

ISLANDS' TOURISM AND BUSINESS PARTNERSHIP LIMITED

NOTICE OF ANNUAL GENERAL MEETING

Notice is hereby given that a meeting (the “**Meeting**”) of the members of Islands’ Tourism and Business Partnership Limited (the “**Company**”) will be held at the Wesleyan Chapel, Hugh Town, St. Mary’s and online via Zoom on Thursday, 12th October 2023, at 1.00 pm.

An invitation, digital joining instructions, minutes of the previous meeting and accounts will be issued separately.

MEETING AGENDA

11th Annual General Meeting of the Islands’ Tourism & Business Partnership Ltd

12.30 pm – 1:00 pm

Coffee and Networking

1:00 pm - 2.00 pm

1. Housekeeping – Euan Rodger, Executive Vice Chair
2. Welcome and introductory remarks - Andrew Sells, Chair of the Islands’ Partnership
3. Approval of the Minutes of the Previous AGM - Andrew Sells
4. Appointment of Directors – Andrew Sells
5. Financial report – Euan Rodger
6. Executive Vice Chair’s report – Euan Rodger
7. Marketing & PR report - Amanda Bond & Victoria Bond
8. Questions and Answers

NOTES TO THE NOTICE OF MEETING

Appointment of proxies (NB. no vote is scheduled)

1. As a member of the Company, you are entitled to appoint a proxy to exercise all or any of your right to attend, speak and vote at the Meeting and you should have received a proxy form with this notice of meeting. You can only appoint a proxy using the procedures set out in these notes and the notes to the proxy form.
2. A proxy does not need to be a member of the Company but must attend the Meeting to represent you. Details of how to appoint the Chairman of the Meeting or another as your proxy using the proxy form are set out in the notes to the proxy form. If you wish your proxy to speak on your behalf at the Meeting you will need to appoint your own choice of proxy (not the Chairman) and give your instructions directly to them.
3. If you do not give your proxy an indication of how to vote on any resolution, 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.

Appointment of proxy using hard copy form

4. The notes to the proxy form explain how to direct your proxy to vote on your behalf.

To appoint a proxy using the proxy form, the form must be:

- completed and signed
- sent or delivered to the Islands' Tourism & Business Partnership at Steamship House, Hugh Street, St Mary's TR21 0LL
- received by the Company no later than 1:00 pm, on Wednesday, 11th October 2023

In the case of a member which is a company, the 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.

Any power of attorney or any other authority under which the proxy is signed (or a duly certified copy of such power or authority) must be included with the proxy.

Electronic appointment of proxy

As an alternative to completing the hard-copy proxy form, you can appoint a proxy electronically by attaching the form to an email and sending it to enquiries@visitislesofscilly.com. For an electronic proxy appointment to be valid, your appointment must be received by the Company no later than 1:00 pm, on Wednesday, 11th October 2023.

Appointment of proxy by joint members

5. In the case of joint holders, where more than one of the joint holders purports to appoint a proxy, only the appointment submitted by the most senior holder will be accepted. Seniority is determined by the order in which the names of the joint holders appear in the Company's register of members in respect of the joint holding (the first name being the most senior).

Changing proxy instructions

6. To change your proxy instructions simply submit a new proxy appointment using the methods set out above. Note that the cut-off time for receipt of proxy appointments (see above) also apply in relation to amended instructions: any amended proxy appointments received after the relevant cut-off time will be disregarded.

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.

Termination of proxy appointments

7. In order to revoke a proxy instruction you will need to inform the Company using one of the following methods:
 - by sending a hard copy notice clearly stating your intention to revoke your proxy appointment to the Chairman of the Board at The Islands' Tourism & Business Partnership, Steamship House, Hugh Street, St Mary's TR21 0LL. In the case of a member which is a company, the revocation notice must be executed under its common seal or signed on its behalf by an officer of the company or an attorney for the company. Any power of attorney or any other authority under which the revocation notice is signed (or a duly certified copy of such power or authority) must be included with the revocation notice; or
 - by sending an email to enquiries@visitislesofscilly.com

In either case, the revocation notice must be received by the Company no later than 1.00 pm, on Friday, 13th October 2023.

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.

Communication

8. Except as provided above, members who have general queries about the Meeting should contact the Chairman of the Board at The Islands' Tourism & Business Partnership, Steamship House, Hugh Street, St Mary's, TR21 0LL (no other methods of communication will be accepted).