

# Extraordinary General Meeting - 9th November 2019

## Form of Proxy for Individual and Joint Members



I (full name in BLOCK CAPITALS)

.....

Of (address)

.....

.....

Being a member of Surrey Wildlife Trust hereby appoint the Chair of the meeting or (see note 2)

.....

as my proxy to vote for me on my behalf at the Extraordinary General Meeting of the Company to be held on Saturday 9th November 2019 at Denbies Wine Estate, London Road, Dorking, Surrey, RH5 6AA and at any adjournment thereof, on the following resolutions **as indicated by an 'X' in the appropriate box below.**

Resolution		For	Against
1.	Approval of a Special Resolution for the adoption of the revised Articles of Association of Surrey Wildlife Trust. The full resolution is: "It is resolved that the revised Articles of Association contained in the document attached to this Resolution and tabled before the meeting, are adopted as new Articles of Association of the Company in substitution for and to the exclusion of the provisions contained in the existing Memorandum and Articles of Association".	<input type="checkbox"/>	<input type="checkbox"/>
Signature		Date	
.....			

**Notes to the Form of proxy:**

- A member entitled to attend, speak and vote at the meeting is entitled to appoint a proxy to exercise any or all of his rights to attend speak and vote at the Extraordinary General Meeting instead of him. A proxy can only be appointed by following the procedure set out in these notes.
- A member may if he wishes strike out the words 'chair of the meeting' and insert the name of some other person to act as his proxy, exercise all or any of his rights to attend, speak and vote instead of him at the meeting in the space provided. If a member lodges the form with no name inserted in the space the Chair of the meeting will be deemed to be his proxy. Where someone other than the Chair is appointed as a proxy the member appointing him is responsible for ensuring that they attend the meeting and are aware of his voting intentions. If a member wishes his proxy to speak on his behalf at the Extraordinary General Meeting he will need to appoint someone other than the Chair and give his instructions directly to them.
- A proxy need not be a member of the Company but must attend the Extraordinary General Meeting in person. Completion and return of a form of proxy will not preclude a member from attending and voting at the meeting or any adjournment thereof in person. If a proxy is appointed and the member attends the Extraordinary General Meeting in person the proxy appointment will be automatically terminated.
- To be valid this form of proxy must be completed and lodged with the Company Secretary, Surrey Wildlife Trust, School Lane, Pirbright, Surrey GU24 0JN or by email to [finance@surreywt.org.uk](mailto:finance@surreywt.org.uk) not less than 24 hours before the time fixed for the meeting or for any adjournment thereof together with, if appropriate, the power of attorney or other authority (if any) under which it is signed or a notarially certified or office copy of such power or authority. In the case of a member, which is a company, the proxy form must be executed under its common seal or signed on its behalf by an officer of the company or an attorney for the company.
- In the case of joint members a proxy form must be completed and lodged for each member that appoints a proxy.
- If a member submits more than one valid proxy appointment the appointment received last before the latest time for the receipt of proxies will take precedence.
- Failing to tick any box against a resolution will mean your proxy can vote as he or she wishes or can decide not to vote at all. A proxy may vote (or abstain from voting) as he or she thinks fit in relation to any other matter which is put before the meeting.
- In the case of a poll vote taken otherwise than at or on the same day as the meeting or adjourned meeting, the form of proxy must be completed and deposited as specified in note 4 above not less than 24 hours before the time appointed for the taking of the poll.
- In order to revoke a proxy instruction, a member will need to send a signed hard copy notice clearly stating their intention to revoke a proxy appointment to the Company Secretary, Surrey Wildlife Trust, School Lane, Pirbright, Surrey GU24 0JN together with the power of attorney or other authority (if any) under which it is signed, or a notary certified copy of such power of attorney or authority, not less than one hour before the commencement of the meeting or adjourned meeting or (in the case of a poll taken otherwise than at or on the same day as the meeting or adjourned meeting) the time appointed for the taking of the poll at which the vote is cast.