



## **PROXY VOTING INSTRUCTIONS**

### **of the Agricultural Societies Council of New South Wales Ltd**

**ACN 150 951 670**

Dear Member,

Your vote is important. Appointing a proxy will ensure your vote counts if you are unable to attend the Annual General Meeting in person. Complete the form in accordance with the instructions set out below, and the accompanying Notice of the Annual General Meeting of the ASC of NSW.

Your proxy voting instruction must be received by **5:00pm AEST on Tuesday 17 June 2025** being not less than 72 hours before the commencement of the meeting. Any proxy voting instructions received after that time will not be valid.

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#### **ASC OF NSW PROXY INFORMATION IN CONSTITUTION**

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In accordance with rule 10.9 of the constitution, a Member entitled to vote at a general meeting may appoint a proxy, who does not need to be a Member, or an attorney to act on their behalf.

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#### **INFORMATION ABOUT MEMBERSHIP AND VOTING RIGHTS**

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Ordinary Membership is detailed in section 5 of the ASC Constitution, Voting rights are detailed in section 10.7 & 10.8 of the ASC Constitution. Members of the ASC of NSW are ordinary members. As the ASC of NSW is the representative body for Agricultural Show Societies, this means its members are these types of organisations. A Show / Society should nominate a designated representative from its Society to attend the Annual General Meeting on its behalf. Only one representative from each Show Society will be entitled to vote. Other Show Society representatives can attend as an observer.

Members have the following voting rights:

- I. on a show of hands, **every person present** who is a member has one vote; and
- II. on a poll, every member present in person or by proxy or attorney has one vote.

Ordinary members must be financial to vote which means if the member has “any outstanding fees or any other amount due payable by the member” (10.8 (b)) they would be ineligible to vote.

Group membership is detailed in section 1A of the Board Operating Rules. Groups are not entitled to vote.

Honorary Members for Life “*entitles the member to attend and vote at all General Meetings*” (Board Operating Rules 5A a)

Honorary Life Members “entitles the member to attend and vote at all General Meetings of the company.” (Board Operating Rules 5B a)

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## INSTRUCTIONS FOR COMPLETING YOUR PROXY

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### Appointment of proxy

If you wish to appoint someone to act as your proxy, please write the name of that individual in the form. Your proxy **must be able to attend** the Annual General Meeting.

### Votes on items of business

You may direct your proxy how to vote by marketing the boxes (using an X) opposite each item of business. If you mark your vote, then your proxy must vote that way for your vote.

- If you want your proxy to vote for the item place a cross (X) in the box **In Favour**
- If you want your proxy to vote against the item place a cross (X) in the box **Against**
- If you do not want your proxy to vote at all for the item place a cross (X) in the box **Abstain**
- If you are undecided and want to leave the decision to your proxy at the meeting do not mark any box against the item to enable your proxy to decide how to vote at the meeting.
- If you place an X in more than one box against an item, then your vote on that item will be invalid.
- In the event that Directors are voted on individually, if there are individuals you do not want to elect from the candidates, please add their names to the form.

### Signing Instructions

You, as the ‘Member representative’ appointing the proxy, must sign. If the proxy is signed under power of attorney, please provide a copy of the power.

### Lodging Your Proxy

Your proxy form needs to be lodged by **5:00pm AEST on Tuesday 17 June 2025** to allow 72 hours to validate the form. In accordance with rule 10.9(j)(ii) of the constitution you may lodge your Proxy Form by uploading it via the [2025 Annual General Meeting RSVP & Proxy Lodgement Form](#).

## PROXY VOTING FORM | ASC OF NSW

### APPOINTMENT OF PROXY

I, (name) \_\_\_\_\_

from (Show Society name) \_\_\_\_\_ **OR** ASC of NSW Director |  
Life Member | Honorary Life Member

Being the appointed representative member of the Agricultural Societies Council of New South Wales Ltd (ASC of NSW) entitled to attend and vote at the Annual General Meeting of the ASC of NSW to be held at 8:00am on Saturday 21 June 2025 at the Armidale Servies Club, 137 Dumaresq St, Armidale hereby appoint the following person my proxy:

(name of proxy) \_\_\_\_\_

I authorise the proxy to vote on my behalf at the meeting, and at any adjournment of that meeting, in accordance with the instructions below.

### VOTING DIRECTION – mark the box with an X to indicate your vote

Motions/Items	In Favour	Against	Abstain
Approve joint election of Directors			
Elect Individual Directors			
<b>OR</b> do not elect named individuals:  _____  _____			

### SIGNATURE & DETAILS

Name		
Signature		Date:

To lodge your proxy please use the [2025 Annual General Meeting RSVP & Proxy Lodgement Form](#) or email it to [officemanager@ascfnsw.org.au](mailto:officemanager@ascfnsw.org.au) by **5:00pm AEST on Tuesday 17 June 2025**.