

NOTICE OF MOTION

The MOTION is

1. That Article 8 be amended to read as follows -

“ELECTRONIC COMMUNICATION AND USE OF A WEBSITE

8. (a) Subject to the provisions in the Companies Act 2006, the Company may hold a meeting, conduct a vote, supply a document or transmit information to its members by electronic means and by making it available on its website.

(b) A person in communication by electronic means with the chairman and with all other parties to a General or Board meeting shall be regarded for all purposes as personally attending such a meeting so long as at such meeting he / she has the ability to communicate interactively and simultaneously with all other parties attending the meeting including all persons attending by electronic means. A break or disruption in communication with an attendee shall not invalidate the proceedings of that meeting

(c) A meeting at which one or more members attend by electronic means is deemed to be held at the place at which the Chairman of the meeting is physically present.”

2. That the following passages be deleted:

i. In Article 18, the words “the meeting shall be adjourned for twenty minutes”

ii. In Article 25, paragraphs (c) and (d),

And the paragraphs of Article 25 be renumbered accordingly.

REASONS

The Covid crisis has made it clear that the proper conduct of company business requires the ability to make comprehensive and flexible use of electronic means and, in particular, to make it clear that those ‘present’ electronically are to be treated as if present physically for the purpose of the Articles. The amendment simply applies the provisions already adopted for Board meetings to all meetings and it removes a provision that would cause unnecessary delay.

The Board supports this proposal.

Proposed by Tim Hardy, Chairman

 31.8.2020

Seconded by David Mole, Company Secretary and Vice Chairman.

 31.8.20