

Notice of the Annual General Meeting – Tuesday 5 July 2022 at 16:30

NOTICE IS HEREBY GIVEN that the Annual General Meeting of the Institute of Directors will be convened on Tuesday 5 July at 4.30pm at 116 Pall Mall, London SW1Y 5ED, 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 2021

1. THAT the minutes of the Annual General Meeting held on Wednesday 7 July 2021 be received and approved.

Annual Report and Accounts 2021

2. THAT the Annual Report and Accounts for the year ended 31 December 2021 be received and considered.

Auditors

3. THAT RSM UK LLP be reappointed as external auditors of the Institute until the conclusion of the 2023 Annual General Meeting of the Institute.

Council Reappointments

4. THAT Rick Denton be reappointed as a Council member for an exceptional term of one year until the AGM 2023.
5. THAT Brian Hall be reappointed as a Council member for an exceptional term of one year until the AGM 2023.
6. THAT David Langworth be reappointed as a Council member for term of three years until the AGM 2025.
7. THAT Mehrdad Mansourpour be reappointed as a Council member for term of three years until the AGM 2025.
8. THAT Marie McHugh be reappointed as a Council member for term of three years until the AGM 2025.

Council Appointments

9. THAT Dr Eelco Fiole be confirmed as a Council member for term of two years until February 2024.
10. THAT Andrew Griffiths be confirmed as a Council member for term of two years until February 2024.
11. THAT Kahumbya Bashige be appointed as a Council member for term of two years until the AGM 2024.
12. THAT Derek McIntyre be appointed as a Council member for term of three years until the AGM 2025.
13. THAT Robert Stansbury be appointed as a Council member for term of three years until the AGM 2025.

By order of the Board of Directors of the Institute



Kristina Lewis
Institute Secretary, Institute of Directors
13 June 2022

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 at 116 Pall Mall, London, SW1Y 5ED ; or
- Via email, by downloading the AGM voting form and sending your completed form to the Institute Secretary at governance@iod.com
- By Proxy either online [IoD AGM 2022 Proxy Voting](#), by 16:30 o'clock Thursday 30 June 2022 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 Annual Report and Accounts 2021 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.