



MEMO

To: Board of Directors
From: Company Secretary
Subject: **GENERAL MEETINGS – CHECKLIST**

When planning/preparing for a general (shareholders) meeting it is helpful for the Directors and Company Secretary to have a checklist to refer to so that nothing is overlooked – so attached is a sample “Reminder Notes Checklist” for your use.

DISCLAIMER

The comments in this memo reflect some commercial aspects and observations on the matter experienced or observed by the writer in practice as he understands them. The information is given as a guide only and does not represent a definitive or legal view of any of the issues raised, covered or referred to and the reader is urged to seek his own professional advice on all aspects of, or pertaining to, this and any related matter.

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EXAMPLE CORPORATION LIMITED

General Meeting

REMINDER NOTES CHECKLIST

PREPARATION

A. Some Weeks Before

1. Board to formally convene AGM/EGM date/venue and approve Notice of Meeting.
2. Book venue.
3. Prepare AGM/EGM Notice and Proxy Form (and have pre-approved by ASX/ASIC in need).
4. Arrange printing of Notice etc.
5. Mail out Notice (to shareholders, directors and auditors with copy to ASX and Share Registry) 28 clear days in advance (ie, plus mailing days).

B. Just Before

1. Arrange attendance register (shareholders/guests) [Share Registry?]
2. Organise auditors (or share registry) as scrutineers.
3. Prepare copies of previous minutes.
4. Obtain voting cards.
5. Confirm arrangements with Share Registry (to attend, check in visitors, etc).
6. Prepare Agenda.
7. Prepare Chairman's detailed script notes (to conduct meeting).
8. Prepare Chairman's &/or MD's speech.
9. Prepare ASX releases:-
 - (a) Chairman's &/or MD's speech;
 - (b) Results of resolutions/proxy details.
10. Prepare draft minutes.
11. Invite key guests – particularly auditor who must attend.
12. Invite press.
13. Prepare press release.
14. Prepare answers to possible questions (from shareholders re financials, etc).
15. Confirm venue booking.

16. Provide voting exclusion related party names to Share Registry.

ON THE DAY

A. Folder for Directors

1. Agenda.
2. Notice of Meeting.
3. Blank proxy form.
4. Annual Report.
5. Minutes of previous AGM/EGM.
6. Copy of Chairman's address.
7. Proxy votes summary.
8. Copy Chairman's script/notes for Deputy Chairman.

B. Share Registry

1. Representative(s) to attend meeting.
2. Bring up to date shareholders list to check shareholders on arrival.
3. Ensure shareholder/guest attendance register/lists completed/signed.
4. Calculate proxy entitlements.
5. Bring list/copies of Authorised Reps/Attorneys.

C. Auditors

1. Prepare voting slips.
2. Scrutinise ballots/proxy votes.

D. ASX

1. Release any prepared Chairman's speech by start of meeting.
2. Release results of resolutions / proxy votes immediately after meeting.

E. Take to Meeting

1. Minutes of previous Annual/Extraordinary General Meeting:-
 - (a) copies for shareholders;
 - (b) original for Chairman to sign (if not already signed)
2. Minute Book of general meetings (as members have a right to inspect)
3. Copies of Agenda
4. Proxy details:-
 - (a) signed forms
 - (b) schedule of votes
5. Voting cards
6. Chairman's script/notes
7. Chairman's speech:-
 - (a) copies for shareholders / brokers / analysts
 - (b) lodge with ASX before start of meeting
8. Folders for directors
9. Shareholders Register (at 'snapshot' date = close of business day proxies close)
10. Attendance register / lists
11. Constitution
12. Annual Report:-
 - (a) copies for shareholders
 - (b) to table to meeting (financial statements and directors' and auditors reports)
13. Notice of Meeting:-
 - (a) copies for shareholders
 - (b) for Secretary to read out at meeting
14. Directors name plates
15. Directors / executives name tags
16. Authorised corporate representative forms (already held) / blank forms
17. Powers of Attorney (already held)
18. Corporations Act and ASX Listing Rules
19. ASX releases:-
 - (a) Chairman's speech
 - (b) Results of resolutions/proxies
20. Voting slips (pre-completed – if call for poll)
21. Proxy revocation form
22. Blank letterhead
23. Press release
24. Prepared questions and answers
25. Calculator / tape recorder / mobile phone / laptop
26. Writing pad / pen
27. Directors / advisers / key contacts phone numbers
28. Business cards