



Australian Karting Association Limited

ABN 97 160 100 265

Registered Office: 12 Macquarie Avenue, Penrith, NSW 2751

Notice of Special General Meeting

On 19 December 2018 the Board of Australian Karting Association Limited (AKA), in accordance with a requisition pursuant to Section 249D of the Corporations Act 2001 dated 13 December 2018 received from not less than 20% of the voting members of the AKA, resolved to call a Special General Meeting.

The Special General Meeting is to take place on 21 January 2019 at 10.00am (Queensland time) at Platinum Business Aviation Centre; 30 Eastern Avenue, Bilinga Qld. by teleconference.

BUSINESS OF THE MEETING

1. To pass a resolution that the conduct of Karting (New South Wales) Inc (KNSW) through the actions of its Board and/or agents and/or representatives has brought the sport of karting into disrepute and that such actions constitutes misbehaviour within the sense contemplated by Rule 3(b) of AKA's Constitution and/or conduct that renders KNSW not being of fit and proper character to remain a member of AKA Ltd.
2. To pass a resolution that as a consequence of its misbehaviour and/or not being of a fit and proper character Karting (New South Wales) Inc be expelled as a member of AKA Ltd.

For and behalf of the Board

Ross Mallett

Company Secretary

20 December 2018

Explanatory Notes

AGENDA

The business of the meeting is set out in the attached Notice of Meeting and is as follows:

Item 1 – Vote of the Ordinary Members

To pass a resolution that the conduct of Karting (New South Wales) Inc (KNSW) through the actions of its Board and/or agents and/or representatives has brought the sport of karting into disrepute and that such actions constitutes misbehaviour within the sense contemplated by Rule 3(b) of AKA's Constitution and/or conduct that renders KNSW not being of fit and proper character to remain a member of AKA Ltd.

Item 2 – Vote of the Ordinary Members

To pass a resolution that as a consequence of its misbehaviour and/or not being of a fit and proper character Karting (New South Wales) Inc be expelled as a member of AKA Ltd.

GENERAL

The Ordinary members requisitioning the meeting have indicated that they will distribute further information in support of the proposed resolutions to members before the Special General Meeting. If any members wish to provide information in support of or against the resolutions, please provide the information to the Company Secretary for distribution well before the meeting. The Board of AKA will review the information provided by members and then will determine whether to recommend that members vote for or against the resolutions.

All Ordinary members will have the opportunity to speak to the resolutions at the meeting.

Telephone conference dial-in details for the meeting will be distributed to Ordinary Members before the meeting. Only one representative from each Ordinary Member may attend and participate in the meeting.

PROXY FORMS

(a) A proxy form must be in writing and submitted to AKA's Company Secretary Ross Mallett by email at companysecretary@karting.net.au or mail to 276 Boggy Creek Road Deniliquin NSW 2710 to arrive at least seven days prior to the time set for the AGM (i.e. by 10.00am (Queensland time) on Monday 14 January 2019).

(b) At the AGM, there will be a limit of one proxy per voting member save and except for the chairman who may hold an unlimited number of proxies.

(c) A proxy which does not specify who is appointed or how to vote on a particular resolution, will be deemed in favour of the chairman of the AGM and operate as a general proxy.

(d) A proxy which does not specify who is appointed but indicates how to vote on a particular resolution, will be deemed in favour of the chairman of the AGM and operate as a special proxy as indicated.

(e) If a member who has been appointed by a proxy fails to attend the AGM, then that proxy will be deemed to be held by the chairman of the AGM as a special or general proxy as indicated thereon.

(f) If a member who has appointed another member to vote as proxy attends the AGM then they must withdraw their proxy before the commencement of the AGM or they shall not be entitled to vote on any resolution.

(g) The form of proxy required for the AGM is attached to the Notice of Meeting.



NOTICE OF APPOINTMENT OF PROXY

AUSTRALIAN KARTING ASSOCIATION LTD A.C.N. 160 100 265

I/We,[INSERT NAME] of
[INSERT ADDRESS] being an ordinary
 member of the above named company, appoint[INSERT NAME OF
 PROXY] of[INSERT ADDRESS OF PROXY] or in their
 absence[INSERT NAME OF ALTERNATIVE PROXY] of
[INSERT ADDRESS OF ALTERNATIVE PROXY] or failing
 them the chairman of the meeting to attend as my general/special (delete one) proxy at the special general
 meeting of the company to be held on 21 January 2019 and at any adjournment thereof and exercise all of
 my/our rights, and to vote :

- (a) Generally as he/she/it determines on my/our behalf; **OR**
 (b) Specifically in accordance with the following instructions –
 [Delete one of (a) or (b) above].

RESOLUTION	FOR	AGAINST	ABSTAIN
1. That the conduct of Karting (New South Wales) Inc through the actions of its Board and/or agents and/or representatives has brought the sport of karting into disrepute and that such actions constitutes misbehaviour within the sense contemplated by Rule 3(b) of Australian Karting Association Ltd’s Constitution and/or conduct that renders Karting (New South Wales) Inc not being of fit and proper character to remain a member of Australian Karting Association Ltd.			
2. That as a consequence of its misbehaviour and/or not being of a fit and proper character Karting (New South Wales) Inc be expelled as a member of Australian Karting Association Ltd.			

Signed this day of2019

..... Name(s): (Duly Authorised Officer(s) of

.....[INSERT NAME OF MEMBER]

Notes –

1. It is not necessary to appoint an alternative proxy. Under the Australian Karting Association Ltd’s Constitution, in the absence of a proxy, the Chairman of the Meeting is empowered to exercise the proxy on a Member’s behalf whether generally or specifically as directed on the proxy form submitted.
2. The name of the proxy or the alternative proxy may be described as “the chairman of the meeting” in which case it is not necessary to complete the address for such proxy. All items in square brackets should otherwise be completed as directed.