



MELBOURNE HIGH SCHOOL FOUNDATION LTD
ABN 82 125 199 457
NOTICE OF ANNUAL GENERAL MEETING

Notice is given that the Annual General Meeting of members of the Melbourne High School Foundation Ltd. will be held remotely using the Zoom on-line conferencing facility on 16 September 2020 at 6:45pm. Zoom log-in details will be forwarded to you on Monday 14 September.

This will be our thirteenth Annual General Meeting (AGM) and the business will comprise:

1. A report by the President providing an overview of the Foundation's operations over the year to 31st December 2019,
2. Receiving the Annual Financial Report, Directors' Statement and Auditor's Report for the year to 31st December 2019,
3. **Appointing elected directors under Section 29 of the Foundation's Constitution.** One elected director – Michael Hills - is due to retire at the end of this AGM. He has not nominated for a further term.
4. **Simon Evans** has nominated for a further term that will terminate no later than the end of the 3rd AGM after this AGM. No other nominations have been received so no election is required. However, as this director has now been in office for more than 9 years his appointment is dependent on the passing of **Special Resolution 1** in accordance with Section 29.5 of the Foundation's Constitution,
5. **Ratifying the appointment of non- elected directors.** As required by Section 29.4 of the Foundation's Constitution, the non-elected directors (the Principal of Melbourne High School or nominee, a nominee of the Melbourne High School Council and a nominee of the Melbourne High School Old Boys' Association) will retire at the end of this AGM and are eligible for re-appointment. Non-elected directors are currently Jeremy Ludowyke, Mark Taft and Sam Theodore. All three have been nominated to serve for a further period commencing immediately after this AGM and concluding at the end of the next AGM. However, as Mark Taft has now been in office for more than 9 years his appointment for a further term is dependent on the passing of a **Special Resolution** in accordance with Section 29.5 of the Foundation's Constitution,
6. **Special Resolution**
That Mark Taft's re-appointment as a non-elected director for a further period ending at the end of the next following AGM be approved as required by Section 29.5 of the Foundation's Constitution
7. Any other business relevant to the proceedings of the Annual General Meeting.

Should you wish to appoint a proxy in your place for the purposes of any voting required at the meeting please complete the attached form. As our Administration Officer is working from home and the school is largely closed please return any completed proxy form direct to me no later than 48 hours prior to the commencement of the meeting. Any proxy nomination received after that time will not be valid.

For and on behalf of
Melbourne High School Foundation Ltd.

Michael Hills
Company Secretary
T: +61 424 271 724

E: mjihills@gmail.com

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**MELBOURNE HIGH SCHOOL FOUNDATION LTD
ABN 82 125 199 457**

**PROXY VOTING FORM
13th ANNUAL GENERAL MEETING
TO BE HELD ON
16 SEPTEMBER 2020 AT 6.45:pm**

I, _____
(Print Full Name)

Of _____
(Print address)

being a member of Melbourne High School Foundation Ltd. hereby appoint:

1) * _____

(Print name and address),

being a member of Melbourne High School Foundation Ltd.

or

2) * The Chairman of the AGM;

as my proxy, to vote for me on my behalf at the Annual General Meeting of the Company to be held on Wednesday, 16 September 2020 at 6.45 pm, and at any adjournment of that meeting.

(* Delete where not applicable)

My proxy is authorised to vote at his/her discretion.

Signature _____

Date _____

NB Unsigned proxy forms will be accepted from members via email to mjihills@gmail.com only if sent from the email address listed on their membership form.

Proxy Voting Form to be submitted no later 48 hours prior to the commencement of the AGM.
