



THE SUSSEX ARCHAEOLOGICAL SOCIETY (the "Society")  
FORM OF PROXY FOR THE 2021 ANNUAL GENERAL MEETING

to be held at Lewes Town Hall, High Street, Lewes, BN7 2QS

at 10.00 am on Saturday 23rd October 2021

(the "AGM")

I .....

of .....

(PLEASE INSERT FULL NAME AND ADDRESS IN BLOCK CAPITALS)

being a member of the Society hereby appoint the Chair of the meeting\* to be my proxy to attend, speak and vote on my behalf in the manner indicated below (see notes below) at the AGM and at any adjournment thereof.

Members may either complete section A. to instruct the Chair of the meeting to vote or abstain as the Chair of the meeting thinks fit, or section B. to instruct the Chair of the meeting to vote precisely as the member wishes.

**\* In accordance with Regulation 18 of the Articles of Association of the Society the President, Prof. Martin Bell, will be Chair of the AGM.**

**Part A**

*If you wish the Chair of the meeting, as your proxy, to vote or abstain as he thinks fit on any particular resolution and on any other business (including amendments to resolutions and any procedural business) which may come before the AGM please indicate with an "X" here and leave Part B blank.*

**Part B**

Alternatively, please leave Part A blank and indicate with an "X" in the boxes provided (on pages 2, 3 and 4 below) how you wish your vote to be cast in respect of each of the resolutions. Unless so instructed below, the proxy will vote or abstain as he thinks fit on any particular resolution and on any other business (including amendments to resolutions and any procedural business) which may come before the AGM.

**Ordinary Resolutions**

	<b>For</b>	<b>Against</b>	<b>Vote withheld</b>
1. To approve the minutes of the Annual General Meeting held on 12 <sup>th</sup> September 2020.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
2. That the Trustees' Report and the Financial Statements for the period ended 31 <sup>st</sup> March 2021 be received.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
3. That Kreston Reeves LLP be appointed auditors to the Company until the conclusion of the next period for appointing auditors within the meaning of s485 Companies Act 2006 at a remuneration to be agreed by the Trustees.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
4. To re-elect Joe Sullivan as a Trustee. Proposed by Council: Amanda Jones, Chair Seconded by: Jan Oldham, Trustee.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
5. To re-elect Matt Pope as a Trustee. Proposed by Council: Amanda Jones, Chair Seconded by: Jan Oldham, Trustee.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
6. To elect Adam Bates as a Trustee. Proposed by Council: Amanda Jones, Chair Seconded by: Peter Vos, Trustee.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
7. To elect Laurence Bresh as a Trustee. Proposed by Council: Amanda Jones, Chair Seconded by: Lys Drewett, Trustee.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
8. To elect Clotilde Lemarié as a Trustee. Proposed by Council: Amanda Jones, Chair Seconded by: Glynn Jones, Trustee.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

9. SPECIAL RESOLUTION: THAT the Articles of Association of the Company be amended by deleting all the provisions of the Company's Memorandum of Association which, by virtue of s28 of the Companies Act 2006, are to be treated as provisions of the Company's articles of association.

10. SPECIAL RESOLUTION: THAT, subject to approval by the Charities Commission, and to such amendments as they so direct, the proposed new Articles of Association of the Company as published on Members' section of the Society's website, be adopted as the new Articles of Association of the Company in substitution for, and to the exclusion of, the Articles of Association of the Company existing at the date hereof.

11. SPECIAL RESOLUTION: THAT, if and for so long as the number of Trustees who were duly appointed in accordance with the provisions of regulations 21 or 22 of the Existing Articles of Association exceeds the number permitted under regulation 35 of the New Articles of Association, neither the proceedings of Council, nor the appointment of any Trustee in office at the date of this resolution, shall be deemed invalid by the provisions of regulations 35 or 38 of the New Articles of Association.

\_\_\_\_\_  
Signature

\_\_\_\_\_  
Date

Notes:

1. A member entitled to attend and vote at the AGM is required, as permitted by the Corporate Governance and Insolvency Act 2020, to vote only by submitting their proxy to the Chair of the AGM. The Chair of the AGM will, in accordance with the articles of association of the Society, be the President, Prof. Martin Bell.
2. Joint or family members should complete one proxy form for each adult voting member.
3. Please indicate with an "X" in the boxes provided how you wish your vote to be cast in respect of each of the resolutions. Unless otherwise instructed, the proxy will vote or abstain as he thinks fit on any particular resolution and on any other business (including amendments to resolutions and any procedural business) which may come before the Annual General Meeting.
4. The "Vote Withheld" option where provided is to enable you to abstain on any particular resolution. However, it should be noted that a vote withheld is not a vote in law and will not be counted in the calculation of the proportion of votes "For" and "Against" a resolution.
5. The appointment of a proxy will not preclude you from attending the AGM by videoconference. However note that, as permitted by the Corporate Governance and Insolvency Act 2020, you will not be entitled to vote at the AGM.
6. To be valid, this form of proxy must be signed and received, together with any power of attorney or other authority under which it is executed or a copy of it certified by a notary, at the registered address of the Society (see below) not less than 24 hours before the time appointed for the holding of the AGM (being in this instance 10.00am on Friday 22<sup>nd</sup> October 2021). Alternatively, you may submit your proxy form by scanning or copying and emailing it to [vote@sussexpast.co.uk](mailto:vote@sussexpast.co.uk). Proxy forms delivered to the Society by email may be signed by electronic means but will not be accepted unless signed either manually or electronically. The signature may be typed onto the form rather than being a handwritten signature provided that the delivery is by email from the registered email address of the member signing the form.
7. Any alteration made to this form of proxy must be initialled by the person who signs it.

**The Sussex Archaeological Society, Registered in England & Wales, Company Number: 202795**

Registered Address to which proxies must be posted or delivered:

Bull House

92 High Street

Lewes

Sussex

BN7 1XH

*Email address to which proxies may be sent:*

[vote@sussexpast.co.uk](mailto:vote@sussexpast.co.uk)