COVENTRY & WARWICKSHIRE CHAMBER OF COMMERCE

**(company number 02478695)**

(**Company**)

**Annual General Meeting**

**Form of proxy**

**Before completing this form, please read the explanatory notes**

I /We .......................................................................................................................................

of……………………………………………………………………………………………………………………………..

a member of Coventry & Warwickshire Chamber of Commerce, hereby appoint

…………………………………………………………………………………………………………………..

of ………………………………………………………………………………………….......................

and failing him (or if the above is blank) the Chairman of the Meeting to vote for me/us on my/our behalf at the Annual General Meeting of Coventry & Warwickshire Chamber of Commerce to be held Friday 11th November and at every adjournment thereof.

I/We direct my/our proxy to vote on the following resolutions as I/we have indicated by marking the appropriate box with an 'X'.

|  |  |  |
| --- | --- | --- |
| **RESOLUTIONS** | **For** | **Against** |
| **ORDINARY RESOLUTIONS** |  |  |
| 1. To receive the Directors report and accounts for the year ended 31st March 2022. |  |  |
| 2. To confirm the election of the Elected Directors. |  |  |
| 3. To appoint auditors and to authorise Directors to determine their remuneration. |  |  |
| **SPECIAL RESOLUTION** |  |  |
| 4. That the draft articles of association submitted to the meeting and for the purpose of identification initialed by the Chairman of the Meeting be and the same are hereby approved and adopted as the articles of association in substitution for and to the exclusion of all the existing articles of association of the Company. |  |  |
| **Signature** | **Date** |

**NOTES**

**FORM OF PROXY**

1. As a member of the Company you are entitled to appoint a proxy to exercise all or any of your rights to attend, speak and vote at a general meeting of the Company. You can only appoint a proxy using the procedures set out in these notes.

2. Appointment of a proxy does not preclude you from attending the meeting and voting in person. If you have appointed a proxy and attend the meeting in person and vote, your proxy appointment will automatically be terminated.

**APPOINTMENT**

3. A proxy does not need to be a member of the Company but must attend the meeting to represent you. If you wish to appoint a proxy other than the chair of the meeting, insert their name in the relevant section above. If you leave this space blank, the chair of the meeting will be appointed your proxy. Where you appoint as your proxy someone other than the chair, you are responsible for ensuring that they attend the meeting and are aware of your voting intentions. If you wish your proxy to make any comments on your behalf, you will need to appoint someone other than the chair and give them the relevant instructions directly.

**VOTING DIRECTIONS**

4. To direct your proxy how to vote on the resolutions mark the appropriate box with an "X". If no voting indication is given, your proxy will vote or abstain from voting at their discretion. Your proxy will vote (or abstain from voting) as he or she thinks fit in relation to any other matter which is put before the meeting, including a motion to adjourn.

**RETURNING YOUR FORM OF PROXY**

5. To appoint a proxy using this form, the form must be:

* Completed and signed;
* Sent or delivered to the Company by (i) post to Gemma Basterfield at Coventry & Warwickshire Chamber of Commerce, Chamber House, Innovation Village, Cheetah Road, Coventry CV1 2TL or (ii) email to Gemma Basterfield at gemmab@cw-chamber.co.uk; and
* Received by the Company no later than 2pm on 9 November 2022.

6. In the case of a member which is a company, this 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. Any power of attorney or any other authority under which this proxy form is signed (or a duly certified copy of such power or authority) must be included with the proxy form.

7. If you submit more than one valid proxy appointment, the appointment received last before the latest time for the receipt of proxies will take precedence. For details of how to change your proxy instructions or revoke your proxy appointment see the notes to the notice of meeting.

11. You may not use any electronic address provided in this proxy form to communicate with the Company for any purposes other than those expressly stated.