous that I was the one being told to get out. I realised that it was futile to try to argue my point so I allowed the security guard to take me to the door.

Of course I felt very embarrassed at the whole incident, and am in no doubt now that Ms Kent's intention was to embarrass, humiliate and intimidate me.

As mentioned above my association with Triglav began as a child, where I attended Slovenian school on the weekends. I took part in numerous cultural programs such as plays and singing groups. I attended the Dept of Education Saturday Schools in Bankstown for 4 years and graduated with Slovenian in my HSC in 1981. After graduating as a Science teacher I also taught Slovenian at this school. Presently I teach on a voluntary basis at our Slovenian Church, St Rafaels in Merrylands on Saturdays, where we currently have 17 children attending. I have been involved in cultural exchanges with the Slovenian government on several occasions. Presently I am a member of a small choir at our Church. We took part in the Annual Slovenian Concert held at St Rafael's this year, where people of Slovenian background from all over Australia took part. This weekend we are preparing for a Christmas Party program to be held at Triglav. Triglav is giving us a small payment for which we are very grateful. And I am sure that Peter Kroppe could fill you in on future plans that we have to assist musical and other groups from Slovenia to come and perform in Australia. In short I have been a supportive member of our community and our Club for many, many years, as have my parents Sofia and Danilo Sajn, and to a lesser extent, my brother Joe Sajn. I could not in all honesty even begin to estimate the number of voluntary hours that my parents (as well as many others) have given to the establishment and continuation of this Club. I was very disappointed to hear of the Club's financial difficulties, but in a way relieved to hear of the solution where your Club would take control of our business but still allow us to continue with our original desire ie. a meeting place for people of Slovenian background and their supporters and friends to enjoy in a friendly, productive and interesting way; and thus to provide entertainment and enjoyment to the people of St John's Park as well.

I am writing all this so that you may have a clearer picture of who I am and so that you will know that there are many amongst us who have the will and interest to keep this aim going. I personally have ideas on how to help this aim to prosper, that is why I applied to be on the Committee, and this is why I was so dismayed at what occurred on 12/12/01. I am shocked that someone in Ms Kent's position could behave in such a way, and I believe I was unlawfully evicted from the Club. I feel uncomfortable now being at the Club and am unsure of how to relate to Ms Kent in the future, but I will continue to be there with my parents and refuse to be intimidated to such an extent. I will add that my family has also personally experienced negative and unprofessional behaviour from Ms Kent, the detail of which I am happy to go into with you at a later date. I am relying on your Club, of which I am now a member to advise me on my course of action.

Lastly, may I add that I believe the Minutes of the meeting will clearly show that Mr Campbell's intent was indeed to appoint 5 'Slovenian' members to the 9 member Committee, as was stated by him several times during the course of the meeting and thus I am confident that this error will be cleared up shortly. I regret not thinking of this at the time, but as explained above, the way in which Ms Kent responded to our inquiries at the time was unhelpful to say the least.

My contact numbers and address are as follows: Home: 9602 8058  
Work: 0413 875 661  
Fax: 9602 3063  
Address: 1/69 Bathurst St  
Liverpool 2170

I look forward to discussing this matter with you.

Yours sincerely,

*D. Sajn*

Danica Sajn  
B App Sc; Dip. Ed; Dip. Bus. Admin

Product Specialist Representative  
Schering-Plough Pty Limited

5 O'Malley Place,  
Glenfield, 2167.  
20<sup>th</sup> December, 2001.

Dear Sir,

My name is Anton Ursic and I was a director at the club for eight years.

At a 'Special Meeting of Members' on 12.12.2001 I was nominated as a House Committee Member but due to bizarre circumstances my name was omitted. All those at the committee were told that the committee would comprise of 5 Slovenian members and 4 others members from different groups.

When the meeting concluded I was told that my name had been omitted and learnt that only 4 members of the Slovenian community were represented and that 5 others from a non Slovenian background had been voted in. This was a complete reverse of the original plan. When the administrator, Mr. Graeme Campbell was told about this he was surprised himself as he expected things to have been done to plan.

Danica Sajin, who had been newly elected, asked for the names of each member that had been elected that day and when Danica Sajin saw the names it didn't seem right to her and wanted to discuss the matter. Miss Kent began to shout abusively into Miss Sajin's face and refused to discuss the matter. Miss Sharon Kent asked security guards to remove her from the club and told the bar people to never allow her into the club again. Danica Sajin, her brother and her parents have been loyal, hard working

foundation members of the club and as Sharon Kent has only been involved with the club for 12 months as the Secretary Manager, the Slovenian members are outraged by her poor judgement and lack of public relation skills. She does not interact with club members and rarely has any association with the Slovenian community or any social events organised by the club. The club members are beginning to believe that her only interest is in the well paid salary and not the welfare of the club members. .

I felt it was my duty to write to you to express my feelings and concern about the future of the club and the management of Miss Sharon Kent.

P.S.

I was informed by a letter from Mr. Graeme Campbell that my name, Anton Ursic, had been reinstated in the House Committee. This now gives a representation of 5 Slovenian members and 5 non Slovenian members. With this ratio I am concerned that the Slovenian community may lose full control of our grant and how it is used..

I will take my position in the House Committee to protect the agreement between the Panther and the Triglav clubs.

Yours faithfully

*Anton Ursic*

## Lesley Blefari

**From:** Frank Blefari [frankblefari@yahoo.com.au]  
**Sent:** Monday, 14 October 2002 10:45 AM  
**To:** Lesley Blefari  
**Subject:** Re: New Week Greeting

Good morning Lesley  
Looks like you don't only have to watch your head with the birds on the golf course but you have to watch your back with the Slovenians at the club. Be careful on both counts.

Hey, whats happening at Panthers with the board elections?, sounds like Roger has really stirred the pot and upset a few people.

It seems like I should lurk...

...and I should lurk too

-- Lesley Blefari <lesley.blefari@panthers.com.au>  
wrote: > Good Morning Frank,

> I have a Board Meeting tonight and the Slovenians  
> are upset that a football  
> club dared to use their sacred monument as an anchor  
> for tug-o-war. IT IS ON  
> THE AGENDA.  
> We also have a Board Election with nominations  
> closing last week. We have to  
> have five Slovenians at all times. Fortunately five  
> nominated. These people  
> are very aggressive, defensive and suspicious which  
> required delicate  
> communication at all times of which I am not always  
> my best.  
>  
> Have a great day.  
> Love Lesley

<http://mobile.yahoo.com.au> - Yahoo! Messenger for SMS  
- Always be connected to your Messenger Friends

## **Notice of Termination of Employment**

### **Paul McPhillips P/N 2873** **St Johns Park Panthers**

It is with sincere regret that I have to tender my resignation as 2IC  
Here at St Johns Park Panthers to take affect as of the 7th of May 2003.

This decision on my behalf has been of great anguish but I can no longer tolerate  
The atmosphere and conditions I have to work under, It has now affected my health  
For the second time.

Since February 2003 I have been given a verbal warning, a formal warning and a  
Final written warning, which are truly unjustified and the issues raised do not  
Warrant the above actions.

The reason for my decision to terminate my employment is not due to the fact of  
My work load or association with the Panther Group or patrons or staff, it is  
Solely and singularly with Lesley Blefari as my General Manager.

In the twelve months under the management of Lesley Blefari, I have found it  
Increasingly difficult to adhere to inconsistency and double standards and lack  
Of proper communication  
I have also found it increasingly difficult to maintain the morale of staff,  
Resulting in eight terminations plus our team of in-house caterers.

I would like to make it quite clear within the five years that I have been at  
The club, I have done my upmost to maintain a happy environment with  
Staff and patrons and my Slovenian friends, I have been fully supportive with  
The amalgamation between the two clubs, which the Slovenian community  
Had reservations about at the time. I assure them that they had made the right  
Decision, I still believe this.

I am really sorry that I have to leave, the club has been more to me than a  
Work place, it has been my home away from home, it also has been an honour  
To have won the trust and respect of the Slovenian people, which has been  
Shown to me many times.

I wish Penrith Panthers and St Johns Park Panthers a prosperous future which  
I am sure they will achieve, It really has been a privilege to work with a great  
Organisation such as Penrith Panthers.

Paul McPhillips



## FERRIER HODGSON

14 February 2001

Ref: pmw\18992\tgz0212a

### TO THE MEMBERS

Dear Sir/Madam

**Triglav Club Limited**  
**(Subject to a Deed of Company Arrangement)**  
**ACN: 001 297 927**  
**T/as St John's Park Community Club**

I refer to previous correspondence regarding the abovenamed Club and update Members as follows:

#### **Amalgamation with Panthers Rugby League Club**

The Amalgamation with Penrith Rugby Leagues Club Limited ("Panthers") is proceeding following the approval by respective Members of both Clubs. It is projected that the Licensing Court of New South Wales will consider the application within the next 4-6 weeks and if successful, conditional approval could be granted at that time.

The control of operations of the Club will be transferred to Panthers on receipt of conditional approval.

#### **Annual General Meeting ("AGM")**

The financial accounts for the Club for the year ended 30 June 2000 are now in the process of completion and audit. Following the completion of these accounts an Annual General Meeting of the Club will be convened.

It is proposed that the election of the Triglav House Committee will be voted on by the Members at the AGM.

A further notice in relation to this Meeting will be forwarded in the near future.

FERRIER HODGSON (NSW)  
LEVEL 17 2 MARKET STREET  
SYDNEY NSW 2000 AUSTRALIA  
GPO BOX 4114 SYDNEY NSW 2001  
TELEPHONE 02 9286 9999  
FACSIMILE 02 9286 9888  
DX 13020 SYDNEY  
MARKET ST EXCHANGE  
E-MAIL [info@syd.fh.com.au](mailto:info@syd.fh.com.au)  
WEBSITE [www.fh.com.au](http://www.fh.com.au)

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NEWCASTLE  
PERTH  
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NEW ZEALAND - AUCKLAND  
THAILAND - BANGKOK

INTERNATIONAL AFFILIATES IN  
THE UNITED STATES, THE UNITED KINGDOM  
AND GERMANY

TO THE MEMBERS  
14 February 2001

## **Members Loans**

I advise that I have received a number of claims in relation to Members loans, shares and expenses against the Club. I have not as yet adjudicated on these claims, however I will undertake same as part of the dividend process.

I attach a Form 535 Proof of Debt to be completed by any Members who have not as yet forwarded a claim in relation to amounts owing by the Club. Those who have previously forwarded a Proof of Debt form are not required to forward further forms in relation to the same claim.

## **Upcoming Events**

Also attached is a letter in both Slovenian and English prepared by the current Directors regarding upcoming events at the Club in February and March. The continuing support of Members to such events will encourage an expansion of various events of interest to all Members.

Should you have any further queries in relation to the above please contact Todd Gammel of this office.

Yours faithfully  
**Triglav Club Limited**



**G J Campbell for**  
**P M Walker**  
Deed Administrator



## FERRIER HODGSON

17 December 2001

Ref: pmw\18992\tgz1217a

Mr Peter Kroke  
18 St. Kilda St  
St. Johns Park NSW 2176

Dear Peter

**Triglav Club Limited (Subject to a Deed of Company Arrangement)**  
**ACN: 001 297 927**

We refer to the Special Meeting of Members held at the above Club on Wednesday 12 December 2001. As you know, Members present were asked to appoint a House Committee whose role among other things was to make recommendations to Panthers as to how the annual budget of \$100,000 is to be allocated.

It must be stated from the outset that in the negotiations with Panthers leading to the amalgamation, there was a relevant concern that the Club's Slovenian culture and history was preserved.

As such, it was the Administrators clear intention to ensure that whilst all active groups within the Club were represented on the House Committee the majority of the Members would be of Slovenian origin. Mr Tony Ursic has been included on the Committee, bringing the total number to ten and the Administrator has appointed Mr Peter Kroke as Chairman with the casting vote in the event of a tied ballot.

The final members of the Committee are as follows:

Alan	West	Cricket
Les	Sommerville	Fairfield United
Vic	Zappia	Hotspurs Soccer
Alice	Tant	Bingo/Social
Peter	Kroke	Slovenian
Silvio	Pahor	Slovenian
Danica	Sajn	Slovenian
Frank	Zappia	Wetherill Park Wolves
Frank	Valencic	Slovenian
Tony	Ursic	Slovenian

FERRIER HODGSON (NSW)  
LEVEL 17 2 MARKET STREET  
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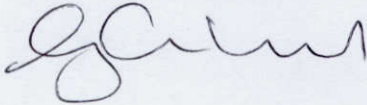
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INDONESIA - JAKARTA  
MALAYSIA - KUALA LUMPUR  
NEW ZEALAND - AUCKLAND  
THAILAND - BANGKOK

INTERNATIONAL AFFILIATES IN  
THE UNITED STATES, THE UNITED KINGDOM  
AND GERMANY

Committee Members  
17 December 2001

We will contact you early in the new year to arrange an appropriate date for the first meeting of the House Committee.

Yours faithfully  
**Triglav Club Limited**



**G J Campbell** for  
**P M Walker**  
Deed Administrator

Copy to: Mr Tony Lackey - Panthers

To: Scott Carver  
Attn: Lyn Pritchard, Robert Perry

## ST. JOHNS PARK DRAFT BUSINESS PLAN

### Introduction

The target market will be the multi-national population living in the area. While most Clubs and Hotels in the area target this same market, no one has done it by creating a **Multi-Nation Feel Good Theme** and marketed accordingly.

### Theming the Club

#### St. Johns Park Panthers

Your Community Club-Where Nations meet

The theme could commence in the main foyer by:

1. Combining the Flag colours of 100 Nations into a feature wall and then summarised.
2. Featuring a video wall, with a recorded individual welcome from 100 different nations continuously rotating-full rotation time maybe 100 minutes.

(Maybe this will have to be in the Masterplan for Stage II)

The **Main Attraction** for the Club will be **Nations Kitchen**. A feature of **Nations Kitchen** will be The Four Continents Menu (Newspaper style) supported by Four Continent Blackboard Specials. Food will be cooked to order, with patrons paying when ordering and collecting, after being advised by personal pager that meals are available, seating for minimum 80-100.

**Note:** Catering/Bar areas should interrelate allowing for overflows from either.

The **Main Bar** should have seating for 100, again themed to represent 100 Nations with a feature being the **International Blackboard Beers of the World Menu**.

The one bar should service main bar, Nations kitchen and Sports area.

✓ **Sports Area** could be seating for 60, will include TAB, maybe 10 Poker Machines, Pool table and Dart Boards, others to be investigated.

**Soccer** being the most international game of all, could be the theme for this area and feature as much information as we can gather on the World Cup Soccer.

✓ **Family Area** - an Indoor/Outdoor garden playground facility could be another feature of the Club-with shaded areas and common to Nations Kitchen.

**Gaming** - Re-Locate say 36 Poker Machines and, remembering regulations, separated from Family Dining area (not cut off) needs to be visible (Master Plan 70 Poker Machines).

Don Ellks  
General Manager

# Memo

Att: Peter  
Please refer to page 4  
Thought this might be of interest.  
Regards  
Shayne.

To: Panther Teams  
From: David Ellks  
CC:  
Date: 12 November 2001  
Re: Building Projects News - 13 November 2001

The latest news and developments on building projects:

## Penrith

### **Master Plan for Panther Walk DA nearly complete.**

The master plan that will be used in support of the Panther Walk Development Application should be completed by 29 November 2001.

#### **Latest Development:**

- Penrith Council is planning the Great River Walk. The Great River Walk will link the Lgkes with the river and other significant areas of Penrith. Panthers' property is strategically located to provide a hub and corridor for links between Tench Reserve, river, lakes and CBD. The master plan will include for these links.

### **Aiming to have DA for Panther Walk submitted by Christmas**

Work is in full swing on preparing the Development Application for this project. Over 25 consultants and organisations are preparing plans and reports for the DA. The estimated cost of preparing the DA is \$200,000 to \$300,000, depending on the level of reporting, clarification and modeling required to support the DA.

#### **Latest developments:**

- Experience and expertise brought to the planning as consultant join the project team has led to exciting new developments, including:
  - A more seamless link between Panthers and the businesses on the street. Panthers' second entry will now be located in its final spot - adjoining the Lakeview Lounge. It will anchor the western end of the street along with an Irish Pub and signature restaurant.
  - Improved connectivity from levels 1 and 3 to the street.

- Formation of definite precincts in the street - an entertainment, fun and excitement precinct with bowl, cinemas and fast food; a restaurant/café precinct; and a bar, club precinct.
- More flexibility to develop Panther Walk depending on funds and opportunities.

#### Major Issues:

- Council continues to remind Panthers that the last cinema DA was successful because it included a large screen format cinema (like an IMAX) which they see as a tourist attraction. The DA needs to help Council understand we are seeking approval for a tourist attraction that includes cinemas as one component. The combination of food and entertainment proposed in the Panther Walk project is modeled on the successful tourist and entertainment destinations seen overseas and here in Australia. Also, Panther Walk will provide the people of Penrith with an asset that few other regional centres can provide and enjoy.
- Once our Quantity Surveyor completes the latest estimates this week, Panthers will need to decide on what it can afford to do in the first stage of the project.

#### Food on level 3 to lead internal re-plan

SAM has chosen the development of a modern, 600+ seat café court and 70 - 90 seat restaurant on level 3 as the first step in the internal re-development of Penrith. The project team is aiming to have a Development Application for this project submitted by the end of November. Early estimates indicate the work could cost \$3.1m and work could commence as early as the end of April 2003.

#### Other developments with the internal re-plan:

- Review of initial plans and staging indicate an unacceptably high number of gaming machines could be out of service for too long. This is driving:
  - The idea to postpone the extension of the Dominiques' lounge area and extend the club as part of the Panther Walk project. This will provide much needed main bar and lounge space. It has the added advantage of better integrating Panther Walk and the club.
  - The need to accelerate the installation of poker machines in the existing Carvery area prior to the completion of the food on level 3. The team is exploring ways of providing a food service and keeping as many machines in play while refurbishment work is in progress.
- Panthers suspect the Government will soon require 25% of gaming installations to be smoke free. This is driving initial tactics to plan for retaining Black Leopards for the 263 non smoking machines, and placing the remaining 787 (1,050 total after reduce from 1,167) on the main floor.

#### Construction of Captain's Lane is Complete

With construction work complete, finalisation of the paper work is in progress. The main task, Council to register the linen plans. An auction of the block on Nepean Ave is scheduled for 24 November 2001.

### **Hilton are still interested in the gym**

Tony has received word from Hilton that they are still interested in our site for one of their Living Well centres. They have not proposed a program for progressing dealings.

### **Extreme Sports Park continues to wait**

Once a deal has been finalised for the gym, ESP will be in a stronger position to secure their finance.

### **Design work on golf complex progresses slowly**

Golfam report they are preparing their Construction Certificate application. Panthers is reviewing the proposed routes for services within the context of the master plan. No updates on program are available.

### **Lavington**

#### **Master Plan signed off and stage 1 set**

A master plan for Lavington has been signed off and a first stage worth approximately \$1.5m identified. Included in the first stage will be:

- A new lift.
- Restored and upgraded parking.
- An upgraded gaming installation
- Upgraded fire safety services
- Various repairs and upgrades to existing facilities

The next steps: confirm the brief for stage 1, prepare sketches and obtain costing's, then get on with the work.

### **West Epping**

#### **Work in progress on DA preparation**

Work is well under way on preparing to submit a Development Application on 5 December 2001.

Latest developments:

- Chosen to completely reinvent the club into a contemporary community club with leading food and gaming installation establishing a construction budget of \$1.65m.

### **Mekong**

#### **Interim improvements to offices planned**

Interim improvements estimated to cost \$15,000 to \$20,000 have been planned. Maintenance and Building Projects will seek approval to proceed on these improvements this week. Work will commence shortly after.

The above interim works are being done while we pursue options to acquire additional space to grow the business.

### Club Nova

**Strategic planning process is in progress.**

Management is meeting on 12 and 13 November to conduct the induction process with Club Nova. Once the business plan has been set, master planning for the sites can commence.

### Bathurst Panthers Bowling Club

**Investigations into improvements has commenced**

Investigations into how to make best use of the bowling club have commenced. Early indications are the facility will make a good function facility and clubhouse.

Much of the clubhouse was the original police station in Bathurst. It has regional heritage significance. While heritage buildings can be subject to greater control from Authorities and attract special interest groups, if planning embraces and leverages off the building's history and story, a significant competitive advantage can be gained.

### St Johns Park Community Club

**Work on developing a concept is under way**

Developing a concept for the club has commenced. Concept development is based on providing a club that appeals to club the founders and collage of people in the area - a place where worlds can meet.

Now that Panthers is in control of the club, commitments to Fairfield Council to pay outstanding contributions and upgrade parking will need to be need to be addressed.

### Glenbrook Bowling Club

**Extensions about to commence**

Panthers is in the process of amalgamating with Glenbrook Bowlo. The Bowlo has been trading very well and is about to commence work on \$1.3m in extensions and renovations. Building projects is helping Glenbrook to ensure a good result for Glenbrook and Panthers.

### Robina

**Can Panthers have a tenancy in the shopping centre?**

Efforts are focusing on determining whether a club can take up a tenancy in an existing vacant outlet that forms part of Robina Shopping Centre. If this can't happen, there is a free standing building adjacent the centre that is an option for a temporary club.



## FERRIER HODGSON

20 November 2001

Ref: pmw\18992\tgz0824b

TO THE MEMBERS

Dear Sir/Madam

**Triglav Club Limited (Subject to a Deed of Company Arrangement)**

**ACN: 001 297 927**

**T/as St Johns Park Community Club**

I refer to previous reports to Members and advise that Conditional Approval to the amalgamation with Panthers was granted by the Licensing Court on 21 August 2001.

Subsequent to that time, the Administrator has now settled funding arrangements with Panthers sufficient to pay all pre-administration creditors in full. Subject to the finalisation of the Proof of Debt process, it is anticipated that a final dividend will be paid on 12 December 2001.

Prior to final approval being granted to the amalgamation, it will be necessary for Members to resolve to wind up the Club. The Liquidator's role will be to wind up the affairs of the Club and will take all necessary steps to transfer all the Club's property, membership records and assets to Penrith Rugby League Club Limited. The facilities and assets of the Club will remain in place but will ultimately be owned and managed by Penrith Rugby League Club Limited once the amalgamation is completed.

A General Meeting of Members will be held on Wednesday 12 December 2001, at 7pm at the Club's premises, to consider the following:

- i) Adoption of accounts for the year ended 30 June 2000;
- ii) Appointment of Deed Administrator, Mr Peter Murray Walker as Liquidator of the Club; and
- iii) Appointment of a House Committee of Members. It is proposed that this Committee comprise not more than 9 Members and nominations and voting for same will occur at the Special Meeting.

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INTERNATIONAL AFFILIATES IN  
THE UNITED STATES, THE UNITED KINGDOM  
AND GERMANY

TO THE MEMBERS  
20 November 2001

The Administrator will retain ultimate control of the Club until such time as a final order approving the amalgamation has been made by the Licensing Court. This process is expected to be finalised prior to the end of February 2002.

In the interim, the Administrator has effected a Management Agreement with Panthers, which enables them to take control of trading and initiate changes preparatory for the final amalgamation approval.

All Memberships with the Club are considered current and will remain so until the amalgamation is completed, whereupon Panthers will contact all Members regarding submission of membership subscriptions and the production of new membership cards.

Should you have any further queries in relation to the above please contact Todd Gammel of this office.

Yours faithfully  
**Triglav Club Limited**



**G J Campbell** for  
**P M Walker**  
Deed Administrator

**NOTICE OF ANNUAL GENERAL MEETING  
TRIGLAV CLUB LIMITED  
(SUBJECT TO DEED OF COMPANY ARRANGEMENT)  
ACN: 001 297 927  
T/AS ST JOHN'S PARK COMMUNITY CLUB**

NOTICE IS HEREBY GIVEN that the twenty second Annual General Meeting of the above Company will be held at the Company premises, 80- 84 Brisbane Road, St Johns Park on 12 December 2001, commencing at 7pm when the following business will be transacted:

1. Meeting opened by the Chairman
2. Minutes silence in memory of deceased members and their families
3. Apologies
4. Adoption of minutes of the twenty first Annual General Meeting;
5. To receive and consider the Directors Report and the Auditors Report, and the Profit and Loss Account for the Company for the period ending 30 June, 2000 and the Balance Sheet of the Company as at 30 June, 2000.

**Resolution:** *"That the Financial Accounts, the Profit and Loss Account as at 30 June 2000 and the Balance Sheet as at 30 June 2000 be received and adopted"*

6. Transfer of Assets to Panthers upon Final Approval of Amalgamation

**Resolution:**

1. *"That for the purposes of clause 7 of the Memorandum and Articles of Association the members hereby determine that upon the winding up of the Company any remaining property after the satisfaction of all its debts and liabilities shall be transferred to Penrith Rugby League Club Limited ACN 000 958 398 (being a company having objectives similar to the Company and which prohibits the distribution of its income and property amongst its members to the same extent as the Memorandum and Articles of Association of the Company) for the purposes of completing the amalgamation of the Company with to Penrith Rugby League Club Limited ACN 000 958 398 pursuant to Section 17A of the Registered Club Act."*
7. General Business - Any general business which may be brought forward in accordance with the Articles of Association.
  - Discussion of signage for the Club; and
  - Election of House Committee for the Club – Constituted by 5 to 9 Members

DATED: 20 November 2001



**P M Walker**  
Deed Administrator

6 September 2001

Ref: pmw\18992\tgz0824b

TO THE MEMBERS

Dear Sir/Madam

**Triglav Club Limited (Subject to a Deed of Company Arrangement)**  
**ACN: 001 297 927**  
**T/as St Johns Park Community Club**

I refer to previous reports to Members regarding the above Club.

In relation thereto, I now confirm that the Licensing Court of New South Wales ("Licensing Court") granted conditional approval for the amalgamation of the above Club with Penrith Rugby League Club Limited ("Panthers") on 21 August 2001.

As such, as the Annual General Meeting for 2000 has not been held and Members are required to consider a number of issues regarding the Club and the amalgamation. I advise that the Annual General Meeting for the year ended 30 June 2000 will be held at the Club premises on 26 September 2001 at 7pm. I attach a copy of the Financial Accounts for the year ended 30 June 2000, a Notice of Meeting and an Agenda in relation to same for your information.

I advise that the receipt of the conditional approval of the amalgamation permits the control of the Club operations to be relinquished to Panthers subsequent to the receipt of funds from Panthers in order to facilitate the settlement of the Creditors claims. I aim to settle the claims of Creditors, including those claims received from Members, as soon as possible following the receipt of the funds from Panthers.

Accordingly, I attach the following for your information:

- A notice of Intention to declare of Dividend;
- A listing of Members who have lodged proof of debts with this office; and
- An ASIC Form 535 Proof of Debt.

I advise that all Creditors claims, including those of Club Members, are yet to be adjudicated upon and each claim will be subject review, and therefore there may be some adjustment, as part of the dividend process prior to the distribution being made.

Page 2

Ref: pmw\18992\tgz0824b

TO THE MEMBERS  
6 September 2001

Should you have any further queries in relation to the above please contact Todd Gammel of this office.

Yours faithfully  
**Triglav Club Limited**

**G J Campbell for**  
**P M Walker**  
Deed Administrator



# FERRIER HODGSON

7 November 2001

Rcf pmw\18992.tgz0824a

## TO THE CREDITORS

Dear Sir/Madam

**Triglav Club Limited (Subject to a Deed of Company Arrangement)**  
**ACN: 001 297 927**  
**T/as St Johns Park Community Club**

I refer to previous reports to Creditors regarding the above Club.

In relation thereto, I now confirm that settlement of the Creditors claims against the above Club occurred with Penrith Rugby League Club Limited ("Panthers") on 2 November 2001.

I advise that control of the Club operations was transferred to Panthers on 2 November 2001 following the receipt of funds in order to facilitate the settlement of the Creditors claims.

Accordingly, I attach the following for your information:

- A notice of Intention to Declare of Dividend;
- A listing of Creditors who have lodged proof of debts with this office including the respective amounts of their individual claims; and
- An ASIC Form 535 Proof of Debt.

I advise that all the Creditors claims will be formally adjudicated upon and as such each claim, including any further claims received, will be subject to review as part of the dividend process prior to the distribution being made on 12 December 2001.

Any Creditors who have not submitted a proof of debt or believe the amount shown in relation to their claim in the attached listing is incorrect should complete the attached proof of debt form and forward same to this office. Creditors are not required to submit a further proof of debt if the amount of their claim shown in the attached listing is correct.

Also, a number of Members of the Club have submitted claims in relation to loans to the Club which will also be adjudicated upon and included in distributions if verified.

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 THAILAND - BANGKOK

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**Triglav Club Limited**  
**(Subject to a Deed of Company Arrangement)**  
**T/as St Johns Park Community Club Limited**

**Creditors Listing**

Name	Proof Amount (\$)
AGL Retail Energy Ltd	900.66
AIM Pest Control	160.00
Air Liquide Australia Ltd	3,441.00
Alpine Security Communications	1,585.70
Amina Cleaning Services	2,593.46
Australian Liquor Marketers Pty Ltd	2,429.21
Australian Taxation Office	32,209.00
B & H Australia	6,490.00
The Banktech Group Pty Ltd	1,109.22
The Banktech Group Pty Ltd	1,026.19
BSG Australia Pty Ltd	4,005.90
Canterella Bros. Pty Ltd	146.45
Chilli Internet Solutions Pty Ltd	172.89
Cleanaways Industrial Waste Services (Brambles Australia Pty Ltd)	459.80
Dawson Publications Pty Ltd (Pink Pages)	1,500.00
DDE Service Pty Ltd	1,013.16
Fairfield Hotspurs Sport Club	3,000.00
Geoff Thomas Plumbing	519.75
Harbridge Fine Wines	1,014.60
Host Plus Pty Limited	4,841.23
Integral Energy	3,070.25
International Game Technology	110,450.00
Learning Links	369.35
Liquor Administration Board	30,094.86
Metropolitan Poker Machines Pty Ltd	8,057.25
Michael Rogers Quality Meats Pty Ltd	806.64
Paecu Pty Limited t/as Magnetic Design Systems	95,460.00
Pelcar Erika	839.65
Percival Pub Co Pty Ltd	355.00
Plateau Food Distributors Pty Ltd	654.02
Pink Healthcare Services	410.67
Pronto Pak Pty Ltd	446.91
Rossmore Sand and Soil Supplies	27,473.70
Sam's Tissues	198.00
Slovenia Media House	6,890.00
Snap Printing	492.25
Southern Districts Cleansing	90.20
Sports Factory	1,832.59
Star Games Corporation Pty Ltd	25,000.00
Telstra	3,143.65
Toohys Pty Ltd	665.00
Valleri Holdings Pty Limited	
T/as Horsley Building Supplies Mitre 10	1,685.75
Wetherill Park Cricket Club	3,000.00
Vic Zappier	500.00
Zurich	145.40
<b>CREDITORS PROOF'S TOTAL</b>	<b>390,750.25</b>
<b>Members Loans</b>	<b>70,291.28</b>
<b>OVERALL TOTAL</b>	<b>461,041.53</b>

## ADVERTISEMENT

Sub-regulation 5.6.65(1)

### Corporations Law NOTICE OF INTENTION TO DECLARE A FINAL DIVIDEND

Triglav Club Limited  
(Subject to a Deed of Company Arrangement)  
ACN 001 297 927  
T/as St Johns Park Community Club

A first and final dividend is to be declared on the 6<sup>th</sup> day of October 2001 in respect of the Company.

Creditors whose debts or claims have not already been admitted are required on or before the 21<sup>st</sup> day of September 2001 to formally prove their debts or claims. In default they will be excluded from the benefit of the dividend.

Dated this 31st day of August 2001.

**P M Walker**  
Deed Administrator  
Ferrier Hodgson  
GPO Box 4114  
Sydney NSW 2001



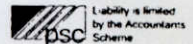
*Stanley & Stewart*  
*C h a r t e r e d   A c c o u n t a n t s*

*Stanley D. Sandler FCA • Stewart D. Temesvary CA*  
*Partners*

**Triglav Club Limited (Subject to a Deed of Company  
Arrangement)-Trading as "St Johns Park Community Club" A.C.N.  
001 297 927**  
Financial Statements

For the year ended 30 June, 2000

**383 Church Street, North Parramatta**  
**P.O. Box 2138, North Parramatta, N.S.W. 2151 Australia**  
**Telephone - (02) 9630 6055 Facsimile - (02) 9683 6076**  
**Email - StanleyStewart@bigpond.com**



**Triglav Club Limited (Subject to a Deed of Company Arrangement)-Trading  
as "St Johns Park Community Club" A.C.N. 001 297 927**

**Contents**

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**Triglav Club Limited (Subject to a Deed of Company Arrangement)-Trading  
as "St Johns Park Community Club" A.C.N. 001 297 927**

**Director's Report**

**For the year ended 30 June, 2000**

Your Directors submit the financial report of the club for the financial year ended 30 June, 2000.

**Directors**

The names of the Directors at the date of this report are:

<b>Name</b>	<b>Position</b>
Karl Pelcar	President
Joseph Pahor	Director
Peter Krobe	Director
Alan Keating	Director
Ursic Tone	Director

**Principal Activities,**

The principal activity of the club during the financial year was that of a licensed club.

**Significant Changes**

No significant change in the nature of this activity has occurred during the year.

**Operating Result**

The deficit after providing for income tax amounted to

<b>Year ended</b>	<b>Year ended</b>
<b>30 June, 2000</b>	<b>Prev Year End</b>
\$	\$
(29,808)	1,747

**Dividends**

In accordance with the Memorandum and Articles of Association of the club no dividends can be paid.

**Significant changes in the state of affairs**

There were no significant changes in the state of affairs of the club during the year, other than stated below.

**Matters subsequent to the end of the financial year**

Since the end of this financial year the club has become subject to a Deed of Company Arrangement. There are no other matters or circumstances that have arisen since the end of the financial year that have significantly affected or may significantly affect the operations of the club, the results of those operations or the state of affairs of the company, in future years.

**Directors Benefits**

Since the end of the previous financial year no director has received or has become entitled to receive a benefit by reason of a contract made by the club with any director or with a firm which any director is a member or an entity in which any director has a substantial financial interest.

**Triglav Club Limited (Subject to a Deed of Company Arrangement)-Trading  
as "St Johns Park Community Club" A.C.N. 001 297 927**

**Director's Report - continued**

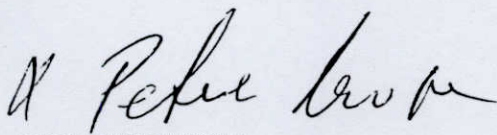
**For the year ended 30 June, 2000**

**Directors' Indemnification**

Since the end of the previous financial year, the club has not in respect of any person who is or has been an officer or auditor of the company or a related body corporate:

- indemnified or made any relevant agreement for indemnifying against a liability, including costs and expenses in successfully defending legal proceedings; or
- paid or agreed to pay a premium in respect of a contract insuring against a liability for the costs or expenses to defend legal proceedings.

Signed in accordance with a resolution of the Directors.



Director



Director

Signed at St Johns Park on the            day of            2001.

**Triglav Club Limited (Subject to a Deed of Company Arrangement)-Trading  
as "St Johns Park Community Club" A.C.N. 001 297 927**  
**Compilation Report to The Directors of Triglav Club Limited (Subject to a Deed of  
Company Arrangement)-Trading as "St Johns Park Community Club"**

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On the basis of the information provided by the Committee of Triglav Club Limited (Subject to a Deed of Company Arrangement)-Trading as "St Johns Park Community Club", we have compiled, in accordance with APS 9 'Statement of Compilation of Financial Reports', the special purpose financial report for the period ended 30 June, 2000.

The specific purpose for which the special purpose financial report has been prepared is set out in Note 1. The extent to which applicable Accounting Standards and UIG Consensus Views have or have not been adopted in the preparation of the special purpose financial report is set out in Note 1.

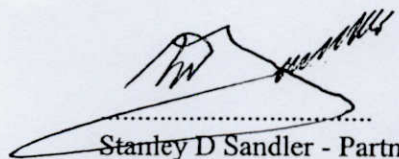
The Committee is solely responsible for the information contained in the special purpose financial report and have determined that the accounting policies used are consistent with the financial reporting requirements of Triglav Club Limited (Subject to a Deed of Company Arrangement)-Trading as "St Johns Park Community Club" and are appropriate to meet the needs of the members.

Our procedures use accounting expertise to collect, classify and summarise the financial information, which the committee provided into a financial report. Our procedures do not include verification or validation procedures. No audit or review has been performed and accordingly no assurance is expressed.

To the extent permitted by law, we do not accept liability for any loss or damage which any person, other than the association, may suffer arising from any negligence on our part. No person should rely on the special purpose financial report without having an audit or review conducted.

The special purpose financial report was prepared for the benefit of the committee and members of the company and the purpose identified above. We do not accept responsibility to any other person for the contents of the special purpose financial report.

STANLEY & STEWART  
Chartered Accountants



Stanley D Sandler - Partner

Signed At North Parramatta  
15 June, 2001

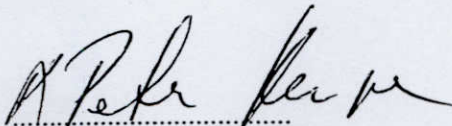
**Triglav Club Limited (Subject to a Deed of Company Arrangement)-Trading  
as "St Johns Park Community Club" A.C.N. 001 297 927  
Directors' Declaration**

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The directors of the company declare that:

1. the attached financial statements and notes:
  - (a) comply with accounting Standards as detailed in Note 1 to the financial statements and the Corporations Law; and
  - (b) give a true and fair view of the company's financial position as at 30 June, 2000 and its performance for the year ended on that date in accordance with the accounting policies described in Note 1 to the financial statements.

This declaration is made in accordance with a resolution of the Board of Directors and is signed for and on behalf of the Directors:

  
.....  
Director

  
.....  
Director

**Triglav Club Limited (Subject to a Deed of Company Arrangement)-Trading  
as "St Johns Park Community Club" A.C.N. 001 297 927**

**Trading Statement**

**For the year ended 30 June, 2000**

	2000	1999
<b>BAR TRADING</b>		
Bar Sales	165,364	124,823
Less: Cost of Sales		
- Stock On Hand - Opening	10,724	12,739
- Bar Purchases	97,049	103,904
- Stock On Hand - Closing	(3,000)	(10,724)
	<u>104,773</u>	<u>105,919</u>
Gross Profit	60,590	18,904
Less:		
Net Profit from Bar Trading	<u>60,590</u>	<u>18,904</u>
<b>CATERING OPERATIONS</b>		
Social Events Income	112,813	46,332
Less:		
- Social Events - expenses	58,708	29,849
Net Profit (Loss) from Catering	<u>54,106</u>	<u>16,483</u>
<b>POKER MACHINE OPERATIONS</b>		
Poker Machine Takings	1,503,097	1,485,447
Less:		
- Poker Machine Payouts	707,551	669,342
- Loss-Poker Machines Scrapped	0	31,332
- Poker Machine Depreciation	16,589	4,847
- Poker Machine Amortisation	114,711	106,025
- Poker Machine Maintenance	6,818	17,330
- Interest on finance	27,035	33,980
- Poker Machine Tax	91,018	110,009
Net Profit from Poker Machines	<u>539,374</u>	<u>512,582</u>
Net Profit from Trading Activities	<u>654,070</u>	<u>547,969</u>

**Triglav Club Limited (Subject to a Deed of Company Arrangement)-Trading  
as "St Johns Park Community Club" A.C.N. 001 297 927**

**Income & Expenditure Statement**

**For the year ended 30 June, 2000**

	2000	1999
<b>Income</b>		
Net Profit from Bar Trading	60,590	18,904
Net Profit from Catering	54,106	16,483
Net Profit from Poker Machines	539,374	512,582
Keno Income	15,000	15,154
Donations	2,275	6,727
Cig,Billiards,Phone - Income	3,031	2,873
Hire - Hall	3,075	1,671
Members' subscriptions	2,496	3,545
Total Income	679,948	577,939
<b>Expenses</b>		
Advertising	32,671	28,795
Auditors remuneration	12,539	9,875
Slovenian Band	25,198	62,240
Bank Fees	6,327	6,413
Borrowing expenses	5,416	1,502
Bingo - net expenses	228,733	112,454
Bocce Expense	3,800	2,311
Badge draw	6,680	3,472
Catering & Social	0	77
Club cleaning & waste	36,420	36,359
Consumeables	2,020	0
Depreciation	31,199	26,420
Directors expenses	2,900	4,818
Donations & Sponsorships	30,820	39,240
Electricity & Gas	18,779	17,752
Gardening	2,424	1,937
General expenses	6,640	3,810
Insurance	4,385	10,578
Interest	12,524	12,989
Licence Fees	288	164
Motor car expenses	0	400
Printing, stationery & postage	10,395	10,186
Promotions	0	450
Rates - Council	13,661	18,448
Repairs & maintenance	4,917	34,151
Security	3,195	6,497
Subscriptions	0	300

The accompanying notes form part of these financial statements.

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**Triglav Club Limited (Subject to a Deed of Company Arrangement)-Trading  
as "St Johns Park Community Club" A.C.N. 001 297 927  
Income & Expenditure Statement  
For the year ended 30 June, 2000**

	2000	1999
Superannuation	9,269	7,310
Telephone	4,192	7,107
Wages	194,363	110,136
Total expenses	709,756	576,192
Net Surplus	(29,808)	1,747

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The accompanying notes form part of these financial statements.

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**Triglav Club Limited (Subject to a Deed of Company Arrangement)-Trading  
as "St Johns Park Community Club" A.C.N. 001 297 927  
Profit and Loss Statement**

**For the year ended 30 June, 2000**

	Note	2000	1999
Operating profit (deficit) before income tax		(29,808)	1,747
Income tax (credit) attributable to operating profit (loss)		0	0
<b>Operating profit (deficit) after income tax</b>		<b>(29,808)</b>	<b>1,747</b>
Retained profits at the beginning of the financial year		491,331	489,585
Total available for appropriation		461,523	491,331
<b>Retained profits at the end of the financial year</b>		<b>461,523</b>	<b>491,331</b>

**Triglav Club Limited (Subject to a Deed of Company Arrangement)-Trading  
as "St Johns Park Community Club" A.C.N. 001 297 927  
Balance Sheet As At 30 June, 2000**

	Note	2000 \$	1999 \$
<b>Current Assets</b>			
Cash	2	44,216	78,231
Inventories		3,000	10,724
Total current assets		<u>47,216</u>	<u>88,955</u>
<b>Non-Current Assets</b>			
Property, plant and equipment	3	1,896,889	1,956,927
Intangibles	4	939	1,731
Total non-current assets		<u>1,897,828</u>	<u>1,958,658</u>
Total assets		<u>1,945,045</u>	<u>2,047,613</u>
<b>Current Liabilities</b>			
Accounts payable		23,042	13,102
Borrowings		28	0
Total current liabilities		<u>23,070</u>	<u>13,102</u>
<b>Non-Current Liabilities</b>			
Borrowings		367,036	449,763
Total non-current liabilities		<u>367,036</u>	<u>449,763</u>
Total liabilities		<u>390,106</u>	<u>462,866</u>
Net Assets		<u>1,554,939</u>	<u>1,584,747</u>
<b>Members' Funds</b>			
Reserves	5	1,093,416	1,093,416
Accumulated surplus		461,523	491,331
Total Members' Funds		<u>1,554,939</u>	<u>1,584,747</u>

**Triglav Club Limited (Subject to a Deed of Company Arrangement)-Trading  
as "St Johns Park Community Club" A.C.N. 001 297 927**

**Notes to and forming part of the Financial Statements**

**For the year ended 30 June, 2000**

---

**Note 1 - Statement of Accounting  
Policies**

The financial statements are a general purpose financial report and have been prepared in accordance with Australian Accounting Standards, other mandatory professional reporting requirements (Urgent Issues Group Consensus Views) and the requirements of the Associations Incorporations Act. The financial statements have also been prepared on the basis of historical costs and do not take into account changing money values or, except where specifically stated, current valuations of non-current assets. Cost is based on the fair values of the consideration given in exchange for assets. The accounting policies have been consistently applied, unless otherwise stated.

The following is a summary of the material accounting policies adopted in the preparation of the financial statements.

**Income tax**

Income tax has been brought to account using the liability method of tax effect accounting whereby income tax expense shown in the Profit and Loss Account is based on the operating profit before income tax adjusted for any permanent differences.

Timing differences which arise due to the different accounting periods in which items of revenue and expense are included in the determination of operating profit before income tax and taxable income, are brought to account as either provision for deferred income tax or an asset described as future income tax benefit at the rate of income tax applicable to the period in which the benefit will be received or the liability will become payable.

Future income tax benefits are not brought to account unless realisation of the asset is assured beyond reasonable doubt. Future income tax benefits in relation to tax losses are not brought to account unless there is virtual certainty of realisation of the benefit.

The amount of benefits brought to account or which may be realised in the future is based on the assumption that no adverse change will occur in income taxation legislation and the anticipation of derivation of sufficient future assessable income to enable the benefit to be realised and compliance with the conditions of deductibility imposed by law.

**Inventories**

Inventories are measured at the lower of cost and net realisable value. Cost are assigned on a first-in first-out basis and include direct materials, direct labour and an appropriate portion of variable and fixed overhead expenses.

**Property, Plant and Equipment**

Property, plant and equipment are brought to account at cost or at independent or directors' valuation, less, where applicable, any accumulated depreciation or amortisation. The carrying amount of property, plant and equipment is reviewed annually by directors to ensure it is not in excess of the recoverable amount from those assets. The recoverable amount is assessed on the basis of the expected net cash flows which will be received from the assets employment and subsequent disposal. The expected net cash flows have not been discounted to their present values in determining recoverable amount.

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**Triglav Club Limited (Subject to a Deed of Company Arrangement)-Trading  
as "St Johns Park Community Club" A.C.N. 001 297 927**

**Notes to and forming part of the Financial Statements**

**For the year ended 30 June, 2000**

---

The depreciable amounts of all fixed assets including buildings and capitalised leased assets, but excluding freehold land, are depreciated over their useful lives to the entity commencing from the time that the asset is held ready for use. Properties held for investment purposes are not subject to a depreciation charge. Leasehold improvements are amortised over the shorter of either the unexpired period of the lease or the estimated useful lives of the improvements.

The revaluations of freehold land and buildings have not taken account of the potential capital gains tax on assets acquired after the introduction of capital gains tax.

**Leases**

Leases of fixed assets, where substantially all the risks and benefits incidental to the ownership of the asset, but not legal ownership, are transferred to the company are classified as finance leases. Finance leases are capitalised, recording an asset and a liability equal to the present value of the minimum lease payments, including any guaranteed residual value. Leased assets are amortised over their estimated useful lives. Lease payments are allocated between the reduction of the lease liability and the lease interest expense for the period.

Lease payments under operating leases, where substantially all the risks and benefits remain with the lessor, are charged as expenses in the periods in which they are incurred.

**Investments**

Investments brought to account are at cost or at directors' valuation. The carrying amount of investments is reviewed annually by directors to ensure it is not in excess of the recoverable amount of these investments. The recoverable amount is assessed from the shares' current market value or the underlying net assets in the particular entities. The expected net cash flows from investments have not been discounted to their present value in determining the recoverable amounts, except where stated.

Dividends are brought to account in the profit and loss account when received.

**Goodwill**

Goodwill is initially recorded at the amount by which the purchase price for a business exceeds the fair value attributed to its net assets at the date of acquisition. Purchased goodwill is amortised on a straight line basis over the period of 20 years. The balance is reviewed annually and any balance representing future benefits for which the realisation is considered to be no longer probable are written off.

**Employee entitlements**

Provision is made for the liability for employee entitlements arising from services rendered by employees to balance date. Employee entitlements expected to be settled within one year together with entitlements arising from wages and salaries, annual leave and sick leave which will be settled after one year, have been measured at their nominal amount. Other employee entitlements payable later than one year have been measured at the present value of the estimated future cash out flows to be made for those entitlements.

Contributions are made by the company to an employee superannuation fund and are charged as expenses when incurred.

**Triglav Club Limited (Subject to a Deed of Company Arrangement)-Trading  
as "St Johns Park Community Club" A.C.N. 001 297 927**

**Notes to and forming part of the Financial Statements**

**For the year ended 30 June, 2000**

	2000	1999
<b>Note 2 - Cash</b>		
Bank accounts		
- Westpac-Poker Machine Account	0	2,366
- Westpac-Business Cheque A/c	16,379	43,415
- Westpac-Keno Account	4,056	2,802
Other cash items		
- Poker machine hopper float	5,720	8,287
- Cash Float	20,000	20,000
- Deposit on Club Gaming System	800	800
- Eftpos Clearing Account	(2,739)	560
	<u>44,216</u>	<u>78,231</u>

**Note 3 - Property, Plant and Equipment**

**Buildings**

Club House at cost	59,937	59,937
Club House at directors valuation	1,500,000	1,500,000
	<u>1,559,937</u>	<u>1,559,937</u>

**Plant and equipment**

At cost	299,012	196,551
Less: Accumulated depreciation	130,343	82,555
	<u>168,669</u>	<u>113,996</u>

**Leased plant and equipment**

At cost	405,864	405,864
Less: Accumulated amortisation	237,581	122,870
	<u>168,283</u>	<u>282,994</u>
	<u>1,896,889</u>	<u>1,956,927</u>

The Company's bankers hold a registered mortgage over the Company's land and buildings to guarantee the debts of the company to that bank.

**Triglav Club Limited (Subject to a Deed of Company Arrangement)-Trading  
as "St Johns Park Community Club" A.C.N. 001 297 927**

**Notes to and forming part of the Financial Statements**

**For the year ended 30 June, 2000**

	2000	1999
<b>Note 4- Intangibles</b>		
<b>Borrowing Expenses</b>		
At cost	3,536	3,536
Less: Accumulated amortisation	2,597	1,805
	<u>939</u>	<u>1,731</u>
	<u>939</u>	<u>1,731</u>

**Note 5 - Reserves**

Assets Revaluation Reserve	1,093,416	1,093,416
	<u>1,093,416</u>	<u>1,093,416</u>

**Note 6 - Remuneration of Auditor**

Amounts received, or due and receivable by the auditor of the company for:

Auditing the accounts	0	9,875
Other services	12,539	0
	<u>12,539</u>	<u>9,875</u>

**Triglav Club Limited (Subject to a Deed of Company Arrangement)-Trading  
as "St Johns Park Community Club" A.C.N. 001 297 927**

**Statement of Cash Flows**

**For the year ended 30 June, 2000**

	2000	1999
<b>Cash Flow From Operating Activities</b>		
Receipts from customers	1,781,273	1,656,602
Payments to Suppliers and employees	(1,616,445)	(1,471,268)
Sundry Other Income	25,878	29,970
Interest and other costs of finance	39,559	46,969
Net cash provided by (used in) operating activities (note 2)	<u>151,147</u>	<u>168,336</u>
<b>Cash Flow From Investing Activities</b>		
<b>Payment for:</b>		
Payments for property, plant and equipment	(102,461)	(53,860)
Purchase of poker machines	0	(206,062)
Net cash provided by (used in) investing activities	<u>(102,461)</u>	<u>(259,922)</u>
<b>Cash Flow From Financing Activities</b>		
Increase in lease liability	(72,094)	112,467
Increase/(Repayment) of bank loans	(10,634)	57,851
Borrowing expenses paid	0	(638)
Net cash provided by (used in) financing activities	<u>(82,728)</u>	<u>169,680</u>
Net increase (decrease) in cash held	(34,042)	78,093
Cash at the beginning of the year	<u>78,231</u>	<u>137</u>
Cash at the end of the year (note 1)	<u><u>44,189</u></u>	<u><u>78,231</u></u>

The accompanying notes form part of these financial statements.

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**Triglav Club Limited (Subject to a Deed of Company Arrangement)-Trading  
as "St Johns Park Community Club" A.C.N. 001 297 927**

**Statement of Cash Flows**

**For the year ended 30 June, 2000**

2000

1999

**Note 1. Reconciliation Of Cash**

For the purposes of the statement of cash flows, cash includes cash on hand and in banks and investments in money market instruments, net of outstanding bank overdrafts.

Cash at the end of the year as shown in the statement of cash flows is reconciled to the related items in the balance sheet as follows:

Westpac-Poker Machine Account	(28)	2,366
Westpac-Business Cheque A/c	16,379	43,415
Westpac-Keno Account	4,056	2,802
Poker machine hopper float	5,720	8,287
Cash Float	20,000	20,000
Deposit on Club Gaming System	800	800
Eftpos Clearing Account	(2,739)	560
	<u>44,189</u>	<u>78,231</u>

**Note 2. Reconciliation Of Net Cash  
Provided by Operating Activities  
To The operating surplus**

Operating profit	(29,808)	1,747
Non-cashflow items:		
Amortisation of borrowing expenses	792	792
Amortisation of leased assets	114,711	106,025
Depreciation of Poker Machines	16,589	4,847
Depreciation of other Plant and equipment	31,199	26,420
Loss on machines scrapped	0	31,332
Increase/(decrease) in provision for income tax	0	0

Changes in assets and liabilities net of effects of purchases and disposals of controlled entities:

(Increase) decrease in stock	7,724	2,015
Increase (decrease) in trade creditors	9,940	(4,842)
<b>Net cash provided by operating activities</b>	<u><b>151,147</b></u>	<u><b>168,336</b></u>

**Agenda of Management Meeting of  
Triglav Club Ltd  
(Subject to a Deed of Company Arrangement)  
T/as St John's Park Community Club**

To be held at the premises of Triglav Club Ltd, 80-84 Brisbane Road, St John's Park in the State of New South Wales on the 5th day of March 2001

---

1. **Majda Kosovel – Employee Sponsored for Citizenship by the Club:**
2. **Management – Control of Operations, Approval of Purchases/Promotions etc**
3. **Amalgamation – Update of Situation**
4. **Annual General meeting – Status of Accounts, Timing etc**
5. **Football Club Promotion -**
6. **General Business:**

**Close meeting**

**Agenda of Management Meeting of  
Triglav Club Ltd  
(Subject to a Deed of Company Arrangement)  
T/as St John's Park Community Club**

To be held at the premises of Triglav Club Ltd, 80-84 Brisbane Road, St John's Park in the State of New South Wales on the 28th day of June 2001 at 7pm

---

1. **Financial Accounts of the Club for the Year ended 30 June 2001**
2. **Amalgamation – Update of Situation**
3. **House/Advisory Committee**
4. **Annual General Meeting – Timing etc**
5. **Proof of Debt from the Republic of Slovenia regarding Loan to the Club**
6. **Admission of Shares in Triglav Club Pty Limited as unsecured Creditors of Triglav Club Limited (Subject to a Deed of Company Arrangement)**
7. **Management – Control of Operations, Approval of Purchases/Promotions etc**
8. **General Business:**

**Close meeting**



PIGOTT STINSON RATNER THOM LAWYERS

ASSOCIATED FIRMS - PLANNING & DEVELOPMENT LAW: SPIEGEL & ASSOCIATES  
- MELBOURNE: MCKEAN & PARK

Our ref: JMR.DM 001951  
Partner: John Ralston

6 August, 2001

Mr G J Campbell  
Ferrier Hodgson  
Chartered Accountants  
DX 13020 SYDNEY MARKET ST EXCHANGE

Dear Mr Campbell,

**Triglav Club Limited (Administrator Appointed) amalgamation with Penrith Rugby League Club Limited**

We refer to previous correspondence.


We forward herewith a copy of a letter from the NSW Police Service dated 6<sup>th</sup> August 2001 addressed to the writer.

In accordance with your instructions the writer has given the undertakings referred to in paragraphs 1 to 4 inclusive in the letter.

On the basis of these undertakings we are now optimistic that the application can be dealt with next **Monday, 13<sup>th</sup> August 2001** and even more optimistic that if it cannot be dealt with on that day then it will be finalised on 20<sup>th</sup> August 2001.

Should you have any questions do not hesitate to contact the writer.

Yours truly,  
**PIGOTT STINSON RATNER THOM**

  
**John Ralston**  
encl



ABN 43 408 613 180

**NSW POLICE SERVICE****CRIME AGENCIES****ORGANISED CRIME  
(GAMING AND LIQUOR)**

Level 4

Prince Alfred Park Building  
219-241 Cleveland Street  
Strawberry Hills NSW 2012

Ph: 9384 6799 / 46799

Fx: 9384 6798 / 46798

TTY: 9211 3776

Mr John Ralston  
Pigott Stinson Ratner Thom  
Level 6, 39 Hunter Street  
Sydney  
NSW 2000

Dear Sir,

**Re: Penrith Rugby League Club Limited amalgamation with Triglav Club Limited**

I refer to your letter dated 1 August 2001 concerning the above mentioned matter.

I appreciate your advice and am happy to continue the investigation into the amalgamation if those undertakings mentioned in your letter are formally made to the Licensing Court on Monday 6 August 2001.

Those undertakings being that the administrator of the Triglav Club Limited make the following undertakings to the court;

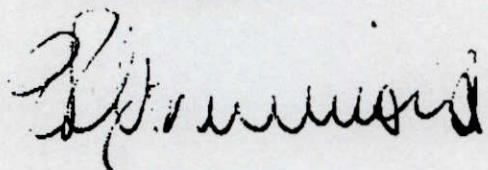
- 1) The administrator will not make any application for a final order under Section 17A(9) in relation to the proposed amalgamation nor will it proceed to the dissolution (as opposed to liquidation) of the Triglav Club Limited until the Police Service have completed its investigation into certain anomalies in the way that club was run.
- 2) If after the Police Service have completed its investigation and proposes to take action against any person under Section 17 of the Registered Clubs Act the undertaking in 1 above will be extended for such time as is necessary in order to preserve the certificate or registration of the Triglav Club Limited.
- 3) If any application for leave to proceed against the Triglav Club Limited (in liquidation) is made in order to take proceedings under Section 17 of the Registered Clubs Act the administrator will not oppose that application.
- 4) The books and records of the Triglav Club Limited are held by the administrator and Police Officers will have full access to those books and records upon request.

I have instructed Mr Stavenhagen to continue investigation in anticipation of the formal undertakings being made to the Licensing Court on 6 August 2001.

5

Should you wish to discuss this matter please contact me on 93846796.

Yours sincerely,



E R Grimmond  
Detective Chief Inspector  
Investigation Manager  
6 August 2001

cc. Principal Registrar, NSW Licensing Court  
Director, Department of Gaming & Racing  
Senior Licensing Prosecutor



# FERRIER HODGSON

## FACSIMILE TRANSMISSION

ATTENTION Peter Krope DATE 14 June 2001  
 COMPANY \_\_\_\_\_ FAX 9753 1947  
 FROM Todd Gammel PAGES (INCLUDING THIS PAGE) 3

Triglav Club Limited (Subject to a Deed of Company Arrangement)

MESSAGE \_\_\_\_\_ IF YOU DO NOT RECEIVE ALL PAGES TELEPHONE IMMEDIATELY

As discussed, I attach the following for your information.

Could you please alert the other board members of this amendment, and advise them to contact me should they have any queries in relation to same.

Regards,

**Todd Gammel**

F:\Common\Partner\pmw\18992\vgz0614a.doc

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FERRIER HODGSON (SYDNEY)  
 LEVEL 17 2 MARKET STREET  
 SYDNEY NSW 2000 AUSTRALIA  
 GPO BOX 4114 SYDNEY NSW 2001  
 TELEPHONE 02 9286 9999  
 FACSIMILE 02 9286 9888  
 DX 13020 SYDNEY  
 MARKET ST EXCHANGE  
 E-MAIL [info@fyd.fh.com.au](mailto:info@fyd.fh.com.au)  
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INTERNATIONAL AFFILIATES  
 THE UNITED STATES, THE UNITED KINGDOM  
 AND GERMANY

6 June 2001

Sharyn Kent and Todd Gammel  
80-84 Brisbane Road  
Triglav Club  
ST JOHNS PARK NSW 2176

Dear Sharyn and Todd

**APPLICATION FOR CONDITIONAL AMALGAMATION - SUPERVISION  
AND CONTROL**

I refer to the above matter and advise that the Club has express post mailed to you my Affidavit together with annexures in relation to meeting the concerns of the Delegate for the Director of Liquor and Gaming, Department of Gaming and Racing about Panthers Board of Directors and myself as CEO having adequate supervision and control of all Club operations and other matters relating to the Registered Clubs Act.

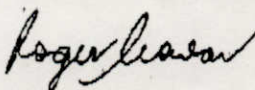
The Club is again asking your Board of Directors to acknowledge an amendment to the Panthers Group Structure. I am concerned to reassure you that these changes should not be regarded as a departure from the spirit of our agreement.

The change required shows in the structure that an Advisory Board recommendation will be presented to the Panthers Board of Directors by the CEO of the Panthers Group. In effect the Divisional General Manager of a satellite defined premises operation will take a recommendation from the satellite site Advisory Board to the Panthers Group CEO who will then take it to the Panthers Board of Directors.

The purpose of this letter is to ask you to confirm that you have received the revised Organisational Structure and that you accept it.

Please do not hesitate to contact me about this matter.

Yours faithfully



**ROGER COWAN**

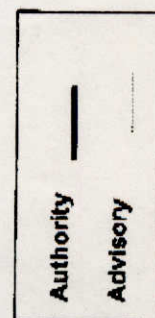
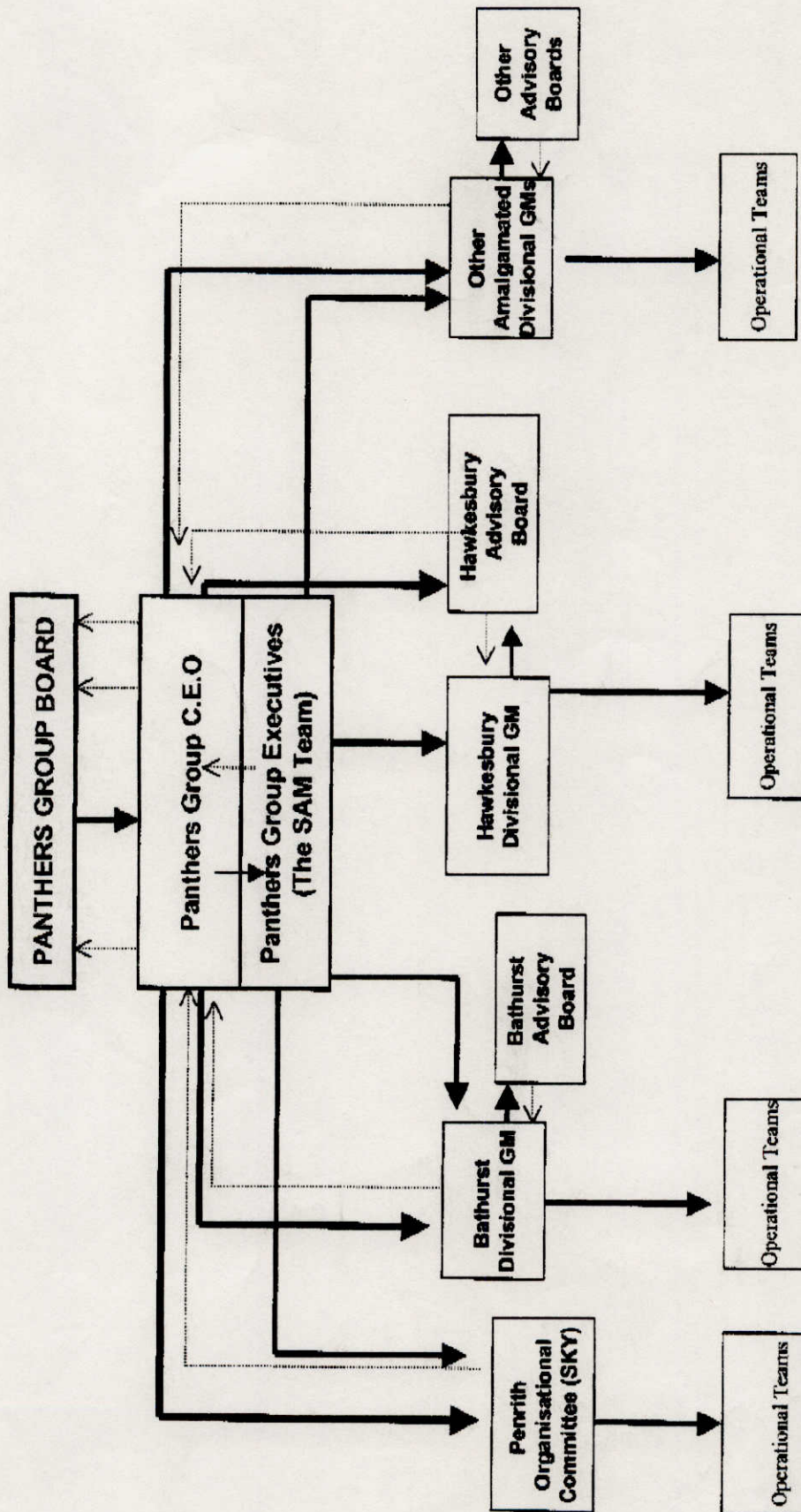
**CEO**

**PENRITH RUGBY LEAGUE CLUB LIMITED**

Phone: 0247 205555

Fax: 0247 312 665

E-Mail: [roger.cowan@panthers.com.au](mailto:roger.cowan@panthers.com.au)





## FERRIER HODGSON

29 May 2001

Ref: pmw\18992\tgz0529b

TO THE MEMBERS

Dear Sir/Madam

**Triglav Club Limited (Subject to a Deed of Company Arrangement)**  
**ACN: 001 297 927**  
**Trading as St Johns Park Community Club**

As you know, an extraordinary general meeting of members took place on 13<sup>th</sup> December 2000 at St. Johns Park Community Club.

The meeting was held to seek the approval of the Club Members to merge the Club with Penrith Rugby League Football Club ("Panthers"). This resolution was overwhelmingly carried.

The amalgamation is not only dependent on the approval of the members of both Clubs. The Licensing Court of New South Wales is also required to approve the amalgamation.

The amalgamation application has been granted a hearing date of 25 June 2001 whereupon, subject to the emergence of any further issues from the Licensing Court and satisfaction of the application requirements, the amalgamation **may** be provisionally approved.

Your continued support and patience is greatly appreciated.

Should you have any further queries, please contact Sharyn Kent at the Club on 9610 1627.

Yours faithfully  
**Ferrier Hodgson**

**G J Campbell** for  
**P M Walker**  
Deed Administrator

FERRIER HODGSON (NSW)  
LEVEL 17 2 MARKET STREET  
SYDNEY NSW 2000 AUSTRALIA  
GPO BOX 4114 SYDNEY NSW 2001  
TELEPHONE 02 9286 9999  
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INTERNATIONAL AFFILIATES IN  
THE UNITED STATES, THE UNITED KINGDOM  
AND GERMANY



**FERRIER HODGSON**

## FACTSHEET TRANSMISSION

ATTENTION	Peter Krope	DATE	3 April 2001
COMPANY	Triglav Club	FAX	9753 1947
FROM	Graeme Campbell	PAGES (INCLUDING THIS PAGE)	3
MESSAGE	Slovenska izseljenska matica		
		IF YOU DO NOT RECEIVE ALL PAGES TELEPHONE IMMEDIATELY	

Peter.

Any information that you or the Committee could render on the attached would be appreciated.

Regards,

Joe Clark

## Document 2

DOCUMENT 2  
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**FRANKIE HODGSON (SYDNEY)**  
LEVEL 17 2 MARKET STREET  
SYDNEY NSW 2000 AUSTRALIA  
GPO BOX 4114 SYDNEY NSW 2001  
TELEPHONE 02 9216 9999  
FACSIMILE 02 9216 9588  
DX 15020 SYDNEY  
E-MAIL [info@syd.fh.com.au](mailto:info@syd.fh.com.au)  
WEB SITE [www.fh.com.au](http://www.fh.com.au)

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INTERNATIONAL AFFILIATES  
THE UNITED STATES, THE UNITED KINGDOM  
AND GERMANY

5



**VELEPOSLANIŠTVO REPUBLIKE SLOVENIJE  
EMBASSY OF THE REPUBLIC OF SLOVENIA**

Level 6, 80 Marcus Clarke St, CANBERRA  
P.O. Box 284, Civic Square, ACT 2608  
Tel.: (02) 6243 4830  
Fax.: (02) 6243 4827  
E-mail: [vca@mzz-dkp.sigov.si](mailto:vca@mzz-dkp.sigov.si)  
Home Page: <http://slovenia.webone.com.au>

*Canberra 23 March, 2001*

**G J Campbell  
Deed Administrator  
FERRIER HODGSON  
LEVEL 17  
2 MARKET STREET  
SYDNEY NSW 2000**

**RE: TRIGLAV CLUB LTD (SUBJECT TO A DEED OF COMPANY  
AGREEMENT)**

**Ref: pmw\18992\tgz0212a**

*Dear Sir or Madam:*

*Please find attached the form 535 regarding the debt of Triglav Club LTD to Slovenska izseljenska matica (represented by the Embassy of the Republic of Slovenia) of A\$ 187,812.07. The original power of attorney will follow soon.*

*Sincerely*



*Helena Drnovšek Zorko*  
**Helena Drnovšek Zorko  
Chargé d'Affaires**

*Enc: 2 x*

**FORM 535**  
Corporations Law

Sub-regulation 5.6.49(2)

ACN: 001 297 927

**FORMAL PROOF OF DEBT OR CLAIM (GENERAL FORM)**

To the Deed Administrator of Triglav Club Limited

1. This is to state that the company was at <sup>1</sup> the 28th day of September 2000, and still is justly and truly indebted to <sup>2</sup> (name) SAKENSKA IZSELEBESKA KATICA (REPRAS. BY THE EMBASSY OF SLOVENIA) (address) 66 MARCUS CLARKE ST. CAMBERRA 2611, ACT in the sum of =187,812= dollars and =70= cents.

Particulars of the debt are:

DATE	CONSIDERATION <sup>3</sup>	AMOUNT	REMARKS <sup>4</sup>
15.02.1981	LEAVE AGREEMENT	\$187812 & 7	

2. To my knowledge or belief the creditor has not, nor has any person by the creditor's order, had or received any satisfaction or security for the sum or any part of it except for the following:<sup>5</sup>

DATE	DRAWER	ACCEPTOR	AMOUNT	DUE DATE
			\$      &	

- \*3. I am employed by the creditor authorised in writing by the creditor to make this statement. I know that the debt was incurred for the consideration stated and that the debt, to the best of my knowledge and belief, remains unpaid and unsatisfied.

- \* I am the creditor's agent duly authorised in writing to make this statement in writing. I know that the debt was incurred for the consideration stated and that the debt, to the best of my knowledge and belief, still remains unpaid and unsatisfied.

DATED this TWENTYTHIRD day of MARCH 2000Signature [Signature] Occupation CHARGE D'AFFAIRES

\* Do not complete if this proof is made by the creditor personally.

POWER OF ATTORNEY ATTACHED (ORIGINAL WILL FOLLOW)

<sup>1</sup> Insert date of court order in winding up by the Court, or date of resolution to wind up if a voluntary winding up.

<sup>2</sup> Insert full name and address of the creditor and, if applicable, the creditor's partners. If prepared by an employee or agent of the creditor, also insert a description of the occupation of the creditor.

<sup>3</sup> State how the debt arose.

<sup>4</sup> Include details of vouchers substantiating payment.

<sup>5</sup> Insert particulars of all securities held. Where the securities are on the property of the company, assess the value of those securities. If any bills or other negotiable securities are held, specify them.

ASC registered agent number: 3177  
lodging party or agent name: Ferrier Hodgson  
address: Level 17  
2 Market Street  
Suburb: Sydney state NSW Postcode 2000  
telephone: (02) 9286 9999  
facsimile: (02) 9286 9888  
DX number 13020 suburb/city Sydney Market St Exchange

Australian Securities Commission

form **911**

**verification or certification  
of a document**

Corporations Law

corporation name Triglav Club Limited (Subject to a Deed of Company Arrangement) T/as St Johns Park Community Club  
A.C.N. or A.R.B.N. 001 297 927

**Details of the attached document**

document title Minutes for Extraordinary General Meeting of Members

relevant section or subsection  
of the Corporations Law

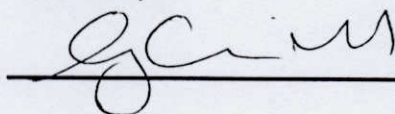
**Signature**

- ☐ I verify that the attached document marked ( ) is the original document.
- ☒ I certify that the attached document marked ( A ) is a true copy of the original document.

print name Graeme Campbell

capacity <sup>Chairman</sup>  
Chairman

sign here



date 23 / 1 / 2001

This is the annexure marked "A" of 5 pages referred to in the Form 911, Verification or Certification of a Document, signed by me and Dated 21st December 2000



G J Campbell  
Chairman

## MINUTES FOR EXTRAORDINARY GENERAL MEETING OF MEMBERS

Minutes of a Extraordinary General Meeting of Members of Triglav Club Limited (Subject to a Deed of Company Arrangement) held at the Club premises, 80 – 84 Brisbane Road, St Johns Park, in the State of New South Wales on the 13<sup>th</sup> day of December, 2000 at 6:00pm.

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### PRESENT WITH VOTING RIGHTS: in person:

Refer attached attendance schedule of Members with 146 eligible to vote.

### ALSO IN ATTENDANCE:

Graeme Campbell – Representative of the Deed Administrator  
Todd Gammel - Ferrier Hodgson  
Alicia Crawley - Ferrier Hodgson  
John Wilson – Penrith Rugby League Club Limited  
Roger Cowan - Penrith Rugby League Club Limited ("RC")  
John Ralston – Solicitor of Club

### President's Introduction:

Karl Pelcar the Club President opened the meeting and apologised for the time it took for members to complete the attendance register. Mr Pelcar then welcomed the two representatives of Penrith Rugby League Club Limited ("Panthers") and the representatives of the Deed Administrator and the Club's solicitor Mr John Ralston. Mr Pelcar advised that Mr Campbell, the representative of the Deed Administrator, would conduct the meeting from this point onwards.

### Chairman's Introduction:

Mr Graeme Campbell, acting on behalf of the Deed Administrator, greeted the Members and guests in attendance and confirmed that he would act as Chairman of the meeting.

### Notice of Meeting:

The Chairman then tabled the Notice of Meeting that was attached to the circular forwarded to Members dated 17 November 2000.

### Chairman's Address:

Following the formalities the Chairman began his address to the Members establishing the purpose of the meeting, that the meeting will be conducted in an orderly fashion, and finally he confirmed that there was one basic decision to be made by the Members. The decision was either to Amalgamate with Panthers or not, the likely scenario if the Club did not amalgamate being Liquidation where the Club would close and the assets realised in order to satisfy the debts of Creditors.

The Chairman then introduced Mr Roger Cowan ("RC") the Chief Executive Officer of Panthers and handed the meeting over to him.

**Presentation by Mr Roger Cowan of Penrith Rugby League Club Limited:**

RC discussed the intentions that Panthers had in amalgamating with Triglav, elaborating on the reasoning behind the wish to amalgamate, the strategy behind the amalgamation and the process they undertook in achieving the amalgamation. RC discussed the Panthers philosophy for the local community to continue to have an ownership of the Club and gave other examples of amalgamation partners (Port Macquarie RSL & Mekong Club), where the Club's retained their local identity while being part of the Panthers group. RC also stated that Panther had considered a number of other potential amalgamation partners but only progressed with the parties that Panthers considered would provide benefits to the group as a whole. Panthers had found from prior experience that the most effective way to improve a Club's trading was to maintain the local ownership whilst implementing Panthers systems and management expertise.

Further, RC outlined the situation regarding the members of Triglav in relation to Membership of Panthers and Panthers intention to expand the membership base of the Club in the future from the local community.

**The Chairman the Opened the Meeting:**

The Chairman the opened the Meeting to questions from Triglav Members:

**Miran Spicar – Member No 520:**

Requested clarification of the intention to retain local ownership despite the assets of the Triglav Club Limited being transferred into the possession of Panthers. Also asked whether the Club assets can be purchased for an agreeable sum.

**RC's response**

RC advised that as the Club was unique in that it was owned by the members but they could not receive any dividend realised from the sale of the Club's assets. Panthers aimed to foster an atmosphere where the local community has a feeling of ownership of the Triglav Club and together with Panthers they can work towards common goals that produce positive outcomes for both parties.

**Unknown Member**

Stated that he was involved in building the Club and that the Club was going well until they failed to attract the younger Slovenian's to patronise and get involved the management of the Club. The problems were the responsibility of all Members as they did not put enough effort in to improve the situation in the past. Overall, he wished to welcome Panthers to the Club.

**The Chairman:**

On behalf of Members the Chairman asked RC of the time length of the \$100,000 grant and the impact of unprofitable trading on the provision of same.

**RC's response:**

Panthers would approve a grant of \$100,000 that would be based on an annual budget to be distributed in accordance with the budget provided at the beginning of the period. The distribution of these funds would be governed by the House Committee elected from the Members of the Triglav Club, and Panthers would not interfere in this process unless it saw the allocation as drastically improper. It would be hoped that the grant funds would be used in order to continue the Club's identity and other local interests.

**Marta Magajna - Member No 7:**

Discussed the history of the Club and how it was built by the Slovenian community, the related same to the various levels of membership at the Club, asking Panthers on what would be the situation regarding the various membership types following the amalgamation.

**RC's Response:**

The special Members such as life and foundation Members would remain unchanged but only as those type Members of the St Johns Park Club. Panthers obviously intended to expand the membership base into the general local community, however it will continue to support the original ideals of the Club through the advisory board.

**The Chairman:**

Advised that if the amalgamation resolution was passed an Annual General Meeting would be held in the future to finalise the Club's affairs. It would be logical to elect the advisory/house committee at such a meeting.

**Peter Berginc Member No 146:**

Asked whether the Club logo that was shown behind the stage on the wall would be maintained.

**RC's Response:**

That would up to the House Committee elected by the Members.

**Miran Spicar – Member No 520:**

Requested details of Panthers position regarding the grant and the Club if the Club did not trade profitably as expected.

**RC's Response:**

On a hypothetical basis, it is felt that the position of the Club with the backing of Panthers will become successful in the future. The Panthers group has turnover of approximately \$150 million per year so the Panthers group can afford to carry losses made buy one Club for an extended period. It is the intention of Panthers to make the Club successful and they are confident of being able to do so.

**Unknown Member**

Will the monies invested as shares and building loans by members previously be refunded.

**The Chairman:**

The settlement of these loans and shares will be conducted as part of the settlement and Members should submit a proof of debt form relating to same.

**Anton Ursic Member No 237:**

Will the grant still continue if the Club fails inside the next five years.

**RC's Response:**

It is highly unlikely that the Club would fail in the next five years, however if the Club stopped trading I would expect that the grant would not continue also.

**Karlo Samsa Member No 8:**

Advised that he held the loan and share registers for the Company and requested if this would be enough proof of the loans for payments to be made.

**The Chairman:**

These records would be used as a reference to claims and potentially as proof, if the register's can be verified.

**Marta Magajna Member No 7:**

In relation to Bocce, what are the chances that the Bocce courts will be maintained, if any extension to the building is undertaken. Also Soccer and Rugby sponsorship are they included in the grant.

**RC's Response:**

The House Committee would decide the allocation of the budget, \$100,000 would be utilised for Slovenian activities and Sporting Clubs sponsorship. Panthers have strong community involvement, and encourage a similar participation from the group Club's. The Bocce courts will be retained, if they were built over or moved new courts would be built.

**Alice Tant Member No 1163:**

Alice advised that she was one of the members primarily using the Club for Bingo games. Alice informed that the people attending bingo were not informed of or welcomed to Sunday dances or other activities that are generally Slovenian in nature.

**Joe Samsa Member No 167:**

Had the annual \$100,000 grant been confirmed in writing and how would it be distributed on a formal or informal basis.

**RC's Response:**

The grant had been confirmed in writing by inclusion in the amalgamation agreement with the Club. The distribution of the funds would follow a budget provided at the beginning of the year.

**Joe Samsa Member No 167:**

Asked how the Club reached this situation and was suspicious of the management of the Club prior to the appointment of the Administrator

**President's Response:**

Advised that the Board of Directors had done their best to manage the Club correctly and to avoid the problem facing them today, however with the increased competition and reducing patronage the Board could not avoid the current situation.

**Silvo Danny Pahor Member No 96:**

Asked whether life members of the Triglav Club became life members of Panthers under the amalgamation.

**RC's Response:**

Life Members of the Triglav Club did become life members of Panthers however there was a slight variance to the life members of Panthers in name only, they would still be able to access all the facilities available to Panthers life members.

**Danica Sajn Member No 65:**

Requested a formal account of how the Club accumulated \$880,000 worth of debt. Also how would the annual grant from Panthers be governed/organised.

**RC's Response:**

The House Committee would govern how the money was spent from the initial budget where an allocation to different areas would be made. Panthers would only interfere in extreme circumstances when they felt the funds were not being used in the best interests of Members or the Club.

**The Chairman:**

Provided an expansion on the total debt figure explaining that this amount also included the costs of Administration and trading losses until the amalgamation could be settled. Also the majority of the debt related to lease agreements for the purchase of new poker machines that the Directors undertook in order to compete with other local Club's.

**Brett Watson Member No 1976:**

Is a Member who participates in the Fairfield United Soccer Club which is sponsored by the Club. Stated that he always felt welcome in the Club even though it was Slovenian but now the Club had to move forward and secure its future.

**RC Summary:**

Stated that the Members could view today as the end of an era or the start of something better, the Club will be no worse off in twelve months time. Panthers intended to assist the Club to perform better not take complete control, they hoped to help the Club compete against the larger Club's that has caused the reduction in trade. Overall, Panthers hoped that if the amalgamation did occur they would enter as partners and friends rather than owners of the Club.

**Marta Magajna Member No 7:**

Discussed the breakdown of the \$880,000 outstanding that was prepared by the Deed Administrator in order to finally clarify where the debt was sourced and why it reached such a size.

The Chairman advised:

That the reconciliation of the Club's debts was available to all Members at their request.

**Voting Process:**

The Chairman then asked the Members by way of show of hands how they would like to vote on the amalgamation resolution, by show of hands or by ballot. The show of hands voting method was selected unanimously.

**Amalgamation Resolution and Vote:**

The Chairman read the following resolution to the meeting:

*"That the Triglav Club Limited (Subject to a Deed of Company Arrangement) hereby approve in principle:*

- a) The amalgamation of the Triglav Club Limited (Subject to a Deed of Company Arrangement) with Penrith Rugby League Club Limited pursuant to the provisions of the Registered Clubs Act and that such amalgamation be effected by the continuation of Penrith Rugby League Club Limited and the dissolution of Triglav Club Limited (Subject to a Deed of Company Arrangement);*
- b) The Triglav Club Limited making an application to the Licensing Court of New South Wales for conditional approval of the amalgamation referred to in paragraph (a).*

The Chairman then asked members to vote by raising their hands, which resulted in the following:

In favour 142

Against 4

**Closure of Meeting:**

Following the vote on the amalgamation resolution the Chairman advised the Members that they had made a good decision to amalgamate with Panthers. There being no further business the Chairman declared the meeting closed at approximately 8:10pm

DATED this 21<sup>st</sup> day of December 2000.



CHAIRMAN

*Agreed*

Memo

To: John Wilson, Sharon Kent  
From: Bob Adamson  
CC:  
Date: 22nd December, 2000  
Re: St Johns Park Community Club

Hello,

Just some brief notes covering our discussions yesterday.

17-2.00

During our discussions we looked at the following things which would be of assistance to the Club.

- a) Extend trading hours to 10am to at least 10.00pm
- b) Rebench existing installation
- c) Introduce a Blackjack and Roulette machine
- d) Advertise changing arrangements
- e) CD player for main lounge area
- f) Introduce ballroom dancing on ~~Friday~~ <sup>Sat</sup> evenings
- g) Improve player comfort with PM stools
- h) Air conditioning in main office
- i) Email access
- j) Purchasing through Panthers

*Video player*

We agreed that there were a number of steps required to achieve these things by the 17<sup>th</sup> of January, 2001.

- 1. John would write a letter to the Administrator advising him of the work we could undertake. (Complete)
- 2. A copy of that letter to be sent to Milton Harvey from the LAB. (Complete)
- 3. The establishment of a loan of \$30,000 to administered by Ferrier Hodgson and meeting certain criteria agreeable to all parties.
- 4. Staff to be recruited to facilitate an extension of the trading hours on 17/1/2001.
- 5. New benches installed.
- 6. New PM stools to be installed.
- 7. Installation of Blackjack and Roulette machines traded for existing PM's at St Johns Park.
- 8. Changes to the trading hours be advertised by the most effective agreed means.
- 9. Panthers Sound and Vision Team investigate the delivery of piped music to the PM area of the Club.
- 10. Development of the Ballroom dancing idea.
- 11. Ian Norman to visit the Club and assess the most effective method of air conditioning the office area.
- 12. Phil Towers to visit the Club and assess the most effective method of connecting Internet services to the Club.
- 13. Sharon would provide Panthers with a list of those community groups who had previously received donations or sponsorship. ✓
- 14. Sharon would provide Panthers with a product list which shows current purchase price. An estimate of monthly usage rates would be useful.

This list will become a bit of checklist of actions moving us towards a 17<sup>th</sup> of January, 2001 delivery date. So you will both get lots of little reminder phonecalls about the completion of your tasks from the above lists.

You will also get some updates from me on where I am with my outcomes. I would not like to start any of these until I get some advice that the loan is approved and funds are available.