



MEMO

To: Board of Directors
From: Company Secretary
Subject: **CORPORATE REPRESENTATIVE**

Section 250D of the Corporations Act provides that a body corporate (ie, a company) may appoint an individual person to represent it at shareholder/general meetings.

That 'authorised corporate representative' may exercise all of the powers that the company itself may exercise in attending, speaking, voting, and/or otherwise in relation to a meeting, at a shareholders' meeting.

The appointment:

- may be specific for 1 meeting, or may be a standing one (until revoked)
- may set out restrictions on the representative's powers
- can be in favour of a position – rather than a named person – although the in such case individual lodging/presenting the authorisation should produce appropriate evidence that they are the position-holder
- can provide for more than 1 individual to be authorised, but only 1 is able to act at any one time.

To evidence such appointment it must be in writing.

The representative must provide the evidence to the company (or its share registry) in good time before the shareholders' meeting, or bring it to the meeting.

In the absence of anything untoward or 'suspicious', the authenticity of such appointment should be taken on the face of it as a duly authorised and valid document.

DISCLAIMER

The comments in this memo reflect some commercial aspects and observations on the matter experienced or observed by the writer in practice as he understands them. The information is given as a guide only and does not represent a definitive or legal view of any of the issues raised, covered or referred to and the reader is urged to seek his own professional advice on all aspects of, or pertaining to, this and any related matter.
