

ANNEXURE "A"

The Articles of Association of NATIONAL TOUCH RUGBY ASSOCIATION LTD are amended as follows:

1. Article 2 is to be deleted and the following inserted in its place:
 - "2. (a) The number of members which the company proposes shall be not less than twelve.
 - (b) Only those members appointed as Ordinary Members are entitled to vote at General Meetings of the Company.
 - (c) The Directors serving on the Board of Directors of the Company shall all be Ordinary Members.
 - (d) The Board of Directors may appoint a member to become an Ordinary Member.
2. Article 28 is to be deleted and the following inserted in its place:
 - "28. (a) The Board of Directors to be elected at the first Annual General Meeting shall consist of twelve Directors comprising President/Chairman, Vice-President/Vice-Chairman, Honorary Secretary/Treasurer and nine further Directors, all of whom shall be Ordinary Members.
 - (b) To be effective from 30 June 1999, the Board of Directors shall consist of 6 Directors residing in each of Queensland and New South Wales.
 - (c) Pursuant to Article 62, Directors are not permitted to serve as a director or member on the board or executive of any touch association not affiliated with the Company."
3. Article 29 is to be deleted and the following inserted in its place:

"29. The President shall not hold office for more than three consecutive years."
4. Article 30 is to be deleted and the following inserted in its place:
 - "30. (a) At the second Annual General Meeting and at subsequent Annual General Meetings one-third of the Directors (excepting the President) shall retire from office, but shall be eligible upon nomination for re-election.
 - (b) In the event of a dispute as to which Directors shall retire, those longest in service since last elected shall retire.
 - (c) In the event that two or more Directors have the same length of service since last elected, the matter shall be decided by lot as to which Director or Directors shall retire."

5. Article 52 is to be amended by inserting the following words at the beginning of the Article, "Notwithstanding anything to the contrary contained in Articles 28 and 30,".
6. After Article 62 the following is to be inserted:

"AFFILIATION OF TEAMS

63. All of the teams playing in the competitions must affiliate with the company, to be known as Affiliated Touch Associations.
 64. Each Affiliated Touch Association will be appointed as an Ordinary Member."
4. Article 30 is to be amended by inserting the following words:
 - "(d) An Ordinary Member can only vote for a director who resides in their state."