

Annual General Meeting (AGM) Appointment of Proxy Form

Instructions regarding this Proxy Form are set out in the Notice of Annual General Meeting.

Appointment of proxy

I, [insert **name of Member**]

of [insert **address of Member**]

am a Member of the Company and entitled to attend and vote at the AGM.

I hereby appoint as my proxy to attend and vote at the AGM:

[*You must tick or mark only **one** box*]

the Chair of the AGM (mark box)

OR

an individual who is not the Chair (mark box and insert their name below)

[insert **name of proxy**]

Note: The proxy may be any person and need not be a Member of the Company. However, the proxy must be able to attend the meeting in-person, which is to be held in Gimuy/Cairns City.

If the above named proxy fails to attend the meeting in-person, or if I have not named a proxy, I hereby appoint the Chair of the AGM as my proxy.

I appoint my proxy to:

- vote in accordance with my directions set out below; or
- if no directions are given below, vote as the proxy sees fit,

at the AGM of the Company to be held in the conference room on level 1 at Northsite Contemporary Arts, Bulmba-ja arts centre, 96 Abbott, Gimuy/Cairns City, Queensland on **Tuesday 3 December 2024** at 3:00 pm Australian Eastern Standard Time (AEST), 4:00pm Australian Eastern Daylight Time (AEDT), 2:30 pm Australian Central Daylight Time (ACDT) and 2:30 pm Australian Central Standard Time (ACST).

Directions: Voting on business of the AGM

Item 3: Amendments to Constitution

'That, subject to the passing of the special resolution set out in item 1 of the Notice of Meeting of Dealer Members, the new Constitution of the Company submitted to the meeting is approved and adopted as the Constitution of the Company in substitution for and as a cancellation of the existing Constitution of the Company with effect from the close of the meeting of Dealer Members that is to immediately follow this meeting.'

Please mark one of the two boxes to indicate how you direct your proxy to vote at the AGM.

- Vote in favour of the special resolution
- Vote against the special resolution

Items 4(a) and 4(b): Election of Dealer Directors

I direct my proxy to vote for the candidates for election as a Director for whom I have ticked or marked the box.

Item 4 (a) – Election of a Director who is an authorised representative of an art centre – Rule 11.2(a)(i) of the Constitution.

*[You must tick or mark only **one** box in this category]*

MUKHERJEE, Amy

Item 4(b) - Election of a Director who is, or is an authorised representative of, a Member who is not affiliated with the Australian Commercial Galleries Association (now known as the Art Galleries Association of Australia) or the Australian Indigenous Art Trade Association (now known as the Aboriginal Art Association of Australia Ltd) – Rule 11.2(a)(iv) of the Constitution

*[You must tick or mark only **one** box in this category]*

KANARIS, Anna	<input type="checkbox"/>
FOSTER, Belinda	<input type="checkbox"/>
QUINN, Stephen	<input type="checkbox"/>

Signature and Date

To be a valid proxy appointment, **one of the three boxes below must be signed and dated** by or on behalf of the Member. Please consider whether the Member is an individual or a company.

If the Member is an **individual**, sign below. This includes all Artist Members; individuals acting as agents for Artists; and any other individual who is a Member of the Company.

Date ___ / ___ / ___

OR

If the Member is a **company** or organisation (including art centres, art galleries, auction houses), sign below. This includes individuals signing on behalf of companies (for example, an owner, director or secretary of a company).

Date ___ / ___ / ___

Date ___ / ___ / ___

Note: If you are the sole owner or director of the company, only one of the above two boxes needs to be signed. If there is more than one director, either two directors, or one director and the company secretary must sign the above two boxes.

OR

If the Member (whether an individual, company or organisation) has appointed an **attorney**, the Member's attorney must sign below.

Date ___ / ___ / ___

Note: If signing the above box as the Member's attorney, the original or a certified copy of the power of attorney or other authority under which this Proxy Form is signed must be received by the Company with the Proxy Form, no later than 48 hours before the commencement of the AGM.

To be a valid proxy appointment, this duly completed and signed Proxy Form must be received by the Company no later than **Sunday 1 December 2024 at 3:00pm AEST**.

Please send your completed Proxy Form by post to Indigenous Art Code Limited, PO Box 789 Randwick NSW 2031 or by email to agm@indigenousartcode.org.