



## Notice of the Annual General Meeting – Tuesday 01 July 2025 at 16:00

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**NOTICE IS HEREBY GIVEN** that the Annual General Meeting of the Institute of Directors will be convened on Tuesday 01 July 2025 at 16:00 at 116 Pall Mall, London SW1Y 5ED and virtually, for the purposes of considering and, if thought fit, passing the following resolutions which will be proposed as Ordinary Resolutions as specified below:

### Annual Report and Accounts 2024

1. THAT the Annual Report and Accounts for the year ended 31 December 2024 be received and considered.

### Auditors

2. THAT RSM UK LLP be reappointed as external auditors of the Institute until the conclusion of the 2026 Annual General Meeting of the Institute.

### Chair Appointment

3. THAT the appointment of the Chair of the Institute, John Browett on 03 July 2024 be ratified.

### Council Reappointments

4. THAT Robert Stansbury be reappointed as a Council member for a term of three years until 01 July 2028.
5. THAT Derek McIntyre be reappointed as a Council member for a term of three years until 01 July 2028.
6. THAT David Langworth's term in office is extended by six months until 31 December 2025.
7. THAT Marie McHugh's term in office is extended by six months until 31 December 2025.

### Council Appointments

8. THAT Alexandra Renison be appointed as a Council member for a term of three years until 21 April 2028
9. THAT Menai Owen- Jones be appointed as a Council member for a term of three years until 02 June 2028.
10. THAT Philippe Vogelleer be appointed as a Council member for a term of three years until the 21 April 2028.

By order of the Board of Directors of the Institute

A handwritten signature in blue ink, appearing to be 'Kristina Lewis', is written over a light blue circular stamp.

Kristina Lewis  
Institute Secretary, Institute of Directors  
09 June 2025

### IoD London

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## Notes to the Notice of the AGM

### 1. Entitlement to attend and vote

Each member in the Associate, Member and Fellow categories is 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; For the 2025 AGM, we will continue to enable members to attend and participate in the meeting electronically, should you wish to do so please register [here](#) by 16:00 on Thursday 26 June 2025 to receive a link for the AGM.
- Online [IoD AGM 2025 Online Voting](#) closing by 16:00 on Thursday 26 June 2025; or
- Via email, by downloading the AGM voting form and sending your completed form to the Institute Secretary at [institute.secretary@iod.com](mailto:institute.secretary@iod.com) by 16:00 on Thursday 26 June 2025.
- By Proxy, by downloading the AGM voting form and sending your completed form with any authority under which it is signed to the Institute Secretary at [institute.secretary@iod.com](mailto:institute.secretary@iod.com) by 16:00 on Thursday 26 June 2025.

### 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 2024 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.

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