PROXY FORM

At the Annual General Meeting of the Company to be held on 6th December 2019and any adjournment thereof

I (Name)……………………………………………………………………………………………………………..…………………………...

of (Address)……………………………………………………………………………………………….………………………………..…….

a member of the Company hereby appoint:

* \* the Chairman of the meeting;

or

* \* name: ………………………………………………………………………….. of

address: ……………………………………………………………………………………………………………………………….

***Note: \* delete as applicable and insert the name and address of the proxy in capitals if appointing someone other than the Chairman.***

as my proxy to vote for me on my behalf on the following resolutions as I have indicated by marking the appropriate box with an X below. If no indication is given, my proxy will vote or abstain from voting at his or her discretion and I authorise my proxy to vote (or abstain from voting) as he or she thinks fit in relation to any other matter which is put before the meeting.

|  |  |  |  |
| --- | --- | --- | --- |
|  | **For** | **Against** | **Abstain** |
| **Special Resolution:** |  |  |  |
| 1. That the Articles of Association of the Company (the “Old Articles”) be deleted in their entirety and replaced by the Articles of Association in the form attached (the “New Articles”) with effect from the end of the Meeting in substitution for all former articles of association. |  |  |  |
| Ordinary Resolutions: |  |  |  |
| 1. Conditional on the special resolution at item 1 being passed, that any individual who was a company law member under the Old Articles but is not a company law member under the New Articles shall become a Supporter of the Charity as defined in article 13 of the New Articles. |  |  |  |
| 1. Conditional on the special resolution at item 1 not being passed, that Pat Adams be re-elected as Trustee for 1 year |  |  |  |
| 1. Conditional on the special resolution at item 1 not being passed, that Nicola Walsh and Rhianna Williams be elected/re-elected as Trustee. |  |  |  |
| 1. To approve the minutes of the 2018 Annual General Meeting. |  |  |  |
| 1. To receive the Trustees Report for the year 2018/2019. |  |  |  |
| 1. To receive the Accounts for the year ended 31st March 2019. |  |  |  |
| 1. To appoint the auditors to serve for the coming year. |  |  |  |

Signed: ………………………………………………

Dated:………………………………………………….2019

**Notes to the proxy form:**

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, your proxy appointment will automatically be terminated.
3. A proxy does not need to be a member of the Company but must attend the Meeting to represent you. To appoint as a proxy a person other than the Chairman of the meeting, set out their full name and address above.
4. If you sign and return this proxy form with no name set out above, the Chairman of the meeting will be deemed your proxy. Where you appoint as your proxy someone other than the Chairman, you are responsible for ensuring that they attend the meeting and are aware of your voting intentions.
5. If you wish your proxy to speak on your behalf at the Meeting you will need to appoint your own choice of proxy (not the Chairman) and give your instructions directly to them.
6. If you do not give your proxy an indication of how to vote on any resolution, your proxy will vote or abstain from voting at his or her 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.
7. To appoint a proxy using the proxy form, the form must be:

* completed and signed;
* sent or delivered to the Company at Action for Carers (Surrey), Astolat, Coniers Way, Burpham, Guildford, GU4 7HL***;*** and
* received by the Company no later than **1pm on 4th December 2019**.

1. Any power of attorney or any authority under which the proxy form is signed (or a duly certified copy of such power or authority) must be included with the proxy form.

**Changing proxy instructions**

1. To change your proxy instructions simply submit a new proxy appointment using the method set out above. Note that the cut-off time for receipt of proxy appointments (see above) also applies in relation to amended instructions. Any amended proxy appointment received after the relevant cut-off time will be disregarded.
2. 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.

**Termination of proxy appointments**

1. In order to revoke a proxy instruction you will need to inform the Company by sending a signed hard copy notice clearly stating your intention to revoke your proxy appointment to The Company Secretary, Action for Carers (Surrey), Astolat, Coniers Way, Burpham, Guildford, GU4 7HL*.*
2. In either case, the revocation notice must be received by the Company no later than **1pm** **on 4th December 2019**.
3. If you attempt to revoke your proxy appointment but the revocation is received after the time specified then, subject to the paragraph directly below, your proxy appointment will remain valid.
4. 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, your proxy appointment will automatically be terminated.

**Communication**

1. Except as provided above, members who have general queries about the Meeting should contact Anne Hess, Operations Manager, by post at Action for Carers (Surrey), Astolat, Coniers Way, Burpham, Guildford, GU4 7HL], email to anne.hess@actionforcarers.org.uk or telephone 01483 302748 Ext 202 (no other methods of communication will be accepted).