



Notice of Annual General Meeting

2023

National Trust of Australia (Queensland) Limited is a public company limited by guarantee, incorporated in Australia, the registered office of which is at 28 Tomewin Street, Currumbin QLD 4223 ACN 600-450-860

Saturday 2 December 2023 – 10.00am (Registration from 9.30am)

**Currumbin Wildlife Sanctuary
Sir Walter Campbell Theatre
28 Tomewin Street
Currumbin QLD 4223**

INVITATION FROM THE PRESIDENT

Dear Member

On behalf of the Board of National Trust of Australia (Queensland) Limited (NTAQ) it is my pleasure to invite you to attend our Annual General Meeting (AGM), which will be held on Saturday 2 December 2023 commencing at 10.00am in the Sir Walter Campbell Theatre, Currumbin Wildlife Sanctuary.

The enclosed 2023 Notice of AGM contains details on the items of business that you have the opportunity to vote or comment on at the meeting, as well as explanatory notes and proxy form.

Registration for the AGM is open from 9.30am with Morning Tea, which will be an opportunity to meet and speak with the Board and Leadership team. The AGM will start at 10.00am with an overview of key achievements for the 2022-23 financial year and the strategic directions of the company for the year ahead. The AGM is expected to conclude at 11.00am and Members can then enjoy the rest of the day at the Sanctuary at their leisure.

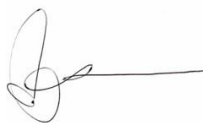
It has been a great year for the Sanctuary and Company as a whole with a strong tourism recovery post the lifting of Covid-19 restrictions and this can be seen in the Annual Report for 2022-23.

I encourage you to attend the AGM or lodge the enclosed proxy form if you are not able to attend in person. It provides an opportunity for Members to have a say in the future of National Trust of Australia (Queensland) Limited.

If you are planning to attend the 2023 AGM, please RSVP online by 27 November via a booking link that will be issued on 31 October. Please bring along your NTAQ Membership card as this will be required for entry to the AGM.

On behalf of my fellow Directors and the NTAQ Leadership team I look forward to seeing you at the 2023 AGM.

Yours sincerely

A handwritten signature in black ink, consisting of a stylized 'J' followed by a horizontal line.

Gina Palmer

President

30 October 2023

2023 NOTICE OF ANNUAL GENERAL MEETING

National Trust of Australia (Queensland) Limited ACN 600 450 860

Notice is hereby given for the ninth Annual General Meeting (AGM) of the Members of National Trust of Australia (Queensland) Limited [NTAQ] (the Company) to be held at:

Location	Sir Walter Campbell Theatre Currumbin Wildlife Sanctuary 28 Tomewin Street, Currumbin, Qld
Date	2 December 2023
Time	9.30am - Welcome Morning Tea and Registration 10.00am - Annual General Meeting Commences

AGENDA ITEMS

Ordinary Business

1. Opening and apologies – President
2. To confirm the minutes of the eighth AGM of Company held on 10 December 2022 (see Annexure A)
3. Introduction/Overview – President
4. Presentation – Chief Executive Officer
5. Financial Statements and reports
To receive and consider the National Trust of Australia (Queensland) Limited financial statements, the Directors' Report and the Independent Auditors report for the year ended 30 June 2023.

No resolution is required.

6. Appointment of Directors to the National Trust of Australia (Queensland) Limited Board

To announce the 2023 Appointments to the Board made under rule 8.2(b) of the Constitution.

No resolution is required.

7. Updated Board Directors' Remuneration Policy

To consider and if in favour pass the following ordinary resolution:

"That the updated Directors' remuneration policy, a copy of which is attached to this resolution (having been circulated to the Members prior to the AGM), is approved."

Brief Explanation: Under rules 8.11 and 9.2(b) of the Constitution Directors may be entitled to remuneration for their services in accordance with a Directors' Remuneration Policy approved by the Members.

8. Increase in Director's Remuneration Pool

To consider and if in favour pass the following ordinary resolution:

"That in accordance with the Directors' Remuneration Policy approved by Members, the total aggregate annual remuneration pool payable to non-executive Directors of the Company be increased by \$33,945 per annum, from \$135,780 to \$169,725 per annum, effective from 2 December 2023.

Special Business

9. Special Resolution – amendment to rule 8.5 of the Constitution

To consider and if in favour pass the following resolution, as a special resolution:

"THAT rule 8.5 of the Company's existing Constitution be amended in the form set out at Annexure B to this notice, with effect from the date of this special resolution."

Note: Further background information to the above business to be conducted at the Annual General Meeting appears in the Explanatory Notes prepared to assist Members.

By Order of the Board of Directors.

Ben Graziani

Company Secretary

30 October 2023

IMPORTANT INFORMATION FOR MEMBERS

HOW TO VOTE

A registered Member of the Company may vote by attending the meeting in person, or if unable to attend, by proxy or authorised representative in case of a body corporate.

VOTING RIGHTS

Under the Constitution a resolution put to the vote at a general meeting must be decided on a show of hands unless a poll (ballot) is demanded. On a show of hands, each Member present has one vote. Ordinary resolutions require only a simple majority to pass i.e., more than 50% of the Members present at the meeting. Special resolutions require at least 75% of the votes cast by Members.

As per the NTAQ Constitution 7.13 Voting rights:

- (d) Notwithstanding anything else in this Constitution, a member who is:
 - (i) aged under 18 years at the date of a general meeting; or
 - (ii) employed by the company at the date of a general meeting,is not entitled to vote on any resolution or any other matter decided at the general meeting and is not counted for the purposes of any quorum.

MEMBERS' RIGHTS TO PUT RESOLUTIONS AT GENERAL MEETINGS

The following Members may give NTAQ notice of a resolution that they propose to move at a general meeting:

- (a) Members with at least 5% of the votes that may be cast on the resolution; or
- (b) at least 100 Members who are entitled to vote at a general meeting.

The notice must:

- a) be in writing;
- b) set out the wording of the proposed resolution; and
- c) be signed by the Members proposing to move the resolution.

The Company Secretary must receive the notice of a resolution **by Monday 20 November 2023** if it is to be considered at the 2023 AGM.

PROXIES

Any Member entitled to attend and cast a vote at the Annual General Meeting (AGM) may appoint a Proxy to attend and vote for them at the meeting. Members are encouraged to appoint a Proxy where they are unable to attend the meeting.

A Proxy does not need to be a Member of NTAQ.

You can appoint a Proxy to attend and vote for you at the meeting in accordance with the directions on the Proxy Form. If you do not direct your Proxy as to how to vote on the Proxy Form, then the Proxy may vote as he or she thinks fit.

A Proxy Form is enclosed with this Notice of Meeting.

Additional information on proxies is included in the *"Members Guide to Proxy Voting"*.

To be effective your Proxy Form must be lodged by **no later than 11.00am (QLD time) on Thursday, 30 November 2023.**

FINANCIAL STATEMENTS AND REPORTS

National Trust of Australia (Queensland) Limited 2022-23 Financial Statements, Directors' Report and Independent Auditors' Report will be available from the website at <http://www.nationaltrust.org.au> or by calling the registered office on 07 5534 1266.

QUESTIONS FROM MEMBERS

It is important to recognise the incredible work our people do every day and their commitment to supporting you, our Members. As always, the Chair of the meeting will allow a reasonable opportunity at the AGM for Members to ask questions or make comments about the management of NTAQ.

EXPLANATORY NOTES

These explanatory notes have been prepared for Members of National Trust of Australia (Queensland) Limited (NTAQ) in connection with the business proposed to be conducted at the 2023 Annual General Meeting (AGM). These explanatory notes should be read in conjunction with the accompanying Notice of Annual General Meeting.

ITEM 5: FINANCIAL STATEMENTS AND REPORTS

The Corporations Act 2001 and Company Constitution requires the financial report, Directors' report, and independent auditor's report to be laid before the AGM. There is no requirement either in the Corporations Act or the Company's Constitution for Members to vote on, approve or adopt these reports but they are to be given a reasonable opportunity at the meeting to ask questions and make comments on these reports and on the business, operations, and management of the Company.

Members are encouraged to read the 2022-23 NTAQ Annual Report and financial statements that will be available from the website at www.nationaltrust.org.au or by emailing accounts@cws.org.au or telephoning 07 5534 1266.

ITEM 6: APPOINTMENT OF DIRECTORS TO THE NTAQ BOARD

The Board of NTAQ currently comprises nine Directors of which six were Member elected for a three year term from the 2021 and 2022 pre AGM online secret ballots and three who were directly appointed by the Board in the 2020 year effective from the end of the 2020 AGM. This is in accordance with section 8.2 of the Constitution that states:

The Board will consist of at least seven and not more than nine Directors comprising:

- a. at least four but not more than six Directors, to be elected by the Members; and
- b. up to three Directors, appointed by the Board for the term determined by the Board, for their particular skills and experience.

Under the current Constitution Directors appointed or elected are entitled to serve for a maximum of two consecutive terms of three years. Pursuant to this requirement, current Directors S Lummis, C Parker, and M Townend appointed by Board in 2020 conclude their first term at end of 2023 AGM but are eligible for reappointment to the Board for a second term of three years. Member elected Director and President G Palmer, having served an additional final term of 12 months pursuant to rule 8.5 (b) of the current Constitution is also retiring at end of 2023 AGM. The Board has decided to not fill this vacancy and will operate with eight Directors for the 2024 year up to end of 2024 AGM.

Rule 8.4 of the Constitution requires that to be eligible for election or appointment as a Director a person must be approved by the Nominations and Governance Committee.

The current Members of the Nominations and Governance Committee are Directors:

- Glenys Schuntner (Chair)
- Gina Palmer (NTAQ President)
- Toby Price
- Mellissa Brown

The Members of Nominations and Governance Committee recommended to the Board on 26 September 2023 meeting that the three current Board appointed Directors, S Lummis, C Parker, and M Townend be reappointed for a second term of three years commencing at end of 2023 AGM. The Committee has assessed the three Directors as being fit and proper and possessing the appropriate set of skills, experience, and knowledge to continue acting as Directors of NTAQ. The non-conflicted Members of the Board confirm that the three Directors continue to be effective and remain independent and committed to their roles.

As the three appointments were made by the non-conflicted Members of the Board pursuant to rule 8.2 (b) of the constitution no Member elections were held in 2023.

ITEM 7: UPDATED DIRECTORS' REMUNERATION POLICY

This ordinary resolution seeks approval from Members for the updated Directors' Remuneration Policy as detailed below. The terms and conditions of the initial policy were developed by the Board and approved by Members at December 2014 AGM. The policy was subsequently updated in 2019 in light of the ACNC's guidance on remunerating Board Members of registered charities that was released in July 2017 and approved by Members at November 2019 AGM.

The updated Directors' Remuneration Policy below largely serves to add a new section 4.1 (a) to allow the Board to increase the Directors Remuneration Pool annually by the latest annualised Consumer Price Index (CPI) for Brisbane with effect from 1 December each year. Any increases above the Brisbane CPI index will require Members' approval.

NATIONAL TRUST OF AUSTAALIA (QUEENSLAND) LIMITED
DIRECTORS' REMUNERATION POLICY
24 October 2023

1 Purpose

- 1.1 The purpose of this Remuneration Policy (Policy) is to further advance the charitable objects of National Trust of Australia (Queensland) Limited (NTAQ) by:
- (a) providing for a transparent, fair, and reasonable process to determine an appropriate and reasonable level of remuneration for the Directors;
 - (b) attracting, retaining, and motivating appropriately qualified Directors of a high calibre, having regard to the complexity of the company and the particular skills and experience necessary and desirable for a company like NTAQ;
 - (c) fostering a culture of maintaining an elevated sense of accountability, responsibility, and contribution from the Directors; and
 - (d) enhancing the pool of potential Directors available in manner that may lead to greater diversity on the Board.

2 Background

- 2.1 Under section 8.11 of the constitution for NTAQ, the Directors may be:
- (a) remunerated for their services as Directors as determined by the Board from time to time in accordance with any Directors' remuneration policy approved by the Members; and
 - (b) reimbursed for expenses incurred in performing their role as Directors as determined by the board from time to time.
- 2.2 Under section 9.2 (b) (i) of the Constitution the following powers must not be exercised by the Directors and must be referred to the Members for decision by ordinary resolution:
- (a) determination of or amendment of a policy in relation to the remuneration and other benefits to be received by the Directors.
- 2.3 It is the intention of the Members of NTAQ that the Directors should focus

strategies and directions which NTAQ should carry out in order to achieve its charitable objects as set out in the constitution and strategic management of its assets.

- 2.4 An effective governance framework is also a focus of the Directors with NTAQ being a public company limited by guarantee under the *Corporations Act 2001* (Cth) and a charitable institution registered with the Australian Charities and Not-for-profits Commission (ACNC), noting that NTAQ may be exposed to significant strategic, financial, and operational risks.
- 2.5 NTAQ operates the Currumbin Wildlife Sanctuary business in a very competitive tourism market in South East Queensland and requires careful strategic management, which may be adversely impacted by significant macroeconomic events. Similar NFP organisations, such as Taronga Zoo, Zoos Victoria, and Perth Zoo, remunerate their Directors and fees are disclosed in their respective Annual Reports.

3 Scope

- 3.1 This Policy applies to the Directors of NTAQ.

4 Directors' remuneration

~~a.4.1~~ Directors' remuneration must be first approved by the Members passing an ordinary resolution (being at least a simple majority) at a general meeting of the Members. In making a recommendation to the Members of NTAQ, the Directors must consider:

- (a) the Board may increase the remuneration pool annually by the latest annualised Consumer Price Index (CPI) for Brisbane with effect from 1 December each year. The CPI will be sourced from the Queensland Statistician's Office;
- ~~(a)(b)~~ the appropriate aggregate level of board remuneration with a given financial year, inclusive of superannuation (Remuneration Pool);
- ~~(b)(c)~~ the division of the Remuneration Pool between the Directors within a given financial year (Base Fee); and
- ~~(e)(d)~~ any other fees that may be payable to a director in addition to the Base Fee as a result of a director assuming a particular role (such as President/Chair), which would genuinely increase the expected level of work and commitment required by the relevant director,

PROVIDED THAT the charitable objects of NTAQ, as set out in the constitution of NTAQ, are at the forefront of any recommendation to the Members and the proposed remuneration levels:

- (a) are fair and reasonable;
- (b) take into account comparative remuneration levels in the not-for-profit sector, where feasible;
- (c) take into account the actual and forecast financial and operational performance of NTAQ;
- (d) are consistent with, and supportive of, maintaining the Directors' independence from NTAQ; ~~and~~
- (e) take into account any recommendations set out in any independent, external report on remuneration that may be commissioned by NTAQ and-
- ~~(e)~~(f) Any proposed increases of Directors' remuneration above the CPI must be first approved by NTAQ Members.

The President (Chair) of NTAQ Board and also Chair of ~~CWS~~ Board appointed Committees may receive a higher fee in recognition of the additional time commitment required to chair and lead the Board and ~~CWS~~ Committees. This approach is not uncommon for NFPs and charitable institutions that remunerate their Boards and Committees.

- 4.2 Notwithstanding 4.2, The NTAQ Directors and Committee Members s will not be entitled to any performance-based remuneration and no additional fees will be paid to Directors for their services to sit on any committees established by the board.
- 4.3 The Directors will be entitled to be reimbursed for any required travel, accommodation and other reasonable out of pocket expenses properly incurred by them in attending and returning from meetings of the board, meetings of any committees, general meetings of Members, or attending to the business of NTAQ in accordance with the NTAQ Director Travel Policy.; ~~provided that such expenses are fair and reasonable and have been approved by the board unless otherwise delegated to the President (Chair).~~
- 4.4 The Directors may be entitled to undertake professional development courses, with the cost of such courses and any reasonable related expenses to be paid for by NTAQ provided that the course has received the prior approval of the President (Chair) before the expense is incurred in accordance with the NTAQ Director Travel Policy.

5 Disclosure and reporting

- 5.1 The remuneration of Directors paid in accordance with this Policy will be disclosed in the NTAQ audited financial statements and Annual Report, which will be available to the Members of NTAQ and lodged with the ACNC.

6 Review of policy

- 6.1 The Board will review this Policy ~~annually~~ every three years or more often as required and continue to monitor trends and patterns in the NFP and charitable sector.
- 6.2 Any formal amendments to this Policy will be referred to the Members of NTAQ for approval.

ITEM 8: INCREASE IN DIRECTORS' REMUNERATION POOL

In order for the Directors' Remuneration Pool to be increased under section 4 of the policy stated in Item 7 the Board must first seek approval from the Members passing an ordinary resolution (being at least a simple majority) at a general meeting of the Members. Also as stated in section 4 the above policy referred to in Item 7 there are a number of factors that the Board is required to consider in determining the appropriate level of remuneration.

Currently the nine Non-Executive Directors of the Company are entitled to receive a combined annual aggregate remuneration pool of \$135,780 including Superannuation that was approved by Members at November 2019 AGM.

Approval is sought from Members by ordinary resolution to increase the total aggregate annual remuneration pool payable to the nine Non-Executive Directors of the Company from \$135,780 to \$169,725 effective from 2 December 2023 and (to be divided between Non-Executive Directors of the Company as the Board determines). The size of the increase is largely CPI related over the past four years.

This represents 0.5% (less than 1%) of the Company's turnover for the 2022-23 financial year of \$33M.

In determining the recommended total aggregate annual remuneration pool the Board engaged an independent external advisor to assess current remuneration pool and undertake benchmarking with relevant organisations. Based on a 2022 McGuirk Australian Board Remuneration Survey Report NTAQ currently pays between the tenth percentile and the twenty-fifth percentile when averaging figures across the three factors used to assess level of Directors remuneration (Revenue, Assets, and number of staff).

The Board considers that this increase in the total Directors' remuneration pool payable to the nine Non-Executive Directors as reasonable and necessary to attract future Directors to the Board of National Trust of Australia (Queensland) Limited given the Company is exposed to significant strategic, financial, and operational risks.

The Currumbin Wildlife Sanctuary property in particular operates in a very competitive tourism market in South East Queensland and requires careful strategic management, which may be adversely impacted by significant macroeconomic events.

ITEM 9: Proposed Amendment to the Company Constitution

Why is the National Trust of Australia (Queensland) (the Company) amending its Constitution?

It is proposed that the Constitution for the Company be amended to give the Board the power to extend the three year term of existing Directors for an additional period of 12 months in certain circumstances.

The amendments to the Constitution are proposed to address the circumstances and timing for Directors to be periodically replaced. The Board has received legal advice on the suitability of the proposed amendments and considers these amendments necessary to ensure that the Board is stable over time, retaining the right mix of skills and experience to guide the Company.

What are the key changes?

Under the proposed amendments, where the periodic director rotations would result in the retirement of more than three Directors in any 24-month period, the Board may elect to extend the term of up to two of those Directors for a further 12 months.

This power to extend the term of a Director's appointment would apply to either a Director's initial term or their subsequent re-elected term, but for the avoidance of doubt may only be applied to one term. As a result, the maximum term a Director may serve is seven years.

However, if a Director is the President at the conclusion of their term, that Director may have their term extended for an additional 12 months, notwithstanding that the Director may have had their prior term extended. As a result, the maximum term the President may serve is eight years.

In determining whether to extend the term of a director, the Board must consider the Board's policy regarding the appropriate mix of skills and experience on the Board. The decision to extend a director's term would be determined by the Board by way of a secret ballot by post (being a 'silent' vote, which is the same method currently used for

the election of Directors) or by any other method prescribed from time to time in the written policy of the Board.

The Directors unanimously recommend that Members vote in favour of this amendment to the Constitution. To pass this resolution, a special resolution is required of at least 75% of the votes cast by Members to be in favour of the resolution.

MEMBERS' GUIDE TO PROXY VOTING

WHAT IS A PROXY

A Member of National Trust of Australia (Queensland) Limited [NTAQ] is entitled to appoint a person to attend a general meeting and vote on their behalf. The person appointed is called your "Proxy".

WHO CAN YOU APPOINT AS PROXY?

You can appoint the Chair of the meeting or any other person. That person need not be a Member of NTAQ.

As per rule 7.13 (a) (iii) of the current Constitution if any person appointed as Proxy has two or more appointments that specify different ways to vote on the resolution, the Proxy must not vote on a show of hands. Accordingly, it is suggested that if you appoint a Proxy, you confirm with your Proxy that they are not already appointed as a Proxy for another Member who has instructed to vote in different ways.

By appointing the Chair as your Proxy, the Secretary registers your Proxy and voting directions when your Proxy Form is received.

YOUR PROXY VOTING INSTRUCTIONS

Undirected Proxy

If you do not direct your Proxy how to vote your Proxy can decide how they vote on your behalf.

Directed Proxy

If you give a direction as to how your Proxy must vote, your Proxy can only cast your vote as directed (i.e., For or Against) on those items of business that you indicate. On items that you do not specifically direct how you want to vote; your Proxy can decide how they vote on your behalf.

Abstain

If you do not want your Proxy to vote on a particular resolution or ballot you can direct the Proxy to Abstain from voting.

PROXY FAILURE TO ATTEND OR CAST THE PROXY VOTE

If your Proxy fails to attend the meeting, is absent or does not cast the proxy vote, and a poll is called then

- i. if the Proxy is a directed proxy - the Chair is required to cast the vote for you; or
- ii. if the Proxy is an undirected proxy your proxy vote will not be counted.

WHEN A PROXY DOES NOT APPLY

Your Proxy will not apply if you personally attend the meeting.

Your Proxy will not apply if your Proxy fails to attend the meeting or is absent when a vote is taken unless, should a poll be called, and you have 'directed' your Proxy as to how your Proxy must vote. Your Proxy may not apply if you have not completed the Proxy Form correctly.

If your Proxy is acting as proxy for one or more other Members, and the Proxy's appointments specify different ways to vote on the resolution, the proxy must not vote on a show of hands.

GETTING THERE

Location Details:

Currumbin Wildlife Sanctuary
Sir Walter Campbell Theatre
28 Tomewin Street
Currumbin QLD 4223

Travelling by car to Currumbin Wildlife Sanctuary

From the south

Travel along the Pacific Highway onto the Gold Coast Highway at Coolangatta. Then follow the Gold Coast Highway to Currumbin and turn right at the traffic lights onto Tomewin Street.

From the north

Travel south on the Gold Coast Highway to Currumbin. Turn left at the lights onto Tomewin Street.

On the M1 Motorway

Travel on the M1 Motorway, take exit 95 to Stewart Road. Turn onto the Gold Coast Highway, then turn right onto Tomewin Street.

Parking is available directly opposite the entrance to Currumbin Wildlife Sanctuary at no charge for Members.

Date: Saturday 2 December 2023

Commencement Time: 10.00am (QLD time)

Please note Registration time will open from 09.30am.

Proxy Form

National Trust of Australia (Queensland) Limited
ACN 600 450 860

All correspondence to
Company Secretary
National Trust of Australia (Queensland) Limited
28 Tomewin Street QLD 4223
Phone: 07 55340812 Fax: 07 5534 7427

Section 1: Name and address of Member

Full name

Address

Member number

Section 2: Appointment of proxy

I, being a Member of the Company and entitled to attend and vote, appoint:

☐ the Chair of the meeting (mark with an 'X')

OR

Write here the full name of the person or body corporate you are appointing if this person is **someone other than** the Chair of the meeting.

☐ I understand that the Proxy named is not acting as Proxy for any other Member, or if they are, all appointing Members are directing the Proxy to vote in the same way (mark with an 'X')

OR failing the person or body corporate named, or if no person or body corporate is named, the Chair of the meeting, as my Proxy to attend, to vote in accordance with the following directions (or if no directions have been given, as the Proxy sees fit), and to act generally on my behalf, at the annual general meeting of the Company to be held at:

Location: Currumbin Wildlife Sanctuary - Sir Walter Campbell Theatre

Date: 2 December 2023

Time: 10.00am (QLD time)

Or at any adjournment of that meeting.

Section 3: Voting instructions

Voting directions to proxy – please mark with an 'X' at each Resolution to indicate your directions.

		For	Against	Abstain*
Ordinary resolution 1	Approve updated Directors' Remuneration Policy	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Ordinary Resolution 2	Approve increase in Directors' Remuneration Pool to \$169,725 per annum	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Special Resolution 1	Amendment to Constitution – Approve amendments to rule 8.5 of the Constitution as set out at Annexure B to the notice	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

*If you mark the Abstain box for a particular item, you are directing your Proxy **not** to vote on your behalf on a show of hands or on a poll and your votes will not be counted in computing the required majority on a poll.

Section 4: Signing by Member

This section **must** be signed in accordance with the instructions overleaf to enable your directions to be implemented.

Sign here

Date / /

Instructions for completion of proxy form

Section 1: Member details

- 1 Insert your name, address, and Member number.

Section 2: Appointment of proxy

- 2 If you wish to appoint the Chair of the meeting as your Proxy, mark the box. If the person you wish to appoint as your Proxy is someone other than the Chair of the meeting, write the full name of that person in the space provided. If you leave this section blank or your named Proxy does not attend the meeting, the Chair of the meeting will be your Proxy. A Proxy need not be a Member of the Company.

Section 3: Voting instructions

- 3 You may direct your Proxy how to vote on an item of business by placing a mark in one of the three boxes opposite that item of business. If you do not mark any of the boxes on a given item, your Proxy may decide whether or how to vote on that item. If you mark more than one box on an item, your vote on that item will be invalid.

Section 4: Signing by Member

- 4 The proxy form must be signed by you as the Member or your attorney, or if the Member is a corporation or otherwise in accordance with the Corporations Act, or under the hand of an attorney or authorised officer who has not received notice of revocation.
- 5 If this proxy form is signed under a power of attorney or other authority than the original or a certified copy of the power of attorney or authority must be enclosed with the proxy form or received by the Company no later than 48 hours before the time of the meeting, using the same method of submitting a proxy form as set out below.

Corporate representatives

- 6 If a representative of the corporation is to attend the meeting the appropriate "Certificate of Appointment of Corporate Representative" should be produced prior to admission in accordance with the notice of meeting.

Section 5: Lodging of proxy

- 7 This proxy form (and the original or a certified copy of any power of attorney under which it is signed) must be received by the Company not later than the time and date set out below, by mail, hand delivery, email, or facsimile.

Last time and date for lodgment	**11.00am (QLD time) Thursday 30 November 2023
By mail	Company Secretary National Trust of Australia (Queensland) Limited 28 Tomewin Street, Currumbin QLD 4223
By delivery	Currumbin Wildlife Sanctuary Attention: NTAQ Company Secretary 28 Tomewin Street, Currumbin QLD 4223
By email	bgraziani@nationaltrustqld.org (the proxy must be completed and returned as a scanned attachment)
By facsimile	07 5534 7427

****Any proxy form received after that time will not be valid**