BULLDOZER FILMS LTD

ARTICLES OF ASSOCIATION (NOT-FOR-PROFIT PROVISIONS)

1. Social Purpose

The Company exists to produce, commission, exhibit and promote film, television, digital media and other creative works for the benefit of the public and the communities it serves. Its objectives include:

- advancing education through film and media;
- supporting emerging filmmakers and creative practitioners;
- promoting social inclusion, equality, environmental sustainability and cultural participation;
- producing work that creates positive social impact; and
- carrying on any lawful activities that further these objectives.

2. Not-for-Profit Status

The Company shall operate on a not-for-profit basis.

The profits, income and assets of the Company shall be applied solely towards the furtherance of its social objects.

No profits or surplus shall be distributed directly or indirectly to shareholders by way of dividend or otherwise.

3. Permitted Payments

Nothing in these Articles prevents the Company from:

(a) paying reasonable salaries, fees or remuneration to employees, directors or contractors for services actually provided;

(b) reimbursing reasonable expenses incurred on behalf of the Company;

(c) paying interest on loans at reasonable commercial rates; or

(d) purchasing goods or services on normal commercial terms where this is demonstrably in the interests of the Company.

4. Directors' Duties

The directors shall manage the Company in a manner consistent with its social purposes and shall have regard to:

- the long-term impact of the Company's activities;
- the interests of beneficiaries and communities served;
- environmental sustainability;
- artistic and cultural development; and
- maintaining the Company's not-for-profit character.

5. Use of Surplus

Any operating surplus shall be retained and reinvested exclusively to:

- develop new productions;
- support community film projects;
- provide education and training;
- improve accessibility to film and media;
- acquire equipment and facilities; or
- further any of the Company's social purposes.

6. Asset Lock

If the Company is dissolved or wound up, after payment of all debts and liabilities, any remaining assets shall not be distributed to shareholders.

Instead, they shall be transferred to one or more organisations with similar social, charitable or community purposes, as determined by the members by Special Resolution or, failing that, by the directors.

7. Amendment

No amendment shall be made to these Articles that would permit the distribution of profits or assets to shareholders except as expressly permitted under these Articles or required by law.

8. Interpretation

These Articles shall be interpreted so as to preserve the Company's status as a not-for-profit organisation pursuing social objectives for the public benefit.