

**Ned O'Meara**  
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21<sup>st</sup> July 2017

Mr Cameron Boardman - CEO  
.au Domain Administration Ltd  
ACN 079 009 340  
114 Cardigan Street  
CARLTON VIC 3053

By email to: [cameron.boardman@auda.org.au](mailto:cameron.boardman@auda.org.au) and [di.parker@auda.org.au](mailto:di.parker@auda.org.au)

Dear Cameron,

**Calling of general meeting by directors when requested by members – S249D Corporations Act 2001**

We refer to the SGM to be held in Melbourne on Monday 31<sup>st</sup> July, 2017.

As the sole resolution is for the removal of a Director from a Public Company (limited by guarantee), we put you on notice that S203D of the Corporations Act 2001 is applicable. In part it says:

**CORPORATIONS ACT 2001 - SECT 203D**

**Removal by members--public companies**

Resolution for removal of director

- (1) A public company may by resolution remove a director from office despite anything in:
- (a) the company's constitution (if any); or
  - (b) an agreement between the company and the director; or
  - (c) an agreement between any or all members of the company and the director.

My understanding of the legal position is that a simple majority of members is required to enact the resolution – not a majority in each class of members. The Corporations Act overrides auDA's constitution.

In addition, and as previously requested on the 7<sup>th</sup> July, we trust that there will be an audiovisual recording made of the SGM for the benefit of those members unable to attend in person.

Yours sincerely,

*Ned O'Meara*

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**c.c.** Ian Halson  
Scott Long  
Josh Rowe  
Stuart Benjamin – Chair  
Erhan Karabardak – Deputy Chair