



.au Domain Administration Limited
ACN 079 009 340

NOTICE OF ANNUAL GENERAL MEETING

The Directors of .au Domain Administration Limited (**auDA**) are pleased to invite you to attend its 2022 Annual General Meeting.

Date: Wednesday, 16 November 2022
Time: 5 pm AEDT (Melbourne time)
Venue: **The 2022 Annual General Meeting** will be held online only, via the virtual meeting link below:
[Meetings.linkgroup.com/auDA22](https://meetings.linkgroup.com/auDA22)

Registering: Please read the following notes regarding registering to attend the 2022 Annual General Meeting and being able to submit questions during the 2022 Annual General Meeting.

BUSINESS

1. WELCOME

Acknowledgement of country, welcome and any apologies.

2. REPORTS FROM THE CHAIR AND CEO

To provide general updates on the activities, operations and progress of auDA since the 2021 Annual General Meeting.

3. REPORTS

To consider the financial report of auDA and the reports of the Directors and auditor for the year ended 30 June 2022.

4. DECLARATION OF NEWLY ELECTED DIRECTORS

To declare the candidates elected as Elected Directors in accordance with rule 5.6 of auDA's constitution.

5. GENERAL BUSINESS

To consider any other business that may properly be brought before the meeting.

Date 20 October 2022

By resolution of the Board of Directors

NOTES

These Notes form part of the Notice of Annual General Meeting.

Right to attend and vote

The only persons eligible to attend and vote at the 2022 Annual General Meeting are members, pursuant to rule 2.1 of the auDA Constitution. Members will be able to attend the 2022 Annual General Meeting by way of the virtual meeting link.

Any voting at the 2022 Annual General Meeting will be conducted by way of a poll.

Registration

Members will receive the virtual meeting link and a unique identifier from Link Market Services prior to the meeting, along with instructions on how to access the meeting and to submit questions.

Speaking and participating during the online meeting

Members will be able to submit questions via the online facility or ask questions by telephone during the 2022 Annual General Meeting using their unique identifier. If you do not have a unique identifier, you will still be able to view the meeting by accessing: Meetings.linkgroup.com/auDA22. For telephone questions dial 1800 416 518 (local) or +61 2 9189 8864 (international).

Access to the online meeting and software requirements

Detailed information on accessing the meeting and software requirements is available in the Virtual Meeting Guide available on the auDA website (www.auda.org.au/about-auda/governance/general-meetings). In the event of a substantial technological failure that prevents members from having a reasonable opportunity to participate in the Meeting, the Company will provide an update on its website and communicate the details of the postponed or adjourned Meeting to members.

Voting

There are no resolutions requiring a vote of members set out in the notice of meeting. Any voting that is required at the Annual General Meeting will occur by way of poll.

Appointment of proxies

Each member entitled to vote at the 2022 Annual General Meeting may appoint a proxy to attend and vote at the 2022 Annual General Meeting.

A proxy need not be a member of auDA.

Lodgement of proxy documents

For an appointment of a proxy for the meeting to be effective:

- the proxy's appointment; and



- if the appointment is signed by the appointor's attorney – the authority under which the appointment was signed (eg a power of attorney) or a certified copy of it,

must be received by auDA via email at companysecretary@auda.org.au at least 48 hours before the meeting.

EXPLANATORY NOTES, COMMENTARY AND RECOMMENDATIONS

This information forms part of the Notice of the 2022 Annual General Meeting.

Voting to elect Elected Directors (Election)

In accordance with rule 5.6 of the Constitution, details of the Election are attached to this Notice of Annual General Meeting, including:

- a) a statement of the number of vacancies to be filled at the Election, together with a list of candidates and their eligibility to stand for election as an Elected Director; and
- b) instructions on how to vote at the Election electronically (*to be provided via email by Link Market Services*) (**Instructions**).

A member wishing to vote at the Election shall comply with the Instructions.

All electronic votes received in accordance with the Instructions not later than 48 hours before the time for which the Annual General Meeting is called shall be counted in the ballot.

After the ballot is closed the Returning Officer shall satisfy themselves regarding the integrity of the ballot, estimate any invalid or informal votes, and count the ballot.

At the Annual General Meeting, the Independent Chairperson shall declare the following candidates elected:

- a) the highest polling candidate to fill any vacancy created by an Elected Director; and
- b) the next highest polling candidates to fill any remaining vacancies created by Elected Directors.

If any two or more candidates have the same number of votes, the Returning Officer shall determine the candidate deemed to have the highest number of votes by lot in the presence of the candidates or their nominees.

Non-receipt of a voting paper by any member shall not invalidate the ballot.



PROXY APPOINTMENT FORM

.au Domain Administration Limited

ACN 079 009 340

Name and address of member

Appointment of proxy

I, being a member of .au Domain Administration Limited and entitled to attend and vote, appoint

or if that person fails to attend or, if no person is named, the Chair of the meeting to attend, act generally and vote as the proxy or the Chair sees fit, at the 2022 Annual General Meeting of .au Domain Administration Limited to be held on Wednesday 16 November 2022, and at any adjournment.

Signatures of member(s)

Member

Contact name

**Contact daytime
telephone**

____/____/____

Date



INSTRUCTIONS FOR COMPLETION OF PROXY APPOINTMENT FORM

Your name and address

This is your name and address as it appears on the register of members of auDA.

Appointment of proxy

If you are entitled to vote at the meeting you have a right to appoint a proxy and should use this Proxy Appointment Form. The proxy need not be a member of auDA and can be an individual or a body corporate.

If you wish to appoint someone other than the Chair of the meeting as your proxy, please write the name of that person in the appropriate box. Members cannot appoint themselves. If you leave the box blank, or your named proxy does not attend the meeting, the Chair of the meeting will be your proxy and vote on your behalf.

Your proxy's authority to speak and vote for you at the meeting is suspended if you are present at the meeting.

Voting directions to your proxy

Your proxy may vote as he or she chooses if there is a vote called at the meeting.

Signing instructions

This Proxy Appointment Form must be signed and dated by the member or the member's attorney.

If this form is signed by an attorney and you have not previously lodged the power of attorney with auDA for notation, please attach a certified copy of the power of attorney to this form when you return it.

Lodgement of Proxy Appointment Form

Proxy Appointment Forms and proxy appointment authorities, for example, the original or a certified copy of the power of attorney (if the Proxy Appointment Form is signed by an attorney) must be received at companysecretary@auda.org.au at least 48 hours before the meeting.

Documents received after that time will not be valid for the scheduled meeting.