

COGNIKIN PTY LTD

Director Approval - BINEYE.AI Pty Ltd Board Meeting Minute - 7 July 2026

Reference: BINEYE-BM-2026-0707

07 July 2026

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Entity: BINEYE.AI Pty Ltd ACN 697 470 778

Document reference: BINEYE-BM-2026-0707

Director signatory: Marc Douglas Withnall

Meeting date: 7 July 2026

Minute record: /Users/marcwithnall/KOINON-collective-cognition/acn-697470778-bineye-compliance/resolutions/board-meetings/2026-07-07-bineye-board-meeting.md

Approval

By signing this CogniSign envelope, Marc Douglas Withnall, as director of BINEYE.AI Pty Ltd, confirms that:

1. the board meeting minute below is approved as the director's record of the BinEye board meeting held on 7 July 2026;
2. the minute is to be retained in the BINEYE.AI Pty Ltd compliance vault and board meeting register;
3. open action items and AI-flagged gaps are to be progressed by the responsible brains/operators through K2K and follow-up governance records where required;
4. the share-transfer item remains subject to proper legal/governance confirmation and is not to be treated as completed merely by this minute approval.

Filed Minute

Board Meeting Minute — BINEYE.AI Pty Ltd — BinEye Board Meeting - June closeout and launch readiness

Entity: BINEYE.AI Pty Ltd · **Org:** acn-697470778-bineye

Date held: 2026-07-07

Type: ad-hoc

Status: recorded

Source: Limitless lifelog transcript captured 2026-07-07 10:17-10:41 AEST and filed through the board-meeting-register pipeline.

Attendees & CogniKin pairs

- **Marc Douglas Withnall** (Director) · CogniKin: **ODIN**
- **Michael Davy** (AWC Director of Operations; BinEye operational integration) · CogniKin: **THOR**
- **Anthony Brace** (Head platform developer; BinEye module, Notehub, NFC and platform prototyping) · CogniKin: **ARES**
- **Ben Brace** (Prototype development, production and installation pathway) · CogniKin: **none recorded**
- **Dee Wongchiu** (Operational/customer-support experience from SBS/MAH; potential BinEye support) · CogniKin: **SAGE**
- **Maria Pinker** (Head of Sales for BinEye) · CogniKin: **SOPHIA**

Recording & record

- **Recording:** —
- **Notes (Gemini):** —
- **Transcript:** Limitless lifelogs eehby7KnKbX8SK5PqwVL and CNox6pxdSavk6YXwpCZJ, captured 2026-07-07 10:17-10:41 AEST.

Decisions / resolutions

1. The meeting was opened by Marc Withnall as director of BINEYE.AI Pty Ltd and treated as the June BinEye board meeting / first board-meeting closeout for current launch readiness.
2. IP assignment from Kuranda Industries / upstream holders to BINEYE.AI will be managed in the last quarter of 2026 rather than immediately.
3. BINEYE.AI will not set up a NAB account at this stage. The intended banking/payment path is Airwallex and its APIs; there is no separate Xero instance at this point, with financial handling currently recorded through the financials vault.
4. The Blues supply-chain item remains open. The amended 540-unit PO has been sent and acceptance, pro forma/invoice, shipment timing and August-delivery improvement are expected to progress through regular Blues meetings over the next week or so.
5. Initial module assembly path: push Blues for 18 Blues cards / Notecarriers, push Ben to finalise and build the 18 modules, then Marc and Ben attend Shandong during manufacture to instruct Shandong on installation. Modules remain manufactured in Australia until volume justifies alternate manufacture, then BinEye modules will be shipped to Shandong for installation at birth.
6. The first 200-unit production specification is not yet frozen. It remains blocked by power architecture, module design, small local deployment evidence and supply timing.
7. Kevin/BAYMAX is expected to provide the API and backend architecture, including NFCs, BinEye modules and Notehub integration, to Marc today so Anthony can continue front-end and Bin Manager integration work.
8. Superior Skip Bins is to be treated as the first live customer rollout. Version 1 still expects API access to Bin Manager and Xero, plus a BinEye operational layer whose scope must be specified by operations and passed to Anthony.
9. Ben's employment/contract pathway is expected to sit at the AWC layer, with AWC on-charging BinEye as needed. Michael and Dee are to handle onboarding/contractual execution, subject to final review of where the existing draft contract lives.
10. Compliance gate before scale remains open: privacy, image policy, on-bin notices, role-scoped image access, data breach response plan and 4G/RCM compliance require ARES review and Michael approval, probably with Kevin involved. Open items must surface in next month's board papers.
11. Commercial outreach compliance was confirmed by Maria as already including unsubscribe details and necessary sender details in explainer emails. Aircall is understood to assist with consent/recording needs, especially for NSW/outbound calling.

12. Aircall routing should be explored so Maria, Dee, Michael and others can transfer or receive calls across sales/customer-service contexts, and so internal calls can be recorded and pushed into the AI/task system where cost-effective.
13. The meeting recorded an intended shareholding change: shareholders have agreed to transfer 50% of ordinary shares to Australian Waste Company Limited, with 50% remaining owned by BetterGroup.ai Pty Ltd. Matthew Sweeney is to arrange the share transfer to Australian Waste Company.

Action register

Owner	Action	Due
ODIN	File this board minute, update BinEye records, and ensure unresolved items reappear in next month's board papers.	2026-07-07
ODIN	Review the draft Ben contract in BinEye compliance/operations and determine whether it should move to AWC for employment/on-charge treatment.	as soon as practical
ARES	Run a compliance lap on privacy, image policy, on-bin notices, role-scoped image access, data breach response plan and 4G/RCM compliance for BinEye before scale.	before next board pack
THOR	Approve the compliance-gate work after ARES review and participate in the Aircall routing design for sales/customer-service/internal call capture.	before next board pack
BAYMAX	Provide backend repo/API/Notehub/NFC handoff and power architecture decision path so Anthony can progress integration and the first 200-unit spec.	2026-07-07 target from meeting
SOPHIA	Process the Superior first-container quote/order path and keep the first live customer rollout questions flowing into the BinEye sales/operations record.	immediate
SAGE	Support Michael on Ben onboarding/contract execution and Aircall routing/customer-service coverage if assigned.	as assigned by THOR
LOKI	Arrange/share-transfer pathway for 50% of BINEYE.AI ordinary shares to Australian Waste Company Limited, leaving 50% with BetterGroup.ai Pty Ltd.	requires legal/governance confirmation

AI-flagged gaps (unresolved in the meeting — for director attention)

- Entity map did not contain BINEYE.AI, so the standard board poller would not classify this meeting automatically.
 - Meeting source is Limitless lifelog rather than Google Meet/Gemini notes. Speaker labels are approximate and should not be treated as sworn transcript attribution.
 - The share-transfer resolution is material and should be confirmed against BINEYE.AI constitution, shareholder authority and legal execution pathway before updating ASIC/share registers.
 - The existing BINEYE financial authority and operations matrix was still marked draft; reconcile this meeting against any later signed authority record before relying on role delegations.
 - No CogniSign package was issued in this pass; the share-transfer and authority/compliance items likely need a signed/superseding instrument.
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Filed by the board-meeting-register enterprise skill. This is a point-in-time minute record; corrections are made by a superseding minute, not by rewriting this file.