



GPTA Ltd ABN 97 164 217 592

GPTA Ltd Appointment of Proxy

The Annual General meeting of GPTA Ltd ABN 97 164 217 592 is to be held:

Wednesday, 2 September 8:00pm via Zoom - Online Meeting

Members are entitled to appoint a proxy to vote on their behalf at the AGM.

This 'Appointment of Proxy' form is to be completed and forwarded to:

A: PO Box 141 North Bendigo VIC 3550, or:

E: admin@gpsa.org.au

and received by GPSA by 5.00pm Friday 28 August 2020

Iof.....

being an Ordinary Member of GPTA Ltd entitled to vote hereby appoint

.....of.....,

or failing him or her

.....of.....

as my proxy to vote for me on my behalf at the Annual General Meeting of GPTA Ltd to be held on Wednesday 2 September 2020 and at any adjournment thereof.

My proxy is directed to vote in favour/against* the following resolutions:

That the proposed amendments to Section 24 of the GPTA Ltd Constitution, being:

Existing	Proposed	Change
Section 24: CHAIRPERSON	Section 24: CHAIRPERSON	Section 24: CHAIRPERSON
24.1 Election of Chairperson and Deputy Chairperson	24.1 Election of Chairperson and Deputy Chairperson	No change
24.1.1 The Chairperson and Deputy Chairperson shall be elected for one (1) year by a majority decision of the Board from their number at the first meeting after each annual general meeting.	24.1.1 The Chairperson and Deputy Chairperson shall be elected for one (1) year by a majority decision of the Board from their number at the first meeting after each annual general meeting.	No change
24.1.2 The Chairperson and Deputy Chairperson and may serve a maximum of two (2) successive terms in the role.	24.1.2 The Chairperson and Deputy Chairperson may serve a maximum of three (3) successive terms in the role	Change two (2) successive terms to three (3) successive terms
24.1.3 After serving two (2) successive terms as Chairperson, a Director is not eligible for re-nomination to the role until one (1) year has passed.	24.1.3 After serving three successive terms as Chairperson, a Director is not eligible for re-nomination to the role until one (1) year has passed.	Change two (2) successive terms to three (3) successive terms
24.1.4 After serving two (2) successive terms as Deputy Chairperson, a Director is not eligible for re-nomination to the role until one (1) year has passed.	24.1.4 After serving three (3) successive terms as Deputy Chairperson, a Director is not eligible for re-nomination to the role until one (1) year has passed	Change two (2) successive terms to three (3) successive terms
24.1.5 After serving two (2) successive terms as Chairperson and two (2) successive terms as Deputy Chairperson consecutively (in either order), a Director is not eligible for re-nomination for either role until one (1) year has passed.	24.1.5 After serving three (3) successive terms as Chairperson and three (3) successive terms as Deputy Chairperson consecutively (in either order), a Director is not eligible for renomination for either role until one (1) year has passed.	Change two (2) successive terms to three (3) successive terms Change two (2) successive terms to three (3) successive terms

Be adopted: For

Against

That the proposed amendments to Section 22.2 of the GPTA Ltd Constitution, being:

Existing	Proposed	Change
<p>Section 22.2</p> <p>22.2 Finance, Audit and Risk Management Committee (FARM)</p> <p>The Board shall establish and maintain a Finance, Audit and Risk Management Committee (FARM). Its duties may include, but are not limited to:</p> <p>(a) monitoring compliance with this Constitution, the Law and the general law, and GPTA policies; (b) conducting risk assessments; and (c) reviewing the GPTA accounts and audit reports.</p>	<p>Section 22.2</p> <p>22.2 Finance, Audit, Risk Management and Governance Committee (FARMG)</p> <p>The Board shall establish and maintain a Finance, Audit, Risk Management Committee and Governance (FARMG). Its duties may include, but are not limited to:</p> <p>(a) monitoring compliance with this Constitution, the Law and the general law, and GPTA policies; (b) conducting risk assessments; (c) reviewing the GPTA accounts and audit reports; and (d) review and advise the board on governance related matters</p>	<p>Section 22.2</p> <p>Remove and Add and Governance Change FARM to FARMG</p> <p>Remove and Add and Governance Change FARM to FARMG</p> <p>Add (d) review and advise the board on governance related matters</p>

Be adopted: For Against

And/or - My proxy is to vote for the following nominee for GPTA Ltd Director:

.....

Signed this.....day of.....2020.

.....Member/Authorised Officer/Director* Appointing proxy

**Strike out whichever is not applicable.*

Note: In the event of the member desiring to vote for or against any resolution, he/she should instruct the proxy accordingly.