

RBBC Housing – Independent Living

Notice of Annual General Meeting

Notice is hereby given that the Annual General Meeting (“**the Meeting**”) of RBBC Housing – Independent Living (“**the Association**”) will be held at Town Hall, Castlefield Road, Reigate, Surrey, RH2 0SH on Thursday 30 September 2021 at 1945.

You will be asked to consider and vote on the resolutions below. Resolutions 2 and 3 will be proposed as ordinary resolutions.

1. In light of the Association’s turnover and assets, to exercise the power under section 84 of the Co-operative and Community Benefit Societies Act 2014 to disapply section 83 of the Act and remove the duty to appoint an auditor for the financial year ended 31 March 2021;
2. To receive and adopt the Association’s unaudited Financial Statements for the period ended 31 March 2021;
3. To receive and adopt the Directors’ report on the affairs of the Association.
4. To consider the dissolution of the Association.
5. THAT, pursuant to and in accordance with Article G12 of the Association’s rules and Section 119 of the Co-operative and Community Benefit Societies Act 2014 (“the Act”) approve the instrument of dissolution in the format prescribed by the Financial Conduct Authority and containing all information required by section 119(2) of the Act to be further endorsed by at least three fourths of the Members to testify their consent to the dissolution of the Association.

By order of the Board

Mari Roberts Wood – Director

Luci Mould – Director

Simon Bland – Independent Director

Simon Rosser - Independent Director

Duane Kirkland - Independent Director

Kirsty Jane Hill – Secretary

21 September 2021

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Notes to the Notice of Annual General Meeting

Appointment of proxies

1. If you are a shareholder who is entitled to attend and vote at the meeting, you are entitled to appoint one or more proxies to exercise all or any of your rights at the meeting and you should have received a proxy form with this notice of meeting. A proxy does not need to be a shareholder of the Association but must attend the meeting to represent you. You can only appoint a proxy using the procedures set out in these notes and the notes to the proxy form.
2. 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.
3. Shareholders can:
 - Appoint a proxy or proxies and give proxy instructions by returning the enclosed proxy form by post (see note 4).
 - Register their proxy appointment electronically (see note 5).
 - Appoint a corporate representative by completing the enclosed proxy form and delivering this proxy form at the Meeting.

Appointment of proxy by post

4. The notes to the proxy form explain how to direct your proxy how to vote on each resolution.

To appoint a proxy using the proxy form, the form must be:

- completed and signed;
- sent or delivered to the Association at Reigate and Banstead Borough Council, Town Hall, Castlefield Rd, Reigate, Surrey, RH2 0SH; and
- received by the Association no later than 17:00 24 September 2021.

In the case of a shareholder 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.

Any power of attorney or any other 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.

If you have not received a proxy form and believe that you should have one, or if you require additional proxy forms, please contact the Company Secretary.

Appointment of proxies electronically

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5. As an alternative to completing the hard-copy proxy form, you can appoint a proxy electronically by email to the Secretary. For an electronic proxy appointment to be valid, your appointment must be received by the Association no later than 3 clear days of the Meeting.

This email address should not be used for any other purposes unless expressly stated.

Changing proxy instructions

6. Shareholders may change proxy instructions by submitting a new proxy appointment using the methods set out above. Note that the cut-off time for receipt of proxy appointments also apply in relation to amended instructions; any amended proxy appointment received after the relevant cut-off time will be disregarded.

Where you have appointed a proxy using the hard-copy proxy form and would like to change the instructions using another hard-copy proxy form, please contact the Company Secretary at the registered address.

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 appointment

7. A shareholder may terminate a proxy instruction but to do so you will need to inform the Association in writing by sending a signed hard-copy notice clearly stating your intention to revoke your proxy appointment to the Association. In the case of a shareholder which is a company, the revocation notice 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 the revocation notice is signed (or a duly certified copy of such power or authority) must be included with the revocation notice.

The revocation notice must be received by the Association no later than 2 days before the date of the AGM.

If you attempt to revoke your proxy appointment but the revocation is received after the time specified, your original proxy appointment will remain valid unless you attend the meeting and vote in person.

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.

Corporate representatives

8. A corporation which is a shareholder can appoint one or more corporate representatives who may exercise, on its behalf, all its powers as a shareholder provided that they do not do so in relation to the same shares.

Communication

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9. Except as provided above, shareholders who have general queries about the meeting should the Company Secretary.

You may not use any electronic address provided either:

- in this notice of annual general meeting; or
- any related documents (including the proxy form),

to communicate with the Association for any purposes other than those expressly stated.

10. Subject to the Rules and except where a ballot is demanded or directed, voting on all resolutions will be conducted on a show of hands.

As soon as practicable following the meeting, the results of the voting will be announced.