

# Proxy Form

Please complete all text boxes in BLOCK LETTERS using blue or black pen only.

I, \_\_\_\_\_ of \_\_\_\_\_  
being a financial Member of The Royal Society for the Prevention of Cruelty to Animals, New South Wales ("RSPCA NSW") hereby appoint:

- a. \*the Chairperson of the meeting, or
- b. \*(1) \_\_\_\_\_ of \_\_\_\_\_ or failing them:  
\*(2) \_\_\_\_\_ of \_\_\_\_\_  
as my proxy to vote for me on my behalf at the RSPCA NSW AGM to be held on Monday 30 November 2020 at 5:30pm, and at any adjournment of the AGM.

My proxy is authorised to vote as indicated below (\* check or tick the desired outcome) in relation to the following resolutions:

1. That the report of the Board be received.  \*IN FAVOUR OF  \*AGAINST
2. That the financial report and the auditor's report be received  \*IN FAVOUR OF  \*AGAINST

**Note:** Unless otherwise instructed above, the proxy may vote as they see fit, including for the election of directors.

Signed by Member: \_\_\_\_\_ Member Number: \_\_\_\_\_ Date: \_\_\_\_\_

## Information for Members

- This completed form is to be signed and dated by the Member and received by RSPCA NSW at least 48 hours prior to the AGM or any adjournment thereof, in one of the following ways:
  - Emailed to [member@rspcansw.org.au](mailto:member@rspcansw.org.au)
  - Faxed to (02) 9782 4445
  - Posted or delivered in a sealed envelope to:  
The Royal Society for the Prevention of Cruelty to Animals, New South Wales (RSPCA NSW),  
Memberships  
PO Box 34, YAGOONA, NSW, 2199
- Every Member entitled to vote at any general meeting may, appoint another person as proxy to vote for them at such meeting.
- No vote will be recorded on behalf of a Member who does not attend the AGM personally or by proxy.
- An instrument of proxy is valid only for the specific meeting for which it has been issued.
- If two or more instruments of proxy are signed or purported to be signed by the same Member, both shall be invalid.
- Proxy votes must not be used to determine whether a quorum is present.
- Where a member appoints a proxy, all the acts and votes of the proxy in that capacity shall be valid as if they had been done and given by the principal Member had that Member personally attended the AGM.
- A vote given in accordance with the terms of an instrument of proxy shall be valid notwithstanding the previous death of the principal or revocation of the instrument provided no intimation in writing of the death or revocation shall have been received by the Secretary at the registered office of RSPCA NSW before the meeting.
- A Member may use the Proxy Form to instruct the proxy as to the way in which they must vote at the AGM.

## Excerpts from the RSPCA NSW Constitution

### 22. Representatives

22.1. Members that are incorporated bodies may appoint individuals to represent them at general meetings.

As under section 250D of the Corporations Act.

22.2. Appointments of representatives must be:

- a. in writing \*, naming the individual (or individuals, in order) appointed;
- b. sealed by, or signed on behalf of, the member making the appointment; and
- c. received by RSPCA NSW at least 48 hours before the meeting.

22.3. Representatives may exercise all the rights of members at general meetings.

### 23. Proxies

23.1. Members entitled to vote at the general meeting may appoint any other member as a proxy.

Compare section 249X(1) of the Corporations Act.

23.2. Appointments of proxies must be:

- a. in writing \*, naming the member (or members, in order) appointed;
- b. signed by the member making the appointment; and
- c. received by RSPCA NSW at least 48 hours before the meeting.

23.3. Appointments of proxies are valid if they contain the information required by clause 23.2.

Compare section 250A(1) of the Corporations Act.

23.4 Proxies may exercise all the rights of members at general meetings.

\* writing (includes emails, and forms and other documents sent electronically)