

**.au Domain Administration Limited ("the Company")
(ABN 38 079 009 340)**

MINUTES OF THE MEETING OF DIRECTORS:

DATE: Monday, 18 December 2017

LOCATION: Level 17, 1 Collins Street, Melbourne, VIC

TIME: 12.00 noon (Melbourne time)

PRESENT: Chris Leptos, Chair and Independent Director
Tim Connell, Director
James Deck, Supply Director
Suzie Ewart, Independent Director
Sandra Hook, Independent Director
Erhan Karabardak, Supply Director
Joe Manariti, Supply Director
Nicole Murdoch, Demand Director
Ned O'Meara, Demand Director
Grant Wiltshire, Supply Director
Cameron Boardman, Non-Voting Director and Chief Executive Officer

ATTENDEES: Hasaka Martin, Company Secretary
Peter Mason, Project Manager auDA
Bruce Tonkin, Project Leader auDA

PRESENTERS: Bruce Tonkin, Project Leader auDA

APOLOGIES: Nil

CHAIR OF THE MEETING: Chris Leptos

1. OPENING REMARKS

Mr Chris Leptos noted that a quorum was present, declared the meeting open at 12.00 pm (Melbourne time), and welcomed all those in attendance.

The CEO explained the emergency procedure to directors in attendance

1.1. Apologies

It was noted that Grant Wiltshire was delayed a few minutes.

2. Continuous Disclosure

2.1. Directors Declaration regarding the Registry Transformation Project

Grant Wiltshire joined the meeting.

The Chair tabled the completed Directors' declarations.

3. Matters for Decision

3.1. Registry Transformation Project

Commercial-in-Confidence

Resolved That the board **APPROVE** that the registry licence agreement be entered into with Afiliis Australia Administration Limited (ACN 623 428 384) upon receipt of the side letter (action item).

4. GENERAL BUSINESS

4.1. Approval of the Minutes of the 26 September 2017 meeting

The Chair, under instruction from the Board, finalised the minutes of the Board Meeting held on 26 September 2017 with Tim Connell.

Resolved That the board **APPROVE** the minutes of the board meeting held on 26 September 2017.

4.2. Feedback from Simon Johnston

The Chair Informed Directors that he had sought to meet with Simon Johnston regarding his resignation from the board.

4.3. Resignation of Scott Long

The Directors noted the resignation of Scott Long from the Constitutional Reform Committee and as a member of auDA.

4.4. Casual Directors Vacancy

Sandra Hook informed Directors that an options paper is expected to be distributed to directors in January 2018.

Bruce Tonkin and Peter Mason re-entered the meeting at 4.22 pm.

The Directors expressed their gratitude for all the work on the tender process and the professional manner in which the process was carried out.

5. CLOSE OF BUSINESS

Meeting Closure

There being no further business the Chair closed the meeting at 4.26 pm (Melbourne time).

Confirmed and signed as a true and correct record:

Chair

Date

