

auDA PROXY FORM – 2014 AGM

I, the undersigned, being a member of auDA in

Supply Class

Demand Class

hereby appoint

_____ of _____
[full name of proxy] [address of proxy]

as my proxy to vote for me and on my behalf at the Annual General Meeting of auDA to be held on the 27th day of October 2014 at 2.00pm and at any adjournment thereof.

Please tick the boxes to indicate your voting direction to your proxy (refer to Proxy Form Instructions overleaf).

1a. Approve the minutes of the 22 April 2013 EGM For Against

1b. Approve the minutes of the 15 October 2013 AGM For Against

3. Accept the 2013-2014 audited accounts For Against

4. Ratify increase in independent Director's fees For Against

5. Ratify increase in elected Director's fees For Against

7. Election of Directors to auDA Board

7a. Supply Class (two Directors to be elected) – each member of Supply Class may vote for up to two candidates.

Gavin Collins For

Erhan Karabardak For

Joe Manariti For

7b. Demand Class (two Directors to be elected) – each member of Demand Class may vote for up to two candidates.

Stuart Benjamin For

James Feller For

Simon Johnson For

Cheryl Langdon-Orr For

Holly Raiche For

Candidate statements are available at <http://www.auda.org.au/about-auda/our-org/agm/agm2014>

Member Signature (hand signed) : _____
(For companies, the listed nominee must sign.)

Full Member Name: _____

Date: _____

2014 PROXY FORM INSTRUCTIONS

1. Appointment of a proxy

You must write the name of the person you wish to appoint as your proxy in the space provided. Your proxy does not need to be a member of auDA.

If you do not name a proxy, or your named proxy does not attend the meeting, the chairperson of the AGM will be your proxy.

2. Voting

If you wish to direct your proxy how to vote in respect of the proposed resolutions, you must tick the appropriate box. If you do not tick a box, your proxy may vote as he or she thinks fit.

If you are a member of the Supply Class, you may vote for up to two candidates for election as a Supply Class director. If you vote for none by leaving the boxes blank, your proxy may vote as he or she thinks fit. If you vote for only one candidate, your proxy will vote for that candidate but not any other candidate.

If you are a member of the Demand Class, you may vote for up to two candidates for election as a Demand Class director. If you vote for none by leaving the boxes blank, your proxy may vote as he or she thinks fit. If you vote for only one candidate, your proxy will vote for that candidate but not any other candidate.

If you have not named a proxy, or your named proxy does not attend the meeting, the chairperson of the AGM will be your proxy. NB auDA's practice is that the chairperson does not cast votes for which he is the proxy unless the member directs the vote – ie. if no box is ticked, then no vote is cast.

If you appoint as your proxy:

- the chairperson of auDA (or if the chairperson becomes your proxy); or
- another director or other member of auDA's key management personnel; or
- a person who is a closely related party of a member of auDA's key management personnel,

and do not direct the proxy how to vote on resolutions 4 and 5, which are resolutions connected with the remuneration of members of auDA's key management personnel, your proxy will not be able to vote on those resolutions.

3. Signing the form

You must sign the form in the space provided by using your hand signature as follows:

Individual: where the membership is in the name of an individual, that individual must sign.

Company: where the membership is in the name of a company, the company's nominee as listed on the auDA members register must sign.

Power of Attorney: to sign under a Power of Attorney you must have already lodged this document with auDA, or please attach a certified copy to this form when you return it.

4. Lodging the form

Proxy forms must be lodged by **5pm AEDST on Thursday 23 October 2014**.

Forms must be mailed or faxed to:

auDA Company Secretary
c/- Robert Gregory, Maddocks Lawyers
Postal Address: 140 William St, Melbourne VIC 3000
Fax Number: 03 9288 0666

Please note the following:

- Late or otherwise invalid proxy forms will not be accepted.
- Only faxed or original posted copies will be accepted – scanned/emailed copies will not be accepted.
- Signatures must be hand signed (ie. typed names as signatures will not be accepted.)