NOTICE OF A RESOLUTION PROPOSED TO BE MOVED AT A GENERAL MEETING OF NATIONAL ROADS AND MOTORISTS' ASSOCIATION LIMITED (ABN 77 000 010 506)

We the undersigned members of National Roads and Motorists Association Limited ("NRMA") hereby give notice, pursuant to section 249N of the *Corporations Act 2001*, of a resolution which we propose to move at a general meeting of the Company. The resolution is as follows:

In keeping with the spirit of the mutual principles of the NRMA, that the Constitution of the Company be amended as follows:

Insert the following new rule immediately after rule 3(d):

"3(e)

Notwithstanding any other provision in this Constitution, but subject to the Company meeting all its legal, regulatory and prudential capital adequacy requirements, to return to members in each financial year not less than 50% of its previous financial year's annual net profits after tax, by way of rebate in their annual subscription fee. This Article shall commence and apply to the Company's annual net profits after tax for the financial year ending 30 June 2009."

We the undersigned request further, pursuant to section 249P of the *Corporations Act 2001*, that NRMA give to members an explanatory statement in favour of the resolution, the terms of which we expressly authorise Mr Richard Talbot, a former Director of NRMA, to formulate and provide to the Company in time to send out with the notice of meeting.

Name	Address and Postcode	Signature