

**The Companies Act 2006
Private Company Limited by Shares
ANNUAL GENERAL MEETING PROXY FORM
DRIFFIELD AGRICULTURAL SOCIETY
(the "Society")**

Name:

Address:

.....

Before completing this form, please read the explanatory notes below

I/We being a member of the Society appoint the Chairperson of the meeting or (see note 3)

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as **my/our** proxy to attend, speak and vote on my/our behalf at the Annual General Meeting of the Society to be held on **13th February 2024 at 7pm** and at any adjournment of the meeting. **I/We** direct my/our proxy to vote on the following resolution as I/we have indicated by marking the appropriate box with an 'X'. If no indication is given, my/our proxy will vote or abstain from voting at his or her discretion and I/we authorise my/our proxy to vote (or abstain from voting) as he or she thinks fit in relation to any other matter which is put before the meeting.

ORDINARY RESOLUTION	For	Against
<p>7) To appoint, elect or re-elect:- (nominees listed on www.driffielddshowground.co.uk after 2nd Feb 2024)</p> <p>a) Appointment of the Chairperson of the Society 1)</p> <p>b) Appointment of the Vice Chairperson of the Society 1)</p> <p>c) Appointment of the Honorary President of the Society 1)</p> <p>d) Appointment of a Director of the Society (Board Member) 1)</p> <p>e) Appointment of the Nominations Committee 1) 2)</p> <p>8) That the directors be and are hereby authorised pursuant to sections 117 and 122 Charities Act 2011 to sell the land on the eastern side of the Driffield Showground as shaded in red in the plan on page 6 of the 2023 Accounts Report, to a local business for an agreed sum.</p> <p>9) Notice is hereby given that the Board of Directors have proposed adding the following Bylaw to the Bylaws of Driffield Agricultural Society.</p> <p style="margin-left: 20px;">“The Board of Directors can co-opt 2 persons onto the DAS Board with relevant voting rights, sitting on the board for the duration of the year they have been co opted for.”</p>		

Signature

NOTES TO THE PROXY FORM

1. As a member of the Society you are entitled to appoint a proxy to exercise all or any of your rights to attend, speak and vote at a general meeting of the Society. You can only appoint a proxy using the procedures set out in these notes.
2. Appointment of a proxy does not preclude you from attending the meeting and voting in person. If you have appointed a proxy and attend the meeting in person, your proxy appointment will automatically be terminated.
3. A proxy does not need to be a member of the Society but must attend the meeting to represent you. To appoint as your proxy a person other than the Chairperson of the meeting, insert their full name in the box. If you sign and return this proxy form with no name inserted in the box, the Chairperson of the meeting will be deemed to be your proxy. Where you appoint as your proxy someone other than the Chairperson, you are responsible for ensuring that they attend the meeting and are aware of your voting intentions. If you wish your proxy to make any comments on your behalf, you will need to appoint someone other than the Chairperson and give them the relevant instructions directly.
4. To direct your proxy how to vote on the resolutions mark the appropriate box with an "X". If no voting indication is given, your proxy will vote or abstain from voting at his or her discretion. Your proxy will vote (or abstain from voting) as he or she thinks fit in relation to any other matter which is put before the meeting.
5. To appoint a proxy using this form, the form must be:
 - Completed and signed;
 - Sent or delivered to the Society at The Showground, Kelleythorpe, Driffield, East Yorkshire, YO25 9FB for the attention of David Tite; and
 - Received by the Society no later than **48 hours** prior to the start of the Meeting.
6. In the case of a member which is a company, this proxy form must be executed under its common seal or signed on its behalf by an officer of the company or an attorney for the company.
7. Any power of attorney or any other authority under which this proxy form is signed (or a duly certified copy of such power or authority) must be included with the proxy form.
8. As an alternative to using a hard-copy proxy form, you can appoint a proxy electronically, either using an e-signature or by scanning a signed hard-copy proxy form. For an electronic proxy appointment to be valid, your appointment must be received by the Society no later than **48 hours** prior to the start of the Meeting. The email address for which to send an electronic proxy appointment is **david@driffieldshowground.co.uk**
9. If you submit more than one valid proxy appointment, the appointment received last before the latest time for the receipt of proxies will take precedence.
10. For details of how to change your proxy instructions or revoke your proxy appointment see the notes to the notice of meeting.
11. You may not use any electronic address provided in this proxy form to communicate with the Society for any purposes other than those expressly stated.
12. We maintain the right to hold completed forms for up to 24 months, this is to deal with challenges during this period.