



Notice of the Annual General Meeting – Wednesday 7 July 2021 at 4.00pm

NOTICE IS HEREBY GIVEN that the Annual General Meeting of the Institute of Directors will be convened online on Wednesday 7 July at 4.00pm for the purposes of considering and, if thought fit, passing the following resolutions which will be proposed as Ordinary Resolutions as specified below:

Annual General Meeting Minutes 2020

1. THAT the minutes of the Annual General Meeting held on Thursday 8 October 2020 be received and approved.

Annual Report and Accounts 2020

2. THAT the Annual Report and Accounts for the year ended 31 December 2020 be received and considered.

Auditors

3. THAT RSM be appointed as external auditors of the Institute until the conclusion of the 2022 Annual General Meeting of the Institute.

Chair Appointment

4. THAT the appointment of the Chair of the Board, Patrick Macdonald on 22 March 2021 be ratified.

Council Reappointments

5. THAT Anneliese Reinhold be reappointed as Council member for up to three years until the AGM 2024.

By order of the Board of the Institute

Kristina Lewis
Institute Secretary, Institute of Directors
15 June 2021

Notes to the Notice of the AGM

1. Entitlement to attend and vote

Each member in the Associate, Member and Fellow categories are entitled to attend and vote. There are a number of methods to vote including:

- By attending the AGM online; or
- Online [IoD AGM 2021 Online Voting](#) closing by 4.00pm Friday 2 July 2021; or
- Via email, by downloading the AGM voting form and sending your completed form to the Institute Secretary at governance@iod.com by 4.00pm Friday 2 July 2021; or
- By Proxy either online [IoD AGM 2021 Proxy Voting](#), by 4.00pm Friday 2 July 2021 or by email together with any authority under which it is signed to the Institute Secretary at the above address.

2. Appointment of proxies

A voting member may appoint the Chair of the Institute or another Institute Member (being a Member entitled to vote in their own right) to act as their proxy at the meeting.

3. [Annual Report and Accounts](#)

4. **Hard copy requests** Institute Members may submit a written request to the Institute Secretary for a copy of the 2020 Report and Accounts to be sent via post to the Member's address supplied for the purpose of

the meeting, or for membership purposes generally. Upon receipt of such written request, the Institute shall dispatch the document within four business days or, if later, on the date of the publication.