

Governance Institute of Australia Ltd

ABN 49 008 615 950

Chair's covering letter to Notice of Meeting for 2026 AGM

Dear Members,

On behalf of the Directors of Governance Institute of Australia Ltd (**Governance Institute**), I confirm that the 2026 Annual General Meeting (AGM) of members of Governance Institute, ABN 49 008 615 950 will be held as a virtual meeting on Wednesday 20 May 2026 commencing at 4.00pm Sydney time (AEST).

Attached is the Notice of Meeting, which sets out the Agenda and Business of the AGM (**Notice**).

This Notice details how you will be able to participate in the AGM and an opportunity to ask questions and make comments.

I warmly invite all members to participate.

I would like to thank the GIA team and all our members for your continued support of Governance Institute and look forward to the opportunity to engage with you during the AGM.

Yours sincerely,



Pauline Vamos FGIA, FCG

President & Chair

21 April 2026

Notice of 2026 Annual General Meeting

Notice is given that the 2026 Annual General Meeting (AGM) of members of Governance Institute of Australia Ltd (**Company**) ABN 49 008 615 950 will be held as a virtual meeting on Wednesday 20 May 2026 commencing at 4.00pm Sydney time (AEST).

Members can participate in the meeting online, using virtual technology through a platform provided by Lumi Global at <https://meetings.lumiconnect.com/300-642-495-071> where members can attend the AGM and ask questions or make comments. Information for members on how to participate in the meeting is set out in this Notice and on our website at [Governance Institute Annual General Meeting 2026](#).

Items of Business

1. Reports from the Chair and CEO

To receive the Reports of the Chair and CEO for the financial year ended 31 December 2025.

2. Financial Statements and Reports

To receive and consider the financial statements, the Directors' Report and the Auditor's Report for the financial year ended 31 December 2025.

The financial statements and reports are included in our 2025 Annual Report, which is available on our website here [2025 Annual Report](#).

While there are no resolutions required on this item of business, members will have reasonable opportunity to:

- ask questions or make comments of the operations and management of Governance Institute, the financial statements, and the 2025 Annual Report; and
- ask the external auditor questions in relation to the conduct of the audit, the preparation of the Auditors' Report, and the independence of the auditor in relation to the conduct of the audit.

By order of the Board



Geoffrey Stirton FGIA, FCG

Company Secretary
Sydney
21 April 2026

Information for Members

How to participate in the AGM, via LUMI Global platform

To attend the virtual AGM online, you will need a computer or mobile device with internet access. To participate you will need to access our website at [Governance Institute Annual General Meeting 2026](#).

A link on this page will take you to the Lumi virtual meeting platform. Registration and login will be available from 3.30pm (AEST) on Wednesday 20 May 2026. Members will need the latest versions of the Chrome, Safari, Edge, or Firefox web browsers.

When logging in you will be asked to enter your:

- Governance Institute of Australia Member ID (this will be your username); and
- Surname (case sensitive) (this will be your password).

Further information about how to login to the Lumi AGM website and to participate in the meeting as a member, is available at [Governance Institute Annual General Meeting 2026](#).

Instructions will also be provided by the Chair at the commencement of the AGM on how to ask questions or make comments during the meeting.

Submitting questions in advance of and during the meeting

Members who are unable to attend the virtual AGM, or who prefer to register questions concerning the matters being considered at the AGM in advance of the meeting, are invited to do so by emailing companysecretary@governanceinstitute.com.au by no later than 4.00pm on Monday 18 May 2026 (AEST).

For your convenience, a 'Questions from members' form is available here [Question Form](#), or is attached if you are receiving this Notice by mail. Members who attend the virtual AGM will have the opportunity to ask questions or make comments concerning the matters to be considered during the meeting.

Your questions are important to us. Although we may not be able to reply to each question individually, we will respond to as many of the frequently asked questions as possible at the AGM.

Technical difficulties

If technical difficulties arise during the course of the AGM, the Chair of the meeting has discretion as to whether and how the meeting should proceed. In exercising that discretion, the Chair will have regard to the number of members impacted and the extent to which participation in the business of the meeting is affected. Where the Chair considers it appropriate, the meeting may continue.

If you have any technical queries, please email events@governanceinstitute.com.au or call us on 1800 251 849.

Appointment of Proxies

As there are no resolutions to be considered by members at the AGM, a proxy form has not been provided. A member entitled to attend the AGM has the right to appoint a proxy to attend on their behalf. A proxy need not be a member of Governance Institute. If you wish to appoint a proxy, please contact Governance Institute by email at companysecretary@governanceinstitute.com.au to request a proxy form. The appointment of a proxy must be received by the Company at least 48 hours prior to the meeting.