

## **COMPANY CONSTITUTION**

### **THE SECONDARY PTY LTD (ACN 616770453)**

**Trentons CA  
9 Sun Crescent  
Sunshine VIC 3020**

**© 2013 CMMD CORPORATE SERVICES PTY LTD**

ALL RIGHTS RESERVED. NO PART OF THIS WORK COVERED BY COPYRIGHT MAY BE REPRODUCED OR COPIED IN ANY FORM OR BY ANY MEANS (INCLUDING SCANNING AND PHOTOCOPYING) WITHOUT THE WRITTEN PERMISSION OF CMMD CORPORATE SERVICES PTY LTD. THIS DOCUMENT WAS DRAFTED FOR CMMD CORPORATE SERVICES  
BY PAUL BRAVENDER-COYLE, BARRISTER AT LAW

# Certificate of Registration of a Company

This is to certify that

**THE SECONDARY PTY LTD**

**Australian Company Number 616 770 453**

is a registered company under the Corporations Act 2001 and  
is taken to be registered in Victoria.

The company **is limited by shares.**

The company is a **proprietary** company.

The day of commencement of registration is  
**the eleventh day of January 2017.**



Issued by the  
Australian Securities and Investments Commission  
on this eleventh day of January, 2017.

A handwritten signature in black ink, appearing to read 'G. Medcraft', is written over a horizontal line.

Greg Medcraft  
Chairman

CERTIFICATE

**MINUTES OF MEETING OF DIRECTORS OF  
THE SECONDARY PTY LTD**

**(ACN 616770453)**

**PRESENT:** **HIEN QUANG NGUYEN**  
**SHEUNG PING CHAN**

**MEETING HELD AT:** 27 COOGEE DRIVE, TAYLORS HILL VIC 3037

**DATE OF MEETING:** 11th day of JANUARY 2017

**CHAIR:** It was resolved that **HIEN QUANG NGUYEN** be appointed to act as Chair of the Meeting.

**CERTIFICATE OF REGISTRATION:** The Chair tabled the Certificate of Registration of the Company given under the hand of the Chair for the Australian Securities & Investments Commission together with a copy of the Constitution of the Company.

**PUBLIC OFFICER:** That **HIEN QUANG NGUYEN** be appointed Public Officer of the Company and that the Taxation Department be notified accordingly.

**SECRETARY:** The Chair tabled a form of Consent to act as Secretary executed by **HIEN QUANG NGUYEN**.

**REGISTERED OFFICE:** It was resolved that the registered office of the Company be situated at 27 COOGEE DRIVE, TAYLORS HILL VIC 3037

**SHARES:** It was resolved that the following application(s) for share(s) be registered as member(s) of the Company in respect of the share(s) for which they have subscribed namely:

**HIEN QUANG NGUYEN** Fifty (50) \$1.00 Class A share(s)  
**SHEUNG PING CHAN** Fifty (50) \$1.00 Class B share(s)

and that Certificates be issued in respect of these share(s), executed by affixing the company seal or being signed by the person(s) who are authorised to sign for the company.

**CONSENT TO BECOME MEMBER OF  
THE SECONDARY PTY LTD  
(ACN 616770453)**

I, **HIEN QUANG NGUYEN** of 27 COOGEE DRIVE, TAYLORS HILL VIC 3037

**HEREBY CONSENT** to become a member of the abovenamed Company, and I agree upon registration to take up Fifty (50) Class A share(s) of \$1.00 each, and to pay to the company the sum of \$50.00 (Fifty Dollar(s)) due and payable on the issue of this/these share(s).

I agree to the terms of the proposed Constitution of the Company.

**DATED** this 11th day of January 2017

  
\_\_\_\_\_  
**HIEN QUANG NGUYEN**

**CONSENT TO BECOME MEMBER OF  
THE SECONDARY PTY LTD  
(ACN 616770453)**

I, **SHEUNG PING CHAN** of 27 COOGEE DRIVE, TAYLORS HILL VIC 3037

**HEREBY CONSENT** to become a member of the abovenamed Company, and I agree upon registration to take up Fifty (50) Class B share(s) of \$1.00 each, and to pay to the company the sum of \$50.00 (Fifty Dollar(s)) due and payable on the issue of this/these share(s).

I agree to the terms of the proposed Constitution of the Company.

**DATED** this 11th day of January 2017

  
\_\_\_\_\_  
**SHEUNG PING CHAN**

**MINUTES OF MEETING OF MEMBER(S) OF  
THE SECONDARY PTY LTD  
(ACN 616770453)**

The following are the Minutes of a general meeting of the members of **THE SECONDARY PTY LTD (ACN 616770453)** held at 27 COOGEE DRIVE, TAYLORS HILL VIC 3037 on 11th day of JANUARY 2017.

**PRESENT:** **HIEN QUANG NGUYEN** (Chair)  
**SHEUNG PING CHAN**

**CHAIR AND QUORUM:** The meeting was chaired by **HIEN QUANG NGUYEN**, who noted that a quorum was present.

**NOTICE OF MEETING:** The notice of meeting was, with the permission of the meeting, taken as read.

**CERTIFICATE OF REGISTRATION AND CONSTITUTION:** The Certificate of Registration of the Company given under the hand of the Chair for the Australian Securities & Investments Commission together with a copy of the Constitution of the Company was tabled.

**BOOKS OF ACCOUNT:** The following resolution was put to the meeting as a special resolution and was passed unanimously:

**RESOLVED** That the Company officers be authorised to expend money as necessary in order to keep the Company records and accounts as required by law.

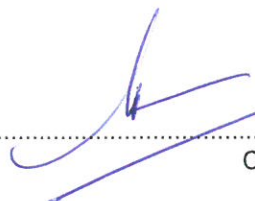
**ADOPTION OF NEW CONSTITUTION:** The following resolution was put to the meeting as a special resolution and was passed unanimously:

**RESOLVED** that the proposed Constitution circulated to the members with the notice of meeting, a copy of which is attached, be adopted.

**CLOSURE:** There being no further business the meeting was closed.

**DATED:** 11 / 01 / 2017

**SIGNED as a correct record:**

  
.....  
Chair



**NOTICE OF APPOINTMENT OF PUBLIC OFFICER**

**THE SECONDARY PTY LTD**

**(ACN 616770453)**

**TO:** The Commissioner of Taxation  
Collins Square  
747 Collins Street  
DOCKLANDS VIC 3008

**TAKE NOTICE** that as from the date of this notice the person named below as "The Public Officer" is appointed by "The Company" named below for the purpose of the provisions of the Income Tax Assessment Act 1936 as Amended:

**DATED** this 11th day of January 2017

"The Public Officer":      Name:      **HIEN QUANG NGUYEN**

Address: 27 COOGEE DRIVE  
TAYLORS HILL VIC 3037

Occupation:

"The Company":      Name:      **THE SECONDARY PTY LTD**

Registered Office:  
27 COOGEE DRIVE  
TAYLORS HILL VIC 3037

---

**HIEN QUANG NGUYEN**

**CONSENT TO ACT AS DIRECTOR**  
**THE SECONDARY PTY LTD**  
**(ACN 616770453)**

I, **HIEN QUANG NGUYEN** of 27 COOGEE DRIVE, TAYLORS HILL VICTORIA 3037 ,  
**HEREBY CONSENT** to act as Director of the abovenamed company as at the date hereof.

DATED this 11th day of January 2017



---

**HIEN QUANG NGUYEN**



**CONSENT TO ACT AS DIRECTOR**

**THE SECONDARY PTY LTD**

**(ACN 616770453)**

I, **SHEUNG PING CHAN** of 27 COOGEE DRIVE, TAYLORS HILL VICTORIA 3037 ,  
**HEREBY CONSENT** to act as Director of the abovenamed company as at the date hereof.

DATED this 11th day of January 2017

  
\_\_\_\_\_  
**SHEUNG PING CHAN**

**CONSENT TO ACT AS SECRETARY**

**THE SECONDARY PTY LTD**

**(ACN 616770453)**

I, **HIEN QUANG NGUYEN** of 27 COOGEE DRIVE, TAYLORS HILL VICTORIA 3037 ,  
**HEREBY CONSENT** to act as Secretary of the abovenamed company as at the date  
hereof.

DATED this 11th day of January 2017



---

**HIEN QUANG NGUYEN**

**SHARE CERTIFICATE**  
**THE SECONDARY PTY LTD**  
**(ACN 616770453)**

**Certificate No. 1**

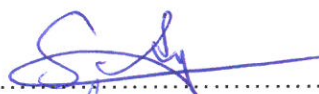
**Register** Victoria

**Distinctive Number of Share** 1-50

This is to certify that **HIEN QUANG NGUYEN** of 27 COOGEE DRIVE, TAYLORS HILL VIC  
3037

is the holder of Fifty (50) Class A share(s) at \$1.00 each

of which the sum of \$50.00 (Fifty Dollar(s)) has been paid to the company in full payment  
for the share(s) in **THE SECONDARY PTY LTD (ACN 616770453)** on the 11th day of  
January 2017.

.....  **Director**

.....  **Director/Secretary**

*This certificate must be surrendered to the Company on the transfer of any of the above shares.*

**RECEIPT**

*Received from* **HIEN QUANG NGUYEN**

**Certificate No.** 1

**Distinctive No. of Share** 1-50

**No. of Shares** 50

**Register** Victoria

*on which the sum of \$50.00 has been paid in full.*

*Signed*

**SHARE CERTIFICATE**  
**THE SECONDARY PTY LTD**  
**(ACN 616770453)**

**Certificate No. 2**

**Register** Victoria

**Distinctive Number of Share** 51-100

This is to certify that **SHEUNG PING CHAN** of 27 COOGEE DRIVE, TAYLORS HILL VIC  
3037

is the holder of Fifty (50) Class B share(s) at \$1.00 each

of which the sum of \$50.00 (Fifty Dollar(s)) has been paid to the company in full payment  
for the share(s) in **THE SECONDARY PTY LTD (ACN 616770453)** on the 11th day of  
January 2017.

  
..... **Director**

  
..... **Director/Secretary**

*This certificate must be surrendered to the Company on the transfer of any of the above shares.*

**RECEIPT**

*Received from* **SHEUNG PING CHAN**

**Certificate No.** 2

**Distinctive No. of Share** 51-100

**No. of Shares** 50

**Register** Victoria

*on which the sum of \$50.00 has been paid in full.*

*Signed*