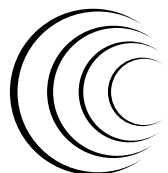
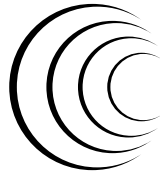


CAL

**Notice of
Annual General Meeting
(AGM)**



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COPYRIGHT AGENCY LIMITED

25 October 2010

Dear member

2010 Annual General Meeting

I am writing to invite you to the 2010 Annual General Meeting of Copyright Agency Limited (CAL). The meeting will be held at Mint Café, 10 Macquarie Street, Sydney NSW on Thursday, 25 November 2010 at 4.30pm.

For your information, the following documents are enclosed:

1. Notice of Annual General Meeting, with a proposed special resolution;
2. an Explanatory Memorandum concerning that resolution;
3. Proxy Form; and
4. Appointment of Representative Form.

An electronic copy of the Annual Report for 2009-10 may be downloaded and viewed and/or printed from CAL's website (www.copyright.com.au) – click on the relevant links under Latest News. If you previously elected to receive a printed copy of the Annual Report, this will be sent to you separately. An electronic version of the 2009 AGM Minutes is available from CAL's website (www.copyright.com.au) – click on the relevant links under Latest News. If you have not received a printed copy of the report or the minutes but wish to, please contact CAL's Corporate Communications department on (02) 9394 7600.

You may wish to receive future general meeting papers electronically. Earlier this year, CAL invited all members to contact us if they wanted to reduce the volume of paper CAL is obliged to send out. You can still elect to receive papers for future general meeting papers by email, by writing to memberservices@copyright.com.au and providing an email address to which those papers are to be sent.

If your company or organisation is a member of CAL you may want to complete the enclosed Appointment of Representative form and return it to CAL prior to the meeting by fax or post. This form advises us who is authorised to represent your organisation at the meeting. If you have provided this form to CAL previously, you may wish to submit a new form if there has been any change.

I look forward to seeing you at the meeting. Should you have any questions regarding the Annual General Meeting, please contact us by telephone (02) 9394 7600, or by email at info@copyright.com.au.

Yours faithfully

Jim Alexander
Chief Executive

Notice of Annual General Meeting

Notice is given that the Annual General Meeting of members of Copyright Agency Limited (the Company) will be held at Mint Café, 10 Macquarie Street, Sydney NSW on Thursday, 25 November 2010 at 4.30pm.



COPYRIGHT AGENCY LIMITED

ABN 53 001 228 799

Business

1. Apologies
2. Declaration of proxies*
3. Announcement of new director appointments
4. Presentation of accounts and reports (directors' and auditor's) for the period 1 July 2009 to 30 June 2010
5. Questions of the auditor
6. To consider and, if thought fit, pass the following resolution as a special resolution:
- That, with effect from the date of the meeting, the articles of association of the Company be amended in accordance with Annexure A to the notice of meeting.
7. Chair's address
8. Chief Executive Officer's report
9. Questions about and comments on management of the Company

By order of the Board
Caroline Morgan, Company Secretary
26 August 2010

*Proxies

A member of the Company entitled to attend and vote has the right to appoint a proxy to attend and vote instead of the member. A proxy need not be a member of the Company. A form of proxy accompanies this notice.

To be effective, a form of proxy must be received:

- at the registered office of the Company at Level 15, 233 Castlereagh Street, Sydney NSW 2000; or
- by facsimile sent to the Company on +61 2 9394 7601

not less than 48 hours before the person named in the proxy form purports to vote in accordance with the appointment.

Corporate Representative

A corporate member entitled to attend and vote has the right to appoint a representative to attend and vote on its behalf at the meeting. A form of appointment of a representative accompanies this notice. This document can be provided to the Company in the same manner as a proxy form at any time before or at the meeting.

Current Board

The Board of directors comprises:

- a. Mr Malcolm Knox, a director who is an author member, elected by the author members of the Company.
- b. Mr Rod Martin, a director who is a publisher member, elected by the publisher members of the Company.
- c. *Mr James Bradley* and Ms Libby Gleeson, two directors appointed by the Australian Society of Authors Limited (ASA).
- d. Ms Lucy Russell and Mr Martin Spears, two directors appointed by the Australian Publishers Association Limited (APA).
- e. *Mr Anthony Bertini*, a director appointed by the other directors pursuant to Article 35(a).
- f. *Mr Brian Johns* and Ms Bronwyn Bancroft, two directors appointed by the other directors pursuant to Article 35(b).
- g. *Mr Sandy Grant*, Chair, appointed pursuant to Article 35(a).

The names of directors whose terms as director expire at the 2010 AGM are italicised.



COPYRIGHT AGENCY LIMITED
ABN 53 001 228 799

ANNEXURE A

COPYRIGHT AGENCY LIMITED ACN 001 228 799 (the Company)

SPECIAL RESOLUTION TO AMEND CONSTITUTION

A. Replace Article 73 (b) with the following:

if the Directors so determine, such amounts as the Directors may consider proper for such special purposes (including cultural and/or charitable purposes) as the Directors think fit not exceeding 1.5% of all such moneys received; and

B. Replace Article 74 (b) (iii) with the following:

if the Directors so determine, such amounts as the Directors may consider proper for such special purposes (including cultural and/or charitable purposes) as the Directors think fit not exceeding 1.5% of the Equitable Remuneration received by the Company for the Accounting Period in respect of which the payment is made.

Special resolution to increase deduction for cultural purposes



COPYRIGHT AGENCY LIMITED
ABN 53 001 228 799

Explanatory Memorandum

Copyright Agency Limited proposes the following amendments to its Constitution for consideration and resolution by members at the 2010 general meeting.

A fully marked-up version of the Constitution setting out the proposed amendment is available for members to review and download at www.copyright.com.au. Paper copies will also be available to members at the meeting.

Background

CAL's Board recommends an increase of the maximum amount which may be allocated by the Board to the CAL Cultural Fund from 1% to 1.5% of licensing revenue.

CAL's role, through the Cultural Fund, as a leader for development in publishing and the visual arts is growing in importance. The Cultural Fund supports individuals and their career development through the Creative Industries' Career Fund; and organisations and larger initiatives through the main CAL Cultural Fund.

Publishing and the visual arts face the challenges of a changing market place for works in the developing digital environment. With improved financial capacity, the Cultural Fund will be able to play a greater role through larger and more comprehensive initiatives brought to the Cultural Fund for consideration by key membership groups such as the ASA, APA, NAVA and the MEAA. These initiatives will support the development of copyright management infrastructure to enhance the efficiency of trade in copyright works in Australia, and enhance the ability of CAL's membership to derive economic return from their creative works.

There are always many more applications submitted to the Cultural Fund than can be supported, and having additional resources available to grant will help support some of these other initiatives which might otherwise miss out on funding.

In 2009/10 CAL offered cultural funding for a diversity of projects: from \$10,000 to support the May Gibbs Literary Trust fellowships which provide authors and illustrators with residencies for them to focus exclusively on their creative endeavour, to \$60,000 for the journalists' union, the MEAA, to run digital training sessions to ensure authors are in a position to participate in this new market place for their works. CAL also provided \$100,000 in Creative Industries' Career Funding, providing individual authors, artists, publishers and other creators with up to \$5,000 to enhance their professional skills and progress in their careers.

Another project supported by the Cultural Fund is the digital library project which will support the development of an online resource for use by Australia's educators. This will be designed to provide access to Australian texts and critical, biographical and other material to help teachers contextualise works as they teach them. CAL is consulting with teachers, the National Library and authors and publishers to make this project as useful as it can be.

CAL's licensing revenue will not be affected by this proposal. It will affect distributions to members and therefore is a decision which should rightly be made by CAL's membership on whose behalf licence fees and other income are collected. If CAL members support this increase in the Cultural Fund allocation, this support can be shown by voting to approve the resolution to amend CAL's Constitution.

Recommendation

The Board has agreed that the most effective way of implementing this recommendation is to increase the maximum amount stipulated in the two clauses in CAL's Constitution that cover the application of monies received by CAL before calculation of allocations and distribution to members – articles 73 and 74(b).

Article 74 requires that equitable remuneration received under the statutory schemes be applied first to cover the company's reasonable short term operating expenses, then the Board may apply up to 1% of the year's equitable remuneration for purposes including the Cultural Fund.

Article 73 provides a similar authority for the application of all other revenue except for resale royalty - that is, first in payment of the company's operating expenses and then the Board may apply up to 1% of that other revenue for purposes including the Cultural Fund.

The draft resolution repeats the current words of each article, substituting 1.5% for 1% as the maximum proportion.

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Proxy Form

I/We.....
(please print your full name or the name of your organisation in block letters)

of.....
(address, including state and postcode)

phone: fax: email:

being a member of Copyright Agency Limited (the Company), appoint:

.....
(full name of proxy)

of.....
(address of proxy, including state and postcode)

or in his or her absence or if no person is named, the Chair of the meeting, as my/our proxy to vote for me/us and on my/our behalf at the Annual General Meeting of the Company to be held at Mint Café, 10 Macquarie Street, Sydney NSW on Thursday, 25 November 2010, at 4.30 pm and at any adjournment of that meeting.

Voting instructions

I direct my proxy to vote as set out below. If no instructions are given, my proxy may vote as he or she sees fit. The Chair intends to vote any undirected proxies in favour of the resolutions.

	For	Against
That, with effect from the date of the meeting, the articles of association of the Company be amended in accordance with Annexure A to the notice of meeting.	<input type="checkbox"/>	<input type="checkbox"/>

Please indicate preference by a ✓

DATED 2010

.....
Sign above if you are signing as an individual OR

Sign below if you are signing on behalf of a company or other organisation and see note 4 below.

Signed for and on behalf of
Name of company or other organisation

.....
Signature

.....
Signature

.....
Name

.....
Name

.....
Office held - indicate if sole director

.....
Office held - indicate if sole director

Please note that:

1. A proxy holder need not be a member of the Company.
2. A proxy form must be signed by or on behalf of the member or by the member's attorney.
3. If this form is signed by your attorney please provide a certified copy of the power of attorney.
4. Proxy forms of companies or unincorporated organisations may be signed by their attorney, by two directors, by a director and secretary or (in the case of a sole director company) by the sole director.
5. Any proxy form in which the name of the proxy is not filled in will be deemed to be given in favour of the Chair of the meeting.
6. The Company's articles of association require that, to be effective, a completed proxy form together with any power of attorney under which it is signed, must be received by the Company not less than 48 hours before the proxy purports to vote in accordance with the proxy. Completed proxy forms may be sent or delivered to the registered office of the Company at Level 15, 233 Castlereagh Street, Sydney NSW 2000 or faxed to the Company on (02) 9394 7601.

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ABN 53 001 228 799

For Organisations, Societies and Companies

If you have not previously provided CAL with a completed copy of this form, or if you wish to confirm or vary the appointment of your authorised representative, please complete and return this form to ensure that your current authorised representative is entitled to represent your organisation and vote at the next Annual General Meeting.

Copyright Agency Limited (the Company)

Appointment of Representative

.....Limited ABN/ACN.....

being a member of the Company, certifies that it has, in accordance with section 250D of the Corporations Act 2001

authorised, or, failing him or her, then

(Appointee) to act as its representative at meetings of members of the Company.

Under that authority, the Appointee is entitled to exercise the same powers on behalf of

..... Limited as Limited itself

could exercise if it were a natural person who is a member of the Company.

Dated: this day of 2010

Signed* for and on behalf of Limited

in the presence of:.....

.....
Signature

.....
Signature

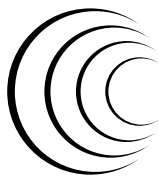
.....
Name

.....
Name

.....
Office held - indicate if sole director

.....
Office held - indicate if sole director

Note*: Two directors or a director and secretary (or in the case of a sole director company, the sole director and secretary) should sign this form on behalf of the Member company, society or organisation.



COPYRIGHT AGENCY LIMITED

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