

Turnaround Management Association Australia Limited
ACN 107 241 798 (the Company)
Notice of General Meeting



Notice is given that a general meeting of the members of the Company will be held via Zoom on Thursday, 25 May 2023 at 10am at Baker & McKenzie's offices in Sydney (Level 45, Tower 1, 1 Barangaroo Avenue, Barangaroo) and via Zoom.

The business of the meeting will be as follows:

1. TMAA financial records

The meeting will receive and consider the financial records prepared by Grant Thornton to 31 December 2022.

2. Auditors

To confirm the re-appointment of the auditor (Grant Thornton) and fix the auditor's remuneration.

3. President's Report

To consider the President's report.

4. Appointment of new Directors

To consider the nominations and, if thought fit, pass a resolution to elect the nominees as Directors of the Company.

5. Re-election of Directors

The Board will consider and if thought fit pursuant to Article 12.4(a) of the Constitution, re-elect Directors Paul Apathy, Gayle Dickerson, and Jeffrey Largier for a further 3-year term.

6. Board successions

To confirm the rotation of roles of the Directors under Article 12.8 of the, being the retirement of Jennifer Ball as Chair, and the succession of Maria O'Brien (Immediate Past President) to position of Chair and the succession of Chris Martin (Immediate Vice President) to the position of President. Also, to confirm the election of Zina Edwards as Vice President.

7. Retirement of Directors

To note the receipt by the Board of the written notice of retirement of Directors Marcus Derwin, Premjit Kaur, and Jane Starkins.

8. Voting by proxy

Each member may appoint a proxy to vote on behalf of that member at the general meeting. The proxy need not be a member. A proxy appointment form is attached. To be effective, it must be received by the Company not less than 48 hours prior to the start of the relevant general meeting. It may be returned by email info@turnaround.org.au.

If the member leaves the form of proxy blank as to the person primarily appointed as proxy or if the person or persons named as proxies fails or fail to attend, the chairperson of the meeting is appointed proxy.

By order of the Board

Chris Martin

A handwritten signature in blue ink that reads 'Chris Martin'.

TMA Australia President & Director

Dated 27 April 2023



**Turnaround Management Association Australia Limited
ACN 107 241798 (Company)**

All financial members of the Association are entitled to attend the AGM either by Zoom or by proxy.

Form of proxy for general meeting
info@turnaround.org.au

Name of member: _____
Address of member: _____
Appoints: _____

as proxy to vote for me/us at the general meeting of the Company to be held on Thursday, 25 May 2023, and any adjournment of it.

This form is to be used in accordance with the directions below. If no directions are given, the proxy may vote or abstain as he or she thinks fit.

Directions:

IMPORTANT NOTICE:

The chair intends to abstain from voting for all undirected proxies.

If you appoint the chair as your proxy and you do not wish to direct the chair how to vote, please mark this box

By marking this box, you acknowledge that the chair may exercise your proxy even if he or she has an interest in the outcome of the resolution and votes cast by him or her other than as proxy holder will be disregarded because of that interest.

If you do not mark this box (and you have not directed your proxy how to vote) the chair will not cast your votes on a resolution if he or she has an interest in the outcome of the resolution.

Dated: _____
Signature of member:

To join via Zoom

<https://us02web.zoom.us/j/86564548964?pwd=cnRVYTQvQUtFc2hCaTFpckRHa3Y2Zz09>

Join from a PC, Mac, iPad, iPhone or Android device:

Please click this URL to join.

<https://us02web.zoom.us/j/86564548964?pwd=cnRVYTQvQUtFc2hCaTFpckRHa3Y2Zz09>

Passcode: 699004

Meeting ID: 865 6454 8964

Passcode: 574991

One tap mobile

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+61731853730,,86564548964#,,,,*574991# Australia

Dial by your location

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+61 7 3185 3730 Australia

+61 8 6119 3900 Australia

+61 8 7150 1149 Australia

+61 2 8015 6011 Australia

Meeting ID: 865 6454 8964

Passcode: 574991

Find your local number: <https://us02web.zoom.us/j/86564548964?pwd=cnRVYTQvQUtFc2hCaTFpckRHa3Y2Zz09>