

2020 AGM Checklist

1. Preliminary considerations

- Options for the meeting (physical/hybrid/virtual) – check constitution;
- Adequacy of IT support;
- Current government guidelines/restrictions in relation to Covid-19 including social distancing and health & safety considerations
- Preparation of member/shareholder register data (labels or electronic format);
- Current position on report and accounts;
- Method of voting to be used;
- Arrangements for the appointment of proxies;
- Webcast of the meeting;
- Handling questions from members/shareholders (how will they be submitted/cut off date or will they be accepted during the meeting)
- Publication of Q&A's on website after meeting;
- Who is the Chair of the meeting – can it be the chair of the board or for logistical reasons should it be another board member?
- Presentations by members of the SMT (how will they be delivered and will they go onto the website after the AGM);
- Identify any potentially “difficult” questions and prepare answers;
- “On line” guests; and
- Rehearsal?

2. Notice of AGM

- Contents of the notice (for example, will changes to the constitution be proposed for 2021 and any revised voting procedures)
- How will notice be given (hard copy/in electronic form/by website or by a combination of the above)
- Have shareholders agreed to accept notices by email?
- Calculate notice period in accordance with the constitution (which will depend on whether, or not, there are to be constitutional changes)

3. Proxies

- Encourage appointment of chairman of the Meeting
- Paper/electronic filing?

4. The chair's explanatory letter

- Update to explain the 2020 procedural changes (and, if applicable, amendments to be made to the constitution)

5. Health & Safety Questionnaire

- (e.g.) Consider making inquiries of attendees to establish if they are displaying any symptoms of Covid-19 (e.g. confirmation before entering that they have no cough or temperature)

6. Chair's script

- Consider who should chair and have vice chair on stand by.
- Update to provide an explanation of the key new procedures.

7. Questions and answers pack.

8. Adjournment Procedure

- Model Rules allow for adjournment of 1 week. If AGM needs to be adjourned can the issues be resolved in one week?
- If adjourned meeting does not have a quorum, can you carry out the AGM with those shareholders present?

9. Voting Options

- Proxy (see above);
- Show of Hands;
- Poll;
- Voting apps

10. Procedures for partial amendment of rules/amending articles

Please contact Nadine Ofori-Atta and/or Diarmaid O'Sullivan who will be able to assist you with the necessary procedures and documentation to amend your constitution.



Nadine Ofori-Atta

Solicitor

020 7880 4289

nadine.ofori-atta@devonshires.co.uk



Diarmaid O'Sullivan

Solicitor

020 7065 1819

diarmaid.o'sullivan@devonshires.co.uk