

31 October 2023

Dear Valued Member,

NOTICE OF TENNIS NSW ANNUAL GENERAL MEETING – 22 NOVEMBER 2023 & 2023 TENNIS NSW DIRECTOR ELECTIONS

We are writing to you on behalf of the Tennis NSW Board to invite you to take part in the 2023 Tennis NSW Annual General Meeting (AGM) and 2023 Tennis NSW Director Elections.

The 2023 AGM will be held as a hybrid meeting (that is both in person and online) on **Wednesday, 22 November 2023 at 7pm** (AEDT). For those wishing to physically attend in person, the AGM will be held at the Sydney Olympic Park Tennis Centre, 2 Rod Laver Drive, Sydney Olympic Park, NSW, 2127. Members will also have the option to view and participate in the meeting online if they would prefer.

NOTICE OF MEETING

The formal notice of meeting (AGM Notice) follows this letter and is also available on the Tennis NSW website [here](#). It will also be made available through the AGM portal in the email link received directly from Vero. The key items of business for the AGM are as follows:

1. Minutes of the 2022 AGM;
2. 2022-23 Financial Report;
3. 2022-23 Annual Report;
4. Announcement of results of the 2023 Tennis NSW Director Elections; and
5. Nomination of Steve Healy for Honorary Life Membership of the Company.

Any queries on the 2022-23 Financial Report should be emailed to secretary@tennisnsw.com.au. We ask that this is done in advance of the meeting and by no later than **5pm 15 November 2023**, in order to allow the appropriate financial advice to be obtained, if necessary.


Members who have any queries in relation to the voting process, including assistance with completing the online proxy form should send an email to support@verovoting.com.au.

ONLINE VOTING AND AGM PORTAL

In 2023, the Tennis NSW Board will continue to utilise an online voting system, inclusive of proxies. All Members will shortly receive a direct email from Vero, the online voting platform employed for this year's AGM, with full instructions on how to access the online platform. The online voting platform will be used for both the 2023 Tennis NSW Director Elections **prior** to the AGM, and to allow members to participate in and vote on relevant agenda items **at the AGM**.

Members will receive a single link directly from Vero which will then give them the option to access two separate portals, namely the 'Tennis New South Wales Ltd 2023 Annual General Meeting' portal and the 'Tennis NSW 2023 Director Elections' portal as shown in the screenshot below.

VOTING SESSIONS AVAILABLE	ACTION
Tennis New South Wales Ltd 2023 Annual General Meeting Wednesday 22nd November, 2023 7:00pm AEDT - Wednesday 22nd November, 2023 9:00pm AEDT	Login
Tennis NSW 2023 Director Elections Friday 3rd November, 2023 6:00am AEDT - Monday 20th November, 2023 11:59pm AEDT	Login



Members who have any queries in relation to the voting process, including assistance with completing the online proxy form should send an email to support@verovoting.com.au.

2023 Tennis NSW Director Elections

For 2023 and beyond, Tennis NSW is moving to a fully online voting system to conduct all Director elections. Accordingly, all members wishing to vote in the 2023 Director elections will be required to do so **online prior to the AGM**. For the purpose of the director elections, the voting platform will open on 3 November 2023, and will [close midnight 20 November 2023](#). Results of the elections will then be announced at the AGM.

Members wishing to vote in the Director elections should select the 'Tennis NSW 2023 Director Elections' Login option after clicking the link provided directly by Vero. Full instructions on how to participate in the 2023 Director Elections online are attached as **Annexure 4** to the official Notice of AGM, and will also be included in the email sent to Members directly by Vero.

Information about each directorial candidate, including submitted nominee statements, are available through the online voting platform and also in **Annexure 3** to the official Notice of AGM. Information relating to the Board's endorsement of candidates is available as **Annexure 5** to the official Notice of AGM.

Members are advised that all proxies must be allocated through the online voting platform prior to the closure of the online portal at [midnight 20 November 2023](#). Instructions on how to complete a proxy form are contained in the email Members will receive from Vero. Members are reminded that if you nominate the Chair as your proxy, and you do not direct your vote, your vote will be cast by the Chair in accordance with the Board's endorsement of candidates as outlined in **Annexure 5** to the official Notice of AGM.

If you have any questions about the election process, please contact Secretary@tennisnsw.com.au.

Attendance at AGM

All Members will be required to access the Vero platform (through the link provided in the email received directly from Vero) prior to the AGM and indicate whether they will be attending the AGM or will be appointing a proxy. For resolutions to be voted on at the AGM, Members will be required to vote online through the Vero platform (whether in physical attendance at the AGM or attending online) or appoint a proxy.

Members are asked to select the 'Tennis New South Wales Ltd 2023 Annual General Meeting' Login option after clicking the link provided directly by Vero in order to confirm their attendance at the AGM, participate in the AGM online, or to appoint a proxy. This is shown in the screenshot above.

Members will shortly receive an email directly from Vero with full instructions on how to complete a proxy form online (if required). Proxies must be completed and returned to the Company (via the Vero platform) **by no later than midnight on 20 November 2023**. Proxy Forms submitted after this time will not be accepted. Members are reminded that if you nominate the Chair as your proxy, and you do not direct your vote, your vote will be cast by the Chair as a "Yes" vote in respect of item 5 of the AGM agenda.

For the avoidance of doubt, the proxy mechanisms for the AGM and Director elections are NOT linked. A Member who allocates a proxy in respect of the Director elections does not automatically also appoint that proxy in respect of the AGM. Members wishing to appoint a proxy for both the Director elections and the AGM will need to do so separately via the two relevant 'Logins' per the screenshot included above. For any questions in relation to this please contact secretary@tennisnsw.com.au.

Unfinancial Members

Pursuant to clause 8.2 of the Tennis NSW Constitution, the right of a Member to attend and vote at a General Meeting of the Company (inclusive of a right to vote in Director Elections) is suspended whilst the payment of an amount owing to the Company is in arrears for longer than 60 days. Accordingly, those members with monies owing to Tennis NSW in this way will not be provided with access to the voting tabs in the Vero online portal, and have been allocated 0 votes in respect of the AGM and director elections. These rights will be automatically reinstated as at the date of payment in full of any outstanding amounts.

APOLOGIES

If you will be unable to attend the AGM, and you do not wish to nominate a proxy, please email secretary@tennisnsw.com.au if you wish to be formally recorded as an apology.

Yours sincerely



Darren Simpson

Chief Executive Officer and Company Secretary