

Australasian Investor Relations Association Limited

ACN 095 554 153

NOTICE OF ANNUAL GENERAL MEETING

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Australasian Investor Relations Association Limited ACN 095 554 153 ("**the Company**") gives notice that the 2020 Annual general meeting of members (**AGM**) will be held **on Wednesday, 25 November 2020 at 11:30am – 12:00pm AEDT** via teleconference facilities, permitting members to have the opportunity to participate in the AGM.

To access the teleconference facility in **Australia**, please dial **1800 556 264** and then enter the meeting number **5269839#**. For members in **New Zealand**, please dial **0800 452 794** and then enter the meeting number **5269839#**.

ORDINARY BUSINESS

1. Consideration of Reports

To consider the following reports for the period ended 30 June 2020:

- 1.1 Directors' and Financial Report; and
- 1.2 Independent Auditor's Report.

2. Questions and Comments

Members will be given a reasonable opportunity to ask questions about or comment on the management and audit of the Company.

3. Election and Re-election of directors

To consider and, if thought fit, to pass each of the following resolutions as a separate ordinary resolution:

- 3.1 To re-elect Tracey Whitehead of AMCOR Limited as a director, who retires by rotation in accordance with the Company's Constitution and, being eligible, offers herself for re-election.
- 3.2 To re-elect Fran van Reyk of Qantas Airways Limited as a director, who retires by rotation in accordance with the Company's Constitution and, being eligible, offers herself for re-election.
- 3.3 To elect Ross Moffat of Telstra Corporation Limited as a director to fill a casual vacancy.

4. Other business

To consider any other business brought forward in accordance with the Company's Constitution or the law.

Date on 20 October 2020.



**By order of the Board
Ian Matheson
Company Secretary**

NOTES

These notes form part of this notice of AGM.

Right to vote

Only Corporate members of the Company have a right to vote at the AGM. Each Corporate member has 1 vote.

Proxies

A member who is entitled to vote at the AGM has a right to appoint a proxy and should use the proxy form which accompanies this notice of AGM. The proxy need not be a member of the Company. The appointment may be a standing one.

A proxy's authority to speak and vote for a member at the AGM is suspended if the member is present at the AGM, whether or not that member is present individually, (in the case of a corporation) by representative or by power of attorney.

The proxy form must be signed and dated by the member or the member's attorney.

Proxy forms and the original or a certified copy of the power of attorney (if the proxy form is signed by an attorney) must be received,

- at AIRA, GPO Box 1365, Sydney NSW 2001; or
- email administration@aira.org.au.

at least 48 hours before the time for which the AGM was called, being no later than 11.30am on 23 November 2020 or, if the AGM had been adjourned, before the AGM is resumed.

Powers of Attorney

A member may appoint an attorney to exercise any of its powers at the AGM. The attorney does not need to be a member. The appointment may be a standing one. If the appointer is an individual, the power of attorney must be signed in the presence of at least one witness.

If more than 1 attorney appointed by a member is present at the AGM and the Company has not received notice of revocation of any appointments:

- (a) an attorney appointed to act at the AGM may act to the exclusion of an attorney appointed under a standing appointment; and
- (b) subject to this, an attorney appointed under a more recent appointment may act to the exclusion of an attorney appointed earlier in time.

An attorney's authority to speak and vote for a member at the AGM is suspended if the member is present at the AGM, whether or not that member is present individually, (in the case of a corporation) by representative or by power of attorney.

An appointment of a power of attorney is not effective unless the power of attorney or a certified copy of it is received by the Company:

- at AIRA, GPO Box 1365, Sydney NSW 2001; or
- email administration@aira.org.au.

at least 48 hours before the time for which the AGM was called, being no later than 11.30am on 23 November 2020 or, if the AGM had been adjourned, before the AGM is resumed.

Continuing Authority

An act done at the AGM by a proxy, attorney or representative is valid even if, before the act is done, the appointing member:

- (a) dies or becomes mentally incapacitated;
- (b) becomes bankrupt or an insolvent under administration or is wound up; or
- (c) revokes the appointment or the authority under which the appointment was made by a third party,

unless the Company has received written notice of the matter before the start or resumption of the AGM.

EXPLANATORY NOTES, COMMENTARY AND RECOMMENDATIONS

This information forms part of this notice of annual general meeting.

1. Consideration of Reports

The Directors' and Financial Report and the Independent Auditor's Report for the period 1 July 2019 through to 30 June 2020 will be presented for consideration.

Members will receive the Directors' and Financial Report attached to this notice of AGM.

2. Questions and Comments

Following the Consideration of the Reports, the Chairman will give members a reasonable opportunity to ask questions about or comment on the management and audit of the Company.

3. Election and Re-election of directors

- 3.1 To re-elect Tracey Whitehead of AMCOR Limited as a director.
- 3.2 To re-elect Fran van Reyk of Qantas Airways Limited as a director.
- 3.3 To elect Ross Moffat of Telstra Corporation Limited as a director.

4. Other business

The members and the Board will be given a reasonable opportunity to consider any other business brought forward in accordance with the Company's Constitution or the law.

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ACN 095 554 153

PROXY FORM

Name and address of member

Appoints

or failing that person or, if no person is named, the Chairman of the meeting to vote as directed below, or, if no directions are given, as the proxy or the Chairman sees fit at the annual general meeting of the Company to be held on Wednesday, 25 November 2020 at 11.30am AEDT by teleconference facility.

Business:

- 3.1. To re-elect Tracey Whitehead of AMCOR Limited as a director.
- 3.2. To re- elect Fran van Reyk of Qantas Airways Limited as a director.
- 3.3. To elect Ross Moffat of Telstra Corporation Limited Limited as a director.

	For	Against	Abstain

Date:

Signatures of member or attorney

Member, Attorney
(delete whichever is applicable)