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**AGM, Monday 12th September 2022**

**COMPANY LIMITED BY GUARANTEE  
AND NOT HAVING A SHARE CAPITAL**

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**CHANGES TO THE ARTICLES OF ASSOCIATION AND MEMORANDUM  
of  
ENGLAND BOXING LIMITED**

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**Special Resolution  
Changes in Italics**

**INTERPRETATION**

**Add:**

***Virtual meeting*** means a meeting of members of the Company or any other meetings of the Company where arrangements have been made in advance to allow participants to attend the meeting by means of a conference telephone, video link or similar means of electronic communication at which all participants can be heard and can hear each other without the need for them to be physically present at the same location. A person participating in a meeting by such means shall be deemed to be attending virtually.

***Hybrid meeting*** means a meeting of members of the Company or any other meetings of the Company at which some participants are attending the meeting in person and others are attending virtually.

## **GENERAL MEETINGS**

34. The Board may call General Meetings whenever it thinks fit *with Members attending in person or virtually* and, on the requisition of Members representing not less than 5% of the total voting rights of all the Members having at the time of the requisition a right to vote at General Meetings, shall within twenty-one days from the date of the deposit of the requisition proceed duly to convene an Extraordinary General Meeting for a date as soon as practicable thereafter.

## **NOTICE OF GENERAL MEETINGS**

39. The notice shall specify the time and place of the General Meeting and the general nature of the business to be transacted. *Where arrangements have been made for a meeting to be held virtually or as a hybrid meeting, the notice calling the meeting shall state that fact and include details of the means by which a person may attend the meeting virtually.*

## **REPRESENTATIVES AT GENERAL MEETINGS**

41. If a Club Member wishes to attend, speak or vote at a General Meeting, or if an Associate Member wishes to attend or speak at a General Meeting, it must formally appoint a natural person to represent it at that Meeting. *A Club Member attending a meeting virtually shall have the same rights to receive notice, speak, vote and otherwise participate in the meeting as he or she would have if attending the meeting in person.*

## **PROCEEDINGS AT GENERAL MEETINGS**

43. No business shall be transacted at any General Meeting unless a quorum is present. A quorum will be achieved if natural persons properly authorised in accordance with Article 41 above and representing in total 50 or more Club Members entitled to vote are in attendance. *A person shall be deemed to be present by attending either in person or virtually where arrangements for virtual attendance have been made.*

## **VOTING AT GENERAL MEETING**

48. Every Club Member who is present by a duly authorised representative shall be entitled to exercise one vote at a General Meeting. *A Club Member entitled to vote upon the business at a meeting may do so either in person or virtually where arrangements for virtual attendance have been made.*

## PROCEEDINGS OF THE BOARD

65. The Board may meet together for the dispatch of business, adjourn and otherwise regulate their meetings as they think fit, provided that at least four such meetings shall be held in each year. *Such meetings may be entirely virtual meetings or hybrid meetings as the circumstances allow and as agreed by the Board.* The quorum for a Board meeting shall be six persons having the right to vote, save that no meeting shall be quorate if less than two Independent non-Executive Directors are present.