

# Notice of Annual General Meeting

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Notice is hereby given that the AGM of Multiple Sclerosis Limited (ABN 66 004 942 287) (**Company**) will be held on **Thursday 29 October 2009** at The Studdy MS Centre, Joseph Street, Lidcombe, NSW 2141. The meeting will commence at 11.00am Sydney time with registration commencing at 10.30am.

## Business

### 1 Presentation by Chairperson Chris Gillies

### 2 Acknowledgement of retiring Directors

### 3 Presentation by CEO Bill Younger

### 4 Reports

To receive and consider the Company's financial report, Directors' report and report by the Auditor for the year ended 30 June 2009. **These reports are** available for viewing at [www.mssociety.org.au/live/corporate-reports.asp](http://www.mssociety.org.au/live/corporate-reports.asp)

### 5 Election of Ms Carolyn White as a Director

To consider, and if thought fit, pass the following resolution as an **ordinary** resolution:

**"THAT** Ms Carolyn Ellen White, who retires under rule 12.1(e) of the constitution and, being eligible, offers herself for election, is elected as a Director of the Company".

### 6 Election of Mr Garry Whatley as a Director

To consider, and if thought fit, pass the following resolution as an **ordinary** resolution:

**"THAT** Mr Garry Whatley, who retires under rule 12.1(e) of the constitution and, being eligible, offers himself for election, is elected as a Director of the Company".

### 7 Re-election of Mr Paul Murnane as a Director

To consider, and if thought fit, pass the following resolution as an **ordinary** resolution:

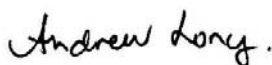
**"THAT** Mr Paul Anthony Murnane, who retires under rule 12.2(d) of the constitution and, being eligible, offers himself for election, is re-elected as a Director of the Company".

### 8 Re-election of Mr Robert McEniry as a Director

To consider, and if thought fit, pass the following resolution as an **ordinary** resolution:

**"THAT** Mr Robert James Hunter McEniry, who retires under rule 12.2(d) of the constitution and, being eligible, offers himself for re-election, is re-elected as a Director of the Company".

By order of the Board



Andrew Long, Company Secretary  
Multiple Sclerosis Limited

6 October 2009

# Explanatory notes

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## 3 Reports

There is no requirement for members to approve these reports. The Chairman will allow a reasonable opportunity for members to ask questions about or make comments on the reports and management of the Company.

The Chairman will also allow a reasonable opportunity for members to ask the auditor or the auditor's representative questions relevant to the conduct of the audit and the preparation and content of the auditor's report.

## 4 Election of Ms Carolyn White

The Board undertakes regular reviews of its composition and from time to time appoints new directors. Each such director must retire at the following AGM but is eligible for election by members. In the last year, the directors appointed Ms Carolyn White as an additional director.

Carolyn White is a career banker having spent 28 years with the National Australia Bank and holds a Graduate Diploma in Business Management.

Her current position is Head of Inclusion & Diversity for Business Banking which includes core responsibility for the strategy and implementation for 6,000 employees in this part of the Australian Region business.

Carolyn has a diverse background in finance having worked across a variety of businesses including mining, corporate banking, professional services, manufacturing, wholesale and import/export businesses during her career. Positions have included Business Development, Credit Executive and Regional Executive.

She is personally committed to making a difference in people's lives. Growing up in Ballarat Victoria, her father was a person with Multiple Sclerosis which was undiagnosed for many years. This life experience has contributed significantly to her desire and dedication to support people with a disability and to contribute to a more inclusive society.

**RECOMMENDATION: The directors other than Ms White, having regard to the report and recommendation of the Nominations Committee, recommend that members vote in favour of the election of Ms Carolyn White.**

## 5 Election of Mr Garry Whatley

The Board undertakes regular reviews of its composition and from time to time appoints new directors. Each such director must retire at the following AGM but is eligible for election by members. In the last year, the directors appointed Mr Garry Whatley as an additional director.

Garry Whatley holds a Bachelor of Business (Accounting and Information Technology), an MBA, and is a Graduate member of the Australian Institute of Company Directors.

Garry is currently the Chief Information Officer and an alternate director for Corporate Express Australia. He has over 24 years' experience in the Information Technology industry and is well known and highly respected. In 2006 he received an award from the CIO Executive Council for his contribution to the IT Industry in Australia.

Prior to joining Corporate Express Garry held the role of General Manager of Information Technology, Telecommunications and e-Business for Sony Australia Limited. He has also provided consulting services to a number of medium to large Australian organisations in the corporate and government sectors.

Knowing both family and friends living with MS, Garry is passionate that a combination of his professional skills and strong personal commitment will allow him to contribute greatly to the goals of the MS Society.

**RECOMMENDATION: The directors other than Mr Garry Whatley having regard to the report and recommendation of the Nominations Committee, recommend that members vote in favour of the election of Mr Garry Whatley.**

#### **6 & 7 Re-election of Mr Paul Murnane and Mr Robert McEniry**

Following the merger of MS New South Wales and MS Victoria, a new constitution for the Company was adopted in 2006 which set a rotation schedule for the initial directors of the merged organisation, over the first 3 years. This rotation process is now complete. The constitution for the Company provides that for subsequent Annual General Meetings, one-third of directors (excluding any directors appointed by the directors during the year), and any director who has held office for three years or more since last being elected, must retire from office. Accordingly, Mr Murnane and Mr McEniry retire by rotation.

Members will be well aware of the significant and valuable contributions that both Mr Murnane and Mr McEniry have made to the Company as directors.

**RECOMMENDATION: The directors other than Mr Murnane, having regard to the report and recommendation of the Nominations Committee, recommend that members vote in favour of the re-election of Mr Paul Murnane.**

**RECOMMENDATION: The directors other than Mr McEniry, having regard to the report and recommendation of the Nominations Committee, recommend that members vote in favour of the re-election of Mr Robert James Hunter McEniry.**

# Proxy Form

(For Instructions refer next page)

I, ..... (full name of appointor)  
of..... (address of appointor)  
being a member of Multiple Sclerosis Ltd (**MSL**), hereby appoint

..... (full name of proxy)  
of ..... (address of proxy)

or failing that person or if no person is named, the **Chairperson** of the meeting, as my proxy to act generally and vote on my behalf at the AGM of MSL to be held on 29 October 2009 and at any adjournment of that meeting.

I instruct my proxy to vote as follows:

	<b>RESOLUTION</b>	<b>IN FAVOUR</b>	<b>AGAINST</b>	<b>ABSTAIN</b>
4	Election of Ms Carolyn White as a Director	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
5	Election of Mr Garry Whatley as a Director	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
6	Re-election of Mr Paul Murnane as a Director	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
7	Re-election of Mr Robert James Hunter McEniry as a Director	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

Each director of MSL intends to cast undirected proxies held by him or her in favour of the resolutions.

.....  
(Signature of appointor)

Date..... 2009

# Information for members appointing a proxy

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## 1 **Appointment of proxy**

A member entitled to attend and vote at the AGM may appoint a proxy. A proxy need not be a member of the Company. A member may appoint an individual or a body corporate as their proxy.

## 2 **Voting instructions**

The Company encourages all members who appoint a proxy to direct their proxy on how to vote on each resolution. You may direct your proxy how to vote by placing a mark in one of the boxes opposite each resolution.

## 3 **Signing the proxy form**

The proxy form must be signed in the space provided.

## 4 **Lodging the proxy form**

To be effective, the proxy form must be signed and if the appointment is signed by the member's attorney – either the authority under which the appointment was signed or a certified copy of the authority, must be received by the Company by one of the following methods:

- **hand delivery:** The Nerve Centre, 54 Railway Rd, Blackburn, Victoria
- **mail:** The Nerve Centre, 54 Railway Rd, Blackburn, Victoria 3130 (a pre-paid envelope is enclosed for this purpose)
- **fax:** (03) 9845 2777
- email pdf attachment along@mssociety.com.au

so that it is received no later than 11:00am Melbourne time on Tuesday 27 October 2009.

