

1.2 IMPORTANT INFORMATION

Proxies

A Member who is entitled to attend and cast a vote at the meeting is entitled to appoint a proxy to attend and vote on their behalf. The proxy need not be a Member of Geelong Grammar School Limited. Members may also appoint the Chair as their proxy.

A Member which is a body corporate and entitled to attend and vote at the Annual General Meeting, or a proxy which is a body corporate and is appointed by a Member entitled to attend and vote at the Annual General Meeting, may appoint an individual to act as its representative.

A Proxy Form is **enclosed** with this Notice of Annual General Meeting. For the appointment of a proxy to be valid, the completed form must be received by the Company Secretary by any of the means specified in the form at least 24 hours prior to the time of the meeting.

A Member is entitled to appoint an alternate proxy. The alternate proxy will act as proxy for the Member if their appointed proxy is unable to attend the Annual General Meeting. In the event that no proxy or alternate proxy is named, in an otherwise validly completed proxy form, the Chair shall be appointed to act as proxy for the Member and vote on their behalf.

Resolutions

All items of ordinary business require ordinary resolutions. This means that to be passed, the item requires the approval of a simple majority of votes cast by members entitled to vote on the resolution.

A special resolution means that to be passed, the item requires the approval of at least 75% of votes cast by members entitled to vote on the resolution. There are no special resolutions proposed.

Members will have an opportunity to ask questions and make comment about each resolution.