

Proxy Form

Votes may be given by proxy provided that each proxy holder (including the Chairman) shall hold no more than six proxies. The instrument appointing a proxy shall be in writing.

1. If the Appointer is an Individual Member under the hand of the Appointer or of his or her attorney duly authorised in writing;
2. If the Appointer is a Corporate Member, either under seal, or under the hand of an Officer or attorney duly authorised.

A proxy must be a financial Member of the Foundation or a nominated representative. The instrument appointing a proxy shall be deemed to confer authority to demand or join in demanding a secret ballot.

In all cases this proxy must be deposited not less than 48 hours before the time appointed for the meeting at the registered office of the Foundation at Charles Darwin University, Ellengowan Drive, Casuarina, NT (Postal address: Charles Darwin University Foundation, Darwin NT 0909).

CHARLES DARWIN UNIVERSITY FOUNDATION

I.....of.....

being a financial member of the above named Foundation HEREBY APPOINT

..... of.....

or failing him/her.....of.....

as my proxy to vote for me on my behalf at the Annual General Meeting of the Foundation to be held on the 25th day of May 2017 and at any adjournment thereof.

SIGNED this day of2017

Signature.....

Should you desire to direct your proxy how to vote, please insert "X" in the appropriate box against each item on the following form, otherwise your proxy will vote as he/she thinks fit or abstain from voting.

Agenda Item

| | | For | Against |
|----|--|--------------------------|--------------------------|
| 1. | To endorse the minutes of the Annual General Meeting held on 27 th May 2016. | <input type="checkbox"/> | <input type="checkbox"/> |
| 2. | To receive the Report of the Board. | <input type="checkbox"/> | <input type="checkbox"/> |
| 3. | To receive and deal with the Financial Statements and the Auditor's Report for the year ended 31 st December 2016 | <input type="checkbox"/> | <input type="checkbox"/> |
| 4. | To elect Directors and Auditor. | <input type="checkbox"/> | <input type="checkbox"/> |