NOTICE OF ANNUAL GENERAL MEETING PACIFIC VIEW RESORT NO.2 LIMITED

A.C.N. 010 318 297

Phone: 07 54911200 Fax: 07 54912434

34 Victoria Terrace, Caloundra, Qld. 4551

NOTICE IS HEREBY GIVEN that the thirty-first Annual General Meeting of Shareholders of Pacific View Resort No.2 Limited will be held at:

Pacific View Resort 34 Victoria Terrace, Caloundra 12.00 p.m. Saturday 26th May, 2012.

An informal members meeting will commence prior to the AGM at 11.00am – everyone is welcome.

BUSINESS:

- Read and accept the Minutes of the Annual General Meeting held 16.04.2011. 1.
- Chairman's address 2.
- To receive and adopt the Financial Statements for the twelve-month period ended 31st December 3. 2011 together with the Director's and Auditor's Reports therein. The Financial Statements are available for viewing on the Company's Web Site www.pacificview.com.au in the 'About Timeshare - Members Section'. Financial Statements will be posted to members on request only.
- To elect an Auditor. Crowe Horwath, Chartered Accountants, retires from office but is eligible for 4. re-election.
- To declare that Messrs J.W. Glover, K.N. Martin and G.H. Suhr retire in conformity with Article 68 5. of the Articles of Association and being eligible, J.W. Glover, K.N. Martin and G.H. Suhr offer themselves for re-election. Additional valid nominations have been received from Ms G.C. Christou and Mrs K.E. Wenban. Profiles of the prospective candidates are included with this mail out. A postal ballot will be conducted to determine the successful candidates for the three vacant positions. Postal votes will be received at the office of the Company (as above) up to 4.30pm on Wednesday 23rd May 2012.

By order of the Board

K. W. Martin

Secretary

Caloundra 26th April, 2012

CHAIRMAN'S REPORT ANNUAL GENERAL MEETING MAY 2012

Ladies and Gentlemen,

I have pleasure in submitting this report to the annual general meeting on behalf of the Board.

STAFF The Board continues to be very pleased with the Manager's performance. We commend her for her commitment to the resort and to its owners. She now has book-keeping qualifications and is able to save the resort costs in this area.

Barry, Val and Sandy continue to give very good service and it is planned to facilitate on-going training and skills improvement for the staff.

FINANCES Shareholders have received a copy of the 2012 budget when levy notices were posted out. The significant items were, of course, the resolution of the GST issue and the special levy. I will speak separately about both of these.

This year the levy will be \$595 plus the one-off special levy of \$45 [2010 \$570].

The audited accounts show a 2011 trading result of \$328,136 net profit [2010 \$29,486]; cash and cash equivalents [which are mainly the sinking fund] are \$668,863 [2010 \$616,407]. Shareholders net equity is now \$674,390 [2010 \$346,254].

The Board's internal budget analysis for 2011 is enclosed for information. This may be more understandable than the formal accounts.

Last year I commented on the sale of forfeited weeks and on the elimination of bad debts. Both are still proceeding steadily.

GOODS AND SERVICES TAX Our change of GST status has been completed. This has involved a big effort by Fiona and by Finance Director Greg in establishing the rules and requirements with the ATO, in preparing individual statements for each owner, in amending our prior Business Activity Statements and in reworking the company financial statements for previous years. The change will result in a small benefit for owners. A small number of shareholders have queried whether the Board actually pursued the maximum benefit for owners , for example, by not acting in 2005 and taking advantage immediately of our change in GST status when it first occurred. Attached is an extract from an ATO Private Ruling which was issued unsolicited to Pacific View when we had completed all of the ATO's requirements. This is a complete endorsement of the steps the Board and Management have taken. On the other hand most other resorts are still struggling to make the adjustment.

EXTRACT FROM ATO PRIVATE RULING

In the present case you have not made a mistake as the ATO's view was applied to treat the supply as taxable which was consistent with ATO ID 2001/385. This ATO ID was withdrawn on 16 December 2005. It was not until the publication of 5 February 2010 of ATO ID 2010/23 that the GST status of these supplies was determined to be input taxed. Therefore you did not make a mistake......

SPECIAL LEVY The Board is focussed on keeping the resort up to date, fresh, safe and attractive. This is important if we are to achieve a high occupancy rate. On the other hand the property is now 31 years old and needs up-dating in a few areas. The swimming pool area is of particular concern and so the Board proposes a major upgrade to that area in 2012. This upgrade includes the improvement of the plumbing and pump operations, re-surfacing of the spa and children's pool, replacement of the tiles in the main pool, upgrade of the swimming pool surrounds and the replacement of all pool fencing. The Board is of the opinion that a boost to refurbishments is needed in 2012 and that any significant erosion of the sinking fund would not be wise at this time. The proposed swimming pool area works have been budgeted at \$80,000 and the Board has decided to make a Special Levy of \$45 in order to cover \$68535 of this expenditure.

MAJOR WORKS The major visible change in 2011 has been the installation of air conditioning in all units. We are very pleased with the result and with the quality of the work. Comments have been favourable.

Also in 2011 a lot of improvements have been made in A block.....curtains, wall hangings, painting, door replacement and whitegoods update. Elsewhere the laundry industrial dryer has been replaced and our signs have been renewed.

An interesting project has been completed which I hope will save significantly on electricity costs. Where it has been feasible to do so most of our power consumption has now been run through one meter. This has eliminated numerous service fees and has enabled us to negotiate a favourable bulk rate.

We have researched the possibilities of solar power panels. Our flat roofed buildings present a waterproofing problem and at the moment government incentives are not attractive for commercial uses.

The major projects for 2012, apart from the pool refurbishment, will be the complete external painting of the resort, replacement of bed spreads in blocks B and C, and the refurbishment of the toilets and showers adjacent to the two saunas.

THE BOARD During the year no Director has received a material benefit other than reimbursement of reasonable expenses.

Keith Martin has been Company Secretary for the whole year; Greg Suhr has been Finance Director and Brenda Suhr Staff Liaison Director. During 2011 Board meetings have continued to be productive and harmonious. I thank my fellow directors for their dedication and contribution and for their support to me. At this AGM Directors Greg Suhr, Keith Martin and Jasper Glover retire by rotation and, being eligible, have offered themselves for re-election. Two other valid nominations have been received. The result of the postal vote will be announced at the meeting.

On behalf of all owners I thank the unsuccessful candidates for their interest and I congratulate and welcome the successful candidates onto the Board.

CONCLUSION I am pleased to report that the resort is on a sound financial footing, with good staff and is in an attractive, well-maintained condition.

I MOVE THAT THIS REPORT BE RECEIVED KEN PARK CHAIRMAN

Pacific View Resort No 2 Ltd

34 Victoria Terrace CALOUNDRA QLD 4551

2011 BUDGET ANALYSIS

January 2011 through December 2011

	Selected Period	Budgeted
Income		
Maintenance Fees	\$868,110.07	\$868,110.00
Maintenance Levy Penalty	\$4,145.82	\$3,000.00
Interest Received	\$29,491.23	\$6,000.00
Motel Income	\$5,113.01	\$5,000.00
Resort Admin Fee	\$0.00	\$2,000.00
Rental Pool Commission	\$13,311.16	\$15,000.00
Net Telephone Income	\$3,006.38	\$5,000.00
Week 53 Income	\$23,835.00	\$25,000.00
Total Income	\$947,012.67	\$929,110.00
Expenses		
Accountancy and Audit Fees	\$18,769.50	\$33,000.00
Advertising & Promotion	\$589.00	\$850.00
Annual Meeting Expenses	\$0.00	\$400.00
Ambulance Levy	\$2,428.48	\$4,400.00
Bad Debts	\$19,224.00	\$25,000.00
Bank Fees and Charges	\$1,229.79	\$1,200.00
Computer Expenses	\$9,035.59	\$7,000.00
Cleaning Supplies & Equip	\$6,206.26	\$7,475.00
Conference / Seminar Costs	\$885.50	\$1,700.00
Directors Travelling Expenses	\$1,311.00	\$3,600.00
Gas - Laundry,BBQ	\$4,563.58	\$4,000.00
Insurance	\$9,887.07	\$9,500.00
Land Tax	\$94,374.90	\$100,000.00
Legal Fees	\$793.40	\$4,000.00
Light & Power	\$41,476.01	\$41,000.00
Merchant Fees	\$10,550.08	\$11,000.00
Motel Supplies	\$5,814.20	\$6,000.00
Motor Vehicle Expenses	\$6,100.06	\$5,000.00
Permits, Licenses and Fees	\$5,479.19	\$6,500.00
Postage	\$1,776.98	\$4,390.00
Printing and Stationery	\$3,630.68	\$4,575.00
Rates	\$84,414.40	\$78,000.00
Repairs and Maintenance	\$43,097.88	\$40,000.00
Elevator Maintenance	\$5,378.74	\$5,300.00
Ground & Pool Maintenance	\$6,498.37	\$4,400.00
Replacements	\$23,805.86	\$28,000.00
Major Replacements & Maint	\$185,157.00	\$188,000.00
Security Costs	\$3,276.40	\$3,900.00
Superannuation	\$21,194.65	\$24,720.00
Telephone	\$9,847.56	\$10,200.00
Wages & Salaries	\$261,909.44	\$266,000.00
Total Expenses	\$888,705.57	\$929,110.00
Trading Surplus	\$58,307.10	\$0.00

NOMINATION FOR TO BOARD OF DIRECTORS PACIFIC VIEW RESORT NO 2. LIMITED

GAIL CHRISTOU

For the last 15 years I have actively been involved in the establishment of companies and management for 3 different industries. Vending, Mortgage Broking and Training. I have been a company director, manager and also worked at the base level.

I have liaised with banks, solicitors, accountants and government departments as well as the public. I have contributed and sat in on board meetings on a regular basis. I have managed the financials in all three fields.

At present I have scaled down my work to part time on the Gold Coast as a receptionist for a large veterinary hospital. This allows me time to take on other interests hence my reason for my application. I believe I have the credentials to sit on the Board of Directors and have the interest of the Share Holders at heart to act on their behalf. Pacific View is a wonderful resort and offers wonderful holiday accommodation and I believe a contribution to keep the standards and make improvements is in the interest of everyone involved.

I hope this application has some impression and meets with the approval of those voting.

JASPER GLOVER

My wife and I have owned Time Share since 1980, and thus I am fully committed to the concept. Our ownership at Pacific View has been continuous since the eighties except for a brief period when I was awaiting transfer of title on the week I currently own. In accordance with the Memorandum of Articles I retire as a Director but offer myself for re-election. I have significant experience as a Company Director having served in this capacity on the Board of Pacific View Resort for many years.

I am a retired - Educator / Senior Educational Administrator having been in the employ of Education Queensland for a period of fifty years. I have Post Graduate qualifications in Educational Administration from the University of Queensland and over a long period have served on committees responsible for the development and implementation of policies in this area. If re-elected to the Board I pledge to draw on my diverse experiences to support the development of policies and practices that I deem to be in the best interests of owners whilst at the same time preserving appropriate levels of integrity, and confidentiality as are relevant to the position without compromising personal principles that have been acquired over a long period in public life.

KEITH MARTIN

Full name: Keith Norman MARTIN

Jointly own weeks 1&2 Unit 18 with my wife Rosolyn

Retired. (formerly 1.Carpenter 2. Senior Biosecurity Inspector)

My commitment is to the practical functioning of Pacific View as a well-run family style resort and to supporting our manager in her role. I have valuable experience as a joint owner of time-share at Pacific View for over two decades knowing what facilities and services a family needs. Also from being on the Board for 7 1/2 years, helping deal with the financial and legal realities for this resort. I am currently the Board Secretary.

My family and I have holidayed at Pacific View and exchanged to other resorts in Australia and overseas for many years. Our two girls have delighted in vacationing with us right through to and in their adult years. Each now owns time here in their own right and enjoy PV together with their respective husbands and children.

This long-standing personal experience of family life at PV provides a detailed and knowledgeable background for understanding any current or ongoing issues and ensures that I care about the well-being of the resort.

<u>AIM</u> For Pacific View Resort to provide an ideal family-style holiday resort. To ensure facilities are well maintained and attractive whilst keeping maintenance levies at manageable family-budget levels. I look forward to your support in the forthcoming elections.

GREG SUHR

I have the experience and commitment to represent you on the Board.

- I was a founding member of the Board and have served two periods on the Board.
- Because of this I have a very good working knowledge of Pacific View and the reasons many actions were taken.
- I want to support our Manager and to continue providing the unique atmosphere for which Pacific View has become renowned.
- During my time on the Board I have been responsible for instigating and overseeing the implementation of many improvements to Pacific View. This includes the setting up of the very important bad debtor recovery program.
- I have a good understanding of the office administration procedures as I was instrumental in having some of these introduced.
- The budgeting and financial management of Pacific View has always been my priority and I understand these very well.
- My concern is always to strike a balance between keeping Pacific View well maintained and the maintenance levy as affordable as possible.
- It is not my intention to give you my life's history. This doesn't make a good Director. An understanding of timeshare management and what owners want is required, along with experience, commitment and a common sense approach.

KATHLEEN WENBAN

Current employment – Deputy Principal – Stanthorpe State High School. As an educator I am committed to the provision of a quality public education for all children. An education that embodies mutual respect and shared responsibilities. I have experience across primary and secondary education sectors.

- I am married with five children (ranging in ages from 5-17)
- My husband and I are approved and active foster carers.
- I am a member of the Stanthorpe Zonta Club and am on leave from the Stanthorpe Rotary Club.
- Current Enrolment Graduate Certificate in Drug and Alcohol Studies
- Bachelor of Science Major in Psychology University of Southern Queensland, Toowoomba. 2007
- Diploma in Education University of Southern Queensland, Toowoomba. 1985

Teacher – Education Queensland (1986 – 2011)

Principal / Administrator – Education Queensland (1996 – present)

Current

- Founding Member of NATSIPA (National Aboriginal and Torres Strait Islander Principals Association Formed by Julia Gillard, the then Federal Minister for Education after a discussion with her at the *National Conversation With Principals*, November, 2009)
- Member of the Rural and Remote Education Advisory group
- Member of the Queensland Association of State School Principals Standing Committee Human Resources
- Chair of the Behaviour Management Reference Group Warwick Hub
- Member (Secretary) of the Granite Belt Community of State Schools (and associated sub committees)
- General Member of the Queensland Association of State School Principals
- Member of the Queensland Teacher's Union Stanthorpe State High School Nominated representative

Previous

• Member of the Board of the Queensland Studies Authority (2007 – on leave at present)

PACIFIC VIEW RESORT NO. 2 LIMITED

ACN 010 318 297

POSTAL VOTING INSTRUCTIONS:

- 1). On the Postal Voting Paper:
 - To indicate your choice for Directors place an "X" in the box beside the names of each of the THREE (3) Nominees, whom you wish to be elected to the Board.
 - Votes, which are not recorded, for the exact number of candidates to be elected shall be rejected as informal.
- 2). When you have completed the Postal Vote Paper, place it in the envelope marked:

"VOTING ENVELOPE,

"PLACE COMPLETED POSTAL VOTE IN THIS ENVELOPE"

And seal the envelope.

3). Complete your details on section 2 of this page and place **THIS FORM** and the **"VOTING ENVELOPE"** which contains your Vote, in the reply paid envelope addressed to "THE RETURNING OFFICER". Post the envelope so that it will be received before 4.30pm on Wednesday 23rd May 2012. Please allow adequate time for transit as votes received after May 23rd will not be included in the ballot.

SECTION 2

OWNERSHIP DECLARATION FORM

This form must be returned to The Returning Officer Pacific View Resort No.2 Limited 34 Victoria Terrace CALOUNDRA Q 4551

In the reply paid envelope provided so as to arrive after 4.30m on Wednesday 23 rd May 2012.		
I/We of		
Being a member / members of the Abovementioned Company hereby cast my / our vote / votes for the election	of	
Directors to fill the vacancies on the Board of Pacific View Resort, to be declared at the Annual General Meeting	on	
Saturday 26th May 2012 or at any adjournment thereof, in respect of the Voting Rights vested in me/us by my/o	ur	
holding ofTimeshare weeks.		
Signature/s:		

PACIFIC VIEW RESORT NO. 2 LIMITED

ACN 010 318 297

POSTAL VOTING PAPER

DIRECTOR'S NOMINATIONS:

In conformity with Article 68 of the Articles of Association, three Director's positions have been declared vacant. We have received 7 nominations for the 3 positions. Please indicate your choice by placing an X in the box beside the names of the **THREE** (3) nominees whom you wish to be elected to the vacant positions. A brief outline of each nominee is attached within the Notice of Annual General Meeting for your reference. Votes, which are not recorded, for the exact number of candidates to be elected, shall be rejected as informal.

GAIL CHRISTOU	
JASPER GLOVER (Retiring Director)	
KEITH MARTIN (Retiring Director)	
GREG SUHR (Retiring Director)	
KATHLEEN WENBAN	

NOTES: Voting is by Postal Vote only; no votes will be accepted after 4.30 pm. Wednesday 23rd of May 2012.

A MEMBER IS NOT ENTITLED TO VOTE UNLESS ALL DUE LEVIES HAVE BEEN PAID IN FULL.

April 2012 Resort Update:



- Pacific View has enjoyed one of the best summers ever!!! We had everything from sun to wind to rain but best of all, guests were able to enjoy the benefits of Air-Conditioning. Great to cool the units on hot nights and fantastic when it was raining like cats and dogs outside. Feedback form guests and owners has been highly favourable. Owners even commented to me that they have never consider air conditioning essential at Pacific View, however now that they have stayed at the resort with the Air Conditioning, they are so much happier.
- Rental Pool I would like owners to consider all their options before placing weeks in the rental pool. Rental Pools at timeshare resorts have never been overly successful. Pacific View is a fixed week scheme, so it is even more limited in regards to rental success. There are many factors which can influence rental returns each week such as weather and the amount of units in the rental pool. If you don't have anyone who can come and use your week at the resort, then consider the advantages of DAE or RCI. Alternatively if you can't use your exact week but would like to come for a different week at the resort, then please contact Fiona at the resort when your levies are due, and perhaps an alternative date can be arranged for you.
- Planning a holiday and need an extra week to bank?? Owners are able to purchase additional banked weeks to supplement your current bankings. Ie. If you are wanting to book 3 weeks through an exchange company but only have 2 weeks in your account, then you can purchase an additional week through the resort at the current maintenance fee amount.
- For those owners who have not yet accessed the secure members section of the Pacific View website, I highly recommend you login and have a look around. To login you need your member number and password. Please contact the resort if you are unsure of this information. You can currently access the 2011 Company Financial Report on this site. www.pacificview.com.au
- Please remember to complete your occupancy advice and return it to the resort when you are paying the annual levies. If you deposit your weeks with an exchange company please also let the resort know. **Email Addressses** please don't forget to update the resort with your email address!!
- We still have a variety of Timeshare weeks for sale at excellent prices. These weeks are held by the resort as a result of owners in default being taken to court. The weeks are priced at \$1,000 each which includes the conveyancing costs as well as some special offers from DAE. So please, if you or any of your family and friends is interested, contact Fiona at the resort.
- Just a reminder of recent policies at Pacific View:
 - 1. Check-in time on Fridays is 2pm. We ask that people do not check in prior to this time in order to allow our staff to undertake all cleaning and maintenance work which is required. The office closes at 6pm on Fridays, please contact the resort if you will not be arriving before this time.
 - 2. A \$200 Credit Card security deposit is required upon check-in for all bookings. The guest checking into a unit (including owners) is required to provide a credit card imprint or a \$200 cash deposit.
 - 3. The Checking-in guest must be 18 years or older.
 - 4. Pacific View Resort does not accept 'Schoolies' bookings at any time of the year.

These policies have been implemented in order to protect the resort from misuse and costs incurred by damage, theft or negligence.

We look forward to seeing some of you at the AGM at Pacific View on Saturday 26th May.

Kind regards Fiona Rickards Resort Manager