
Proposed Amendments to the Company's Constitution

Rule 6.1: Calling general meetings (updated)

The Company's constitution shall be updated to expressly permit meetings of members to be held at one or more physical venues using virtual meeting technology or through virtual meeting technology only.

Rule 6.9: Use of Virtual Meeting Technology (new)

- The Company's constitution shall be updated to confirm that a member that uses virtual meeting technology to attend a meeting and vote at a meeting is taken to be present and voting in person at the meeting.
- If any technical difficulties arise which result in a member being unable to access the meeting, participate in a meeting, the chair may allow the meeting to continue or adjourn the meeting. The inability of one or more members to access, or continue to access, the meeting through technology will not affect the validity of the meeting, provided that quorum requirements are met.
- In addition, the directors will be allowed to make policies and procedures relating to the conduct of meetings using virtual meeting technology.

Rule 8.14: President and vice-president(s) (updated)

The Company's constitution shall be updated so that there may be up to two vice-presidents (instead of only up to one vice-president).

Rule 13.2 (new)

- The Company's constitution shall be updated to clarify the timing of when notice is taken to be given, including where a notice is served electronically. The timing will be as follows:
 - a notice served personally is taken to be served when delivered;
 - a notice sent by post is taken to be served on the day after the date it is posted;
- a notice sent by an electronic communication is taken to be served at the time it is sent; and

- a notice given to a member by other means relating to the giving of notices and electronic means of accessing them is taken to be served on the day after the date on which the member is notified that the notice is available.

Other matters

Minor typographical corrections as well as edits to ensure consistency with the changes noted above are also proposed. The full text of the amendments is set out in Annexure A to this Explanatory Statement.