

## CATERHAM GRADUATES RACING CLUB

### ANNUAL GENERAL MEETING

#### SNETTERTON

**04-AUG-18**

Dear Member,

As a Racing Member of the Caterham Graduates Racing Club (CGRC) you are entitled to vote at the Annual General Meeting (AGM) of the Company, which will be held at Snetterton on Saturday 4<sup>th</sup> August 2018, commencing at 5pm in the CGRC Paddock Awning.

The Club's Articles of Association require that at least three of the nine directors retire each year by rotation. This year, Charles Elliott is retiring from the Board and does not wish to stand for re-election, and Oliver Gibson is standing down due to work pressures. I would like to thank both Charles and Oliver for serving the Club so well. Both Andrew Outterside and Graeme Smith are retiring, but are standing for re-election. Additionally, the Board has received nominations for election from John Benfield, Mark Johnson, Mark Jones and Peter Marsh, so these four plus Andrew Outterside and Graeme Smith are the candidates standing for election. The Meeting Agenda is:

- 1.) Introduction by Chairman.
- 2.) Resolutions:
  - a.) To receive and approve the Minutes of the 2017 Annual General Meeting held on the 1<sup>st</sup> July 2017;
  - b.) To consider the following **Special Resolution**: That the Articles of Association be amended to split the current Secretary role on the Executive into a non-Executive Club Secretary, who deals with membership matters, and the Competitions Director, who will sit on the Executive and deal with competition matters; and
  - c.) To elect four directors.
- 3.) Financial Presentation.
- 4.) Commercial Presentation.
- 5.) Chairman's Presentation.
- 6.) Any Other Business.

If you are unable to attend the AGM, you are entitled to submit a **Proxy Voting Form**, or appoint a proxy to attend, speak and vote at the AGM on your behalf. A proxy does not have to be a member of the Company, but must attend the AGM to represent you. To appoint a proxy, the **Proxy Declaration** at the bottom of the **Proxy Voting Form** must be duly signed and delivered to the Chairman by 5pm on Thursday 2<sup>nd</sup> August 2018, at the following address: 8 Poulett Gardens, Twickenham, TW1 4QR.

Voting Slips will be available to Racing Members at the AGM, and may be updated from that shown overleaf, if further nominations for election are received.

Yours sincerely,

Roger Ford  
CGRC Chairman

## CATERHAM GRADUATES RACING CLUB

### ANNUAL GENERAL MEETING

### PROXY VOTING FORM

Please mark your vote on the following resolutions with an 'X'. If there is no indication against a Resolution, this will be taken as a vote to abstain from the vote.

RESOLUTIONS	FOR	AGAINST
1. To receive and approve the Minutes of the 2017 Annual General Meeting held on the 1 <sup>st</sup> July 2017.		
2. To consider the following <b>Special Resolution</b> : That the Articles of Association be amended to split the current Secretary role on the Executive into a non-Executive Club Secretary, who deals with membership matters, and the Competitions Director, who will sit on the Executive and deal with competition matters.		
3. To elect up to but not exceeding <b>four (4)</b> of the persons named below to the Board of Directors:		
a) BENFIELD, John		
b) JOHNSON, Mark		
c) JONES, Mark		
d) MARSH, Peter		
e) OUTTERSIDE, Andrew		
f) SMITH, Graeme		

#### PROXY DECLARATION ONLY:

I being a Racing Member of the Company appoint \_\_\_\_\_  
as my proxy to act on my behalf at the Annual General Meeting of the Company to be held at Snetterton in the CGRC Paddock Awning on Saturday 4<sup>th</sup> August 2018 at 5pm, and at any adjournment of the meeting.

Signature: \_\_\_\_\_ Date: \_\_\_\_\_

## NOTES ON APPOINTING A 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 an Annual 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, you must notify the Chairman prior to the start of the meeting for your proxy appointment to be terminated.
- 3.) A proxy does not have to be a member of the Company, but must attend the meeting to represent you. To appoint a person as your proxy, who may be the Chairman of the meeting, write his or her full name in the first line of the Proxy Declaration, and then sign and date Proxy Declaration, which is at the bottom of the Proxy Voting Form. If you wish your proxy to make comments on your behalf, you must appoint someone other than the Chairman of the meeting as your proxy and you must give that person the relevant instructions directly.
- 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 his or her discretion.
- 5.) To appoint a proxy using the Voting Form, the Form must be:
  - a) Completed, signed and dated;
  - b) Posted or delivered to 8 Poulett Gardens, Twickenham, TW1 4QR for the attention of the Chairman; and
  - c) Received at this address by no later than 5pm on Thursday 2<sup>nd</sup> August 2018.
- 6.) Any power of attorney or of any other authority under which the Proxy Declaration is signed (or a duly certified copy of such power of authority) must be included with the Voting Form.
- 7.) To change your proxy instruction, submit a new proxy appointment in accordance with Note 5.) above. Note that the deadline of 5pm on Thursday 2<sup>nd</sup> August 2018 for receipt of proxy appointments applies to amended instructions and that any amended proxy appointment received after the relevant deadline will be disregarded. If you submit more than one valid proxy appointment, the last appointment received before the deadline will take precedence.
- 8.) In order to revoke a proxy instruction, you will need to inform the Company by sending a signed hard copy notice to the Chairman at 8 Poulett Gardens, Twickenham, TW1 4QR before the deadline of 5pm on Thursday 2<sup>nd</sup> August 2018. If you attempt to revoke your proxy appointment after the deadline, your proxy appointment will remain valid.

- END -