

**THE MINUTES OF THE GENERAL MEETING OF SHAREHOLDERS OF CCW  
CO-OPERATIVE LIMITED, HELD AT BARMERA CLUB, DEAN DRIVE, BARMERA,  
SA, ON THURSDAY, 12 OCTOBER 2023, AT 10.30 AM.**

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**PRESENT:** A Kassebaum (Chairman)  
A Brock (Deputy Chairman)  
P Hill (Director)  
D Cotsaris (Director)  
M Evans (Director)  
J Godden (CEO)  
K Burton (Company Secretary)  
V Zois (Executive Assistant)

84 shareholdings represented

**APOLOGIES:**

Apologies were received from –

A Clark (Independent Director)  
A Koutouzis (Director)  
B Fenwick (Director)  
R Marchant  
R Hondow

**WELCOME:**

The Chairman welcomed all shareholders to the meeting, introduced Directors present, received apologies, and declared the meeting open and handed over to CEO Jim Godden to commence presentation.

**BUSINESS ARISING:**

CEO Jim Godden commenced a presentation by stating the purpose of the Special General meeting was by written requisition of members under Rule 26(2) of the Rules of the Co-operative.

The presentation which is attached to these minutes addressed the questions contained within the members' requisition for Special General Meeting.

At the end of the presentation the CEO and Chair called for questions from the floor.

**QUESTIONS FROM THE FLOOR:**

A range of questions arose, many of which were of similar focus and some that were more statement in nature rather than question –

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- Will the board reverse its decision to approve contract transfers on property sales?
- Members are unhappy with the statement in Chairman's letter that 3,750 tonnes will be added to the Direct portfolio.
- It was pointed out by a member that at a previous grower meeting it was condoned that the Board approve the contract transfers, which is contrary to the sentiment held now.
- A Kassebaum provided a correction to his Chairman's letter, saying that it should be noted the 3,750 tonnes are NOT added to the portfolio. Those tonnes are existing tonnes in the whole intake of grapes by CCW.
- How will this work in the future as there is potential for more tonnes as property sales continue and contracts are transferred?
- A Kassebaum advised that management and Board will be continuing to follow up with Accolade Wines (AW) that it is expected that AW will honour the intake of quota from sale of property/transfer of contract.
- A grower requested access to Board Minutes to see who voted for/against the transfer of contracts being signed by CCW.
- A Kassebaum advised that a division is not recorded within the minutes. If a motion is carried by the majority it is recorded as carried.
- Is there a contract between AW and CCW? A (Answer) - Yes, Preferred Supplier Agreement (PSA)
- How come AW are not being held to account? A - CCW are going through a legal process now.
- A question was raised on what growers were paid for SHZ and CAS deliveries for Direct fruit. A – SHZ \$115/T and CAS \$150/T.
- It was expressed that more should be done to follow up with the ACCC and also the media.
- What is the Board doing to stop this in the future? How do we ensure that we are not making the same mistakes? What other ways are we mitigating risks? A – tighter governance, full reporting to the Board, Audit and Risk Committee process, including Risk Register and Delegation of Authority.
- Do we have the approximate price of legal action against AW? A – A Kassebaum (AK) has undertaken to inform members after the mediation process has been completed and legal positions are known, next steps and potential costs.
- Historically, contracts were able to be sold – where is that now? A – that is the current conundrum, AW is currently not accepting any quota/contract variations (ie sale/transfer/redevelopment), contracts cannot be sold.
- Are we making contracts with patches of vines or with growers? A – The contract is for a patch of land (ie. hectares) but is signed with the Grower.
- It was asked if we could walk away or cancel the Direct Contracts? A – The Board sought legal opinion on this and have been advised that the termination costs could be significant. It was mentioned that the Co-operative does not have funds to cover any potential costs.
- How are CCW safeguarding from paying extra in case AW don't come to the party by V24? A – by seeking uncontracted grape sales.
- A grower advised if property sale contracts could include option of contract transfer dependant on AW result. A – idea/option to be taken to the Board.
- Why are we not taking AW to court? A – we are.

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- Everyone was urged as a group to sign a petition to contact ACCC insisting on a Code of Conduct similar to the dairy industry.
- Another vintage is about to begin. The winery cannot survive if they have no grapes. We should not deliver until they provide a V24 position.
- The cost of running CCW is out of control and too dear. Get rid of the wine, stop making more. What is done is done.
- Vineyard owners and contractors and issues with mental health. What is happening with V24? We need urgent advice to know what to do with next vintage. A – we have sought information from AW but to date they are providing no answers.
- Why is the former chairman suing the Board? He is present and should explain. A – there are differences with interpretation of contracts. AK allowed A Chabrel the floor if he wanted to respond.
- A Chabrel asked why do growers think CCW can fix their problems? AW will be no different next year.
- Have the Board considered if mediation is not successful, non-delivery? A – No but pricing this year will determine whether you deliver or not. AW are obliged to take all fruit. We do not know what price and will not know until prior to vintage. We will have indicative price by 15 December, per code of conduct for Australian Wine Grape purchases.
- Why are the media not involved and a rally organised? Also where is government assistance - the region is collapsing? A – CCW are speaking to many Ministers and MP's (Plibersek/Scriven/Pasin).
- We should blockade like France and Italy. A – private individuals do what you like.
- A member asked if we know the penalty for Directors using information for personal gain. The member then went on to provide the answer and then continued to make accusations against CCW Management, regarding dishonest behaviour.
- There was a request for a forensic investigation into how the Direct business came about.
- Have we asked the Direct contract growers who would like to relinquish their contracts?
- We could pay them \$500/tonne and levy \$499/tonne.
- Were the direct contracts levied higher for reds? A – yes.
- There was discussion around Riverland Wine Grape Growers Association's responsibility to represent CCW to enforce a Code of Conduct and to lobby government.

The above questions, statements and general comments were contributed by a number of members namely – R Hartigan, J Kalantzis, M Pickering, S Tanner, J Giahgias, B Rosenzweig, D Sigismondi, J Perrin, P Showell, I McFarlane, A Chabrel, M Sialas, D Heward.

Please note – any names omitted from the above list is due to the Company Secretary/minute taker not knowing who the speaker was.

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A Kassebaum as Chairman of CCW undertook that all the concerns raised at the General meeting of CCW will be taken to the Board for full discussion and decision where necessary and that further communication will be forthcoming to inform all members of outcomes.

**CLOSURE:**

The Chairman thanked all shareholders for attending, and declared the meeting closed at 12.10 pm.

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CERTIFIED as a true and correct record:

.....A KASSEBAUM  
CHAIRMAN

Date .....

DRAFT